

**CONSTITUTION, BYLAWS and CONTINUING RESOLUTIONS for
ZION EVANGELICAL LUTHERAN CHURCH
OF
ANN ARBOR, MICHIGAN
Ratified February 28, 2016**

***PREAMBLE**

We, baptized members of the Church of Christ, responding in faith to the call of the Holy Spirit through the Gospel, desiring to unite together to preach the Word, administer the sacraments, and carry out God's mission, do hereby adopt this constitution and solemnly pledge ourselves to be governed by its provisions. In the name of the Father and of the Son and of the Holy Spirit.

Chapter 1.

NAME AND INCORPORATION

- C1.01.** The name of this congregation shall be Zion Evangelical Lutheran Church of Ann Arbor Michigan.
- C1.02.** For the purpose of this constitution and the incorporated bylaws and continuing resolutions, the congregation of Zion Evangelical Lutheran Church of Ann Arbor is hereinafter designated as "this congregation."
- C1.11.** This congregation shall be incorporated under the laws of the State of Michigan.

Chapter 2.

CONFESSION OF FAITH

- *C2.01.** This congregation confesses the Triune God, Father, Son, and Holy Spirit.
- *C2.02.** This congregation confesses Jesus Christ as Lord and Savior and the Gospel as the power of God for the salvation of all who believe.
- a. Jesus Christ is the Word of God incarnate, through whom everything was made and through whose life, death, and resurrection God fashions a new creation.
 - b. The proclamation of God's message to us as both Law and Gospel is the Word of God, revealing judgment and mercy through word and deed, beginning with the Word in creation, continuing in the history of Israel, and centering in all its fullness in the person and work of Jesus Christ.
 - c. The canonical Scriptures of the Old and New Testaments are the written Word of God. Inspired by God's Spirit speaking through their authors, they record and announce God's revelation centering in Jesus Christ. Through them God's Spirit speaks to us to create and sustain Christian faith and fellowship for service in the world.
- *C2.03.** This congregation accepts the canonical Scriptures of the Old and New Testaments as the inspired Word of God and the authoritative source and norm of its proclamation, faith, and life.
- *C2.04.** This congregation accepts the Apostles', Nicene, and Athanasian Creeds as true declarations of the faith of this congregation.
- *C2.05.** This congregation accepts the Unaltered Augsburg Confession as a true witness to the Gospel, acknowledging as one with it in faith and doctrine all churches that likewise accept the teachings of the Unaltered Augsburg Confession.
- *C2.06.** This congregation accepts the other confessional writings in the Book of Concord, namely, the Apology of the Augsburg Confession, the Smalcald Articles and the Treatise, the Small Catechism, the Large Catechism, and the Formula of Concord, as further valid interpretations of the faith of the Church.

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- *C2.07. This congregation confesses the Gospel, recorded in the Holy Scripture and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church for God's mission in the world.

Chapter 3.

NATURE OF THE CHURCH

- *C3.01. All power in the Church belongs to our Lord Jesus Christ, its head. All actions of this congregation are to be carried out under his rule and authority.
- *C3.02. The Church exists both as an inclusive fellowship and as local congregations gathered for worship and Christian service. Congregations find their fulfillment in the universal community of the Church, and the universal Church exists in and through congregations. The Evangelical Lutheran Church in America, therefore, derives its character and powers both from the sanction and representation of its congregations and from its inherent nature as an expression of the broader fellowship of the faithful. In length, it acknowledges itself to be in the historic continuity of the communion of saints; in breadth, it expresses the fellowship of believers and congregations in our day.
- *C3.03. The name Evangelical Lutheran Church in America (ELCA or "this church") as used herein refers in general references to this whole church, including its three expressions: congregations, synods, and the churchwide organization. The name Evangelical Lutheran Church in America is also the name of the corporation of the churchwide organization to which specific references may be made herein.

Chapter 4.

STATEMENT OF PURPOSE

- *C4.01. The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's creative, redeeming, and sanctifying activity in the world.
- *C4.02. To participate in God's mission, this congregation as a part of the Church shall:
 - a. Worship God in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness, and service.
 - b. Proclaim God's saving Gospel of justification by grace for Christ's sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations.
 - c. Carry out Christ's Great Commission by reaching out to all people to bring them to faith in Christ and by doing all ministry with a global awareness consistent with the understanding of God as Creator, Redeemer, and Sanctifier of all.
 - d. Serve in response to God's love to meet human needs, caring for the sick and the aged, advocating dignity and justice for all people, working for peace and reconciliation among the nations, and standing with the poor and powerless, and committing itself to their needs.
 - e. Nurture its members in the Word of God so as to grow in faith and hope and love, to see daily life as the primary setting for the exercise of their Christian calling, and to use the gifts of the Spirit for their life together and for their calling in the world.
 - f. Manifest the unity given to the people of God by living together in the love of Christ and by joining with other Christians in prayer and action to express and preserve the unity which the Spirit gives.

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- *C4.03.** To fulfill these purposes, this congregation shall:
- a. Provide services of worship at which the Word of God is preached and the sacraments are administered.
 - b. Provide pastoral care and assist all members to participate in this ministry.
 - c. Challenge, equip, and support all members in carrying out their calling in their daily lives and in their congregation.
 - d. Teach the Word of God.
 - e. Witness to the reconciling Word of God in Christ, reaching out to all people.
 - f. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.
 - g. Motivate its members to provide financial support for the congregation's ministry and the ministry of other parts of the Evangelical Lutheran Church in America.
 - h. Foster and participate in interdependent relationships with other congregations, the synod, and the churchwide organization of the Evangelical Lutheran Church in America.
 - i. Foster and participate in ecumenical relationships consistent with churchwide policy.
- *C4.04.** This congregation shall develop an organizational structure to be described in the bylaws. The Congregation Council shall prepare descriptions of the responsibilities of each committee, task force, or other organizational group and shall review their actions. Such descriptions may be contained in continuing resolutions in the section on the Congregation Committees.
- *C4.05.** This congregation shall, from time to time, adopt a mission statement which will provide specific direction for its programs.
- *C4.06.** References herein to the nature of the relationship between the three expressions of this church—congregations, synods, and the churchwide organization—as being interdependent or as being in a partnership relationship describe the mutual responsibility of these expressions in God's mission and the fulfillment of the purposes of this church as described in this chapter, and do not imply or describe the creation of partnerships, co-ventures, agencies, or other legal relationships recognized in civil law.

Chapter 5.

POWERS OF THE CONGREGATION

- *C5.01.** The powers of this congregation are those necessary to fulfill its purpose.
- *C5.02.** The powers of this congregation are vested in the Congregation Meeting called and conducted as provided in this constitution and bylaws.
- *C5.03.** Only such authority as is delegated to the Congregation Council or other organizational units in this congregation's governing documents is recognized. All remaining authority is retained by the congregation. The congregation is authorized to:
- a. Call a pastor as provided in Chapter 9;
 - b. Terminate the call of a pastor as provided in Chapter 9;
 - c. Call or terminate the call of associates in ministry, deaconesses, and diaconal ministers in conformity with the applicable policy of the Evangelical Lutheran Church in America;
 - d. Adopt amendments to the constitution, as provided in Chapter 17, amendments to the bylaws, as specified in Chapter 16, and continuing resolutions, as provided in Chapter 18.
 - e. Approve the annual budget;

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- f. Acquire real and personal property by gift, devise, purchase, or other lawful means;
 - g. Hold title to and use its property for any and all activities consistent with its purpose;
 - h. Sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
 - i. Elect its officers, Congregation Council, board and committee representatives, and require them to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions; and
 - j. Terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.
- *C5.04.** This congregation shall choose from among its voting members, laypersons to serve as voting members of the Synod Assembly as well as persons to represent it at meetings of any conference, cluster, coalition, or other area subdivision of which it is a member. The number of persons to be elected by the congregation and other qualifications shall be as prescribed in guidelines established by the Southeast Michigan Synod of the Evangelical Lutheran Church in America or its successor.
- C5.04.01.** The Congregation Council shall annually appoint Synod Assembly voting members.
- C5.05.** This congregation shall have an endowment fund as specified in its bylaws. The purpose of the fund is to receive, administer, and invest gifts such as money, land, stock, insurance, and other types of real and personal property, so that a continuing source of income is generated to support mission and this congregation's programs and operations.
- C5.05.01. Endowment Committee.** The Endowment Committee shall administer the endowment fund (the Fund) established pursuant to **C5.05.** under the authority of Congregation Council. The Endowment Committee members shall:
- a. Promote, foster, solicit, and receive funds and property of every kind and nature, whether by gift, bequest, devise or otherwise, in any form and from any person or entity;
 - b. Hold and administer such funds and property;
 - c. Expend and disburse endowment funds as established by its written policies for such religious, educational, and charitable purposes which are approved, sponsored, supported, or undertaken by, or related to the activities of this congregation; and
 - d. Render a report of the status of the Endowment Fund, including detail of its holdings and its annual revenue and expenses, to the Congregation Council. The Congregation Council shall include such report in its annual report to the congregation as provided in **C12.09.** of this constitution.
- C5.05.02. Operation**
- a. The authority to allocate and administer all contributions, proceeds, and earnings of the Fund is vested in the Endowment Committee, through this congregation's Constitution and Bylaws. This congregation may receive contributions for the Fund through gifts, bequests, legacies, charitable remainder trusts, charitable gift annuities, insurance, and other means from any individual or any other source in cash or in other property acceptable to the Committee. Contributions which permit or prohibit expenditures of the principal, may be accepted upon approval of the committee.
 - b. In general, the principal of the Fund will remain intact. If consistent with the guidelines established by the gift, principal and income may be disbursed

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within the stated purpose of the Fund as part of a sustainable withdrawal pattern consistent with the Endowment Committee's Distribution policies. The committee shall develop and at least annually review a policy to disburse undesignated and designated fund income periodically to this congregation to support its mission and vision.

- 1) The Committee may authorize loans that do not use the Fund's principal from undesignated Endowment Funds to this congregation for cash flow shortfall and in the event of a catastrophe or dire emergency. A loan that uses the Fund's principal must be approved by two-thirds (2/3) of the voting members present at a legally called Congregation meeting. Such loans shall be made at comparable bank terms. Both the principal and interest of such loan will be repaid on a fixed payment schedule to be determined at the time the loan is approved.
- 2) The committee will create and approve meeting minutes. The minutes will be prepared by the committee Secretary and ready for committee approval no later than 2 weeks after the meeting. Approved meeting minutes will be provided to all committee and advisory members and the Congregation Council Secretary.

C5.05.03. Organization

- a. The Endowment Committee shall consist of seven members, all of whom shall be voting members of the congregation. The term of each member shall be 5 years. Committee members are elected at this congregation's Annual Meeting. The terms will be staggered so that no more than two members are elected in any given year. Terms run from April 1 to March 31. No member shall serve more than one full elected term without a lapse of at least 12 months.
- b. Should a member's, including an officer's, place on the Endowment Committee be declared vacant, the Congregation Council shall elect, by majority vote, a successor until the next annual meeting, at which time the congregation will elect a candidate (possibly the appointed incumbent) to fill out the remainder of the vacancy term. No member of the Congregation Council shall serve as a committee member.
- c. The Congregation Council Treasurer and Senior Pastor shall serve as advisory non-voting committee members. The committee may ask other members of the congregation to serve as advisory non-voting members.
- d. A quorum shall consist of five (5) voting committee members. The affirmative vote of a majority present and voting shall carry any motion.
- e. The committee shall elect annually from its membership a Chair, Vice-Chair, Secretary, and Treasurer. Duties shall be as follows:
 - 1) The Chair or Vice-Chair shall preside at all committee meetings. If neither is available, a temporary chairperson shall be selected from the committee members in attendance.
 - 2) The secretary and treasurer shall maintain or cause to be maintained accurate records in sufficient detail as required by the committee and such other duties established by the committee policies as provided in **C5.05.03.f.**
- f. The committee shall establish written policies for the conduct of its business. It shall adopt standards and goals to guide in the investment and distribution of the Fund which it may amend, all within the stated purpose of the Fund while still consistent with guidelines established by the gift.

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- g. No committee member shall engage in any self-dealing or transactions with the Fund in which the member has direct or indirect financial interest and each member shall at all times refrain from any conduct in which his/her personal interests would conflict with the interests of the Fund.
- h. The committee shall not receive any compensation but may be reimbursed from the income of the Fund for committee-approved expenses reasonably incurred.

C5.05.04 Committee Duties and Powers

- a. The committee may co-mingle the undesignated and designated funds and property of the Endowment Fund, and administer the assets as a single fund or it may establish separate accounts for record keeping purposes. The committee records shall accurately reflect the receipts, disbursements, and property allocable to each account. The committee shall not be required to make physical segregation of the Fund's assets in order to conform to the directions of any donors.
- b. In the administration of this Fund, the committee shall have all powers and authority necessary to carry out the purpose of the Fund, including the following powers and authority on behalf of this Congregation.
 - 1) To take, have, hold, sell, exchange, rent, lease, transfer, convert, invest, reinvest, and in all other respects to handle, manage, and control the Fund, or any part thereof, as they in their judgment and discretion shall deem wise and prudent, subject to this congregation's Constitution and Bylaws.
 - 2) To retain any Fund property in the form in which received; to convert any Fund property from one form to another, whether real or personal or mixed; to invest Fund assets as the committee in their absolute discretion may select, subject to the standards of prudence required of trustees, consistent with this congregation's Constitution and Bylaws.
 - 3) To receive the income, profits, rents, and proceeds of the Fund and to collect and receipt for the same and pay all administrative and necessary expenses in connection with it. Expenses are paid from the Fund income.
 - 4) To make, execute, and deliver all instruments necessary or proper for the accomplishment of the purpose of the Fund, including deeds, bills of sale, transfers, leases, mortgages, assignments, conveyances, contracts, purchase agreements, waivers, releases and settlements.
 - 5) To contribute, donate, support or distribute from time to time, for the purposes herein stated, such payments of amounts as the committee in its discretion shall determine.
 - 6) To determine what is principal and income according to generally accepted accounting procedures.
 - 7) To hold investments in the name of the Fund on behalf of this Congregation and to sign checks and all other necessary documents on behalf of this Congregation in furtherance of the Fund purposes.
 - 8) To employ and reasonably compensate from Fund income accountants, financial consultants, agents and attorneys to assist and advise in the execution of the Fund, without liability for their omissions or neglect, but using reasonable care in their selection, and to rely on the advice of persons so employed.
 - 9) To assure that an annual audit review of the Fund is performed in accordance with **C.13.03.01**.

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C5.05.05. Indemnification

The committee members shall not be liable for any losses which may be incurred upon investments of the Fund except to the extent that such losses shall have been caused by bad faith or gross negligence of the committee members. No committee member shall be liable for the acts or omissions of any other committee member, or any accountant, financial consultant, agent, attorney or custodian selected with reasonable care.

C5.05.06. Dissolution

This Fund may be dissolved in accordance with the laws of the State of Michigan and this Congregation's Constitution. Upon dissolution of the Fund and after payment of all liabilities, obligations, costs and expenses incurred by this fund, any remaining assets shall be distributed to this Congregation. This fund may be dissolved at any legally called meeting of this congregation with a quorum present by a majority vote of those voting members present and voting.

Chapter 6.**CHURCH AFFILIATION**

- *C6.01. This congregation shall be an interdependent part of the Evangelical Lutheran Church in America or its successor, and of the Southeast Michigan Synod of the Evangelical Lutheran Church in America or its successor. This congregation is subject to the discipline of the Evangelical Lutheran Church in America.
- *C6.02. This congregation accepts the Confession of Faith and agrees to the Purposes of the Evangelical Lutheran Church in America and shall act in accordance with them.
- *C6.03. This congregation acknowledges its relationship with the Evangelical Lutheran Church in America in which:
 - a. This congregation agrees to be responsible for its life as a Christian community.
 - b. This congregation pledges its financial support and participation in the life and mission of the Evangelical Lutheran Church in America.
 - c. This congregation agrees to call pastoral leadership from the clergy roster of the Evangelical Lutheran Church in America in accordance with its call procedures except in special circumstances and with the approval of the bishop of the synod. These special circumstances are limited either to calling a candidate approved for the roster of ordained ministers of the Evangelical Lutheran Church in America or to contracting for pastoral services with an ordained minister of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion.
 - d. This congregation agrees to consider associates in ministry, deaconesses, and diaconal ministers for call to other staff positions in the congregation according to the procedures of the Evangelical Lutheran Church in America.
 - e. This congregation agrees to file this constitution and any subsequent changes to this constitution with the synod for review to ascertain that all of its provisions are in agreement with the constitution and bylaws of the Evangelical Lutheran Church in America and with the constitution of the synod.

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- *C6.04.** Affiliation with the Evangelical Lutheran Church in America may be terminated as follows:
- a. This congregation takes action to dissolve.
 - b. This congregation ceases to exist.
 - c. This congregation is removed from membership in the Evangelical Lutheran Church in America according to the procedures for discipline of the Evangelical Lutheran Church in America.
 - d. This congregation follows the procedures outlined in ***C6.05**.
- *C6.05.** A congregation may terminate its relationship with this church by the following procedure:
- a. A resolution indicating the intent to terminate its relationship must be adopted at a legally called and conducted special meeting of the congregation by a two-thirds vote of the voting members present. Such meeting may be held no sooner than 30 days after written notice of the meeting is received by the bishop of the synod, during which time the congregation shall consult with the bishop and the bishop's designees, if any. The times and manner of the consultation shall be determined by the bishop in consultation with the Congregation Council. Unless he or she is a voting member of the congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the meeting.
 - b. The secretary of the congregation shall submit a copy of the resolution to the bishop, attesting that the special meeting was legally called and conducted and certifying the outcome of the vote, and shall mail a copy of the resolution to voting members of the congregation. This notice shall be submitted within 10 days after the resolution has been adopted.
 - c. The bishop of the synod and the congregation shall continue in consultation, as specified in paragraph a. above, during a period of at least 90 days after receipt by the synod of the notice as specified in paragraph b. above.
 - d. If the congregation, after such consultation, still seeks to terminate its relationship, such action may be taken at a legally called and conducted special meeting by a two-thirds vote of the voting members present. Notice of the meeting shall be mailed to all voting members and to the bishop at least 10 days in advance of the meeting. Unless he or she is a voting member of the congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the meeting.
 - e. A copy of the resolution, attesting that the special meeting was legally called and conducted and certifying the outcome of the vote, shall be sent to the bishop within 10 days after the resolution has been adopted, at which time the relationship between the congregation and this church shall be terminated subject to paragraphs g., h., and i. below. Unless this notification to the bishop also certifies that the congregation has voted by a two-thirds vote to affiliate with another Lutheran denomination, the congregation will be conclusively presumed to be an independent or non-Lutheran church.
 - f. Notice of termination shall be forwarded by the bishop to the secretary of this church, who shall report the termination to the Churchwide Assembly.
 - g. Congregations seeking to terminate their relationship with this church which fail or refuse to comply with each of the foregoing provisions in ***C6.05**. shall be required to receive Synod Council approval before terminating their membership in this church.
 - h. Congregations which had been members of the Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in

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***C6.05.**, to receive synodical approval before terminating their membership in this church.

- i. Congregations established by the Evangelical Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in ***C6.05.**, to satisfy all financial obligations to this church and receive Synod Council approval before terminating their membership in this church.
 - j. If a congregation fails to achieve the required two-thirds vote of voting members present at the congregation's first meeting as specified in paragraph a. above, another special meeting to consider termination of relationship with this church may be called no sooner than 6 months after that first meeting. If a congregation fails to achieve the required two-thirds vote of voting members present at the congregation's second meeting as specified in paragraph d. above, another attempt to consider termination of relationship with this church must follow all requirements of ***C6.05.**, and may begin no sooner than 6 months after that second meeting.
- *C6.06.** If this congregation considers relocation, it shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization before any steps are taken leading to such action. The approval of the Synod Council shall be received before any such action is affected.
- *C6.07.** If this congregation considers developing an additional site to be used regularly for worship, it shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization before any steps are taken leading to such action.

Chapter 7.

PROPERTY OWNERSHIP

- *C7.01.** If this congregation ceases to exist, title to undisposed property shall pass to the Southeast Michigan Synod of the Evangelical Lutheran Church in America or its successor.
- *C7.02.** If this congregation is removed from membership in the Evangelical Lutheran Church in America according to its procedure for discipline, title to property shall continue to reside in this congregation.
- *C7.03.** If a two-thirds majority of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to transfer to another Lutheran church body, title to property shall continue to reside in this congregation, provided the process for termination of relationship in ***C6.05.** has been followed. Before this congregation takes action to transfer to another Lutheran church body, it shall consult with representatives of the Southeast Michigan Synod or its successor.
- *C7.04.** If a two-thirds majority of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to become independent or relate to a non-Lutheran church body and have followed the process for termination of relationship in ***C6.05.**, title to property of this congregation shall continue to reside in this congregation only with the consent of the Synod Council. The Synod Council, after consultation with this congregation by the established synodical process, may give approval to the request to become independent or to relate to a non-Lutheran church body, in which case title shall remain with the majority of this congregation. If the Synod Council fails to give such approval, title shall remain with those members who desire to continue as a congregation of the Evangelical Lutheran Church in America.

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**Chapter 8.
MEMBERSHIP**

- *C8.01.** Members of this congregation shall be those baptized persons on the roll of this congregation at the time that this constitution is adopted and those who are admitted thereafter and who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.
- *C8.02.** Members shall be classified as follows:
- a. **Baptized** members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or, having been previously baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.
 - b. **Confirmed** members are baptized persons who have been confirmed in this congregation, those who have been received by adult baptism or by transfer as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith.
 - c. **Voting** members are confirmed members. Such confirmed members, during the current or preceding calendar year, shall have communed in this congregation and shall have made a contribution of record to this congregation. Members of this congregation who have satisfied these basic standards shall have the privilege of voice and vote at every regular and special meeting of the congregation.
 - d. **Associate** members are persons holding membership in other Christian congregations who wish to retain such membership but desire to participate in the life and mission of this congregation, or persons who wish to retain a relationship with this congregation while being members of other congregations. They have all the privileges and duties of membership except voting rights and eligibility for elected offices or membership on the Congregation Council of this congregation.
- C8.02.01.** For purposes of defining a voting member in provision ***C8.02.c.** above, a member shall be deemed to have communed and made a contribution of record if the member:
- a. Makes a contribution that is shown in the congregation's financial records
 - b. Lives (full time or periodically) in a household with another member who has made a contribution described in **C8.02.01.a.** above
 - c. Is actively serving in the military and is the immediate family member of a member who has made a contribution described in **C8.02.01.a.** above or
 - d. Is completing a post high school education and is the immediate family member of a member who has made a contribution described in **C8.02.01.a.** above.
- C8.02.02.** A person ceases to be a voting member when the person has not communed and made a contribution of record during the current year and the preceding year. The person then becomes an inactive member.
- *C8.03.** All applications for confirmed membership shall be submitted to and shall require the approval of the Congregation Council.
- *C8.04.** It shall be the privilege and duty of members of this congregation to:
- a. Make regular use of the means of grace, both Word and sacraments;
 - b. Live a Christian life in accordance with the Word of God and the teachings of the Lutheran church; and

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- c. Support the work of this congregation, the synod, and the churchwide organization of the Evangelical Lutheran Church in America through contributions of their time, abilities, and financial support as biblical stewards.
- *C8.05.** Membership in this congregation shall be terminated by any of the following:
- a. Death;
 - b. Resignation;
 - c. Transfer or release;
 - d. Disciplinary action in accordance with ELCA constitutional provision 20.40. and the accompanying bylaws; or
 - e. Removal from the roll due to inactivity as defined in the bylaws. Such persons who have been removed from the roll of members shall remain persons for whom the Church has a continuing pastoral concern.
- C8.05.01.** The Congregation Council may remove a member from membership if that member fails during the current or preceding year or more to commune and make a contribution of record as defined in **C8.02.01.c.** and has become an inactive member as defined in **C8.02.02.** Removal of members under this provision shall only be done after careful research by the pastors or their designees as to any extenuating circumstances that would warrant retaining the membership.

Chapter 9. THE PASTOR

- *C9.01.** Authority to call a pastor shall be in this congregation by at least a two-thirds majority ballot vote of members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by the Congregation Council to recommend the call, shall seek the advice and help of the bishop of the synod.
- *C9.02.** Only a member of the clergy roster of the Evangelical Lutheran Church in America or a candidate for the roster of ordained ministers who has been recommended for the congregation by the synodical bishop may be called as a pastor of this congregation.
- *C9.03.** Consistent with the faith and practice of the Evangelical Lutheran Church in America,
- a. Every ordained minister shall:
 - 1) Preach the Word;
 - 2) Administer the sacraments;
 - 3) Conduct public worship;
 - 4) Provide pastoral care; and
 - 5) Speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world.
 - b. Each ordained minister with a congregational call shall, within the congregation:
 - 1) Offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
 - 2) Supervise all schools and organizations of this congregation;
 - 3) Install regularly elected members of the Congregation Council; and
 - 4) With the council, administer discipline.
 - c. Every pastor shall:
 - 1) Strive to extend the Kingdom of God in the community, in the nation, and abroad;
 - 2) Seek out and encourage qualified persons to prepare for the ministry of the Gospel;

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- 3) Impart knowledge of this church and its wider ministry through distribution of its periodicals and other publications; and
 - 4) Endeavor to increase the support given by the congregation to the work of the churchwide organization of the Evangelical Lutheran Church in America (ELCA) and of the Southeast Michigan Synod of the ELCA or its successor.
- *C9.04.** The specific duties of the pastor, compensation, and other matters pertaining to the service of the pastor shall be included in a letter of call, which shall be attested by the bishop of the synod.
- *C9.05.**
- a. The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by death or, following consultation with the synodical bishop, for the following reasons:
 - 1) Mutual agreement to terminate the call or the completion of a call for a specific term;
 - 2) Resignation of the pastor, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;
 - 3) Inability to conduct the pastoral office effectively in the congregation in view of local conditions;
 - 4) Physical disability or mental incapacity of the pastor;
 - 5) Suspension of the pastor through discipline for more than 3 months;
 - 6) Resignation or removal of the pastor from the roster of ordained ministers of this church;
 - 7) Termination of the relationship between this church and the congregation;
 - 8) Dissolution of the congregation or the termination of a parish arrangement;
 - 9) Suspension of the congregation through discipline for more than 6 months.
 - b. When allegations of physical disability or mental incapacity of the pastor under paragraph **C9.05.a.4)** above, or ineffective conduct of the pastoral office under paragraph **C9.05.a.3)** above, have come to the attention of the bishop of this synod,
 - 1) The bishop in his or her sole discretion may investigate such conditions personally together with a committee of two ordained ministers and one layperson, or
 - 2) When such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of the congregation, the bishop personally shall investigate such conditions together with a committee of two ordained ministers and one layperson.
 - c. In case of alleged physical disability or mental incapacity under paragraph **C9.05.a.4)** above, the bishop's committee shall obtain and document competent medical opinion concerning the pastor's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the pastorate vacant and the pastor shall be listed on the clergy roster as disabled. Upon removal of the disability and the restoration of the pastor to health, the bishop shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another appropriate call.
 - d. In the case of alleged local difficulties that imperil the effective functioning of the congregation under paragraph **C9.05.a.3)** above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the pastor and then to the congregation. The recommendations of the bishop's committee must address whether the pastor's call should come to an end and, if so, may suggest

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appropriate severance arrangements. The committee may also propose other actions that should be undertaken by the congregation and by the pastor, if appropriate. If the pastor and congregation agree to carry out such recommendations, no further action need be taken by the synod.

- e. If either party fails to assent to the recommendations of the bishop's committee concerning the pastor's call, the congregation may dismiss the pastor only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds majority vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a simple majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
 - f. If, in the course of proceedings described in paragraph **C9.05.c.** or paragraph **C9.05.d.** above, the bishop's committee concludes that there may be grounds for disciplinary action, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.
- *C9.06.** At a time of pastoral vacancy, an interim pastor shall be appointed by the bishop of the synod with the consent of this congregation or the Congregation Council.
- *C9.07.** During the period of service, an interim pastor shall have the rights and duties in the congregation of a regularly called pastor and may delegate the same in part to a supply pastor with the consent of the bishop of the synod and this congregation or Congregation Council. The interim pastor and any ordained pastor providing assistance shall refrain from exerting influence in the selection of a pastor. Unless previously agreed upon by the Synod Council, an interim pastor is not available for a regular call to the congregation served.
- *C9.08.** This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting related to the Evangelical Lutheran Church in America.
- *C9.09.** When a pastor is called to serve in company with another pastor or pastors, the privileges and responsibilities of each pastor shall be specified in documents to accompany the call and to be drafted in consultation involving the pastors, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.
- C9.10.** Reserved for future use.
- *C9.11.** With the approval of the bishop of the synod, the congregation may depart from ***C9.05.a.** and call a pastor for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the pastor and representatives of the congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of ***C9.05.a.**
- *C9.12.** The pastor of this congregation:
- a. Shall keep accurate parochial records of all baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from the congregation;
 - b. Shall submit a summary of such statistics annually to the synod; and
 - c. Shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the pastor shall hold membership in one of the congregations.

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- *C9.13.** The pastor(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.
- *C9.14.** The parochial records of this congregation shall be maintained by the pastor and shall remain the property of the congregation. The secretary of this congregation shall attest in writing to the bishop of this synod that such records have been placed in his or her hands in good order by a departing pastor before the installation of that pastor in another field of labor or the granting by the synod of retired status to the pastor.
- C9.15.** Reserved for future use.
- C9.16.** Reserved for future use.
- C9.17.** Reserved for future use.
- C9.18.** Reserved for future use.
- C9.19.** Reserved for future use.
- C9.20.** **Ecumenical Parish Ministry.**
- C9.21.** Under special circumstances, subject to the approval of the synodical bishop and the concurrence of this congregation, an ordained minister of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion may serve temporarily as pastor of this congregation under a contract between the congregation and the ordained minister in a form proposed by the synodical bishop and approved by the congregation.

Chapter 10.

CONGREGATION MEETING

- C10.01.** The annual meeting of this congregation shall be held at a time specified in the bylaws.
- C10.01.01.** The annual congregation meeting will be held on a Sunday in February each year. The Congregation Council will announce the meeting and its purpose. The annual congregation meeting's purpose will include:
 - a. Election of the congregation officers, Congregation Council members, and board and committee representatives.
 - b. The annual report presentation
 - c. The annual fiscal year budget recommendation, if it has not already been approved.
- C10.02.** The pastor, the Congregation Council, or the president of this congregation may call a special Congregation Meeting. In addition, the president of the Congregation Council shall call a special Congregation Meeting upon request of the synodical bishop or upon the written request of 25% of the voting members of the congregation. The call for each special meeting shall specify the purpose(s) for which it is to be held, and no other business shall be transacted.
- C10.03.** Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail or electronic means, as permitted by state law, to all voting members at least 10 days in advance of the date of the meeting.
- C10.03.01.** Each Congregation Meeting shall be held at Zion Evangelical Lutheran Church of Ann Arbor, or at such other place in Washtenaw County, Michigan, as the Congregation Council may determine.
- C10.04.** Fifty (50) voting members shall constitute a quorum.
- C10.05.** Voting by proxy or by absentee ballot shall not be permitted.

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- C10.06.** All actions approved by this congregation shall be by majority vote of those voting members present and voting, except as otherwise provided in this constitution or by state law.
- C10.07.** *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

Chapter 11.

OFFICERS

- C11.01.** The officers of this congregation shall be a president, vice president, secretary, and treasurer. Duties of the officers shall be specified in the bylaws.
- a. The officers shall be voting members of the congregation.
 - b. Officers of this congregation shall serve similar offices of the Congregation Council and shall be voting members of the Congregation Council.
- C11.01.01.** Specific duties of the officers are as follows:
- a. **President.** The president shall serve as the chair of the Congregation Council for all council meetings, and shall preside over all meetings of the congregation and the Congregation Council. Additionally, the president shall provide leadership to the Congregation Council and the members, and offer counsel to the senior pastor.
 - b. **Vice President.** The vice president shall serve as the vice-chair of the Congregation Council and shall act on of the behalf of the president when he or she is unable to attend or participate at any meeting of the members or of the Congregation Council. The vice president shall maintain and manage this congregation's standard policy program. Additionally, the vice president shall perform such tasks as assigned by the Congregation Council or by the president.
 - c. **Secretary.** The secretary shall review, edit and maintain all records of the meetings of the congregation and of the Congregation Council. When a pastor departs the congregation, the secretary shall attest in writing regarding the state of the parochial records per **C9.14.** of this constitution. Additionally, the secretary shall ensure the retention of all records of the Committees identified in Chapter 13 of this constitution, and Organizations within the Congregation identified in Chapter 14 of this constitution.
 - d. **Treasurer.** The treasurer shall oversee the financial matters of the congregation. Specifically, the treasurer shall:
 - 1) Ensure all monies and other property of the congregation entrusted to the office are kept safe.
 - 2) Ensure the monies are disbursed at the direction of the Congregation Council or the congregation.
 - 3) Oversee the management of the church budget and regularly advise the Congregation Council of the financial status.
 - 4) Submit a written report to the congregation at its annual meeting and other written reports that the Congregation Council may require, and otherwise report to the Congregation Council as requested by the Congregation Council.
 - 5) Ensure that acceptable accounting methods are used in keeping all books of account, establish accounting policies and procedures as required and ensure that such policies are followed.
 - 6) Give guidance to the accounting staff.

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- C11.02.** The officers shall be elected by the congregation by written ballot and shall serve for 2 years or until their successors are elected. The term shall begin on April 1 and end on March 31.
- C11.03.** No officer shall hold more than one office at a time. No elected officer shall be eligible to serve more than three consecutive full terms in the same office.

Chapter 12.

CONGREGATION COUNCIL

- C12.01.** The voting membership of the Congregation Council shall consist of the senior pastor(s), the officers of the congregation, and six members (members-at-large) of this congregation. All other pastors will be advisory (non-voting) members and may attend Congregation Council meetings. Any voting member of the congregation may be elected to Congregation Council, subject only to the limitation on the length of continuous service permitted in that office. A member's place on the Congregation Council shall be declared vacant if the member:
- a. Ceases to be a voting member of the congregation or
 - b. Resigns or
 - c. Is removed from the Congregation Council by a unanimous vote of all members of the Congregation Council other than the person who is the subject of the vote.
- C12.02.** The members-at-large of the Congregation Council shall be elected by written ballot at the annual meeting of the congregation. Their terms of office shall be for 2 years, beginning on April 1 and ending on March 31 or until their successors are elected. Such members shall be eligible to serve no more than three full terms consecutively. Terms shall be staggered such that three members are elected each year. Congregation Council members and officers shall be installed at a worship service prior to April 1.
- C12.03.** Should a member's, including an officer's, place on the Congregation Council be declared vacant, the Congregation Council shall elect, by majority vote, a successor until the next annual meeting, at which time the congregation will elect a candidate (possibly the appointed incumbent) to fill out the remainder of the vacancy term.
- C12.04.** As the spiritual leaders of this congregation, the Congregation Council shall have general oversight of the life and activities of this congregation, and in particular its worship life, to the end that everything be done in accordance with the Word of God and the faith and practice of the Evangelical Lutheran Church in America. The duties of the Congregation Council shall include the following:
- a. To lead this congregation in stating its mission, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
 - b. To seek to involve all members of this congregation in worship, learning, witness, service, and support.
 - c. To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.
 - d. To maintain supportive relationships with the pastor(s) and staff and help them annually to evaluate the fulfillment of their calling or employment.
 - e. To be examples individually and corporately of the style of life and ministry expected of all baptized persons.
 - f. To promote a congregational climate of peace and goodwill, and, as differences and conflicts arise, to endeavor to foster mutual understanding.
 - g. To arrange for pastoral service during the sickness or absence of the pastor.
 - h. To emphasize partnership with the synod and churchwide organization of the Evangelical Lutheran Church in America as well as cooperation with other

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congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the Evangelical Lutheran Church in America.

- i. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
 - j. To seek out and encourage qualified persons to prepare for the ministry of the Gospel.
 - k. To provide liaison relationships with committees and groups. Each council member will be an advisory non-voting member of at least one committee or group, and is expected to be present for all meetings of the assigned committee or group.
 - l. To develop, manage and maintain a standard policy program for this congregation.
- C12.04.01.l.A16.** Policies created by staff, Congregation Council and committees will be evaluated for format and consistency. The policies will be retained in at least one location accessible to members and staff of this congregation. All policies will be reviewed bi-annually.
- C12.05.** The Congregation Council shall be responsible for the financial and property matters of this congregation, but may delegate the day-to-day supervision of such matters to staff and committees.
- a. The Congregation Council shall be the Board of Directors of this congregation, and as such shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of Michigan, except as otherwise provided herein.
 - b. The Congregation Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a meeting of the congregation.
 - c. The Congregation Council shall prepare an annual budget for adoption by this congregation, and shall supervise the expenditure of funds in accordance therewith, following its adoption. The Congregation Council may, without the prior approval of the congregation, incur obligations for operations in excess of the adopted budget which total in the aggregate (on a yearly basis) less than 5% of the yearly anticipated receipts. The budget shall include this congregation's fair share in support of the wider ministry being carried on in partnership with the synod and churchwide organization.
 - d. The Congregation Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies to the synodical treasurer.
 - e. The Congregation Council shall be responsible for all this congregation's investments and its total insurance program.
 - f. The Congregation Council shall ensure the congregation's procedures relating to the accounting, finance and treasury functions are up-to-date and properly implemented.
 - g. The Congregation Council shall establish a program for gifts and memorials.
- C12.06.** The Congregation Council shall see that the provisions of this constitution, its bylaws, and the continuing resolutions are carried out.
- C12.07.** The Congregation Council shall provide for an annual review of the membership roster (see **C8.05.01**).

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- C12.08.** The Congregation Council shall be responsible for the hiring, termination and supervision of the employed lay staff of the congregation as recommended by the Personnel Committee. Nothing in this provision shall be deemed to affect the congregation's responsibility for the call, terms of call, or termination of call of any employees who are on a roster of this church. The Congregation Council is responsible for creating and maintaining a Personnel Handbook, but may delegate this responsibility to the Personnel Committee.
- C12.09.** The Congregation Council shall submit a comprehensive report to this congregation at the annual meeting.
- C12.10.** Reserved for future use.
- C12.11.** The Congregation Council shall normally meet at least once a month. Special meetings may be called by the pastor or the president, and shall be called by the president at the request of at least one-half of the Congregation Council members. Notice of each special meeting shall be given to all who are entitled to be present. All voting members of the congregation may attend any meeting of the Congregation Council other than an executive session called by the Congregation Council in accordance with the bylaws. Any voting member attending a meeting of the Congregation Council may, with the consent of the Congregation Council, present such matters as desired.
- C12.11.01.** The Congregation Council may call an executive session in accordance with *Robert's Rules of Order*, latest edition. Only the voting members of the Congregation Council may attend an executive session.
- C12.12.** A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the pastor or interim pastor.
- C12.13.** The Congregation Council and its boards and committees may hold meetings by remote communication, including electronically and by telephone conference only if the electronic format allows all members to communicate simultaneously, and, to the extent permitted by state law, notice of all meetings may be provided electronically.

Chapter 13.

CONGREGATION COMMITTEES

- C13.01.** The ***Executive Committee*** shall be comprised of the senior pastor, the congregation president and three Congregation Council members, at least one of whom is an officer. The Congregation Council will appoint the three council members. The Executive Committee may:
- a. Develop Council meeting agendas
 - b. Review policy and procedures and make recommendations to Congregation Council
 - c. Review and discuss emerging and urgent topics
 - d. Participate in budget discussions prior to review by the full Congregation Council.
- C13.02.** The Congregation Council shall establish a ***Nominating Committee*** of four voting members of this congregation, two of whom, if possible, shall be outgoing members of the Congregation Council, in accordance with the bylaws.
- C13.02.01. Nominating Committee**
- a. The Congregation Council shall organize a Nominating Committee during October. The Nominating Committee shall consist of two (2) Congregation Council members, and two (2) congregation members at-large.
 - b. Council shall appoint the two Council Nominating Committee members, and select one to serve as the Nominating Committee chairperson.

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- c. The potential at-large committee members shall be solicited by the committee's Council members, in consultation with the senior pastor. Each at-large committee member must be a voting member who is active in worship and congregational life, and must consent to serve.
- d. Council shall approve the at-large Nominating Committee members.
- e. The Nominating Committee shall solicit the congregation for the slate of candidates for leadership positions to be filled by election at the next annual meeting. All candidates will be asked to provide a short biography or statement to be made available to the congregation. After Congregation Council approves the slate of candidates, the Nominating Committee shall present a ballot of candidates for leadership positions at the February Annual Meeting. If the Nominating Committee provides a ballot with only one candidate for each leadership position and there are no nominations from the floor, a voice vote approving the entire slate may be taken with the approval of those assembled. The Nominating Committee shall communicate the ballot results to the congregation before the meeting is adjourned.

C13.03. An **Audit Committee** of three congregation voting members shall be elected by the Congregation Council. Audit Committee members shall not be members of the Congregation Council. Terms of office shall be three years, with one member elected each year. Committee members shall be eligible for re-election.

C13.03.01. The Audit Committee is responsible for annually reviewing this congregation's financial and endowment policies, processes and records for each calendar year. The Council Treasurer and the Endowment Committee Treasurer shall not be Audit Committee members.

- a. The Audit Committee will develop for Congregation Council approval the scope and schedule for the review each year. The scope and schedule will consider such factors as the availability of qualified reviewers, the length of time since the last independent (third-party) review, and changes in staff or programs.
- b. Current ELCA guidelines for congregational audits will be used in the development and implementation of the review.
- c. The Audit Committee will issue a report of its findings to Congregation Council upon completion of its review.
- d. The Audit Committee shall establish written policies for the conduct of its business.

C13.04. A **Mutual Ministry Committee** shall be appointed for each pastor and rostered leader of the church.

C13.04.01. Each committee will be comprised of one congregation voting member appointed by the congregation president and confirmed by Congregation Council, and up to three additional members appointed by the pastor or rostered leader for whom the committee serves. The term of office shall be two (2) years with rotating appointments to ensure continuity of membership and direction.

C13.04.01.A16. The primary function of the Mutual Ministry Committee is to keep the pastor(s) and/or rostered leader(s) advised about the conditions within the congregation and to help interpret to the pastor(s) and/or rostered leader(s) the same. The Mutual Ministry Committee's responsibilities will be as follows:

- a. Help the pastor(s) and/or rostered leader(s) identify continuing education possibilities that would be mutually beneficial to the leader and the congregation.

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- b. Informally share and consult with the pastor(s) and/or rostered leader(s) about the climate of the church. The shared information may include but not be limited to the following: discussion concerning the accomplishment of the personal goals of the leader, the goals of the congregation, and how they relate and provide for the accomplishment of the congregation's mission, identification of problems within the congregation and the identification of potential resolutions to the same; and
- c. Support the pastor(s) and/or rostered leader(s) through a personal and confidential relationship; serve as a channel of open communication between the pastor(s) and/or rostered leader(s) regarding the conditions and attitudes within the congregation; and serve as an agent of reconciliation in time of conflict between the pastor(s) and/or rostered leader(s) and the congregation.
- d. Provide a confidential checkpoint into the personal health and welfare of the pastor(s) and/or rostered leader(s) so as to prevent undue frustration, stress and burnout.
- e. Provide for a confidential and informal periodic review of the call extended to the pastor(s) and/or rostered leader(s).
- f. Serve as a sounding board for ideas and concerns in regard to the relationships of the pastor(s) and/or rostered leader(s) and other staff members of the church.
- g. Pray regularly for the pastor(s) and/or rostered leader(s) individually and collectively as a Mutual Ministry Committee.
- h. Other needs as may be identified.

C13.05. When a pastoral vacancy occurs, a **Call Committee** of at least six voting members shall be elected by the Congregation Council. Each member's term of office will terminate after the Call Committee and the pastor complete a synodical review, to occur no sooner than 1 month and no later than 3 months, post installation.

C13.06. Other committees of this congregation may be formed, as the need arises, by Congregation Council decision. Committees are established to provide leadership to major areas of ministry and support of this congregation's mission and vision. Duties of committees of this congregation shall be specified in the bylaws. The senior pastor(s) of this congregation shall be an advisory non-voting member(s) of all committees and boards of the congregation. A committee may be terminated and removed from the bylaws by amendment.

C13.06.01. Core Ministry and Support Committees. The following committees support this congregation's mission and vision:

- a. **Welcome Core Ministry Committee.** The Welcome Committee reaches out to the un-churched, and assists visitors in becoming informed about this congregation, becoming members and assimilating them into this congregation's life.
- b. **Worship Core Ministry Committee.** The Worship Committee helps plan, schedule, organize, participate in and assess this congregation's worship services. The committee's focus is creating Spirit-filled worship services in which all members and visitors can experience God's presence.
- c. **Adult Discipleship Core Ministry Committee.** The Adult Discipleship Committee helps adult members deepen their faith. The committee focuses on Bible study and an understanding of God's Word through individual and

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- small group activities. The activities help develop more spiritually-maturing lay members who can lead and mentor others' faith journeys.
- d. **Young Discipleship Core Ministry Committee.** The Young Discipleship Committee's focus begins with birth and continues through high school. The committee develops age-appropriate activities that advance our children's and youth's faith formation. The activities will balance their unique needs with assimilation into the larger congregation.
 - e. **Member Caring Core Ministry Committee.** The Member Caring Committee helps members and non-members who need emotional, spiritual, and physical healing and support. The committee also organizes and hosts member fellowship events that help promote intimate support networks among members.
 - f. **Mission Core Ministry Committee.** The Mission Committee organizes, communicates and leads local, national, and international mission activities. The committee researches opportunities to leverage this congregation's and members' resources and to support as many opportunities as possible.
 - g. **Financial Stewardship Support Committee.** The Financial Stewardship Committee is responsible for planning and communicating members' on-going disciplined financial stewardship. The committee also develops education and training materials, and communicates them regularly to the congregation and staff. The committee shall report periodically to the Congregation Council the stewardship drive and stewardship programs' status. The committee serves as a resource in the development of the annual budget.
 - h. **Building and Grounds Support Committee.** The Building and Grounds Committee is responsible for the maintenance and security of the existing building and grounds. The committee will identify, coordinate and lead proposed improvements to the building and grounds that improve this congregation's ability to carry out its mission and vision.
 - i. **Personnel Support Committee.** The Personnel Committee is responsible for working with the Senior Pastor and Congregation Council to create and maintain an appropriate staffing model. Other responsibilities include policy development and monitoring, wage and salary structures, appraisal processes, position descriptions, employment contracts, benefits and recommendations on these matters to the Congregation Council as appropriate. The committee will help the Congregation Council create and annually update this congregation's Staff Personnel Policy Handbook. The committee will assist staff in establishing performance goals and ensure that staff are evaluated on an annual basis.
 - j. **Information Technology Support Committee.** The Information Technology (IT) Committee is responsible for all audio-visual and IT matters. The responsibilities include, but are not limited to, this congregation's computer networks, computers, software upgrades, digital offsite storage, Internet protection, Internet service provider, domain name contracts, web site, sound systems, cloud vendor agreements, cloud storage backup, phone system, outdoor broadcast and amplification systems and the fire and security surveillance system infrastructure. The committee is responsible for creating, maintaining and annually reviewing this congregation's IT Security Policy and Security Training Program. The committee will submit the IT Security Policy and Security Training Program updates to Congregation Council for approval.

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C.13.06.02. New Committees. When the Congregation Council establishes the need for a new committee, interim committee leaders will be elected by the Congregation Council until the next annual meeting. At that meeting the Congregation Council will present an Amendment to add a bylaw creating the new committee, and will include two (2) congregation members on the Leadership Ballot. The Chair will serve for a term of 2 years; The Vice-Chair will serve for a term of 1 year. At the next Annual Congregation Meeting, the Vice-Chair may be elected for a term of 2 years. The Chair's and Vice-Chair's terms will not expire in the same year.

C13.06.03.A16. Committee Operational Guidelines: Each of the committees shall operate as set forth in this provision.

- a. Each committee may add, delete, or enhance groups within its area to improve the effectiveness of supporting this congregation's mission and vision.
- b. The responsibilities of each committee are:
 - 1) Be examples individually and corporately of the style of life and ministry expected of all baptized persons.
 - 2) Promote a congregational climate of peace and goodwill, and, as differences and conflicts arise, to endeavor to foster mutual understanding.
 - 3) Allocate and determine budget needs.
 - 4) Document minutes of each meeting and share as appropriate.
 - 5) Improve existing committee effectiveness.
 - 6) Assess and create new committee needs.
 - 7) Communicate with all committees, Congregation Council and staff on higher-level issues.
 - 8) Coordinate with Congregation Council on all mission and vision communications. Committees will communicate with the congregation on a regular basis.
- c. Each committee will have at least one identified staff member to provide general support and spiritual leadership.
- d. Each committee should maintain a spiritual focus, consistent with this congregation's mission and vision. The purpose is to grow committee members spiritually in and through its work.
- e. Committees shall normally meet at least once a month.
- f. Each committee and board may create written policies for the conduct of its business, consistent with standards established by Congregation Council in accordance with **C.12.04.I.**

C13.06.04.A16. Committee Membership Guidelines.

- a. Each Committee consists of two congregation-elected members, Chair and Vice-Chair, who each serve a staggered 2-year term. Each is eligible to serve up to three (3) consecutive terms (6 years total). An elected committee Chair's or Vice-Chair's term will begin April 1 of the elected year.
- b. The elected Committee Chair / Vice-Chair:
 - 1) Must be a voting member of this congregation, active in worship and congregational life.
 - 2) Cannot be a Congregation Council member.
- c. Committee participation is available to non-members; however, non-members cannot serve as an elected, appointed or de-facto leader.

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- d. Each committee must have at least one non-leader participant who is a member of this congregation.
- e. Member-at-large, non-elected positions are recruited by the Committee Chair and may serve indefinitely at the request and support of the leader.
- f. Any committee member formally representing this congregation, external to Zion, must be a voting member of this congregation, and active in worship and congregational life. Congregation Council shall determine if the person is suitable to represent the Congregation and shall approve all such appointments.
- g. Should any Chair or Vice-Chair position become vacant before the end of the term, the Congregation Council shall appoint an interim Chair or Vice-Chair to complete the term.

C.13.06.05.A16. Committee Chair/Vice-Chair Responsibilities

- a. Preside at all committee meetings.
- b. Collaborate with the staff member(s) and Congregation Council Liaison responsible for the committee area.
- c. In consultation with the staff member, identify and recruit at least two ministry members-at-large.
- d. Create and maintain a committee member contact list that includes identification of the Chair and Vice-Chair.
- e. Develop strategic direction and set yearly goals to support this congregation's Mission and Vision planning document. The Committee Chair will submit the committee's yearly goals to the Congregation Council.
- f. Ensure that each committee activity has a clearly identified leader.
- g. Ensure the committee is communicating with and supporting other committees.
- h. Prepare and submit a committee annual budget to the Financial Stewardship Committee based on their calendar.
- i. Decide on funding re-allocation within the scope of the committee's approved budget and funding requests for items outside the scope of the committee's approved budget.
- j. Prepare and submit a comprehensive report including the strategic direction and goals identified in **C13.06.05.A16.e.**, to this congregation at the annual meeting.
- k. Create and approve meeting minutes. The minutes will be prepared and ready for committee approval no later than 2 weeks after the meeting. Approved meeting minutes will be provided to all committee and advisory non-voting members and the Congregation Council Secretary.
- l. Communicate committee activities with the congregation.
- m. Read articles/books, attend conferences, and visit other churches to learn how other churches' committees work.
- n. Hold committee team members accountable to their committee responsibilities.
- o. Help new committees grow.
- p. Pray for committees and leaders.
- q. Encourage Bible study, prayer and thanks to God during meetings.

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Chapter 14.

ORGANIZATIONS WITHIN THE CONGREGATION

- C14.01.** All organizations within this congregation shall exist to aid in ministering to the members of this congregation and to all persons who can be reached with the Gospel of Christ. As outgrowths and expressions of this congregation's life, the organizations are subject to its oversight and direction.
- C14.01.01.** Each organization within the congregation may create and recommend to the congregation written policies for the conduct of its business, consistent with standards established by Congregation Council in accordance with **C.12.04.I.**
- C14.02.** Special interest groups (e.g., SERRV, Zion Earth Network, etc.), other than those of the official organizations of the Evangelical Lutheran Church in America, may be organized only after authorization has been given by the Senior Pastor or Congregation Council.

Chapter 15.

DISCIPLINE OF MEMBERS AND ADJUDICATION

- *C15.01.** Persistent and public denial of the Christian faith, willful or criminal conduct grossly unbecoming a member of the Church of Christ, continual and intentional interference with the ministry of the congregation, or willful and repeated harassment or defamation of member(s) of the congregation is sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation and repentance will be attempted following Matthew 18:15–17, proceeding through these successive steps, as necessary: a) private counsel and admonition by the pastor, b) censure and admonition by the pastor in the presence of two or three witnesses, c) written referral of the matter by the Congregation Council to the vice president of the synod, who will refer it to a consultation panel drawn from the Consultation Committee of the synod, and d) written referral of the matter by the consultation panel to the Committee on Discipline of the synod. If, for any reason, the pastor is unable to administer the admonitions required by paragraphs a. and b. hereof, those steps may be performed by another pastor chosen by the Executive Committee of the Congregation Council.
- *C15.02.** The process for discipline of a member of the congregation shall be governed as prescribed by the chapter on discipline in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. If the counseling, censure, and admonitions pursuant to **C15.01.** do not result in repentance and amendment of life, charges against the accused member(s) that are specific and in writing may be prepared by the Congregation Council, signed, and submitted to the vice president of the synod. The vice president shall select from the synod's Consultation Committee a panel of five members (three lay persons and two clergy). A copy of the written charges shall be provided to the consultation panel and the accused member(s). The consultation panel, after requesting a written reply to the charges from the accused member(s), shall consider the matter and seek a resolution by means of investigation, consultation, mediation, or whatever other means may seem appropriate. The panel's efforts to reach a mutually agreeable resolution shall continue for no more than 45 days after the matter is submitted to it.
- *C15.03.** If the consultation panel fails to resolve the matter, that panel shall refer the case in writing, including the written charges and the accused member's reply, to the Committee on Discipline of the synod for a hearing. A copy of the panel's written referral shall be delivered to the vice president of the synod, the Congregation Council, and the accused member(s) at the same time it is sent to the Committee on Discipline of the synod. The Executive Committee of the Synod Council shall then

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- select six members from the Committee on Discipline to decide the case, and shall appoint a member of the Synod Council to preside as nonvoting chair. Those six members plus the nonvoting chair comprise the discipline hearing panel for deciding the case. The Congregation Council and the accused member(s) are the parties to the case.
- *C15.04.** The discipline hearing panel shall commence and conduct the disciplinary hearing in accordance with the provisions governing discipline of congregation members prescribed in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.
- *C15.05.** By the vote of at least two-thirds of the members of the discipline hearing panel who are present and voting, one of the following disciplinary sanctions can be imposed:
- Suspension from the privileges of congregation membership for a designated period of time;
 - Suspension from the privileges of congregation membership until the pastor and Congregation Council receive evidence, satisfactory to them, of repentance and amendment of life;
 - Termination of membership in the congregation; or
 - Termination of membership in the congregation and exclusion from the church property and from all congregation activities.
- *C15.06.** The written decision of the discipline hearing panel shall be sent to the vice president of the synod, the accused member(s), and the Congregation Council as required by the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. The decision of the discipline hearing panel shall be implemented by the Congregation Council and recorded in the minutes of the next council meeting.
- *C15.07.** No member of the congregation shall be subject to discipline a second time for offenses that a discipline hearing panel has heard previously and decided pursuant to this chapter.
- *C15.10. Adjudication**
- *C15.11.** When there is disagreement among factions within this congregation on a substantive issue that cannot be resolved by the parties, members of this congregation shall have access to the synodical bishop for consultation after informing the chair of the Congregation Council of their intent. If the consultation fails to resolve the issue(s), the Consultation Committee of the synod shall consider the matter. If the Consultation Committee of the synod shall fail to resolve the issue(s), the matter shall be referred to the Synod Council, whose decision shall be final.

Chapter 16.

BYLAWS

- *C16.01.** This congregation may adopt bylaws. Bylaws are used to clarify or provide additional detail as to how a particular constitutional provision is implemented in this congregation. No bylaw may conflict with this constitution.
- *C16.02.** Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a majority vote of those voting members present and voting.

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- ***C16.03.** Changes to the bylaws may be proposed by any voting member, provided that such additions or amendments be submitted in writing to the Congregation Council at least 60 days before a regular or special Congregation Meeting called for that purpose. The Congregation Council shall notify the congregation's members of the proposal with the council's recommendations at least 30 days in advance of the Congregation Meeting. Notification may take place by mail or electronic means, as permitted by state law.
- ***C16.04.** Approved changes to the bylaws shall be sent by the secretary of this congregation to the Southeast Michigan Synod of the Evangelical Lutheran Church in America or its successor.

Chapter 17. AMENDMENTS

- ***C17.01.** Unless provision ***C17.04.** is applicable, those sections of this constitution that are not required, (i.e., those sections not marked with an asterisk) may be amended in the following manner. Amendments may be proposed by at least 25% of the voting members of this congregation or by the Congregation Council. Proposals must be filed in writing with the Congregation Council 60 days before formal consideration by this congregation at a regular or special Congregation Meeting called for that purpose. The Congregation Council shall notify the congregation's members of the proposal together with the council's recommendations at least 30 days in advance of the meeting. Notification may take place by mail or electronic means, as permitted by state law.
- ***C17.02.** An amendment to this constitution, proposed under ***C17.01.**, shall:
 - a. Be approved at a legally called Congregation Meeting according to this constitution by a majority vote of those present and voting;
 - b. Be ratified without change at the next annual meeting by a two-thirds majority vote of those present and voting; and
 - c. Have the effective date included in the resolution and noted in the constitution. Such an effective date must be stated in relation to the requirements of ***C17.03.** to allow time for synodical review of the amendment.
- ***C17.03.** Any amendments to this constitution that result from the processes provided in ***C17.01.** and ***C17.02.** shall be sent by the secretary of this congregation to the synod. The synod shall notify the congregation of its decision to approve or disapprove the proposed changes; the changes shall go into effect upon notification that the synod has approved them.
- ***C17.04.** This constitution may be amended to bring any section into conformity with a section or sections, either required or not required, of the *Model Constitution for Congregations of the Evangelical Lutheran Church in America* as most recently amended by the Churchwide Assembly. Such amendments may be approved by a simple majority vote of those voting members present and voting at any legally called meeting of the congregation without presentation at a prior meeting of the congregation, provided that the Congregation Council has submitted by mail or electronic means, as permitted by state law, notice to the congregation of such an amendment or amendments, together with the council's recommendations, at least 30 days prior to the meeting. Upon the request of 10 voting members of the congregation, the Congregation Council shall submit such notice. Following the adoption of an amendment, the secretary of the congregation shall submit a copy thereof to the synod. Such provisions shall become effective immediately following a vote of approval.

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Chapter 18.

CONTINUING RESOLUTIONS

- ***C18.01.** The congregation in a legally called meeting or the Congregation Council may enact continuing resolutions. Such continuing resolutions may not conflict with the constitution or bylaws of this congregation. Continuing resolutions are used as a streamlined method to provide additional operational patterns and practices detail as to how a particular constitutional provision and/or bylaw is implemented in this congregation.
- ***C18.02.** Continuing resolutions shall be enacted or amended by a majority vote at a meeting of the congregation or a two-thirds vote of all voting members of the Congregation Council.

Chapter 19.

INDEMNIFICATION

- ***C19.01.** Consistent with the provisions of the laws under which this congregation is incorporated, this congregation may adopt provisions providing indemnification for each person who, by reason of the fact that such person is or was a Congregation Council member, officer, employee, agent, or other member of any committee of this congregation, was or is threatened to be made a party to any threatened, pending, or completed civil, criminal, administrative, arbitration, or investigative proceeding.
- C19.01.01.** Indemnification shall cover the rostered leader(s), staff, Congregation Council and all committees' members. The Business Manager will annually consult with the Congregation Council President to assure that the positions listed on the insurance policy are complete and up to date.

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