

CONSTITUTION OF ZION LUTHERAN CHURCH OF BUFFALO, MINNESOTA

BYLAWS

BL1.01. Annual Meeting. An annual meeting of the congregation shall be regularly held in the month of November or December as may be set by the Congregation Council.

BL2.01. Duties of Officers.

BL2.01.1 President. The duties are:

BL2.01.1.1 Preside. Shall preside at all meetings of the congregation, Congregational Council, and Executive Committee.

BL2.01.1.2 Manage. Shall have a part in the general supervision, direction, and management of the affairs of the congregation.

BL2.01.1.3 Execute Documents. Shall execute, on behalf of the congregation, all contracts, deeds, conveyances, and other instruments in writing, which may be required or authorized by the congregation for the proper and necessary transaction of the business of the congregation.

BL2.01.1.4 Report, Represent. Shall present an annual report of the general conduct and transactions of the congregation to the members and shall represent the congregation to the public.

BL2.01.1.5 All contracts shall be approved by council, after consulting the relevant committee, prior to execution by the President.

BL2.01.2 Vice-President. The vice-president shall perform the duties of the president in the president's absence, inability or refusal to act, disability or death.

BL2.01.3 Secretary. The secretary shall record all proceedings of the meetings of the congregation, and the Congregation Council in a book or books to be kept for that purpose. In addition, the secretary:

BL2.01.3.1 Notice. Shall give or cause to be given all notices of meetings of the congregation and all other notices required by law or by these By-Laws, and in the case of his/her absence, inability or refusal, disability, death or neglect to do so, any notice may be given by the President or the Vice-president.

BL2.01.3.2 Custodian. Shall be the custodian of all books, correspondence and papers relating to the business of the congregation, except those of the Treasurer.

BL2.01.3.3 Execute and Attest. Shall join with the President in the execution on behalf of the congregation of all contracts, deeds, conveyances, and other instruments in writing which may be required or authorized to be so executed by the

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- Congregation Council for the proper and necessary transaction of the business of this congregation and shall attest the same.
- BL2.01.3.4 Reports. Shall prepare and present to the congregation such reports as the Congregation Council may desire and request at such times as the Congregation Council may designate.
- BL2.01.3.5 Other Duties. Shall perform such other duties as are usually pertinent to this office, or as may be required of him/her by the Congregation Council.
- BL2.01.3.6 Delegation. May, with the approval of the Congregation Council, delegate to an assistant all or any part of the duties herein assigned to him/her.
- BL2.01.3.7 All contracts shall be approved by council, after consulting the relevant committee, prior to execution by the Secretary.
- BL2.01.4 Treasurer. The treasurer shall have custody of the general, property, cemetery, building, and special projects funds and securities of the congregation and shall deposit, or cause to deposit, the same in the name of this congregation in a bank or banks to be designated by the Congregation Council; when necessary and proper, shall endorse on behalf of this congregation, all checks, drafts, notes and other obligations, and evidences of the payment of money payable to this congregation or coming into his/her possession; pay all bills by properly signed check and keep full and accurate account of all receipts and disbursements of this congregation in books belonging to this congregation. In addition the treasurer:
- BL2.01.4.1 Account. Shall account for the transactions of his/her office to the congregation annually and at any other time at the request of the Congregation Council.
- BL2.01.4.2 Audit. Shall submit any or all of his/her records to a Certified Public Accountant (CPA) or elected audit committee for an annual audit in keeping with generally accepted auditing standards and report the results of such audit to the Congregation Council and congregation. The annual audit shall be done by a Certified Public Accountant (CPA) no less often than every five years.
- BL2.01.4.3 Other Duties. Shall, in general, perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him/her by the President or the Congregation Council.
- BL2.01.4.4 Bond. Shall give a bond for the faithful discharge of his/her duties as required by the Congregation Council in such sum and with such surety or sureties as the Congregation

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Council shall determine.

B12.01.4.5 Delegation. May, with approval of the Congregation Council, delegate to an assistant all or any part of the duties herein assigned to him/her.

BL2.01.5 Vacancies. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Congregation Council for the unexpired portion of the term.

BL2.01.6 Removal. Any officer elected or appointed by the Congregation Council may be removed by the Congregation Council whenever, in its judgment, the best interests of the congregation would be served thereby; but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

BL2.01.6.1 The reasons for removal shall be submitted to the council And to the officer in question no less than 10 days prior to the council meeting in which action will be taken.

BL2.01.6.2 The motion for removal must be passed by 2/3 of the council members present

BL2.02. Executive Committee.

BL2.02.1 Responsibilities, Control. A Pastor, the President, Vice-President, Treasurer and Secretary shall constitute an Executive Committee, which shall have and exercise the authority of the Congregation Council in management of the corporation. Designation of such committee and the delegation thereto of authority shall not operate to relieve the Congregation Council, or any of its individual members, of its or their responsibilities. The Executive Committee shall act only in the interval between meetings of the Congregation Council unless the resolution specifically provides otherwise. The Executive Committee is at all times subject to the control and direction of the Congregation Council.

BL2.01.2 Quorum. A majority of the whole committee shall constitute a quorum and the act of a majority of the members present at the meeting at which a quorum is present shall be the act of the committee.

BL3.01. Committees and Task Forces. The Congregation Council shall appoint as many committees and task forces as the local and wider concerns of the congregation shall require. Although appointed by and responsible to the Congregation Council, these committees and task forces shall be recognized as representative of the interests of, and performing essential services for, the congregation as a whole.

BL3.01.1 Pastoral Input. The Pastor(s) shall have voice and vote in each committee and task force except as noted.

BL3.01.2 Duties. Except as stipulated in the constitution, the duties of all committees

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and task forces shall be assigned by the Congregation Council, along with such instructions as in its judgment are in the best interest of the congregation.

BL3.01.3 Review. All actions of the committees and task forces shall be subject to review by the Congregation Council.

BL4.01. Standing Committees. Each standing committee function shall be described in the continuing resolutions and shall be composed of persons on the active role of confirmed members of the congregation.

BL4.01.1 Limitations on Service. There is no limitation on years of service.

BL4.01.2 Reporting. Each standing committee shall report to council in writing at least quarterly.

BL5.01. Removal from Membership Rolls. The following members shall be removed from the church membership roll:

- a. A Confirmed member who has not communed, contributed as a volunteer, or contributed financially for two years.
- b. A baptized member who is not confirmed by the time he/she is age sixteen (16).
- c. A student or confirmand who has not communed or contributed for eight (8) years.
- d. The Congregation Council may make exceptions for special circumstances, such as extended military duty or illness.
- e. Pastoral Staff shall attempt to contact any members slated for removal from the rolls prior to such removal to ascertain whether or not the member shall be removed.

CONTINUING RESOLUTIONS

CR1.01. Christian Education. There shall be a standing committee on Christian Education, which shall oversee the conduct and promotion of Christian education in the congregation.

- a. Director. A Director of Christian Education shall be an ex officio member of the committee.
- b. ELCA Materials. The committee shall encourage the use of teaching and worship materials published or approved by the Evangelical Lutheran Church in America, and seek to introduce the church's periodicals and books of family devotion into the homes of the congregation.
- c. Vocations. One of the primary aims of the committee on Christian Education shall be to bring the call to the ministry of the Gospel and other full-time church vocations to the attention of qualified youth of the congregation.

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- d. Library Guild. There shall be a Library Guild representative as a member of this committee.
 - e. Adult Education. The on-going needs and educational opportunities for adults and post-confirmation youth shall be addressed.
 - f. Nursery. There shall be a representative of the nursery committee for the very young on this committee.
- CR2.01. Church Property. There shall be a standing committee on Church Property. This committee shall see to the proper maintenance and protection of all property of the congregation, and shall take care that the same is kept in good repair.
- a. Memorials and Placement Committee. There shall be a Memorials and Placement Committee representative on this committee
 - b. Custodian. A custodian shall be an ex officio member of the committee.
- CR3.01. Evangelism/Outreach. There shall be a standing committee on Evangelism. This committee shall stimulate and lead all members of the congregation in continuous and, from time to time, concerted endeavors to reawaken the spiritually indifferent, and to reach others who are as yet un-churched. To this end, the committee shall devote itself to deepening spiritual life and shall periodically study the congregation in the context of its surrounding community.
- CR4.01 Finance. There shall be a standing committee on Finance.
- a. Treasurer. The treasurer shall be an ex officio member of the committee.
 - b. Budget. The committee shall prepare a draft budget for the succeeding years, including support of the wider ministry being carried on in its behalf by the ELCA and the synod, and shall submit such draft budget to the Congregation Council for its action and later presentation to a congregation meeting.
 - c. Review. The committee shall exercise review of all the financial affairs of the congregation to make sure that they 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.
 - d. Insurance, Investments. The committee shall be responsible for the congregation's total insurance program and investments, other than those of the Zion Foundation.
 - e. Audits. The committee shall also provide for annual audits of the accounts of the treasurer and the financial secretary, if there is one, as well as the accounts of the organization within the congregation.
- CR5.01. Stewardship. There shall be a standing committee on Stewardship.
- a. Spiritual Education. The committee shall work with members, staff, and clergy to educate the congregation about using Biblical principles to manage the resources God has given us.

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- b. Responsible Stewards. The committee shall work cooperatively with members, staff and clergy to identify, develop and utilize our unique gifts and talents as a means of becoming responsible stewards.
 - c. Stewardship Programs. The committee shall be responsible for developing and implementing regular stewardship programs that lead to informed and grateful financial giving.
- CR6.01. Fellowship. There shall be a committee to encourage and promote fellowship among Zion members in social settings such as church picnics, special events, and recreational opportunities.
- a. Women of Zion. There shall be a Women of Zion representative on this committee.
 - b. Zionaires.
- CR7.01. Social Ministry. There shall be a standing committee on Social Ministry. The purpose of this committee shall be to extend Christian compassion locally.
- a. Local Involvement. The committee shall study social conditions in the local community in order to bring the cleansing light of Christian truth to bear upon critical problems through thoughtful Christian discussion and action.
 - b. Hunger. The committee shall promote interest in the cause of local and world hunger
 - c. Other local and churchwide concerns. The committee shall study the ELCA social documents to raise awareness and address concerns.
- CR8.01. Global Missions. There shall be a standing committee on Global Missions.
- a. Support ELCA Missions. The committee shall work to ensure that Zion's ministries are linked with our ministries as the Minneapolis Area Synod and as the ELCA.
 - b. Promote Awareness. The committee shall research and disseminate information about mission opportunities to the congregation.
 - c. Encourage Discipleship. The committee shall encourage the congregation to be disciples by joyfully sharing God's gifts with others.
 - d. Coordinate Outreach. The committee shall coordinate the congregational outreach and support for our mission work.
- CR9.01. Memorials and Placement. There shall be a standing committee on Memorials and placement.
- a. Gifts. The committee shall recommend appropriate items to be placed on an Approved Memorials list by the Congregation Council, purchase such items, and keep a detailed ledger of gifts and acknowledge such.

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- b. Placement. The committee shall be responsible for permanent placement of fixtures within and without the church building, landscaping on the church property and insuring that the overall architectural integrity of the facility is furthered.
- CR10.01. Worship and Music. There shall be a standing committee on Worship and Music. It shall assist the Pastor(s) in seeing that the services of God's house are conducted regularly and consistent with the faith of the Evangelical Lutheran Church in America, that competent ushers are recruited and trained, and that hymnals and other devotional materials are provided and properly cared for.
- a. Choirs. The committee shall supervise, and strive to advance the welfare and effective service of the choirs of the congregation.
 - b. Equipment and Supplies. The committee shall arrange for the care of paraments, vestments, and musical instruments; and shall furnish music supplies appropriate for use in the worship of a congregation of the Evangelical Lutheran Church of America.
 - c. Choir Directors, Organists. In consultation with the personnel and finance committees, the committee shall make contracts with the organist(s) and the choir director(s).
 - d. Altar Guild. There shall be an Altar Guild representative on this committee.
 - e. Ushers. There shall be a representative of the ushers on this committee.
- CR11.01. Youth. There shall be a standing committee on Youth, which shall oversee all programming of youth ministry within the congregation, and strive for programming which addresses the many needs of developing young people.
- a. Director. The Youth Director shall be an ex officio member of the committee.
 - b. Faith, Church Membership. The committee shall actively aid and encourage youth in their development of faith as they grow into the adult responsibilities of church membership.
 - c. Leadership Development for the Ministry. The committee shall be involved with leadership development of adults and youth for the ministry.
- CR12.01 Personnel. There shall be a standing committee on Personnel, which shall serve as the human resources function of The Congregation Council.
- a. Responsibilities of the committee include developing and updating job descriptions, overseeing compliance to employment laws, overseeing annual staff reviews, overseeing exit interviews, maintaining employment records.
 - b. The Personnel Committee shall be appointed by the Congregation Council.
- CR13.01. Mission Statement. The Congregational Council shall be encouraged to develop and

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then review the congregation's mission statement annually.