

Approved by the Voters' Assembly on October 25, 2011, to be effective beginning January 1, 2012.

Emanuel First Evangelical Lutheran Church, Lansing, Michigan

BYLAWS

ARTICLE I

Reception into Membership

Section 1. From Congregations in Doctrinal Agreement

Members from other Lutheran congregations in doctrinal agreement with this congregation who desire to become members of this congregation will present themselves to the pastor(s) with a letter of transfer or release from their former congregation. The pastor(s) will determine whether such applicants are qualified for membership, based on the Constitution. The pastor(s) will submit the applicants' names to the Board of Elders. The Board of Elders will then submit the names with recommendations to the Voters' Assembly for ratification.

Section 2. From Congregations Not in Doctrinal Agreement, or Not a Member of Another Congregation

Those who come from a church body not in doctrinal agreement with this congregation, or who are not members of another congregation, and who desire to become communicant members of this congregation will enter either by Profession of Faith after the pastor(s) has ascertained their knowledge of and adherence to the Lutheran doctrines as defined in Article II of this Constitution, or by taking an adult instruction course and confessing agreement with the teachings. When the pastor(s) attests to both the knowledge and their confession, their names will be submitted to the Board of Elders. The Board of Elders will then submit the names with recommendations to the Voters' Assembly for ratification.

Section 3. Reception

Since reception into membership signifies acceptance of and submission to this Constitution and Bylaws, each individual or family will be given a copy of the same prior to their reception so that they may become familiar with its provisions. All membership changes will be approved at a meeting of the Voters' Assembly. Names of such new members will be published in the congregational newsletter upon their admission into membership.

ARTICLE II

Transfer, Release or Removal from Membership

Section 1. Qualifications for Transfer and Release

Transfer of membership will apply only to those who desire membership in a congregation which is in doctrinal agreement with this congregation. Release from membership will apply when affiliation is sought with those denominations not in doctrinal agreement with this congregation.

Section 2. Procedure for Transfer and Release

Members desiring a transfer or release from membership in this congregation will bring their request to the attention of the pastor(s) who will present their request to the Board of Elders. Recommendations of the Board of Elders will be presented for ratification at a meeting of the Voters' Assembly, and will be published in the congregational newsletter.

Section 3. Procedure for Removal

Members with whom the congregation has been unable to communicate, despite diligent efforts to do so, may be removed from the membership list by recommendation of the Board of Elders and ratification by the Voters' Assembly.

Section 4. Rights of Former Members

Members released, transferred, or removed have no further rights in this congregation and its property and funds.

Section 5. Right of Appeal

Any person excommunicated, or whose fellowship with the congregation has been terminated, will be notified in writing by the congregation of the right of appeal. This notification will occur within 30 days of the completion of the disciplinary action. The appeal must be filed with the district president in writing, with a copy to the congregation, within 60 days of the disciplinary action. The letter to the excommunicated person will specify the dates involved, give the name and address of the district president, and include a copy of Article XXIV ("Appeal by Laypersons") of the district constitution.

ARTICLE III

Church Administration

To aid in carrying out its Scriptural directives, and the objectives of the congregation as outlined in the constitution, the congregation is organized into several types of administrative units. To help focus the work of the congregation within these areas, the Voters' Assembly has further adopted a statement of Mission and Key Areas of Ministry, which is reviewed and updated as appropriate.

1. Voters' Assembly consists of all male members of the congregation who have attained the age of 18 years, and have signed the Constitution and Bylaws. All powers are derived from or extended by this body.
2. Church Council is made up of the president and vice president of the congregation, the recording secretary and assistant recording secretary, and representatives from the two Boards and the three Teams. It has general and particular supervision and control of all the affairs and transactions of the congregation.
3. Boards are formal bodies consisting of eight or ten members elected by the Voters' Assembly, and are responsible for implementation of one or more Key Areas of Ministry.
4. Teams are informal groups of volunteers, with the responsibility to advise upon and implement one or more Key Areas of Ministry.
5. Committees may be established and members appointed to carry out a wide variety of special projects or activities of the congregation, as needed.
6. Workers and staff are individuals called and/or hired to carry out specific duties within the church, school or child care.
7. Organizations consist of members of the congregation who desire to unite with a common interest for special activities or purpose.

ARTICLE IV

Meetings of the Congregation (Voters' Assembly)

Section 1. Regular Meetings

The Voters' Assembly will normally meet on the fourth Tuesday in the months of January, April, June and October, at 7:00 PM. The voting members present at a properly announced meeting of the Voters' Assembly will constitute a quorum. The regular October meeting is designated the annual meeting. At this meeting, the incumbent chair/leader will provide an oral and written report summarizing the key activities of the office, Council, Board or Team for the immediately preceding fiscal year.

Section 2. Special Meetings *and Recessed Meetings*

The Church Council may call special meetings of the Voters' Assembly.

A regular or special meeting may be "recessed" (rather than adjourned) when an issue is being discussed which cannot be brought to conclusion, and follow-up action has an urgent nature for which calling a special meeting may result in serious delay and impact. When a recessed meeting has been "reconvened," only topics noted in the regular meeting as the reason for recess may be discussed. The president of the congregation may determine the date for reconvening a recessed meeting. A reconvened meeting must be announced publicly in church services on at least one Sunday prior to the meeting.

Section 3. Notification

All regular and special meetings are to be announced publicly in church services on at least two Sundays, prior to the meeting. The purpose(s) of the meeting must be clearly stated in the announcement of all special and reconvened meetings. All regular meetings of the Voters' Assembly will be posted on the church calendar. The Voters' Assembly will not convene to transact business without the knowledge of the pastor(s).

Section 4. Order of Business

The order of business for the regular and special meetings may be as follows:

1. Call to order.
2. Opening with devotion.
3. Reading and/or approval of minutes of the previous regular and any intervening special meetings.
4. Welcoming of guests and reception of new voting members.
5. Ratification of membership recommendations of the Board of Elders.
6. Elections, if any.
7. Financial reports.
8. Ministry reports and recommendations.
9. Unfinished business.
10. New business.
11. Adjournment with prayer.

Section 5. Procedure

Meetings will be conducted according to good, Christian order. Robert's Rules of Order may be followed for parliamentary procedure. In all matters not decided by the Word of God, and unless specified otherwise, the majority rules.

Section 6. Limitations

No one may bring to any meeting of the Voters' Assembly a charge or complaint against any member or against a pastor, a teacher, a staff minister, or a layworker unless he has first admonished him in a Christian manner in the spirit of Matthew 18:15-20.

Section 7. Voter's Rights

Only voting members present at the meeting will have the right to vote. However, a voter who is unable to attend a meeting may have his views presented verbally or in writing through another member or the recording secretary.

Section 8. Suffrage

Voting membership will be restricted to male communicant members who have reached the age of eighteen, and have by their signature indicated their acceptance of the Constitution and Bylaws.

ARTICLE V

Church Council

Section 1. Membership

The Church Council is made up of the president and vice president of the congregation, the recording secretary, the assistant recording secretary, the chairman and vice chairman of the two Boards, and special program leader and special program representative of each of the three Teams. The pastor(s) and principal are ex-officio members. The treasurer is an advisory member. The members of the Church Council will adorn their high office with a godly way of life and be good examples to the congregation (1 Timothy 3:8-12). They will be responsible for the spiritual and material affairs of the congregation under the guidance of the pastor(s). They will be accountable for good order in the services. They will particularly care in love for their fellow members who have special needs (Galatians 6:9-10). The members of the Church Council will consult together concerning the total spiritual and physical well-being of the congregation giving due attention also to the work of the Lord in the church at-large.

Section 2. Term of Office

Church Council members serve terms of two years. After the first year the vice president of the congregation, assistant recording secretary, vice chairman of the Boards, and the special program representatives of the Teams will move into the positions of president of the congregation, recording secretary, chairman of the Boards, and special program leader of the Teams, respectively. There will be no limitations on re-elections, except for the president, who will not be eligible for nomination to any elected position for a period of one year.

Section 3. Responsibilities and Powers

The responsibilities and powers of the Church Council include:

1. Provide for carrying out the Mission and Key Areas of Ministry of the church.
2. Assure the maintenance of doctrine and practice within the congregation.
3. Create and establish policy for the congregation.

4. Act as the legal representatives of the congregation in matters pertaining to the property and business of the congregation.
- ~~5. Borrow money, pledge the assets of the congregation, sell, lease, or otherwise dispose of the property of the congregation under the policies and direction of the Voters' Assembly. ~~The president or vice president, plus one other trustee, are hereby designated as the persons who will sign all documents of the congregation.~~~~
6. Each year elect a treasurer and appoint a financial secretary.
7. Implement the decisions of the Voters' Assembly.
8. Supervise, control and coordinate the general and particular affairs and transactions of the congregation, and set the overall operational priorities for each year.
9. Supervise, coordinate, support and enable the Boards, Teams and staff in the execution of their portion of the Mission and Key Areas of Ministry, and the carrying out of their action plans.
10. Supervise and coordinate the activities of any Committees which may be appointed by the Church Council or the Voters' Assembly, and the carrying out of their action plans.
11. Meet regularly for the proper conduct of business.
12. Allocate resources, as necessary, in line with the approved budget.
13. Expend funds for special needs not provided for in the budget up to \$10,000 per quarter without prior Voters' Assembly approval, but subject to their review.
14. Establish an agenda for all meetings of the Voters' Assembly.
15. Submit a proposed annual budget to the Voters' Assembly for its consideration.
16. Bring its own recommendations and the supported recommendations of any other Board or administrative unit to the Voters' Assembly.
17. Call special meetings of the Voters' Assembly, to address special needs, as needed.
18. Delegate, if desired, the supervision of activities of any organization to one or more Boards or Teams.
19. Fill any vacancy occurring in the office of vice president or assistant recording secretary, or a member of a Board or Team, by appointing the candidate who received the next highest number of votes for that position in the preceding election.
20. Keep a permanent record of all transactions of its meetings.

Section 4. Regular Meetings

The Church Council will normally meet at 7:00 PM once each month, and will schedule such meetings within the 45 days prior to any of the regularly scheduled meetings of the Voters' Assembly. The president of the congregation will chair the Church Council. Members present at a meeting of the Church Council will constitute a quorum.

Section 5. Special Meetings *and Recessed Meetings*

Special meetings may be called by the president of the congregation, or the pastor(s).

A regular or special meeting may be "recessed" (rather than adjourned) when an issue is being discussed which cannot be brought to conclusion, and follow-up action has an urgent nature for which calling a special meeting may result in serious delay and impact. When a recessed meeting has been "reconvened," only topics noted in the regular meeting as the reason for recess may be discussed. The president of the congregation may determine the date for reconvening a recessed meeting.

Section 6. Notification

Notice of all meetings of the Church Council, regular, special and reconvened, is to be given in church services on at least one Sunday prior to the meeting. The purpose(s) of the meeting must be clearly stated in the notice of all special and reconvened meetings. All regularly scheduled meetings of the Church Council will be posted on the church calendar. The Church Council will not convene to transact business without the knowledge of the pastor(s).

ARTICLE VI

Boards

There will be two Boards to oversee and administer the execution of the Mission and those Key Areas of Ministry of this congregation which require formal and regular attention: the Board of Elders and the Board for Parish Education.

Section 1. Membership, Organization and Election

The Board for Parish Education will consist of eight members, with four members elected by the Voters' Assembly each year, one of whom will be elected as vice chairman. The Board of Elders will consist of ten members, with five members elected by the Voters' Assembly each year, one of whom will be elected as vice chairman, and one as worship committee representative. Both chairman and vice chairman of each Board will serve on the Church Council. Board members will serve for two-year terms. The vice chairman will move into the position of chairman after the first year. The worship committee representative on the Board of Elders will move into the position of worship committee leader after the first year. Boards may organize to assign any of the other members to an area of specialty or oversight, if so desired.

Section 2. Responsibilities and Powers

The responsibilities and powers of Boards include:

1. Strengthen and encourage the Christian spiritual, family and educational life within the congregation.
2. Develop action plans to execute its Key Areas of Ministry.
3. Establish priorities within their overall budget, policies, and goals as established by the Church Council.
4. Break the key goals of the year into sequential, doable parts and then carry out, or whenever possible and reasonable, delegate responsibilities to individual Board members, staff, temporary groups, or Committees to execute each part.
5. Approve the plans of all administrative units and groups under their management.
6. Develop and maintain a current Operations and Policies Manual for their area of responsibility.
7. Annually prepare and submit to the Church Council their program and budgeting proposals, in line with the congregation's adopted Mission and their Keys Areas of Ministry.
8. Establish operational policies, as needed, to govern the work of those who serve them.
9. Reallocate up to 10 % of the funds within their budgeted areas when necessary in order to achieve priorities, subject to reporting to the Church Council.
10. Keep a permanent record of all transactions of its meetings.
11. Submit a written report to each of the meetings of the Church Council and the Voters' Assembly.

Section 3. Limitations

1. Boards may not spend funds in excess of the budget for their area.
2. Boards may not set priorities disparate from the agreed-to plan of the Church Council without Council approval.

Section 4. Regular Meetings

Each Board will normally meet on a regular monthly basis. The members present at a meeting will constitute a quorum.

Section 5. Special Meetings

Special meetings may be called by the chairman.

Section 6. Notification

Notice of all rescheduled and special meetings of a Board is to be given in church services on at least one Sunday, prior to the meeting. All regularly scheduled meetings of Boards will be posted on the church calendar. A Board will not convene to transact business without the knowledge of the pastor(s).

ARTICLE VII

Teams

There will be three Teams which will advise upon and implement one or more of the Key Areas of Ministry within the Mission of this congregation: the Stewardship Team, the Evangelism Team, and the Properties Team.

Section 1. Organization and Election

Teams are made up of a group of volunteers with special personal interest in the particular ministry who have expressed their interest and willingness to serve. They operate with the direction, and under the oversight and authority of the Church Council through the Team's two special program councilmen. Each Team operates in the pursuit and promotion of one or more Key Areas of Ministry pertinent to their Team. Each Team will be overseen and represented on Church Council by an elected special program leader and an elected special program representative. The leader and the representative will serve for alternating two-year terms. The representative will move into the leader position after the first year. The leader has responsibility to help his team of volunteers fulfill the Key Areas of Ministry assigned to them. The leader may appoint one or more volunteer "coordinators". In the absence of a coordinator, the leader will be expected to assume the role of the coordinator as well as his role as leader. Both men and women may serve on Teams.

In addition, each year the President will appoint one "member-at-large" to the Properties Team, who will serve for alternating two-year terms. The two "members-at-large" will serve as advisors and assistants to the special program leader and special program representative for Properties.

Section 2. Operations

1. In their position of responsibility and leadership, the leader and representative will communicate faithfully to and from the Church Council on the work and needs of the Teams.
2. Term of service is at the discretion of each individual volunteer member.
3. Within the above and other guidelines, and respecting the Biblical principles regarding the roles of men and women, Teams may organize and function as best serves their purpose.
4. Teams will meet only “as needed”, with the time and frequency of meetings at the convenience and need of the Team and its members. Number of Team members will also be “as needed”. Primary responsibility for assuring an adequately sized Team and its attention to necessary business will rest with the special program leader.
5. No meeting will be called without the knowledge of the pastor(s).

Section 3. Responsibilities and Powers

The responsibilities and powers of the Teams include:

1. Work on one or more Key Areas of Ministry within their delegated area of responsibility and as authorized, with direction and oversight by authority of the Church Council through their special program leader.
2. Study, survey, evaluate and advise on matters within their Key Areas of Ministry and/or as authorized, and to develop, recommend and implement action plans, as approved by Church Council.
3. Take the operational actions necessary to carry out their specific assignments once the design and direction have been approved.
4. Actively seek ways to promote and support their objectives and responsibilities within and through other church programs and administrative units.
5. Keep a brief written record of its meetings.

Section 4. Limitations

1. Teams do not set direction or policy.
2. Teams take action only with authorization of the Church Council.
3. Team members can include persons serving in elected positions.

Section 5. Notification

Notice of all meetings of teams is to be given in church services prior to the meeting.

ARTICLE VIII

Functions for Each Board and Team

Following are core tasks for each Board/Team within the adopted Mission and Key Areas of Ministry of the congregation. Other tasks and responsibilities which align with a Board's/ Team's functions may be assigned to it by the Church Council. It is the responsibility of each Board/Team to develop and maintain up-to-date action plans to carry out the Mission and Key Areas of Ministry of the congregation. Each Board will also develop and maintain its own current Operations and Policy Manual.

Individual responsibilities are carried out with the guidance of the pastor(s), and include, but are not limited to:

Section 1. Board of Elders

1. Worship Oversee and support the activities of the Worship Committee to assure that worship services are conducted regularly and in order, according to Scripture, in support of the Worship and Music Areas of Ministry.
2. Faithfulness Encourage regular member use of the Gospel in Word and Sacrament, and bring the Law and Gospel to the strayed and straying, in support of the Worship and Local Outreach Areas of Ministry.
3. Doctrine and Practice Strengthen and encourage the spiritual life of all members, and assure that the congregation remains true to the Word of God in all it does, in support of the Worship and Education Areas of Ministry.
4. CCCW Oversee and support the Care Committee for Church Workers, and follow-up on their recommendations, to assure that the spiritual, personal and material needs of church workers are appropriately attended to, in support of the Resources Ministry.
5. Member Care/Visitation Concern itself with the physical and spiritual needs of single adults and orphans, and those members who are sick, handicapped, hospitalized, or unable to attend worship, in support of the Worship and Fellowship Areas of ministry.
6. Membership Welcome new members and visitors, and submit to the Voters' Assembly recommendations for the receiving, removing, transferring and releasing of members, in support of the Outreach and Fellowship Areas of Ministry.
7. Ushers Build and train a core of ushers who will provide a visitor and member-friendly atmosphere to worship experiences, in support of the Worship Ministry.
8. Discipline Promote harmony within the church, and carry out all matters of church discipline, in support of the Family and Fellowship Areas of Ministry.
9. Seniors Oversee, support and carry out ministry by and for seniors within the congregation and community, in support of the Family and Fellowship Areas of Ministry.
10. Assimilation Help the Stewardship Team to assure that all members' gifts and interests are learned, and that opportunity is provided to put them into use as an active part in the life of the congregation, in support of all Areas of Ministry.
11. Youth Develop and support opportunities for worship, service, and spiritual growth for post confirmation youth, in support of all Areas of Ministry.
12. Organizations Oversee and support the activities of the Missionary Society, Youth Group (confirmed through high school), Young Adults (post high school), Prime Timers, and Friendship Group, in support of Fellowship and Outreach Areas of Ministry.
13. Campus Ministry Oversee and support the campus ministry program, in support of Education, Fellowship and Outreach Areas of Ministry.
14. Representation Help to assure the representation of the interests of those without a voice in the various meetings of the congregation.

Section 2. Board for Parish Education

1. Christian Elementary School Oversee, support and provide for a full-time elementary level school, in conjunction with the principal and school staff, in support of the Education and Outreach Areas of Ministry.
2. Preschool Program Oversee, support and provide for a preschool, in conjunction with the preschool staff, in support of the Education and Outreach Areas of Ministry.
3. Bible Studies Oversee and support youth and adult Bible studies, in conjunction with the pastor(s), Sunday school staff, and other leaders of these studies, in support of the Education Ministry.
4. Vacation Bible School Oversee and support a summer Bible study for the families of our congregation, and others, in conjunction with the volunteers

and staff of the congregation, in support of the Education and Outreach Areas of Ministry.

5. Pioneers Programs Oversee and support both boys and girls pioneers programs, in conjunction with the volunteers and staff of the congregation, in support of the Education and Fellowship Areas of Ministry.
6. Family Programs Oversee, support and provide for family support groups, education, and events, in conjunction with the volunteers and staff of the congregation, in support of the Family and Fellowship Areas of Ministry.
7. Parents Assisting Lutheran Schools (PALS) Oversee and support a parents group that will assist the school, in support of the Education, Family, and Fellowship Areas of Ministry.

Section 3. Evangelism Team

In support of the Outreach and Fellowship Areas of Ministry, the Evangelism Team will be responsible for encouraging the spreading of the Gospel among the un-churched, by any and all means possible, in accordance with Scripture:

1. Example Promote and foster programs which assist all members of the congregation in letting the light of the Gospel shine forth from themselves.
2. Congregational Awareness Encourage and assist evangelism and fellowship efforts and awareness within the congregation, in accordance with Scripture.
3. Visitor Welcoming Encourage all members, but especially ushers, to greet everyone arriving for Worship in a friendly manner, striving to make the first impression of every visitor a positive one.
4. Reaching the Un-churched Coordinate and oversee the congregations' efforts to reach the un-churched through visitations, the media, invitations to church, and other means, and to invite and encourage the un-churched to attend appropriate instruction classes.
5. Visitor Follow-Up Follow up promptly on visitors who provide contact information. This could be as simple as sending a card thanking them for joining us for worship, and inviting them to return. People who visit repeatedly should be referred to the pastor(s) as prospects for additional follow-up.
6. Outreach Events Plan events which offer special opportunities for our neighbors to become better acquainted with us, and extend invitations to attend those events to our neighbors. These events should include opportunities for spiritual growth and enlightenment, as well as the opportunity to get better acquainted with us.
7. Local and Mission Outreach Encourage the support of all members of the congregation, not only for our own outreach efforts, but also for those of the WELS and its affiliates, both locally and throughout the world.
8. Training for Evangelism Develop classes and situations where members can learn the skills they desire to have, or need, to carry out their own personal witness, and their congregationally requested Key Areas of Ministry.

Section 4. Stewardship Team

In support of the Family, Fellowship, and Resources Areas of Ministry, the Stewardship Team will be responsible for strengthening and encouraging the practice of Christian Stewardship within the congregation:

1. Scriptural Principles Promote and foster programs which acquaint all members with the Scriptural principles of the God-pleasing use of Talents, Time and Treasure; all to the Glory of God.
2. Scriptural Training Encourage all members to attend regular, and special-topic, Bible Classes, as often as they are able.

3. Financial Responsibility Encourage all members of the congregation to cheerfully decide in their hearts the portion of their possessions and time and abilities which they will regularly devote to the Lord for use in carrying out that which the congregation has made its concern, not omitting the work of the church-at-large.
4. Funding and Management Review, recommendation and oversight of funding development options and programs, and to assure that dependable and secure financial management occurs.
5. Full-time Ministry Encourage likely candidates to consider the full-time ministry as a viable option for their life's work.
6. Use of Talents Explore options to more fully utilize the talents of the members, and encourage the participation of the members in various congregational activities.
7. Membership Records Implement plans whereby useful membership records are maintained. This includes (but is not limited to) records which allow tracking the many and widely varied skills of members, and more quickly contacting specific people when the need arises for someone with their set of skills to accomplish a given task.
8. Committees Oversight and support of the activities of the Archives Committee and the Offerings Counting Committee.

Section 5. Properties Team

In support of the Resources Ministry, the Properties Team will be responsible for:

1. Church, School, Preschool, Parsonages and Properties Scheduling and oversight of general maintenance and repair items affecting all church properties, to ensure proper and efficient operation of all systems. Oversight and management of larger scaled projects, too large to be completed by the volunteer team, and procured through a competitive bid process in conjunction with the church procurement advisor.
2. Grounds Coordination of services for lawn care, and snow removal and other seasonal requirements, which may be necessary. Ensure that the church grounds are well maintained and pleasing to reflect God's glory.
3. Custodial Care Provide for the regular cleaning and care of the church and other properties which may require specialized cleaning or care. Supervise janitorial services.
4. Security and Safety Provide for the security of all physical assets of the church's property, and protection against all physical loss and damage, and safeguard the safety and well being of all individuals.

ARTICLE IX

Officers and Other Positions

The elected officers serving the Voters' Assembly and the congregation consist of the president, vice president, recording secretary, and assistant recording secretary.

Section 1. President

The president presides at meetings of the Voters' Assembly, Church Council and the Trustees and is responsible for the administration and execution of their decisions and policies. He will, together with the pastor(s), prepare the agendas of the three groups he chairs. He, together with the other Trustees, may sign all deeds, mortgages, notes, leases, and all other legal documents directed to be executed by the Voters' Assembly. He will decide questions of order at all meetings. It will be his duty and responsibility, together with the pastor(s), to maintain harmony and discipline in the congregation. He may establish Committees and may fill vacancies, unless

otherwise directed by the congregation or these bylaws. He is an ex-officio member of all Boards, Teams, and Committees.

In the year following his presidency, he will serve as an advisory member of Church Council, and be responsible to

- 1) Conduct the "orientation meeting"
- 2) Encourage newly elected persons to attend the last meetings of the year for the unit they will begin serving on January 1
- 3) Help track council and voter actions with follow-up and coordination, and help to assure minutes get to church secretary for filing.

Section 2. Vice President

The vice president will, in the absence of the president, perform all duties of the president. He, together with the other Trustees, may sign all deeds, mortgages, notes, leases, and all other legal documents directed to be executed by the Voters' Assembly.

The vice president will also

- 1) attend meetings of our two Boards during the last quarter or so in order to begin to become familiar with current issues, and to begin reminding them and holding them accountable for preparing a "notebook" to hand on to the next chair of their Board.
- 2) Help encourage all appropriate people to attend council meetings

Section 3. Recording Secretary

The recording secretary has responsibility for the historical records of the congregation and its corporate seal. He will take and keep accurate minutes for all meetings of the Voters' Assembly, Church Council and Trustees. He will keep a permanent record of all congregational policies, resolutions, and transactions passed by the Voters' Assembly or Church Council. He will be responsible for the legal records of the congregation. He, together with the other Trustees, may sign all deeds, mortgages, notes, leases, and all other legal documents directed to be executed by the Voters' Assembly. He will assist in the orderly conduct of its business affairs according to established good order. He will assure that an accurate and up-to-date record of all congregational policies, resolutions, and transactions passed by the Voters' Assembly or Church Council will be available at all meetings of the Voters' Assembly for reference.

Section 4. Assistant Recording Secretary

The assistant recording secretary will, in the absence of the recording secretary, perform all duties of the recording secretary.

Section 5. Trustees

The trustees will consist of the president, vice president, recording secretary and the special program leader on Church Council who represents the Properties Team. These men will serve as directors. They will be the legal officers of the congregation and will control its corporate property. The president or vice president, plus one other trustee, are hereby designated as the persons who will sign all deeds, mortgages, notes, leases, and all other legal documents directed to be executed by the Voters' Assembly. They will provide for adequate insurance to protect Church property from loss. Together with the pastor(s), they may postpone regular and special meetings of the Church Council and Voters' Assembly in case of necessity.

The trustees will periodically, and at least quarterly, assemble the called program leaders (pastor(s), principal, and child care director) to help facilitate communication, coordination, and unification within the church, school, child care and other programs. Topics may include, but are not limited to, calendars and schedules, program reviews, room and staff use, general planning, follow-up, and other matters which maintain understanding and smooth operations. These will be

informal meetings, and are not to be used as a basis for policy-making or unilateral actions without due process.

Section 6. Treasurer

The treasurer is elected by the Church Council each year, and has administrative responsibility for the disbursement, recording and control of all cash and investment funds of the congregation, except those of the Memorial Trust Fund and those Church organizations to which the Church Council may delegate such control. The treasurer will receive from the financial secretary, at least monthly, a report of all monies received, and credit the same to the proper accounts. The treasurer will review and approve all disbursements for propriety in accordance with budgets, and will be authorized to sign checks and make disbursements according to the instructions and policies of the Church Council. The treasurer will reconcile all bank accounts, and prepare, or direct the preparation of monthly, quarterly and annual financial reports for the Church Council and the Voters' Assembly. As delegated by the Church Council, oversees the daily operation of purchasing, accounts payable, accounts receivable, payroll and the general accounting system. All books and records will be made available to the Auditing Committee at the request of the Voters' Assembly, Church Council, or Auditing Committee.

Section 7. Financial Secretary

The financial secretary is appointed by the Church Council each year, and is accountable to the Church Council. Emanuel members will be preferred. Should no member be found willing or able to serve, Council may appoint a qualified non-member to serve. In such a case, members of other WELS congregations will have preference.

The financial secretary will receive and deposit all contributions from the congregation, keep an accurate account of the same and deliver a report of them to the treasurer, indicating the proper accounts to be credited. The financial secretary will receive posted envelopes and balance information from the Counting Committee for each worship service, and other special offerings by envelope number from the Church office. The financial secretary will post and balance offering information by envelope number, and prepare semi-annual mailings reporting offerings to members in July and January, with a request that any discrepancy be reported directly to the chair of the Audit Committee. The financial secretary will prepare special analyses of donor offerings as requested or authorized by the Church Council. All books and records will be made available to the Auditing Committee at the request of the Voters' Assembly, Church Council, or Auditing Committee.

Section 8 Procurement Advisor

A procurement advisor may be appointed by the president, and will act in an advisory capacity to the Church Council. If a procurement advisor is appointed, he shall not simultaneously serve as Properties Team Leader or Representative. Emanuel members will be preferred. Should no member be found willing or able to serve, Council may appoint a qualified non-member to serve. In such a case, members of other WELS congregations will have preference.

The position recommends guidelines/protocol for purchasing to the Church Council; assists church Committees or Teams with special purchases; generates a "Request for Proposal" for purchases over \$5,000 except in emergencies; and when financially advantageous bids out reoccurring purchases, such as snow plowing, janitorial services, janitorial supplies, and other annually purchased supplies and services. *In the absence of a procurement advisor, the trustees shall assume the responsibilities of procurement advisor for purchases over \$5,000.*

ARTICLE X

Relationships and Communications

1. The Voters are accountable to God and their fellow members.
2. The Church Council and congregational officers are accountable to the Voters.
3. The Boards and Teams are accountable to the Church Council. Except as noted in item 9 below, all Committees are accountable to the administrative unit that created them.
4. The pastor(s) is/are accountable to the Voters' Assembly with oversight of daily affairs delegated to the Church Council.
5. The principal is accountable to the Church Council through the Board for Parish Education.
6. The financial secretary, treasurer, and procurement advisor are accountable to the Church Council.
7. The president of the congregation and the pastor(s) will be ex-officio members of all administrative units. The principal will be an ex-officio member of the Church Council.
8. No administrative unit or group, except the Church Council, may place an item on the agenda of the Voters' Assembly of the congregation directly. Nothing in this provision will prohibit any Voter from speaking on any subject or from proposing actions at meetings of the Voters' Assembly.
9. The Memorial Trust Fund Committee and the Auditing Committee are accountable directly to the Voters' Assembly.
10. All meetings of the Voters' Assembly and of all administrative units are open to all members of the congregation. Meetings of the Church Council and the Boards may be closed to visitors by the chairman when matters are being discussed which involve personal conduct of other members of the congregation or of called workers or employees. Congregational members who are not members of the Church Council and the Boards whose meetings they are attending will not have the right to speak without permission. Permission may be limited to specific times and length.
11. All janitorial services are accountable to the Properties Team.
12. The organists and choir directors are accountable to the worship committee of the Board of Elders, with oversight of daily affairs delegated to the pastor.
13. Any teacher aides, whether paid or volunteer, are accountable to the principal, who may assign them as needed. When assigned, oversight of daily affairs will be delegated to the appropriate teacher.
14. Any kitchen aides, whether paid or volunteer, are accountable to the cook.
15. The cook is accountable to the principal.

ARTICLE XI

Nomination and Election of Officers and Boards

Section 1. Responsibility for Nominations

The Nominating Committee will consist of the president, vice president, recording secretary, special program leaders on the Church Council, and those members of elected Boards whose terms are expiring, with input from the pastor(s).

Section 2. Positions Requiring Nomination

Each year candidates will be identified and nominated for each of the following positions: for vice president: at least 2; for assistant recording secretary: at least 2; for each special program representative: at least 2; for vice chairman of the Board for Parish Education; at least 2; for vice chairman of the Board of Elders: at least 2; for worship committee representative on the Board of Elders: at least 2; for other members on the two Boards whose terms are expiring: one more than the number of combined positions which are expiring. If, after diligent effort, sufficient nominees cannot be obtained for an office, the list of nominees submitted to the Voters may be equal to the number of vacancies to be filled, provided that the nominee(s) is/are agreeable.

Section 3. Qualifications for Nomination

1. Nominees must be voting members of this church, who have held membership for one year or longer, and *are* qualified for office according to the Constitution of this congregation.
2. Nominees will possess spiritual gifts appropriate for their area of nomination.
3. Nominees for the Board of Elders must, in addition, be generally recognized as “spiritually mature,” as defined in I Timothy, chapter 3.
4. Additional nominations may be made in writing to the nominating committee through any voting member. The committee will consider such written nominations and take action as they deem appropriate.
5. All persons whose positions are expiring remain eligible for re-nomination and election to any qualified position, except that the outgoing president will not be eligible for nomination to any elected position for a period of one year.
6. The final slate of nominees will be publicized within the congregation for two weeks or more before the election meeting.
7. Caution will be used in the making of nominations to avoid a conflict of interest. In case of potential conflict, the church council will make the determination.

Section 4. Elections and Terms of Office

1. Each year at the October meeting of the Voters’ Assembly there will be elected a vice president of the congregation; an assistant recording secretary; a vice chair and three members for the Board for Parish Education; a vice chair, worship committee representative and three members for the Board of Elders; and a special program representative for each of the three Teams.
2. At the election meeting the Voters’ Assembly will hear the recommendations of the nominating committee, and proceed with the election. Nominations will not be open to the floor at this meeting. All elections will be by secret ballot.
3. The terms of service for all elected offices will begin on January 1, following their election.
4. Elected candidates serve for a term of two years.
5. Upon completion of the first year of their elected service, the position of vice president moves to that of president, the position of assistant recording secretary to recording secretary, the positions of vice chair of Boards to chairman of Boards, the positions of special program representatives to special program leaders, and the position of worship committee representative to worship committee leader.
6. By their direct election by the Voters’ Assembly, the positions of president, vice president, recording secretary, assistant recording secretary, chairman and vice chairs of each of the two Boards, and special program representatives and special program leaders of the three teams are automatically ratified for service as members of the Church Council.

Section 5. Installation

The installation of elected leaders will take place in a regular worship service of the congregation during the month of January following their election.

Section 6. Vacancies

Vacancies in an elected office will be filled by the candidate who received the next highest number of votes for that position in the last election. In any other cases, vacancies will be filled by appointment of the president, unless otherwise directed by the Voters’ Assembly.

ARTICLE XII

Committees

Section 1. General

Committees may be established for a wide variety of special projects or activities of the congregation, as needed to carry out the Mission and Key Areas of Ministry of the congregation. The Voters' Assembly, the president of the congregation, the Church Council, a Board, a Team, or a congregational organization will have the right to establish Committees and appoint members for the execution of their work. Only Emanuel members may be appointed to committees. However, the committee may seek advice from non-members who possess valuable expertise or experience. Other volunteers may assist such Committees

Committees may be standing/ongoing or temporary. Both men and women may serve as members. Terms of members may vary, and they meet at the convenience and need of the Committee and its members. Size of Committees will be determined by the establishing entity, and may vary over time. Committees may be discontinued by the establishing entity.

Section 2. Limitations

Committees do not set policy. Caution will be used to avoid a conflict of interest in appointments to Committees. In case of potential conflict, the Church Council will make the determination.

Section 3. Description of Committees

The following is not intended to be a complete list, nor a limitation on the Committees which may be established or discontinued, as needed:

1. Worship Committee With accountability to the Voters' Assembly under the doctrinal oversight of the Board of Elders, the committee will be delegated responsibility for the content and format of all worship services, and for assuring that they are conducted regularly and in order, according to Scripture. The committee will consist of the worship committee leader and the worship committee representative from the Board of Elders, the pastor(s), and those others who by virtue of their position, have input to worship. These may include, as needed, representatives of the organists, choir directors, ushers, radio, school, and altar guild, and other appropriate groups or individuals as may be appointed or invited. The Committee will meet only as necessary.

In similar manner to the "special program leaders" on Church Council, per Article VII, Sections 1 and 2, the worship committee leader will oversee the activities of the worship committee - assuring necessary business is organized and facilitated, build and manage its representation, and administer or delegate to pastors the calling and conducting of meetings and establishment of agendas. He will communicate faithfully to and from the Board of Elders on the work and needs of the committee. The committee in its deliberations will recognize the special training, expertise and experience of the pastor(s), and their role in leading the program of worship.

2. Technology Committee Is accountable to the Church Council. It will be responsible for development of an overall plan to include implementing, monitoring, budgeting and managing of technology systems for the church, school and preschool. These will include computers, servers, software and data systems, audio/visual equipment, telecommunication systems, and website construction/management. The Committee will consist of an administrator, parents of a school or preschool child, and/or other congregational members. The Technology Plan will be approved by the Church Council.

3. Offerings Counting Committee Is accountable to the Stewardship Team. Due to the sensitive nature of its responsibilities, appointments will be made by the Stewardship program leader on Church Council, and ratified by Church Council. Counting Committee members will count and record the offerings of all regular and special services, according to procedures which have been developed for same and approved by the Church Council. There may be multiple “teams”, but for security reasons, each team must consist of at least three members, no more than two of whom may be from the same immediate family. Called workers, the treasurer and their immediate families may not serve on this committee.
4. Long Range Planning and Communications Committee Is accountable to the Church Council. Its chairperson and members are appointed by the president, with ex-officio consultants and advisors to include the pastor(s), the principal, and the trustees. It is charged to look to the long term welfare of the church, school and child care by examining and making recommendations relative to formal organizational structure, making fuller utilization of all members of the congregation, unification of processes and reporting, defining and clarifying roles and relationships of workers, preparing a communications plan, setting goals and monitoring, and acting as “vision-keeper” for the church’s Mission and Key Areas of Ministry.
5. Care Committee for Church Workers consists of one or more members, or a husband and wife, appointed by the Board of Elders. It is accountable to the Board of Elders. The duty of the Committee is to support and be available to church workers and their families, to encourage them in their areas of ministry, and to enhance the quality of their lives. They will also meet periodically with church workers to review and make recommendations relative to their spiritual, financial and material needs and welfare. These recommendations will be presented to the Board of Elders. Additional short-term appointments can be made to help in such instances where needed. Church workers and the President should be advised of all appointments
6. Auditing Committee Prior to the beginning of each fiscal year, the president will appoint an auditing Committee, which will serve for and audit that fiscal year. The committee will consist of at least four members with experience and expertise in financial matters. These appointees will review the financial transactions and records of the church, school and preschool, Memorial Trust Fund and Housing Corporation, and any other budgeted units at its discretion, as well as donor records, to determine that they have been performed accurately and properly. Three auditors will constitute a quorum. The treasurer and financial secretary and their immediate families may not serve on this committee. The committee will report annually to the *October* voters’ assembly.
7. Properties Volunteer Committee Is accountable to the Properties Team, and consists of volunteers ratified by the Properties Team coordinator. Members work on the repair and upkeep of the physical properties and grounds of the church, school and preschool.
8. Memorial Trust Fund Committee Is accountable to the Voters’ Assembly. Its five members are appointed by the president. Its responsibilities are to receive and administer the assets of funds and properties which make up the investment portfolio, to realize optimum returns. Interest and earnings are made available to enhance the work of the church, as approved by the Voters’ Assembly. Provision for the operation of the Fund and its Committee are set forth in the congregational resolution establishing same. The Memorial Trust Fund Committee will also own and operate a Housing Corporation on behalf of the Voters’ Assembly, for the management of real property, and in accordance with the Bylaws approved for same.
9. Archives Committee Is overseen by the Stewardship Team, and consists of members appointed by the president. Its responsibilities are to record, organize, research and maintain records and photos pertinent to past and ongoing history of all affairs of the church.
10. Almoner’s Committee Consists of the pastor(s) and treasurer, who will administer the distribution to the needy of all funds received into the church

almoner's fund. A pastor may make independent decisions on the proper distribution of such funds, or may consult with another member of the committee. The identity of the recipients will remain anonymous, and the treasurer will keep a financial record of only the amounts received and disbursed from the fund.

11. Budget and Finance Committee May be appointed by the president to assist in developing a budget proposal for church council consideration.

Section 4. Notification

Notice of all meetings of committees is to be given in church services prior to the meeting

ARTICLE XIII

Official printed reports of the church, school and preschool will be prepared and printed annually as follows:

Section 1. Financial Report – Fiscal Year

A separate “financial report” will be prepared annually as soon as possible after the close of the fiscal year. It will display for each budget category, or groupings of similar categories as may be determined, the past fiscal year’s budgeted amounts, the past fiscal year’s actual expenses, and the current fiscal year’s budgeted amounts.

Section 2. Principal's Report – Fiscal Year

At the same time as the above report, given that the school year coincides with the fiscal year, a “principal’s report” will be prepared covering the same period. This report will include the principal’s message, the school and pre-school statistics for that same period, and other notable events. It will also provide information about key dates and notable events for the current school year, along with school personnel currently serving.

Section 3. Membership Report – Calendar Year

A separate “membership report” will be prepared annually as soon as possible after the close of the calendar year. It will include the pastor’s message, the church statistics from the prior calendar year, and other notable events. It should also indicate what is coming up and key dates for the present calendar year. To the extent possible it should include for that same period the dates and schedules of planned meetings and activities. Finally, it should include a listing of all church personnel currently serving, including officers; members of Council, Boards, Teams and Committees; and officers/leaders of organizations.

Section 4. Criteria for All Annual Reports

Each report should be titled so that it is clear whether the fiscal year or calendar year is being presented, and which two of those years are jointly represented in the report.

Distribution of the foregoing reports should if possible be made to mesh with mailing of the congregational newsletters.

ARTICLE XIV

Repeals and Amendments of the Bylaws

To repeal or amend any of these Bylaws, a written copy of the proposal will be developed by or presented to the Church Council for study. Subsequently, a written copy will also be presented to the Voters' Assembly. Notice of the proposed action will be given to the congregation in church services in at least two Sundays prior to the meeting. Repeals or amendments require a two-thirds vote of those present at any properly called Meeting of the Voters' Assembly.

----- End of Bylaws -----

Official Endorsement of Bylaws

The trustees of Emanuel First Evangelical Lutheran Church, by their signatures below, and initials and date added to each page thereof, do hereby testify that the foregoing Bylaws are the true, complete and official copy of the Bylaws of Emanuel First Evangelical Lutheran Church of Lansing, Michigan, as approved by the Voters' Assembly on October 25, 2011:

President _____ **Date** _____ **Initials** _____

Vice President _____ **Date** _____ **Initials** _____

Recording Secretary _____ **Date** _____ **Initials** _____

Properties Team Program Leader on Council

_____ **Date** _____ **Initials** _____