



CONSTITUTION

ST PAUL
LUTHERAN
CHURCH
Flemington, NJ

Bylaws



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CONSTITUTION

Preamble

Whereas the Holy Scripture, I Corinthians 14:40, admonishes us to do all things decently and in order, therefore we, the members of St. Paul Lutheran Church, do hereby adopt this constitution and determine the discipline and the rules according to which the affairs of this congregation shall be conducted and its properties, revenues and possessions administered.

Article 1: Congregation Name

The name of this congregation shall be St. Paul Lutheran Church. It is incorporated as a non-profit corporation under the Corporation Code of the State of New Jersey.

Article 2: Confession

This congregation holds all the canonical books of the Old and New Testaments to be the inspired Word of God and the sole rule of faith and life.

It accepts all the Symbolical Books of the Evangelical Lutheran Church contained in the Book of Concord of the year 1580 namely, the Ecumenical Creeds, the Apostolic, the Nicene and the Athanasian, the Unaltered Augsburg Confession of 1530, the Apology of the Augsburg Confession, the Catechisms of Luther, the Smalcald Articles and the Formula of Concord as a correct and sound exposition of the Christian doctrine taken from and in full accord with the Holy Scriptures.

Accordingly, no doctrine which conflicts with or sets aside the foregoing norm of doctrine shall be taught or tolerated in the congregation.

Article 3: Synodical Affiliation

This congregation shall be affiliated with the Lutheran Church-Missouri Synod so long as the confessions and constitution of the said Synod are in accord with the confession and constitution of this congregation, as laid down in Article 2

Article 4: Membership

Section 1: Baptized Membership

Baptized members are those in the Congregation who have been baptized here at St. Paul in the name of the Triune God, whether children or adults. In addition, baptized members include those whose guardians are currently members of this congregation.

Section 2: Communicant Membership

A. Eligibility

1. Any person desiring to be received as a communicant member and acknowledges as their own the doctrinal confessions of the Evangelical Lutheran Church shall first give notice of his intention to the Pastor who shall determine whether such applicant has been baptized in the name of the Triune God and whether such applicant is familiar with the church.
2. If a candidate for communicant membership has been a communicant of another church of the Lutheran Church – Missouri Synod, they shall submit a letter of transfer whenever possible from such other congregation.
3. After the applicant has given satisfactory evidence of their eligibility in accordance with subdivisions "1" and "2" of this Article, their admission as a communicant member shall be confirmed by the Pastor(s) and announced to the congregation through the normal communication channels of the church.

B. Duties and Privileges

It shall be the duty and privilege of the members of the congregation by faithful use of the Word and Sacraments to grow in faith and Christian life; to provide for the proper Christian training of their children by instruction at home and through the church; to contribute toward the wellbeing of the congregation and the extension of the Kingdom of God at large according as God has prospered them.

Section 3: Voting Membership

All communicant members, including the Pastor(s) and called church workers, who have attained the age of 18 years, are members of the Voters' Assembly. It is the responsibility of every voting member to attend Voters' Assembly meetings. They should diligently evaluate their responsibility to accept nomination to elected or appointed offices or committees, evaluate their talents and gifts according to the needs of the church and should generally participate in the business activities of the Voters' Assembly.

Article 5: Power Vested in the Congregation

This congregation shall have the supreme power in the care, control, and custody of all its real and personal property, possessions, and revenues and in the administration of its ecclesiastical affairs in accordance with the Word of God and the Symbols of the Lutheran Church.

Article 6: Rights to Property in Case of Schism or Dissolution

If at any time a separation shall take place in this congregation the real and personal property of the congregation, its possessions and revenues and all rights and benefits therewith connected shall be vested in those members who adhere to Article 2 and Article 3 of this Constitution.

In the event, that the congregation dissolves, all property shall be disposed of by the final Voters Assembly for the payment of debts and all just claims against the congregation, and any and all surplus and all rights connected therewith shall be conveyed to and become the property of the district of the LCMS in which the congregation holds membership at the time of dissolution.

Article 7: Pastoral and Teaching Offices

The pastoral office in the congregation shall be conferred only upon such ministers or candidates for the reverend ministry who profess acceptance of, and pledge faithful adherence to, the confession of this congregation as set forth in Article 2. The called church workers of the congregation shall likewise conform with this requirement.

Article 8: Congregational Discipline

A manifest and impenitent sinner shall be admonished in accordance with the various steps prescribed in Matthew 18:15-17 ("If your brother sins against you, go and tell him his fault, between you and him alone. If he listens to you, you have gained your brother. But if he does not listen, take one or two others along with you, that every charge may be established by the evidence of two or three witnesses. If he refuses to listen to them, tell it to the church. And if he refuses to listen even to the church, let him be to you as a Gentile and a tax collector.")

Fruitless admonition by and from the Congregation through its Voters' Assembly shall result in excommunication and the loss of all rights and privileges of membership.

A member refusing to submit to church discipline shall be judged as having excommunicated themselves and deliberately severed ~~his or her~~ their connection with the Congregation.

After sincere repentance, an excommunicated person shall be eligible for reinstatement into membership.

The excommunication of a member shall require a two-thirds vote by the Voting Members, with the provision that a member in the church discipline be deprived of their right to vote until the question at issue is settled.

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Sufficient causes for deposing a pastor or teacher shall be persistent adherence to false doctrine, scandalous life, or willful neglect of official duties and such action shall require a two-thirds vote by the Voting Members.

Article 9: The Church Council

The structure of the church council, including all its Board members and Officers, shall be established and elected in accordance with the By-Laws of this congregation. All church council positions may be filled by male or female members. Within this document, "he" refers only to position, except for the Office of Pastor.

Article 10: Amendments

This constitution may be amended by the affirmative vote of two-thirds (2/3) of the voters present at a special congregational meeting, following one of the voters' meetings in which the amendment is proposed. A good faith effort shall be made to notify eligible voters, through the normal communication channels of the church, of the proposed amendment, together with the place, dates and time at which the proposed amendment is to be acted upon. In no case, however, shall any amendment abrogating or conflicting with the confessions of this congregation be adopted.

BY-LAWS

Article 1: Meetings of the Voting Members

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There shall be two regular Meetings of the Voting Members per year. One shall be held in the first quarter of the year, and the other shall be held in the fourth quarter of the year.

Section 1: Special Meetings

- A. Special meetings may be called by the Church Council on its own motion.
- B. Special meetings must be called by the Church Council on the written request of at least (6) Voting Members, stating the business to be transacted.

Section 2: Notice of Meetings

Notice of regular and special meetings of the Voting Members shall be given at the divine services of the church on the Sunday preceding the meeting. In addition to such notice and whenever time permits, notice of regular and special meetings of the Voting Members will also be given through the normal communication channels of the church.

Section 3: Quorum

The minimum number of members present at any duly announced meeting, shall be equal to the number of filled council member seats, to constitute a quorum to transact business. Any action at such meeting shall be decided by a simple majority of such members present, for purposes other than amendments of the Constitution or the By-Laws.

Any action at a meeting for the purpose of amendment of the By-Laws shall be decided by a two-third (2/3) majority of the members present, such majority not to be less than equal to the number of filled council member seats.

A quorum at any meeting of the Voting Members for the purpose of amending the Constitution shall consist of the Voting Members present, with a minimum of 30 people or 5% of the Voters Assembly, whichever is greater. Any action at such meeting shall be decided by a two-third (2/3) majority of such Voting Members present.

Article 2: The Church Council

Section 1: Authority

- A. While in session, the Church Council shall be empowered with all the authority which might be exercised by the congregation except:

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1. Questions concerning doctrine, as adhered to in Article II of the constitution.
2. Calling of Pastor and/or called church workers (see Article 7 of the By-Laws below).
3. Final action on the purchase or sale of real estate or the construction of church buildings unless such authority shall be delegated by the congregation.
4. Final adoption of the church budget until first passed upon by the congregation.

B. After the adoption of the final church budget at the fourth quarter annual congregational meeting, the council shall have the authority to spend up to 3% over the annual operating budget for normal operating expenses. In the case of an emergency, the council shall have the authority to spend up to 10% of the annual operating budget, not to exceed 20% of congregational reserves, before a vote is required by the congregation.

Section 2: Organization

Only Voting Members of the congregation may be elected to fill the following positions: President, Vice President, Treasurer, Financial Secretary, Finance Chairman, Recording Secretary, Trustees, Elders, and the Chairman of the Board of Outreach and Missions, Stewardship, Christian Education, and **Christian Care**. These members together with the Pastor(s) and called church workers shall constitute the Church Council.

Section 3: Meetings

- A. Meetings of the Church Council shall be held regularly (no less than once per quarter) and notice of such meetings shall be given through the normal means of communication. Special meetings of the Church Council may be called by the President, with the knowledge of the Pastor/Pastors, by giving 24 hours' notice, thereof (more if possible), personally or through the normal means of communication to the other members of the Church Council.
- B. Fifty percent (50%) of filled positions present shall constitute a quorum qualified to transact business.
- C. Order of Business (Shall include but not be limited to the following)
 1. Scripture reading or prayer
 2. Approval of previous meeting minutes
 3. Old Business
 4. New Business

5. Adjournment with prayer

D. The Church Council shall set a time for the beginning of Church Council meetings. All members are encouraged to attend and to be present at the stipulated time. The President (or Presiding Officer) shall not open the meeting unless a quorum is present. If at any time, during the course of a meeting, the number of members falls below a quorum, the President shall adjourn the meeting immediately.

Section 4: Vacancies

The Church Council, in cases of death or resignation, removal, or inability to fill positions, shall have the power to and shall endeavor to fill a vacancy on the Church Council until one of the regular meetings of Voting Members, when a duly elected successor shall fulfill the unexpired term. Only Voting Members may fill a vacancy or be nominated for and elected to such office.

Section 5: Discipline of Council Members

Any member of the Church Council who neglects his office, engages in the misuse or abuse of their position, expresses a confession that is in opposition to Article 2 and 3 of the Constitution, fails to demonstrate the fruit of the spirit, namely love, joy, peace, patience, kindness, goodness, faithfulness, gentleness, and self-control (Galatians 5) or demonstrates evidence of acts of the flesh, namely idolatry and witchcraft; hatred, discord, jealousy, fits of rage, selfish ambition, dissensions, factions and envy; drunkenness, orgies, and the like (Galatians 5:19-23); they, after ineffectual application of Matthew 18:15-20, may be deposed by a two-thirds (2/3) vote of the Council members present at a regular Council Meeting. In such case, and in cases where an office is made vacant by excommunication, as detailed in Article 8 of the Constitution, the President shall appoint, and the Church Council shall approve, a successor to serve until the Regular Meeting of the Voting Members when a duly elected successor shall take office. In the case of the President being deposed, the Vice President shall become President and shall appoint a successor to fill the office of Vice President subject to Council approval.

Article 3: Duties of Officers

Section 1: President

The President shall be the Executive Officer of the congregation. He shall preside at all meetings of the Voting Members and of the Church Council. He shall enforce the Constitution and By-Laws and otherwise perform the duties as pertains to the office, including but not limited to holding the officers and board chairmen accountable to their duties and responsibilities. He shall be empowered

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to sign checks in the event the Treasurer is unavailable. He has the authority to form ad hoc committees.

Section 2: Vice President

The Vice President shall support the office of the President. In the absence of the President or in the event of his inability to function, it shall be the duty of the Vice President to act for and in the stead of the President. He shall assist the President in holding the officers and board chairmen accountable to their duties and responsibilities. He shall be empowered to sign checks in the event the Treasurer and President are unavailable.

Section 3: Treasurer

The Treasurer shall receive all deposit confirmations of the congregation from the financial secretary, keep a correct and true account of all transactions, have the custody of all funds and pay all bills and indebtedness of the congregation when properly authorized. All funds are to be deposited in the name of the congregation in a bank duly designated by it.

Such funds shall be subject to withdrawal for congregational and authorized purposes by check, signed by the Treasurer or his delegate, if unavailable.

The Treasurer shall provide regular reports of the financial expenditures of the church to the Church Council and at regular meetings of the Congregation.

Along with the Financial Secretary and Finance Chairman, he will be responsible for preparing the annual budget to be first affirmed by the Council.

Section 4: Recording Secretary

The Recording Secretary shall faithfully keep and sign the minutes of all meetings of the Voting Members and of the Church Council and enter them in a permanent record. He shall ensure all official notifications are properly issued. He shall have custody of the seal, books, and other documents and papers of the congregation entrusted to him. He shall be present at all elections to establish the eligibility of the voters and certify the results of the elections. In general, he shall discharge all other duties pertaining to his office or delegated to him.

Section 5: Financial Secretary

It shall be the duty of the Financial Secretary to receive all monies of the congregation, keep an itemized account of all incoming transactions, and remit promptly all monies received, to the Treasurer against receipt.

The Financial Secretary shall provide regular reports of the financial revenue of the church to the Church Council and at regular meetings of the Congregation.

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He is responsible for arranging volunteer counters, such that all counting activity be conducted in the presence of at least two counters. Counters shall be Voting Members.

Along with the Treasurer and the Finance Chairman, he will be responsible for preparing the annual budget to be first affirmed by the council.

Section 6: Finance Chairman

It shall be the duty of the Finance Chairman to oversee the investments of the church and make recommendations to the council in relation to the capital reserves.

The Finance Chairman shall have oversight of the activities and reports of the Financial Secretary and Treasurer.

The Finance Chairman shall provide regular reports of the financial investments of the church to the Church Council and at regular meetings of the congregation.

Along with the Treasurer and the Financial Secretary, he will be responsible for preparing the annual budget to be first affirmed by the council.

Section 7: Books of the Officers

The books of the Recording Secretary, the Financial Secretary, the Treasurer, and the Finance Chairman shall be and remain the property of the congregation. The books of the Financial Secretary, Treasurer, and Finance Chairman shall undergo a cash flow review at least once a year by a committee to be appointed by the Council.

Article 4: Duties of the Elders and Trustees

Section 1: The Board of Elders

The Board of Elders shall assist the Pastor/Pastors in the spiritual care of the congregation, especially in brotherly admonition and discipline, in the cultivation of harmony and charity among the members, and in the promotion of the general welfare of the congregation and staff in Christ's Kingdom at home and abroad.

They shall also have responsibility for the sacred vessels, altar furnishings, vestments and supplies, and ensure coordination of necessary assistance at baptisms and communion services.

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They shall assist the Pastor/Pastors in obtaining pulpit assistance and in arranging special services.

There shall be three (3) and they shall select one of their own to act as Chairman of the Board of Elders.

Section 2: The Board of Trustees

The Board of Trustees shall have oversight of the real and physical property of the church and shall administer the same in accordance with the rules of the congregation for the support and maintenance of the congregation. Oversight shall include, but not be limited to the following: negotiating contracts on behalf of the congregation, procuring contractors for maintenance work, and initiating and supervising necessary maintenance and improvement of the ground and buildings and the contents thereof. It shall provide for proper protection of the Congregation through insurance policies.

In addition to the foregoing powers, the Trustees shall be the legal representative of the congregation.

There shall be three (3) Trustees and they shall select one of their own to act as Chairman of the Board of Trustees.

Article 5: The Boards of Outreach and Missions, Stewardship, Christian Education and Christian Care

Section 1: Board of Outreach and Missions

The Board of Outreach and Missions shall consist of an elected chairman, and two or more board members as deemed necessary and appointed by the chairman.

It shall be the duty of the Board of Outreach and Missions to assist and encourage members of the congregation to put their faith in action in planning, promoting and implementing an effective and ongoing Outreach and Mission ministry in the congregation and in the community in the spirit of Matthew 28:18-20 and Acts 1:8. This will include joint outreach activities of the congregation; the equipping of individual members to make the sharing of their faith a part of their everyday lives; and local, regional, national and international mission activities.

Section 2: Board of Stewardship

The Board of Stewardship shall consist of an elected chairman, and two or more board members as deemed necessary and appointed by the chairman.

It shall be the duty of the Board of Stewardship to discover the talents of the membership and encourage them to use such talents in the support of fulfilling the mission and ministry of the congregation; assist board chairmen in appropriately staffing their teams; work with the pastoral staff to sponsor stewardship discussions, conferences, and campaigns; and assist in instructing the congregation in the grace of proportionate giving.

Section 3: Board of Christian Education

The Board of Christian Education shall consist of an elected chairman, along with the Sunday School Director, the Preschool Director, and any other board members deemed necessary by the chairman.

It shall be the duty of the Board of Christian Education to be supervisors of Christian education; and they shall plan, promote and labor for the maintenance and improvement of the Christian training of the congregation and preschool; and shall, subject to Council approval, select such executives of its programs as it deems necessary, exclusive of called church workers.

Section 4: Board of Christian Care

The Board of Christian Care shall consist of an elected chairman, and two or more board members as deemed necessary by the chairman.

The purpose of the Board of Christian Care shall be to assist and encourage members of the congregation to put their faith in action by extending Christian care and compassion to the ill, the aged, the orphaned, the underprivileged, the imprisoned and, in general, to persons of all ages in need of aid in body or soul.

Article 6: Election of Council Members

In years ending in an even number, at the fourth quarter Meeting of the Voting Members, they shall elect the Treasurer, the Finance Chairman, the Recording Secretary, 2 Elders, 1 Trustees, and the Chairmen of the Board of Christian Care and the Board of Outreach and Missions to hold office for two years.

In years ending in an odd number, at the fourth quarter Meeting of the Voting Members, they shall elect the President, the Vice President, the Financial Secretary, 1 Elder, 2 Trustees, and the Chairmen of the Board of Christian Education, and Board of Stewardship to hold office for two years.

Elected members of the Church Council shall be permitted to be candidates for re-election. They shall be permitted to be elected for four (4) consecutive terms.

The President shall appoint, and the Church Council shall approve, three members who shall constitute a Nominating Committee. The Pastor shall be Chairman of the

Nominating Committee. Once the President has appointed, and the Church Council has approved, a Nominating Committee, the congregation shall be made aware of the members of the Nominating Committee, as well as open positions on council, and be given an opportunity to submit names to be considered for two weeks.

The Nominating Committee shall create a process to determine the best candidates for each position, after which they shall nominate by ballot one or more Voting Members for each elective office to be filled and shall announce a list of candidates at the divine services two Sundays prior to the fourth quarter Meeting of Voting Members.

The election shall take place at the fourth quarter Meeting of Voting Members. This election shall be by secret ballot and shall be determined by simple majority.

Article 7: Pastor or Called Church Worker

Section 1: Calling

The election and calling of a rostered church worker of the LCMS will take place in the following manner:

The right of calling a rostered church worker shall only be vested in the congregation and shall never be delegated to an individual or to a minor body or circle within the congregation. Only such rostered church workers shall be called by this congregation who are in accord with the confessional standards of this congregation as stated in Article III, have been prepared for their work and are well qualified for it.

For the purpose of calling a rostered church worker, a call committee shall be appointed by the President and shall be approved by the Church Council. The congregation shall be given the opportunity to submit names for candidates, in addition to the names submitted by the Synodical District. After consultation by the Church Council with the president or designated representative of the Synodical District, candidates for the pastorate or office of other called rostered church workers shall be evaluated. When a candidate is identified, the name shall be proposed to the Voting Members at their next Meeting of Voting Members, per article 1 in these By-Laws. By simple majority of the Voting Members, a call shall be extended.

Section 2: Dismissal

In the absence of adequate cause for dismissal, as defined in the Bylaws of the congregation, the tenure of office of called rostered church workers shall be the remainder of their active lives, or until the Lord calls them into another field of service.

Article 8: Parliamentary Procedure

Wherever feasible, it is recommended that Roberts Rules of Order, Revised, be used as a guide in aiding the various organizations within the congregation, in the orderly and prompt progress of their meetings. But the obedient, loving spirit of Jesus Christ shall be the primary guide and standard in conducting the affairs of His Church.

Article 9: Amendments

By-Laws may be adopted or amended by the affirmative vote of two-thirds (2/3) of the Voting Members present at any Voters Meeting, (such majority not to be less than equal to the number of filled council member seats) after written notice embodying such By-Laws or Amendments has been openly given at a previous meeting and also in the notices of the meeting at which the proposed By-Laws or Amendments are to be acted upon.