



**CONSTITUTION**  
**and**  
**BY-LAWS**  
**of**  
**HOLY CROSS**  
**LUTHERAN CHURCH**

**4260 Rocky River Drive**

**Cleveland, Ohio 44135**

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# TABLE OF CONTENTS

## CONSTITUTION

	<u>Page</u>
MISSION STATEMENT .....	i
ARTICLE I: NAME.....	1
ARTICLE II: PURPOSE.....	1
ARTICLE III: ARTICLES OF FAITH .....	1
ARTICLE IV: SYNODICAL AFFILIATION .....	2
ARTICLE V: SPIRITUAL MEMBERSHIP .....	2
A. BAPTIZED MEMBERSHIP .....	2
B. COMMICANT MEMBERSHIP .....	3
ARTICLE VI: VOTING MEMBERSHIP .....	3
ARTICLE VII: DUTIES OF VOTERS.....	4
ARTICLE VIII: OFFICES OF PASTOR, TEACHER, DIRECTOR OF CHRISTIAN EDUCATION AND OTHER SYNODICALLY CERTIFIED WORKERS .....	5
ARTICLE IX: POWERS OF THE CONGREGATION.....	5
A. GENERAL.....	5
B. RIGHT OF CALLING.....	6
C. DECISIONS .....	6
D. POWERS OF OFFICERS .....	6
E. REMOVAL FROM OFFICE.....	6
ARTICLE X: OFFICERS.....	6
ARTICLE XI: PROPERTY RIGHTS.....	7
ARTICLE XII: BY-LAWS .....	7
ARTICLE XIII: VOTING: MAJORITY AND UNANIMITY .....	7
ARTICLE XIV: CHANGING THE CONSTITUTION .....	8
A. UNALTERABLE ARTICLES .....	8
B. AMENDMENTS .....	8

## **Mission Statement of Holy Cross Lutheran Church:**

*“Empowering God’s people to share Christ’s love in every way.”*

The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God’s creative, redeeming, and sanctifying activity in the world. To participate in God’s mission, this congregation shall:

- ! Worship God in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness, and service.
- ! Proclaim God’s saving Gospel of justification by grace for Christ’s sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations.
- ! Carry out Christ’s Great Commission by reaching out to all people to bring them to faith in Christ and by doing all ministry with a global awareness consistent with the understanding of God as Creator, redeemer, and Sanctifier of all.
- ! Serve in response to God’s love to meet human needs, caring for the sick and the aged, advocating dignity and justice for all people, working for peace and reconciliation among the nations, standing with the poor and powerless, and committing itself to their needs.
- ! Nurture its members in the Word of God so as to grow in faith and hope and love, to see daily life as the primary setting for the exercise of their Christian calling, and to use the gifts of the Spirit for their life together and for their calling in the world.
- ! Exhibit the unity given to the people of God by living together in the love of Christ and by joining with fellow Christians in prayer and action to express and preserve the unity which the Spirit gives.
- ! Adopt programs to provide specific direction and implementation for the ministry of this mission statement.

**CONSTITUTION  
OF  
HOLY CROSS LUTHERAN CHURCH**

**ARTICLE I**

**NAME**

The name of this congregation shall be Holy Cross Lutheran Church of Cleveland, Ohio, as incorporated December 4, 1944.

**ARTICLE II**

**PURPOSE**

The purpose of this congregation shall be to serve its members and to spread the Kingdom of God by the preaching of the Word of God, by the administration of the Sacraments, and by the religious instruction of youth and adults, according to the confessional standard of the Lutheran Church (Article III), to foster Christian fellowship and charity, and to do all things necessary and proper to fulfill and implement the mission statement of Holy Cross Lutheran Church.

**ARTICLE III**

**ARTICLES OF FAITH**

This congregation accepts and confesses all the canonical books of the Old and the New Testaments as the inspired Word of God, and all the symbolical Books of the Evangelical Lutheran Church, contained in the Book of Concord of the year 1580, as a correct presentation and true exposition of Christian doctrine, drawn from, and in full agreement with, the Holy Scriptures; hence, no doctrine shall be taught or tolerated in this congregation which is in any degree at variance with the following symbols of the

Evangelical Lutheran Church, viz:

1. The three ecumenical creeds - the Apostles', the Nicene, and the Athanasian;
2. The Unaltered Augsburg Confession;
3. The Apology of the Unaltered Augsburg Confession;
4. The Smalcald Articles;
5. Luther's Catechisms - the Large and the Small; and,
6. The Formula of Concord.

We set forth that according to this standard of doctrine and faith all controversies which may arise in the congregation shall be decided and adjusted. All hymnals, text-books, forms, etc., used in this church must conform to this Article.

#### **ARTICLE IV**

##### **SYNODICAL AFFILIATION**

This congregation shall be affiliated with the Lutheran Church Missouri Synod so long as the confessions and constitution of said Synod are in accord with the confession and constitution of this congregation as laid down in Article III. This congregation shall to the best of its ability collaborate with such Synod and assist it in effecting all sound measures intended for the building up of the Kingdom of God. This congregation shall send its Pastor and a Lay Delegate to the regular conventions of The English District of The Lutheran Church - Missouri Synod.

#### **ARTICLE V**

##### **SPIRITUAL MEMBERSHIP**

The membership of this congregation includes the following:

- A. Baptized Membership: Baptized members are all members who have been baptized including the children on the membership rolls who have not yet confirmed their baptismal vows. *Matthew 23:19; Mark 16:15.*

- B. Communicant Membership: Communicant members are those:
1. Who are baptized in the name of God the Father, Son, and Holy Spirit; *Matthew 28:19; Mark 16:15.*
  2. Who accept all canonical books of the Old and New Testaments as the only divine rule and standard of faith and life; *2 Timothy 3:16.*
  3. Who are familiar at least with Luther's Small Catechism and declare their acceptance of it; *2 Timothy 3:16.*
  4. Who attend divine services faithfully; *Acts 2:42; Hebrews 10:25.*
  5. Who lead Christian lives and do not live in manifest works of the flesh; *Galatians 5:19-21.*
  6. Who partake of the Lord's Supper frequently after their confirmation; *Acts 2:42.*
  7. Who contribute regularly and faithfully, according to their ability "As God hath prospered," toward all the enterprises of the congregation, and gladly help bear all its burdens; *Corinthians 16:2; Mark 16:16; 1 Corinthians 9:14.*
  8. Who devote their time and talents to the extension of the Kingdom of God; *1 Corinthians 4:7.*
  9. Who permit themselves to be fraternally admonished and corrected when they have erred; *Matthew 18:15-17.*
  10. Who are not members, affiliates, or supporters of secret societies or other organizations conflicting with the Word of God. *Acts 4:12; John 17:17.*

## ARTICLE VI

### VOTING MEMBERSHIP

- A. All communicant members of the congregation, as defined under Article V, Section B, 18 years or more of age, are eligible to become voting members.

- B. Application for voting membership may be made only at a regular meeting of the Voters' Assembly. Any eligible person may apply for voting membership by stating their intention to become a voting member at a regular meeting of the Voters' Assembly at such time as is provided in the Order of Business for the meeting. Applicants may participate in debate at such meeting, but are not permitted to introduce business or vote until such time as their application for membership is accepted by the Voters' Assembly. The business of acceptance of new voting members shall occur immediately prior to the adjournment of such meeting. The voting membership of such new members will become effective upon adjournment of the meeting.
  
- C. Applicants who are accepted by the Voters' Assembly shall sign the Constitution and By-Laws of the congregation, and upon so doing shall be entitled to vote, introduce and conduct business, and hold office.

**ARTICLE VII**  
**DUTIES OF VOTERS**

- A. The duty of every voting member shall be to attend the meetings of the Voters' Assembly and to assist in administering the spiritual and temporal affairs of the congregation with due diligence.
  
- B. A voting member waives the right to vote at any meeting such member fails to attend.
  
- C. A voting member forfeits voting membership, and shall be dropped from the roster of voting members, when such member is absent from the regular meetings of the Voters' Assembly for three (3) consecutive meetings. Any member dropped from the roster of voting members may be reinstated by reapplying for voting membership.

## **ARTICLE VIII**

### **OFFICES OF PASTOR, TEACHER, DIRECTOR OF CHRISTIAN EDUCATION AND OTHER SYNODICALLY CERTIFIED WORKERS**

The pastoral office of this congregation as well as that of a called teacher in the parochial school, directors of Christian education, or any other synodically certified worker shall be conferred upon such ministers, teachers, and candidates only as profess and adhere to the confessional standard set forth in Article III of this Constitution, the synodical affiliation set forth in Article IV of this Constitution, and are well qualified for their work. Pastors, teachers, directors of Christian Education, and other synodically certified workers shall, in the Call extended to and accepted by them, be pledged to the confessional standard set forth in Article III of this Constitution.

## **ARTICLE IX**

### **POWERS OF THE CONGREGATION**

#### **A. General**

The congregation as a body, through its voting members, shall have supreme power to administer and manage all its external and internal affairs. The establishment and conduct of all boards, committees, and organizations within the congregation shall at all times be subject to the approval and supervision of the congregation through its Voters' Assembly. The congregation pursuant to this Constitution and its By-Laws has delegated certain authority and duties to the Board of Directors, Board of Elders, Board of Christian Education and Board of Property as specified herein and in the By-Laws. Neither the congregation nor any subordinate body shall be empowered to decide anything contrary to the Word of God and the Confessions of the Lutheran Church (Article III), and any such decision shall be null and void.



B. Right of Calling

The right of calling pastors, teachers, directors of Christian education and other synodically certified workers shall be vested in the congregation and shall never be delegated to a smaller body or to an individual.

C. Decisions

Matters of doctrine and conscience shall be decided by the Word of God; other matters shall be decided by the Voters' Assembly as specified at Article XIII of this Constitution.

D. Powers of Officers

Congregational officers, Boards or committees, whether elected or appointed by the Voters' Assembly, the Board of Directors, the Board of Elders, the Board of Christian Education or the Board of Property, shall have no authority beyond that which has been conferred upon them, and whatever power may have been delegated to them may at any time be altered or revoked by the body which elected or appointed them.

E. Removal from Office

Any officer, pastor, teacher, or other called worker may be removed from office by the congregation, by ballot, in Christian and lawful order, for any one of the following causes: persistent adherence to false doctrine, scandalous life, inability to perform his or her official duties or willful neglect of them.

**ARTICLE X**

**OFFICERS**

The officers of this congregation shall be the Board of Directors whose number and duties are specified in the By-Laws.

**ARTICLE XI**  
**PROPERTY RIGHTS**

If a division should take place on account of doctrine or for any other reason, the distribution of the property and all other benefits of the congregation shall be determined by a two-thirds majority of the Voters' Assembly.

**ARTICLE XII**  
**BY-LAWS**

This congregation may adopt such By-Laws as may be required for the accomplishment of its purpose. Should any conflict arise between the language of the Constitution and the By-Laws, the Constitution shall prevail. Further, in matters of interpretation and construction, the Constitution shall control.

**ARTICLE XIII**  
**VOTING: MAJORITY AND UNANIMITY**

In matters of doctrine and discipline (Excommunication and Self-Exclusion), Unanimity shall be required. To change the Constitution and/or By-Laws, the Articles of Incorporation, for the erection of buildings, the purchase and sale of real property, or the removal of a called pastor, teacher, director of Christian education, other synodically certified worker, or some other member from office or appointment, a Two-Thirds (2/3) majority shall be required. All other matters of business require a Simple Majority, unless a higher majority is required by any adopted parliamentary authority. These are defined as follows: Simple Majority is the casting of more than fifty percent (50%) in favor of the motion; Two-Thirds Majority is the casting of more than sixty-seven percent (67%) in favor of the motion; and, Unanimity is the casting of no votes in opposition to the motion. The basis for the percentages set forth above shall be the total number of votes cast on a particular motion. Abstentions are not counted as votes cast. If federal, state or local law require a higher level of majority than provided for here, that law shall be followed. If

from circumstances it becomes apparent that a member, a majority, or a minority, willfully defend, and vote for, a matter against the Word of God, then such member or members shall first be dealt with according to *Matthew 18:16-17*, and after the proper settlement of this matter the previous question shall be resumed.

**ARTICLE XIV**  
**CHANGING THE CONSTITUTION**

A. Unalterable Articles

The following Articles of this Constitution and any sections thereof shall be unalterable and ir repealable: Articles III and V.

B. Amendments

Amendments to this Constitution and the By-Laws may be adopted at a regular Voters' Assembly, provided:

1. They do not conflict with the provisions laid down in Article III or with any section of any other Article that pertains to Scriptural doctrine and practice; and,
2. The proposed amendment has been submitted in writing at a previous Voters' Assembly meeting.

- - - END OF CONSTITUTION - - -

# TABLE OF CONTENTS

## BY-LAWS

	<u>Page</u>
ARTICLE I:	MEMBERSHIP ..... 1
A.	ADMISSION TO MEMBERSHIP ..... 1
	COMMUNICANT MEMBERSHIP ..... 1
	BY ADULT BAPTISM ..... 1
	BY CONFIRMATION ..... 1
	BY TRANSFER ..... 1
	BY PROFESSION OF FAITH ..... 1
B.	TERMINATION OF MEMBERSHIP ..... 1
	BAPTIZED AND COMMUNICANT MEMBERSHIP ..... 1
	TRANSFER TO OTHER CONGREGATIONS ..... 1
	JOINING OTHER CHURCHES ..... 2
	RELEASE ..... 2
	WHEREABOUTS UNKNOWN ..... 2
	EXCOMMUNICATION AND SELF-EXCLUSION ..... 2
	STATUS ..... 3
ARTICLE II:	CALLING OF PASTORS, TEACHERS, DIRECTORS OF CHRISTIAN EDUCATION AND OTHER SYNODICALLY CERTIFIED WORKERS ..... 3
A.	FORMATION OF CALL COMMITTEE(S) ..... 3
B.	NOMINATIONS ..... 3
C.	ELECTIONS ..... 3
ARTICLE III:	ELECTION OF CONGREGATIONAL OFFICERS ..... 4
ARTICLE IV:	ELECTED OFFICERS ..... 6
ARTICLE V:	BOARD OF DIRECTORS ..... 6
	ENDOWMENTS COMMITTEE ..... 7
	GREAT COMMISSION COMMITTEE ..... 7
	LONG RANGE PLANNING COMMITTEE ..... 7
	FINANCE/BUDGET COMMITTEE ..... 7
	FINANCIAL SECRETARY ..... 7
	TREASURER ..... 7
	OFFICE SECRETARY ..... 8
ARTICLE VI:	TRUSTEES ..... 8
ARTICLE VII: TERMS OF OFFICE; DUTIES ..... 9	
A.	PRESIDENT ..... 9
B.	SECRETARY ..... 9

## **TABLE OF CONTENTS (CONTINUED)**

### **BY-LAWS**

C.	BOARD OF ELDERS .....	9
	DEACON'S COMMITTEE .....	10
	EVANGELISM COMMITTEE.....	10
	STEWARDSHIP COMMITTEE.....	10
	CHOIR DIRECTOR(S) .....	11
	ORGANIST(S) .....	11
	HEAD USHER .....	11
D.	BOARD OF CHRISTIAN EDUCATION.....	12
	PRESCHOOL, SUNDAY SCHOOL, AND VACATION BIBLE SCHOOL STAFFING/ADMINISTRATION.....	13
	ADULT BIBLE, ADULT INFORMATION AND CONFIRMATION CLASSES.....	13
	YOUTH GROUPS.....	13
	ADVISORY AND SUPPORT SERVICES.....	13
	APPOINTMENT OF DELEGATES/REPRESENTATIVES .....	13
	POLICIES; ORIENTATION; COVENANTING.....	14
E.	BOARD OF PROPERTY .....	15
	BUILDING/GROUNDS COMMITTEE.....	15
	CUSTODIAN AND ASSISTANTS .....	15
ARTICLE VIII:	COMMITTEES .....	16
A.	AUDITING COMMITTEE .....	16
B.	NOMINATING COMMITTEE.....	16
ARTICLE IX:	REGULAR AND SPECIAL MEETINGS OF VOTERS' ASSEMBLY .....	17
ARTICLE X:	CONGREGATIONAL MEETING .....	17
ARTICLE XI:	PARLIAMENTARY AUTHORITY.....	17
ARTICLE XII:	ORDER OF BUSINESS .....	18
ARTICLE XIII:	MISCELLANEOUS .....	19

**BY-LAWS  
OF  
HOLY CROSS LUTHERAN CHURCH**

**ARTICLE I  
MEMBERSHIP**

A. **ADMISSION TO MEMBERSHIP**

1. **Communicant Membership**

- a. **By Adult Baptism:** Unbaptized adults are received through the Sacrament of Holy Baptism having been first duly instructed by the Pastor or his authorized representative.
- b. **By Confirmation:** Persons received by the sacred rite of confirmation in this congregation become communicant members.
- c. **By Transfer:** Persons presenting a letter of transfer of communicant membership from congregations in church fellowship may be received by the Pastor and the Board of Elders, whose action is to be reported in a subsequent meeting of the Voters' Assembly.
- d. **By Profession of Faith:** Other persons shall submit their application to the Pastor and the Board of Elders, and having given satisfactory evidence of qualifications for communicant membership, shall be received as communicant members. The action of the Pastor and Board of Elders is to be reported in a subsequent meeting of the Voters' Assembly.

B. **TERMINATION OF MEMBERSHIP**

1. **Baptized and Communicant Membership**

- a. **Transfer to Other Congregations:** Members desiring to join a congregation in church fellowship shall present their request for transfer to the Pastor and the Board of Elders, to whom authorization is granted to issue such transfers. Such transfer of membership shall be reported to the Voters' Assembly in a subsequent meeting.

- b. Joining Other Churches: In cases where members have joined another congregation outside our own fellowship, they shall, upon the recommendation of the Pastor and the Board of Elders, be considered to have terminated their membership, and their names shall be removed from the membership list and this action shall be reported to the Voters' Assembly.
- c. Release. In cases where a member has requested a release from membership, the matter shall be referred to the Pastor and the Board of Elders. Upon the recommendation of the Pastor and the Board of Elders, the person requesting the release shall be considered to have terminated their membership, and his or her name shall be removed from the membership list. This action shall be reported to the Voters' Assembly in a subsequent meeting.
- d. Whereabouts Unknown: If a member moves away or leaves this congregation without applying for release or transfer, and no contact with such person can be established within one (1) year after such event is reasonably established, then upon recommendation of the Pastor and the Board of Elders, such person's name shall be removed from the membership list by action of the Voters' Assembly, and thereupon such person's membership is terminated.
- e. Excommunication and Self-Exclusion: Any member who conducts himself (herself) in an unchristian manner shall be admonished according to *Matthew 18:15-20*. If he (she) refuses to amend his (her) sinful life after proper admonition, the person shall be excommunicated. *Matthew 18:17*. If the member refuses to attend the Voters' Assembly meeting to discuss his (her) case, he (she) has thereby excluded himself (herself). A person whose communicant membership is under consideration for termination, if a voting member, shall forfeit the right to vote provided in Article VI, Section C of the Constitution, during the pendency of the motion for their termination. Excommunication or self-exclusion terminates membership.
- f. Status: A person whose membership has been terminated has forfeited

all rights of a member of this congregation and all claims upon the property of the congregation as such, or upon any part thereof, so long as he (she) is not reinstated into membership.

## **ARTICLE II**

### **CALLING OF PASTORS, TEACHERS, DIRECTOR(S) OF CHRISTIAN EDUCATION AND OTHER SYNODICALLY CERTIFIED WORKERS**

#### **A. FORMATION OF CALL COMMITTEE(S)**

Upon authorization by action of the Voters' Assembly, a Call Committee shall be organized. The Board of Elders shall select candidates to serve on the Call Committee for the calling of pastors or other synodically certified workers. The Board of Christian Education shall select candidates to serve on the Call Committee for the calling of teachers or directors of Christian education. Upon approval of the Call Committee candidates by the Voters' Assembly, the Call Committee shall be formed. The Call Committee shall solicit recommendations from the congregation for the called office.

#### **B. NOMINATIONS**

At a meeting of the Voters' Assembly properly convened, the list of candidates received from the District President for the called office shall be presented by the Call Committee. Nominations from the floor shall not be permitted.

#### **C. ELECTIONS**

The election of a pastor, teacher, director of Christian education, or other synodically certified worker from the list of candidates shall be by ballot. The candidate receiving the majority of votes cast for an office or position shall be considered elected. For purposes of this vote majority means more than fifty percent (50%) of the votes cast in favor of a candidate. If no candidate has a majority upon the initial vote, additional votes by ballot shall be taken upon those candidates receiving votes to determine whether any candidate can achieve a majority. The chairman of the meeting shall announce the results of the previous vote in terms of the percentage of votes cast for each candidate receiving votes, prior to the next vote. The candidate receiving the



lowest percentage of votes cast shall be eliminated from further ballots. In the case of a tie for lowest percentage of votes cast, tied candidates shall be eliminated from subsequent ballots, unless such elimination results in one or fewer candidates without a majority. In such a case, another vote shall be taken including all candidates not previously eliminated. The candidate ultimately receiving the majority of all votes cast shall be considered elected. The election shall, if possible, be made unanimous by a rising vote, and the Call shall be sent to the Pastor, teacher, Director of Christian Education or other synodically certified worker elect by the President.

In the event that it appears the voting is such that no candidate will achieve a majority, the chairman of the meeting may suspend voting and return the matter to the Call Committee for further action.

### ARTICLE III

#### ELECTION OF CONGREGATIONAL OFFICERS

The Nominating Committee shall present a slate of candidates for election at the November meeting of the Voters' Assembly for all vacant offices. Two weeks prior to the election meeting, the Nominating Committee shall provide a written report to the Congregation which details all officer positions, the current office holder, term of office, and the officer positions to be elected. Any voting member may make nominations from the floor, provided the written consent and approval of the person whose name is being entered into nomination has been secured prior to the nomination. The annual election shall be by ballot by the eligible voters present. The slate of candidates presented by the Nominating Committee and the candidates entered into nomination from the floor shall be presented to the Voters' Assembly for election in the following order: President, Secretary, Board of Elders, Board of Christian Education and Board of Property. Each class of office shall be voted on by separate ballot in the specified order. No write-in candidates (i.e. candidates other than those on the Nominating Committee slate and those entered into nomination from the floor) shall be recognized. After the election for a particular office has been concluded, nominations from the floor for the next vacant office shall be entertained. In order to be elected to an office, a nominee must receive a majority of the votes cast for the office.

*Adopted January 31, 2000      Amended April 22, 2008*

For purposes of this vote majority means more than fifty percent (50%) of the votes cast in favor of a nominee. The Chairperson of the Nominating Committee shall serve as the Chairperson of the Tellers' Committee for purposes of tabulating ballots, and he or she may select such assistants as are necessary or helpful for this purpose. If no nominee for a particular office has a majority upon the initial vote, an additional vote by ballot for the office shall be taken upon the two (2) nominees receiving the most votes. When an additional vote is required, the Chairperson of the meeting shall announce this fact and inform the assembly of the candidates to be voted upon, without mentioning the percentage of votes received by any candidate. In the case of a two-way (or greater) tie for most votes, the additional vote shall include and be limited to the tied candidates. In the case of a tie for the second most votes, the tied candidates shall be included with the candidate receiving the most votes in the subsequent ballot. The candidate ultimately receiving the majority of all votes cast shall be considered elected.

The annual election shall take place at the November meeting of the Voters' Assembly. The officers-elect shall be installed on the last Sunday in December and assume their respective duties on the first day of January of the following year. In the event of a vacancy in any office, where the procedure for filling such vacancy is not otherwise specified in these By-Laws, the Board of Directors shall appoint a successor to serve for the unexpired portion of the term. No individual may hold more than one (1) elected office. Individuals may, however, serve on more than one of the various committees or hold other positions elected and/or appointed by the Voters' Assembly and/or the governing Boards (Board of Directors, Board of Elders, Board of Christian Education, and Board of Property). Officers shall be elected for the terms specified in these By-Laws. All officers shall continue to serve in such capacity until replaced by their duly elected successors.

**ARTICLE IV**  
**ELECTED OFFICERS**

The elected officers of this congregation shall be the Board of Directors. The Board of Directors shall be constituted as follows: President, Secretary, Board of Elders (five members), Board of Christian Education (five members) and Board of Property (five members). The Pastor(s) shall be ex-officio member(s) of the Board of Directors, Board of Elders, Board of Christian Education, Board of Property and all subordinate committees of these Boards. All elected officers shall be an example of Christian conduct and conversation.

**ARTICLE V**  
**BOARD OF DIRECTORS**

The Board of Directors shall administer all aspects of the day-to-day operations and planning functions of the congregation, and shall perform such other duties as specified in these By-Laws. Notwithstanding the foregoing, certain rights and privileges are reserved unto the Voters' Assembly as specified in the Constitution and these By-Laws. The Board of Directors has no authority to buy or sell real estate or to enter into any single contract to purchase or sell any other property or services the value of which exceeds ten thousand dollars (\$10,000) without prior approval of the Voters' Assembly. The Board of Directors shall determine the acceptability of, and if in their judgment deemed appropriate, shall accept and receive grants and bequests. The Board of Directors shall be subject to the orders of the Voters' Assembly, and none of its acts shall conflict with action taken by the Voters' Assembly.

The Board of Directors shall select a Chairperson and a Recording Secretary for the Board of Elders, Board of Christian Education and Board of Property from among each Board's respective membership.

The Board of Directors shall approve the appointment or hiring of persons or entities utilized by the Board of Elders, Board of Christian Education and Board of Property in staffing their respective committees or positions.

The Board of Directors shall appoint persons to serve, supervise, and if necessary terminate

*Adopted January 31, 2000      Amended April 22, 2008*

the appointment of persons serving on the following committees which are hereby established:

1. **Endowments Committee** (3 persons). Responsible for encouraging and administering funds given to Holy Cross Lutheran Church for purposes other than meeting budgetary goals and/or special purposes.
2. **Great Commission Committee** (3 persons). Responsible for researching potential mission projects, reviewing requests for grants of support, making recommendations regarding support of projects, and monitoring supported mission projects.
3. **Long Range Planning Committee** (3 persons). Responsible for establishing strategic and long-range goals.
4. **Finance/Budget Committee** (President & Chairperson or Chairperson's designee from the Board of Elders, the Board of Christian Education, and the Board of Property). Responsible for budget planning and adherence; administration of special funds.

The Board of Directors shall develop and maintain a detailed list of duties and responsibilities for the above committees and any others formed by it.

The Board of Directors shall appoint or hire persons to serve, supervise, and if necessary terminate the appointment or employment of persons serving in the following capacities:

1. **Financial Secretary** (1 person and assistants, if any). Responsible for receiving, depositing, recording and reporting all monetary contributions, fees and payments to Holy Cross Lutheran Church.
2. **Treasurer** (1 person or entity, and assistants, if any). Responsible for disbursing money including but not limited to paying bills, apportionments and commitments; recording and reporting these transactions.

3. **Office Secretary** (1 person, and assistants, if any). General office duties, as assigned.

The Board of Directors shall prepare and maintain job descriptions for the above individual positions.

The Board of Directors shall hold regular meetings every two months to transact its business. Special meetings of the Board of Directors may be called by the President and shall be called upon the written request of three members of the Board of Directors. The business conducted at a special meeting shall be limited to such business as is set forth in the notice of the meeting. A majority of the voting members of the Board of Directors shall constitute a quorum.

The Board of Directors shall prepare a written report, which shall include its activities, the activities of its committees, financial reports, and shall incorporate reports from the Board of Elders, Board of Christian Education and Board of Property. This report shall include recommendations, if any, for approval by the Voters' Assembly in the form of proposed resolutions. The report shall be available for dissemination to the congregation in advance of the semi-annual Voters' Assembly meetings, and shall be presented at such meetings.

In the case of emergency or matters concerning public safety, any two (2) members of the Board of Directors acting together are authorized to take such emergency action as may be immediately necessary for the protection of church property and/or the safety of the public.

## **ARTICLE VI**

### **TRUSTEES**

The Trustees of this congregation shall be the President, and the Chairpersons of the Board of Elders, Board of Christian Education and Board of Property. The Trustees shall be the legal representatives of the congregation for state law purposes and as such shall only have the power to sign contracts, sign documents and appear in court for and on behalf of the Voters' Assembly or any subordinate body thereof.

**ARTICLE VII**  
**TERMS OF OFFICE; DUTIES**

- A. **President.** The term of office of the President shall be two (2) years to be elected by the Voters' Assembly in even numbered years. The President shall preside at all meetings of the Voters' Assembly and the Board of Directors. In the President's absence (or in the event of a vacancy in the office of President) the duties of the office shall be performed by the Chairperson of the Board of Elders, or the Chairperson of the Board of Christian Education, or the Chairperson of the Board of Property (in that order) until a new President is elected by the Voters' Assembly. The President or his/her designee representative from the Board of Directors shall serve as a member ex-officio of all committees that report directly to the Board of Directors. The President shall serve as a member ex-officio of all committees of the Voters' Assembly except the Nominating Committee.
- B. **Secretary.** The term of office of the Secretary shall be two (2) years to be elected by the Voters' Assembly in odd numbered years. The Secretary shall keep accurate minutes of meetings of the Voters' Assembly and of the Board of Directors for the permanent records of the congregation, and will perform such other duties as are in keeping with the office. In the Secretary's absence (or in the event of a vacancy in the office of Secretary) the duties of the office shall be performed by the Recording Secretary of the Board of Elders, or the Recording Secretary of the Board of Christian Education, or the Recording Secretary of the Board of Property (in that order) until a new Secretary is elected by the Voters' Assembly.
- C. **Board of Elders.** The Board of Elders shall consist of five (5) members elected by the Voters' Assembly. Members terms of office shall be two (2) years. Two (2) of its members shall be elected in even numbered years. Three (3) of its members shall be elected in odd numbered years.

This Board will assist the Pastor(s) in all matters pertaining to the spiritual welfare of the congregation. They will consider complaints and grievances of any member of the

congregation. If *Matthew 18:15-16* has been fully observed, they will report to the Voters' Assembly those matters which cannot be otherwise resolved, in accordance with *Matthew 18:17-18*. They will make every effort to encourage members in their attendance of services, in the use of the Sacraments, and the financial support of the church, to mend their sinful ways, and fully enjoy the rights and privileges of their membership. They will assist the Pastor(s) in arranging for pulpit assistance, special services, and guest speakers. Together with the Pastor(s) they will be responsible for the music program of the Church, having jurisdiction over obtaining the services of qualified Lutheran organists and the selection of Lutheran choir directors, and the appointment of the head usher.

The Board of Elders shall appoint persons to serve, supervise, and if necessary terminate the appointment of persons serving on the following committees which are hereby established (the size of these committees shall be determined by the Board of Elders, in the exercise of sound discretion):

1. **Deacon's Committee**. Responsible for ensuring that church services are conducted in such manner as to avoid needless disturbance and to foster an attitude conducive to worship among those in attendance. Responsible for assisting the Pastor(s) as directed by the Board of Elders.
2. **Evangelism Committee**. Responsible for attempting to reach members who have been negligent in worship and use of the Sacraments, and in bringing the Gospel to the unchurched.
3. **Stewardship Committee**. Responsible for encouraging current members to give of their time, talents and money for the mission of Holy Cross.

The Board of Elders shall develop and maintain a detailed list of duties and responsibilities for the above committees and any others established by it.

The Board of Elders shall appoint or hire persons to serve, supervise, and if necessary

terminate the appointment or employment of persons serving in the following capacities:

1. **Choir Director(s)**. Responsible for directing the voice and/or hand bell choirs, and such other duties as are assigned by the Board of Elders.
2. **Organist(s)**. Responsible for organ and other accompaniment at church services, and such other duties as are assigned by the Board of Elders.
3. **Head Usher**. Responsible for assembling an ushering staff (communicant members and those currently in Confirmation class), identifying and communicating duties, and scheduling.

The Board of Elders shall prepare and maintain job descriptions for the above individual positions.

The Board of Elders shall appoint delegates to the following: Lutheran Agencies Organized for Service (LAOS); Lutheran Children Family Service ( LCFS); Lutheran Communication Ministry (LCM); Lutheran Home; Lutheran Cemetery Association; and, The Lutheran Chaplaincy.

The Board of Elders shall maintain a liaison with and have oversight responsibility for the following: Altar Guild; Boosters; Bethesda Group Home; Amazing Grays; and any other groups formed or recognized by the Voters' Assembly or the Board of Directors.

The Chairperson or the Chairperson's designee of the Board of Elders shall be a member ex-officio of all committees under the jurisdiction of the Board of Elders.

The Board of Elders shall be responsible for preparing budgetary requests for its supervised operations (including its committees) and submitting such requests to the Finance/Budget Committee of the Board of Directors.



The Board of Elders shall hold regular meetings every two months to transact its business. Special meetings of the Board of Elders may be called by the Chairperson and shall be called upon the written request of two members of the Board of Elders. The business conducted at a special meeting shall be limited to such business as is set forth in the notice of the meeting. A majority of the voting members of the Board of Elders shall constitute a quorum.

Minutes of all meetings shall be provided to the Board of Directors in a timely fashion. The Board of Elders shall prepare a written report to be incorporated in the Board of Directors semi-annual report to the Voters' Assembly.

- D. **Board of Christian Education.** The Board of Christian education shall consist of five (5) members elected by the Voters' Assembly. Members terms of office shall be two (2) years. Two (2) of its members shall be elected in odd numbered years. Three (3) of its members shall be elected in even numbered years.

It is the duty of all members to bring up their children in the nurture and admonition of the Lord (re: *Ephesians 6:4*) and to this end teach them the Word in the home and bring them to the religious instructions provided by the Church.

In order to accomplish the foregoing, the Board of Christian Education shall have the following duties and responsibilities. To carry out its purposes the Board of Christian Education will appoint or hire, supervise and manage, and if necessary terminate the appointment or employment of persons in order to accomplish the following activities, all of which shall be under the jurisdiction of the Board of Christian Education:

1. **Preschool, Sunday School, and Vacation Bible School Staffing/Administration.** Responsible for ensuring that teachers, facilities, and equipment are available for the use of the children served by these schools. In conjunction with the Pastor(s), responsible for overseeing the curriculum. Responsible for overseeing administration. The Sunday School Administrator, Assistant Administrator, and Preschool Administrator shall report directly to the Board of Christian Education. Responsible for adherence to any and all legal requirements.

2. Adult Bible, Adult Information, and Confirmation Classes. In conjunction with the Pastor(s), responsible for ensuring that facilities and equipment are available to these students.
3. Youth Groups. Appoint youth counselors, provide advisory services and oversee the administration of the Senior and Junior Youth Groups and any similar group. Provide services to coordinate program activities and ensure that facilities are available.
4. Advisory & Support Services. Provide service in an advisory and support capacity to all volunteers who are working to guide others in the fulfillment of a Christian education and lifestyle.
5. Appointment of Delegates/Representatives. Appoint lay delegates to the West Park Lutheran School Association for the purposes, in the number and at the time set forth in the Association's organizational documents. The term of these appointments shall be two (2) years, so arranged that at least one (1) shall be appointed in the odd numbered years and two (2) shall be appointed in the even numbered years. Appoint lay delegate(s) to the Lutheran High School Association for the purposes, in the number and at the time set forth in the Association's organizational documents. Maintain a liaison with these delegates in order to be informed of relevant matters including apportionments. Appoint any other representatives to external organizations relating to Christian education.
6. Policies; Orientation; Covenanting. Responsible for developing and maintaining policies relating to attendance and other matters relating to Christian education; responsible for participating directly in the covenanting process, and assisting in orientation. Responsible for coordinating and disseminating information relating to the various schools and programs regarding Christian education. Responsible for dispute resolution concerning

Christian education matters.

The Board of Christian Education shall hold regular meetings every two months to transact its business. Special meetings of the Board of Christian Education may be called by the Chairperson and shall be called upon the written request of two members of the Board of Christian Education. The business conducted at a special meeting shall be limited to such business as is set forth in the notice of the meeting. A majority of the voting members of the Board of Christian Education shall constitute a quorum.

Minutes of all meetings shall be provided to the Board of Directors in a timely fashion. The Board of Christian Education shall prepare a written report to be incorporated in the Board of Directors semi-annual report to the Voters' Assembly.

The Chairperson or the Chairperson's designee of the Board of Christian Education shall serve as a member ex-officio of all committees under the jurisdiction of the Board of Christian Education.

The Board of Christian Education shall develop and maintain a detailed list of duties and responsibilities for any committees under its jurisdiction, and shall prepare and maintain job descriptions for all individual positions under its supervision.

The Board of Christian Education shall be responsible for preparing budgetary requests for its supervised operations (including its committees) and submitting such requests to the Finance/Budget Committee of the Board of Directors.

- E. **Board of Property**. The Board of Property shall consist of five (5) members elected by the Voters' Assembly. Members terms of office shall be two (2) years. Two (2) of its members shall be elected in even numbered years. Three (3) of its members shall be elected in odd numbered years.

This Board shall administer, secure and maintain all property belonging to the congregation and transact any other business relating to the maintenance or improvement of physical facilities owned or operated by the congregation.

The Board of Property shall appoint persons to serve, supervise, and if necessary terminate the appointment of persons serving on the following committee which is hereby established (the size of this committee shall be determined by the Board of Property, in the exercise of sound discretion):

1. **Building/Grounds Committee.** Responsible for ensuring that the buildings and grounds are safe, secure, and properly maintained.

The Board of Property shall develop and maintain a detailed list of duties and responsibilities for the above committee and any others established by it.

The Board of Property shall appoint or hire persons to serve, supervise, and if necessary terminate the appointment or employment of persons serving in the following capacities:

1. **Custodian, and assistant(s), if any.** Responsible for cleaning the buildings and minor repairs.

The Board of Property shall prepare and maintain job descriptions for the above individual positions.

The Chairperson or the Chairperson's designee of the Board of Property shall be a member ex-officio of all committees under the jurisdiction of the Board of Property.

The Board of Property shall be responsible for preparing budgetary requests for its supervised operations (including its committees) and submitting such requests to the Finance/Budget Committee of the Board of Directors.

The Board of Property shall hold regular meetings every two months to transact its business. Special meetings of the Board of Property may be called by the Chairperson and shall be called upon the written request of two members of the Board of Property.

The business conducted at a special meeting shall be limited to such business as is set forth in the notice of the meeting. A majority of the voting members of the Board of Property shall constitute a quorum.

Minutes of all meetings shall be provided to the Board of Directors in a timely fashion. The Board of Property shall prepare a written report to be incorporated in the Board of Directors semi-annual report to the Voters' Assembly.

## **ARTICLE VIII** **COMMITTEES**

The following Standing Committees are established:

- A. **Auditing Committee.** The Auditing Committee shall consist of two (2) members appointed by the Voters' Assembly at the April Voters' Assembly meeting. It shall audit the books and records of the Treasurer, Financial Secretary and the Treasurer of the Endowments Committee, and shall make a report of its findings to the Voters' Assembly.
  
- B. **Nominating Committee.** The Nominating Committee shall consist of five (5) voting members elected at the April meeting and shall serve for a period of one year as needed.

## **ARTICLE IX** **REGULAR AND SPECIAL MEETINGS OF VOTERS' ASSEMBLY**

Regular meetings of the Voters' Assembly shall be held in April and November. These meetings shall follow the Order of Business described in Article XII. The date, time and place of these meetings shall be set by the Board of Directors, and shall be announced in the Sunday bulletin on the two (2) consecutive Sundays immediately preceding the meeting. Special meetings of the Voters' Assembly may be called by the President, and shall be called upon the written request of seven (7) voting members. The business conducted at a special meeting shall be limited to such business as is stated in the notice of the meeting. Notice of a special

*Adopted January 31, 2000      Amended April 22, 2008*

meeting of the Voters' Assembly shall be made by an announcement by the President or his authorized representative or by publication in the bulletin at the Sunday services immediately prior to it. When a meeting has been thus announced, and voting members of the congregation are in attendance, it shall be considered a properly convened and legal meeting capable of transacting business.

## **ARTICLE X**

### **CONGREGATIONAL MEETING**

A congregational meeting shall be held in September. This meeting shall be conducted by the Board of Directors. The purpose of this meeting will be to provide a forum in which summarized reports on activities and plans may be made by the various Boards and committees, and to provide an opportunity for congregational members to ask questions and make suggestions in an informal nonbusiness meeting format. This meeting will not be for the purpose of conducting business. The Board of Directors shall establish the meeting date, time and place, which will be published in the Sunday bulletin for two weeks before the meeting.

## **ARTICLE XI**

### **PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the congregation in all cases to which they are applicable and in which they are not inconsistent with the Constitution, these By-Laws and any special rules of order the congregation may adopt.

## **ARTICLE XII**

### **ORDER OF BUSINESS**

The following shall be the order of business for the regular Voters' Assembly meetings:

1. Opening Devotion
2. Roll Call

*Adopted January 31, 2000      Amended April 22, 2008*

3. Reading of the Minutes of the Previous Meeting or Meetings
4. New Member Applicants
5. Letters and Communications
6. Reports
  - A. Report of the Pastor
  - B. Report of the President
  - C. Report of the Board of Directors
7. Committee Reports
  - A. Standing Committees
  - B. Ad Hoc Committees
8. Auxiliary Reports
9. Unfinished Business
10. Presentation of New Business
11. General Welfare (Open Forum)
12. Acceptance of New Member Applicants
13. Adjournment of the Meeting
14. Closing Devotion

**ARTICLE XIII**  
**MISCELLANEOUS**

Any person who is specified as being an ex-officio member of a Board or committee shall not have the right to vote or introduce business at the meetings of such Board or committee and shall not be counted for purposes of determining a quorum, but shall have the right to debate and comment on all questions presented.

The Financial Secretary and Treasurer shall be considered members of both the Finance/Budget Committee and the Board of Directors for the purposes of determining a quorum, proposing and debating motions, and voting.

- - - **END OF BY-LAWS** - - -



# Amendments to Constitution or Bylaws

**Adopted April 22, 2008:**

Add a paragraph to the beginning of the Mission Statement on page 1 that reads:

*Mission Statement of Holy Cross Lutheran Church:*

*Empowering God's people to share Christ's love in every way.*

Add a paragraph to Article XIII that reads:

The Financial Secretary and Treasurer shall be considered members of both the Finance/Budget Committee and the Board of Directors for the purposes of determining a quorum, proposing and debating motions, and voting.