



# **CONSTITUTION & BYLAWS**

## **ASCENSION LUTHERAN CHURCH OF LITTLETON, COLORADO**



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# CONSTITUTION

## PREAMBLE

In accordance with the will and command of God, that a Christian congregation not only conform to the Word of God in doctrine and practice, but that also all things be done decently and in order (I Corinthians 14:40); we the voting members of ASCENSION LUTHERAN CHURCH have resolved to adopt the following Constitution and Bylaws in accordance with which our congregational affairs, spiritual and material, shall be conducted.

## **ARTICLE 1 - NAME**

The name of this Incorporated Congregation shall be ASCENSION LUTHERAN CHURCH of Littleton, Colorado, ("Congregation").

## **ARTICLE 2 - MISSION**

The purpose of the Congregation shall be to give honor and glory to the Triune God, to carry out His will, to proclaim the Gospel of Jesus Christ to all the world, to nurture the faith of its members, to manifest the unity of our faith in Jesus Christ as God and Savior, to foster Christian fellowship and love, to extend a helping hand to human need, and to achieve its objectives by the preaching of the Word of God, by the administration of the sacraments, and by the religious instruction of all its members according to the confessional standard of the Evangelical Lutheran Church.

## **ARTICLE 3 - CONFESSIONAL STANDARD OF FAITH**

The Congregation accepts the Scriptures of the Old and New Testaments as the written Word of God and the only rule and norm of faith and practice; and it accepts all Symbolical Books of the Evangelical Lutheran Church as a true and unadulterated statement and exposition of the Word of God, to wit: the three Ecumenical Creeds (The Apostles' Creed, The Nicene Creed, The Athanasian Creed), The Unaltered Augsburg Confession of 1530, The Apology of the Augsburg Confession, The Smalcald Articles, The Large Catechism of Luther, The Small Catechism of Luther, and The Formula of Concord. This article shall be unalterable.

## **ARTICLE 4 - SYNODICAL MEMBERSHIP**

The Congregation shall be a member of The Lutheran Church—Missouri Synod, ("Synod"), as long as the Synod conforms to the congregation's confessional standard (Article 3) as set forth in this Constitution.

## **ARTICLE 5 - MEMBERSHIP**

The Congregation distinguishes between three types of congregational membership:

- A. The membership of this congregation includes the following:
  1. Baptized members are all who have been baptized in the name of the Triune God and who are under the spiritual care of the Pastor of this congregation, including the children who have not yet been confirmed into communicant membership.

2. Communicant members are those baptized members who have been instructed and understand the contents of Luther's Small Catechism, have been confirmed in the Lutheran faith or have affirmed that faith, and accept the confessional standard of Article 3 of this Constitution.
  3. Voting members are communicant members.
- B. The members of this congregation are received in the following manner:
1. Baptized members are received through the Sacrament of Holy Baptism or through the consent of one or both parents in the case of children who have been baptized in another Christian congregation.
  2. Adult members are received through the rite of confirmation and Sacrament of Holy Baptism as appropriate, through transfer from a sister congregation, or through profession of faith or reaffirmation of faith.
  3. Voting members are all communicant members.
- C. Members of this congregation shall conform their entire lives to the authority of God's Word and to that end shall make diligent use of the means of grace, exercise faithful stewardship of God's many gifts and talents, impart and accept fraternal admonition as the need of such admonition becomes apparent, and be readily available for service in the Kingdom of Christ within and beyond the congregation. Membership in organizations whose principles and conduct conflict with the Word of God is prohibited.
- D. Membership in this congregation shall be terminated as follows:
1. Membership shall be terminated by transfer to a sister congregation, by joining a congregation outside the fellowship of this congregation, by excommunication, by self-exclusion, or by death.
  2. Communicant members who conduct themselves in an un-Christian manner shall be admonished according to Matthew 18:15-20 and the congregation's stated and adopted guidelines. If they remain impenitent after proper admonition, they shall be excommunicated. Each case of excommunication shall be presented to the Voters' Assembly for a decision. A two-thirds majority ballot vote of the Voters' Assembly shall be required.
  3. The names of members whose whereabouts are unknown or cannot be established by the Board of Elders, or who have become inactive for two years may be removed at the discretion of the Board of Elders from communicant membership.

## **ARTICLE 6 - OFFICERS**

The officers of this congregation shall be a President, a Vice-President, a Treasurer, a Secretary, and such other officers as the Constitution and Bylaws may prescribe. All candidates for office shall be obtained from the voting membership.

## **ARTICLE 7 - PASTORS AND OTHER CALLED WORKERS**

The Voters' Assembly of this congregation shall have the exclusive right to call ordained ministers and commissioned ministers and this right shall never be delegated to a smaller body or an individual.

- A. The pastoral office shall be conferred only upon ordained ministers who are members of the Synod, candidates for the pastoral ministry who have satisfied the qualifications and requirements for assignment of first calls by the Synod, or ordained ministers who are members in good standing of church bodies that have been formally recognized to be in altar and pulpit fellowship with the Synod when agreements for such calls are in place.
- B. Only those commissioned ministers shall receive a call who adhere to the confessional standard set forth in this Constitution (Article 3), who are qualified for the work of the ministry to which they are called, and who have been endorsed by and are members of the Synod, who are candidates of LCMS colleges and universities who have satisfied the qualifications and requirements for assignment of first calls, and who are commissioned ministers in good standing from church bodies that are in altar and pulpit fellowship with the Synod. Any teachers called shall be required to meet the minimum stipulations of the State of Colorado.
- C. Any ordained or commissioned minister may be removed from office in Christian and lawful order by a four-fifths majority ballot vote of the Voters' Assembly for one of the following reasons: persistent adherence to false doctrine, scandalous life, willful neglect of the duties of office, the inability to perform those duties, or domineering in office.
- D. When a vacancy occurs in an office of an ordained or commissioned minister, the congregation shall notify the President of the District to receive assistance in temporarily filling the vacancy and to receive his counsel in calling a new pastor, teacher, or other church worker.

#### **ARTICLE 8 - POWERS VESTED IN THE VOTING MEMBERSHIP**

- A. The voting membership acting at a Voters' Assembly meeting shall decide all matters relating to the church or church affairs. The voting membership may assign specific areas of responsibility and authority to the Council and Boards.
- B. All matters before the Voters' Assembly shall be decided by a majority vote unless otherwise specified by this Constitution or Bylaws. Matters of doctrine and conscience shall be decided only based on the Word of God.

#### **ARTICLE 9 - DIVISION OR DISSOLUTION**

If at any time a division or dissolution of the Congregation should take place for any reason, the following principles will govern:

- A. In the event of a congregational division, the property of the Congregation and all benefits connected therewith shall remain with those communicant members who continue to adhere to the confessional standard set forth in this Constitution (Article 3).
- B. 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 Synod in which the Congregation held membership at the time of dissolution, or such other recipient the Congregation names.

## **ARTICLE 10 - BYLAWS**

The Congregation may adopt such Bylaws as are needed to accomplish its purpose.

## **ARTICLE 11 - ALTERATIONS AND AMENDMENTS**

- A. Amendments to the Constitution and Bylaws shall be made in writing. Such amendments shall be presented to the voting membership in writing prior to a regular or special Voters' Assembly meeting to be held for discussion and modification. A second regular or special Voters' Assembly meeting shall be held to vote on any proposed amendments presented and discussed at the first meeting. Under no circumstance shall the second Voters' Assembly meeting be held within fourteen days of the first. Any amendment must be approved by a two-thirds majority ballot vote of those present.
- B. The revised Constitution and/or Bylaws shall, as a condition of continued membership in good standing in the Synod, be submitted to the President of the District for review by the District's Constitution Committee and favorable action by the District's Board of Directors before being adopted by The Congregation.

# BYLAWS

## **SECTION 1 - PROCEDURES FOR CALLING MINISTERS OF RELIGION**

When this congregation calls a minister of religion, ordained, or commissioned, the following procedure shall be followed:

- A. When a pastor or commissioned minister is to be called, every member of the congregation shall be provided opportunity to suggest one or more names for consideration.
- B. A call committee shall be appointed [or an existing board or committee designated] to serve as a screening committee and shall submit all suggested names to the District President for information and evaluation. The committee shall then present to the congregation by public announcement its proposed list of candidates and their biographical sketches.
- C. At a Voters' Assembly meeting called for the purpose of calling a new pastor or commissioned minister, the proposed list may be amended by a two-thirds vote of the assembly.
- D. Ballot voting shall continue until a majority [or two-thirds] vote determines the disposition of the call.

## **SECTION 2 - VOTERS' ASSEMBLY MEETINGS**

- A. Regular Voters' Assembly meetings shall be held on the fourth Sunday of April and the first Sunday of December of each year. Should Palm Sunday or Easter fall on the fourth Sunday of April, that month's meeting shall be scheduled the Sunday following Easter. The presentation and approval of the upcoming budget shall be at the December meeting each year. Special Voters' Assembly meetings may be called by the Council, the President, or by five of the voting members. The primary purpose of a special Voters' Assembly meeting shall be announced.
- B. The agenda (or purpose) of regular and special Voters' Assembly meetings shall be announced both written and verbally on the two weekends prior to the meeting date.
- C. The erection of buildings and the purchase or sale of real estate property shall require a two-thirds majority ballot vote of those present. A majority vote is required on all other matters unless otherwise specified in the Constitution or Bylaws.
- D. The quorum for Voters' Assembly meetings.
  - A quorum of voting members shall be present prior to calling a Voters' Assembly meeting to order.
  - The quorum for all Voters' Assembly meetings held during a calendar year shall be a minimum of five percent (5%) of the communicant members on January 1 of that calendar year.
  - If the number of communicant members changes by more than five percent (5%) during a calendar year, the Council has the option of directing that the quorum be re-calculated and remain in effect for the remainder of the calendar year.

### **SECTION 3 - ORDER OF BUSINESS OF VOTERS' ASSEMBLY MEETINGS**

The President shall prepare a regular meeting agenda according to the following outline. Adjustments to this outline may be made to reflect business to be considered at the particular meeting.

- A. Opening Prayer and Devotion
- B. Roll Call and/or Registration of Voters Present
- C. Presentation of the Minutes
- D. Pastor's Report
- E. Treasurer's Report
- F. Recommendations of the Council
- G. Elections
- H. Reports of Board Chairmen and Committees
- I. Unfinished Business
- J. New Business
- K. Adjournment
- L. Closing Prayer

Robert's Rules of Order shall govern the Voters' Assembly meetings in all cases where they are applicable and in which they are not inconsistent with the rules of the Constitution and Bylaws of the Congregation.

### **SECTION 4 - COUNCIL**

- A. Council shall have a regular meeting every calendar month. Notice of meetings and the cancellation of meetings shall be communicated written or verbally to members of Council as appropriate and communicated to the congregation. The President may cancel up to four meetings per year. Special meetings of the Council may be called by any member of the Council. Whenever a meeting of the Council has been thus announced, it shall be considered a properly convened and legal meeting capable of transacting business, provided a quorum is present.
- B. A minimum of two-thirds of the Council membership shall constitute a quorum. Vacant office positions shall not be counted in determining a quorum. Only one count for quorum and only one vote is allowed for a Board which has elected co-chairs.
- C. The Elected Officers, Elected Board Chairs, the Pastor(s), other Called Staff, full-time Program Staff, and the President of the Ladies Guild, or their respective representatives, shall constitute the Council.

### **SECTION 5 - OFFICERS AND ELECTED BOARDS**

- A. The Pastor(s) shall be a voting member of all Boards, Committees, Council, and Voters' Assembly.
- B. In addition to the officers specified in Article 6 of the Constitution, the Chairs of the following Boards shall be elected and considered officers:
  - Board of Elders
  - Board of Trustees
  - Board for Education
  - Board for Congregational Life
  - Board for Youth



### Board for Evangelism

- C. The Chairs of the Boards shall appoint members of their respective Boards, such appointees being subject to the approval of the Council.
- D. One or more Assistant Treasurers shall be appointed by Council in January of each year, authorized to officially disburse funds in the absence of the Treasurer.
- E. One or more Assistant Secretaries shall be appointed by Council in January of each year who are authorized to sign official and legal papers and documents in the absence of the Secretary.
- F. Any officer or board or committee member who fails to perform the duties of office or the responsibilities of confirmed membership may be removed from office by the Voters' Assembly by a two-thirds majority ballot vote, in a Christian and lawful order. Matthew 18 should be followed under such circumstances.

## **SECTION 6 - TERMS OF OFFICE AND ELECTIONS**

- A. The term of office for a President, Vice President, Treasurer, Secretary, and all Board Chairs shall be for two years where terms begin on January 1 of applicable years and end December 31. All Officers and Board Chairs shall be elected at the December Voters' Assembly meeting and shall serve for the succeeding calendar years.
- B. There shall be no limits on the number of terms that can be served.
- C. The President and Treasurer and the Chairs of the Board of Trustees, the Board for Congregational Life and the Board for Education shall be elected during the odd numbered calendar years. The Vice-President and Secretary and the Chairs of the Board of Elders, the Board for Youth, and the Board for Evangelism shall be elected during the even numbered calendar years.
- D. The terms of appointed members of all the Boards or Committees shall not extend beyond the term of the Board Chairman at the time of their appointment. However, there shall be no restriction on the number of terms an appointed member can serve in any one position.
- E. The Council shall have the authority to appoint a voting member to fulfill a vacated office, with the exception of the office of President, until the next Voters' Assembly meeting, at which time an election shall be held to fill the vacancy. In the event the President vacates his office prior to completing his term, the Vice President shall complete the term as President.

## **SECTION 7 - DUTIES OF OFFICERS**

- A. **President:** The President provides leadership and direction ensuring all things are done in accordance with the Constitution and Bylaws. The President shall preside at all Council meetings and Voters' Assembly meetings and is a non-voting ex-officio member of all Boards and Committees. The President shall appoint a Nominating Committee of at least three members at least thirty days prior to any elections and appoint a Financial Review Committee to perform such financial reviews as may be required. The President is authorized to officially disburse funds in the absence of the Treasurer.

- B. **Vice President:** The Vice President shall perform the duties of the President in his absence, inability, or at the request of the President. In the absence of both the President and the Vice President at a Voters' Assembly meeting, the voters shall elect a temporary chairman. The Vice President shall serve as Chair of the Finance Board and appoint the Board members which shall include the Treasurer, the Financial Secretary appointed by the Vice-President and approved by Council, and the Assistant Treasurer(s) appointed by Council. The Vice President shall be responsible that all monies received are deposited to the credit of the congregation in a bank or banks designated by the Council. The Vice President is not authorized to officially disburse funds even when performing the duties of the President.
  
- C. **Secretary:** The Secretary shall keep the minutes of all Council meetings and Voters' Assembly meetings, keep records of attendance at the meetings, and shall sign the official and legal papers and documents as required. The Secretary and Assistant Secretaries shall be responsible to maintain and modify, when necessary, a system for short term and long-term records retention (i.e., legal documents, contracts, Treasurer's reports, Financial Secretary reports, Voters' Assembly meeting minutes, Council meeting minutes, Congregation history).
  
- D. **Treasurer:** The Treasurer shall pay all fixed bills as soon as possible upon receipt of the same and make such other disbursements as authorized by the Council. The Treasurer shall keep an accurate record of all monies received and disbursed and shall be a member of the Finance Board. The Treasurer shall coordinate with the Secretary to ensure the proper retention and storage of Treasurer reports, official and legal papers, and documents within the Treasurer's area of responsibility.

## **SECTION 8 - DUTIES OF THE BOARDS**

- A. Board Chairs shall be responsible for reviewing and approving all bills for expenditures falling under the jurisdiction of their Board before they are submitted to the Treasurer for payment. The spending limit for each Board without further Council authorization shall be set annually by Council in their January meeting. The spending limit requiring two signatures shall also be set annually at this same meeting. All Board Chairs shall be responsible for calling regular meetings of their respective Boards and for drawing up a tentative budget each year for the following calendar year.
  
- B. Each Board may appoint individuals to serve on committees deemed desirable to effectively accomplish its goals. The appointing Board will provide to Council a title, purpose, and membership makeup for each committee.
  
- C. **Finance Board:** The Finance Board shall maintain a recognized and effective system for the financial affairs of the Congregation. It shall consolidate the estimated budgets of the various Boards and prepare the budget for consideration at the December Voters' Assembly meeting. After the budget is approved, this

Board shall ensure that all Boards are operating within their budget. It, in conjunction with the Boards of Elders and Trustees, shall be responsible for providing adequate insurance coverage. The Financial Secretary shall be a member of the Finance Board and shall see that all members are supplied with a means for contribution toward support of the Church. The Financial Secretary shall prepare and maintain an itemized account of contributions from members.

Financial Reviews and Audits:

- An internal financial review shall be conducted in the first quarter of the year of the records of the Treasurer and the Financial Secretary. Financial reviews shall be organized by the Finance Board and conducted by two or more communicant members appointed by the President to serve as the Financial Review Committee. The Finance Board shall report the results of the financial review at the next regular Voters' Assembly meeting.
- The Finance Board shall determine if a certified independent review or audit of the records of the Treasurer and Financial Secretary is necessary and obtain quotes from two or more Certified Public Accounting firms to conduct such review or audit. The Finance Board shall present the justification for the review or audit at a Voters' Assembly meeting and obtain approval for the expenditure of funds for this professional service. The Finance Board shall report the results of the independent review or audit at the next regular Voters' Assembly meeting. The Voters' Assembly shall also be able to direct the Finance Board to obtain a certified independent review or audit by a simple majority vote.

D. **Board of Elders:** The Board of Elders shall assist the Pastor in all matters pertaining to the spiritual welfare of the Congregation, especially in the areas outlined in Article 5 of this Constitution. It shall be responsible for maintaining a list of baptized and communicant members and receiving applicants for and releasing of any members thereto. It shall be responsible for maintaining a reverent and worshipful decorum in the church service. The Elders shall appoint Head Ushers and be responsible for efficient functioning of the staff and ushers. The Board of Elders shall manage and recommend changes to staff salaries and benefits with the exception of janitorial and property staff (Trustees). It, in conjunction with the Finance Board and Trustees, shall be responsible for providing adequate insurance coverage.

The Board of Elders is responsible for administering the Columbarium Memorial Garden which includes the following:

- Administering and record keeping for the Columbarium Memorial Garden.
- Policies, governance, finances, and operational procedures of the Columbarium Memorial Garden.
- Inurnments.
- Garden care and property maintenance is the responsibility of the Board of Trustees.

- E. **Board of Trustees:** The Board of Trustees shall be responsible for maintaining the Congregation's property and for supervising the use of the property. The Board of Trustees shall manage and recommend changes to janitorial and property staff salaries and benefits. It, in conjunction with the Boards of Elders and Finance, shall be responsible for providing adequate insurance coverage. The Board of Trustees is responsible for garden care and property maintenance of the Columbarium Memorial Garden.
- F. **Board for Education:** The Board shall be responsible for the educational programs including the Pre-school, Sunday School, Confirmation and Pre-confirmation classes, Vacation Bible School, and Adult Bible classes.
- G. **Board for Congregational Life:** The Board for Congregational Life shall have the responsibility for:
- Assisting the Congregation in spreading the Gospel within the worship of the congregation.
  - Orienting new members toward full participation in the life of the Congregation.
  - Developing among the membership awareness about their use of talents, time, and treasures for the mission of the Church. This shall include an annual stewardship drive to determine pledges from members for the coming year.
  - Helping meet the physical and social needs of the members of the Congregation.
- H. **The Board for Youth:** The Board for Youth shall have the responsibility to develop and maintain a program of ministry to and by the youth, for obtaining volunteers for the youth program, and generally supervising the purposes and structure of the youth organization(s).
- I. **The Board for Evangelism:** The Board for Evangelism shall be responsible for:
- Assisting the congregation in spreading the Gospel beyond the worship of the congregation.
  - Contacting prospective members.
  - Contacting visitors to encourage attendance at worship services.
  - Canvasses that might be deemed beneficial and for stimulating interest in evangelism and foreign and domestic missions.
  - Stimulating interest in and developing resources for social welfare and social action beyond the confines of the congregation.
  - Ministering to the community-at-large through a program of arts and music.