

**Zion Lutheran Church
220 North 8th Street
Brainerd, Minnesota 56401**

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- Redlined 2018 Zion Bylaws
- "Clean Copy" of the 2018 Zion Bylaws (with amendments incorporated)
- Explanatory Letter from the Zion Constitution Committee to the Church Council dated March 31, 2022 (explains the work of the committee and its recommendations)

Constitution Committee Members:

Susan Schroer (Chair)

Jerry Steinke (Secretary)

Colleen Jackson

Walt Roberts

Gerald Coyle

Ron Niemeyer

Resolution to Amend Zion's 2018 Constitution and Bylaws

WHEREAS, the Zion Lutheran Church Council appointed an ad hoc Constitution Committee to consider amendments to Zion's 2018 Constitution and Bylaws.

WHEREAS, said Constitution Committee reviewed and considered suggested changes made by members of Zion, suggested changes made by MNN District, and also considered MNN District's current model Constitution and Bylaws dated September 23, 2019 in relation to Zion's 2018 versions of said Constitution and Bylaws.

WHEREAS, said Constitution Committee has, after due consideration and review, drafted recommended amendments to Zion's 2018 Constitution and Bylaws.

THEREFORE, BE IT RESOLVED:

That the Voters' Assembly of Zion Lutheran Church of Brainerd, Minnesota, approve the following attached documents (this is the first of two votes by this Assembly):

- Redlined version of Zion's Constitution (making recommended amendments to Zion's Constitution enacted by the Voters' Assembly on October 28, 2018).
- "Clean" copy of said amended Constitution.
- Redlined version of Zion's Bylaws (making recommended amendments to Zion's Bylaws enacted by the Voters' Assembly on October 28, 2018).
- "Clean" copy of said amended Bylaws.

That the Constitution Committee is empowered, through the Church Council, to submit these documents to MNN District, request its consideration and approval of said documents, and conduct any communications necessary with said MNN District leadership to effectuate their approval.

That the Constitution Committee is directed to report back to the Church Council and this Assembly on MNN District's actions on its consideration of said documents.

That the Church Council is directed to call a second Assembly to consider said documents and the actions taken by MNN District, as is appropriate.

By the Zion Church Council
May 7, 2023

**CONSTITUTION OF THE ZION EVANGELICAL LUTHERAN CONGREGATION
220 NORTH 8TH STREET, BRAINERD, MINNESOTA 56401**

PREAMBLE

Inasmuch as the Word of God, 1 Cor. 14:40 requires that all things in the Christian Church be done decently and in order, we the Lutherans of this city and vicinity, have resolved to form a Lutheran Congregation, and in this present document we thereby lay down the regulations by which the internal and external affairs of this Congregation shall be determined.

ARTICLES

1.0 NAME

The name of this congregation shall be Zion Evangelical Lutheran Church of Brainerd, Crow Wing County, Minnesota.

2.0 MISSION--TO KNOW CHRIST AND TO MAKE HIM KNOWN

The purpose of this 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 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.

3.0 CONFESSIONAL STANDARD

This congregation accepts without reservation that:

- 3.1 The Scriptures of the Old and New Testaments are the revealed, inspired, inerrant, infallible, and written Word of God and the only rule and norm of faith and practice.
- 3.2 All the Symbolical Books of the Evangelical Lutheran Church are 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, the Apology of the Augsburg Confession, the Smalcald Articles, the Large Catechism of Luther, the Small Catechism of Luther, and the Formula of Concord.
- 3.3 Any doctrine or practice in conflict or inconsistent with this confessional standard shall not be taught or tolerated in this congregation.
- 3.4 Only such hymns, prayers, liturgies, and other worship forms shall be used in the public services and activities of this congregation and in all ministerial acts as conform to these confessional standards.

4.0 SYNODICAL MEMBERSHIP

This congregation shall be a member of The Lutheran Church - Missouri Synod as long as the Synod conforms to the congregation's confessional standards as set forth in this constitution.

- 4.1 A two-thirds vote of the voters present at a properly called voters assembly shall be required to withdraw from membership in The Lutheran Church - Missouri Synod.

5.0 MEMBERSHIP

This congregation distinguishes among three types of congregational membership.

- 5.1 The membership of this congregation includes the following:

- 5.1.1 *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.
- 5.1.2 *Communicant* members are those baptized members who have been instructed and are familiar with the contents of *Luther's Small Catechism*, have been confirmed in the Lutheran faith, and accept the confessional standard of this constitution.
- 5.1.3 *Voting* members are communicant members who have reached the age of eighteen (18) years.
- 5.2 The members of this congregation are received in the following manner:
 - 5.2.1 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.
 - 5.2.2 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.
 - 5.2.3 Eligible communicant members may be received as voting members upon application for such privilege and upon approval of the voters assembly. They shall also have read the constitution and signed a copy thereof. They shall have the right to vote at the voters assembly following the one at which they become a voting member.
- 5.3 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.
- 5.4 Membership in this congregation shall be terminated as follows:
 - 5.4.1 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.
 - 5.4.2 Communicant members who conduct themselves in an un-Christian manner shall be admonished according to Matthew 18:15-20, the goal of which shall be to call them to repentance. If they remain impenitent after proper admonition, they shall be excommunicated. Each case of excommunication or self-exclusion shall be presented to the voters assembly for a decision. A two-thirds majority vote of those present at a properly called voters assembly shall be required.
- 5.5 Requests for change in membership shall be processed by the pastor in conjunction with the board of elders and reported to the voters assembly. All changes in membership shall be reported in church publications such as the Sunday bulletin, newsletter, annual report, etc.

6.0 CALLED CHURCH WORKERS

~~The voters assembly of this congregation shall have the exclusive right to call ordained or commissioned ministers. This responsibility shall not be delegated to a smaller body and never to an individual.~~

- 6.1 ~~The pastoral office shall be conferred only upon pastors or candidates who profess and adhere to the confessional standard set forth in this constitution, who are qualified for the work of the ministry, and who have been endorsed by and are members of The Lutheran Church—Missouri Synod.~~

- 6.2 ~~Only those commissioned ministers shall receive a call who adhere to the confessional standard set forth in this constitution, 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 Lutheran Church—Missouri Synod.~~
- 6.3 ~~The right of calling ordained or commissioned ministers shall be vested in the voters assembly and shall not be delegated otherwise.~~
- 6.4 ~~Called ordained or commissioned ministers may be removed from office in Christian and lawful order by a two-thirds 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, or the inability to perform those duties. This shall be done only in consultation with the President of the Minnesota North District.~~
- 6.5 ~~When a vacancy occurs in an office of an ordained or commissioned minister, the congregation shall notify the President of the Minnesota North District to receive assistance in temporarily filling the vacancy and to receive his counsel in calling a new pastor, teacher, or other church worker.~~

[From 09/23/2019 MNN District Guidance. The text shown in brackets in Paragraphs 6.1 and 6.4 are modifications of this Guidance.]

The voters assembly of this congregation shall have the exclusive right to call ordained or commissioned ministers. This responsibility shall not be delegated to a smaller body and never to an individual.

- 6.1 The pastoral office shall be conferred only upon ordained ministers who are members of The Lutheran Church—Missouri Synod, candidates for the pastoral ministry who have satisfied the qualifications and requirements for assignment of first calls by 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.
- 6.2 Only those commissioned ministers [] who adhere to the confessional standard set forth in this constitution, 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 Lutheran Church—Missouri Synod, or are candidates of LCMS colleges and universities who have satisfied the qualifications and requirements for assignment of first calls, or are commissioned ministers in good standing from church bodies that are in altar and pulpit fellowship with The Lutheran Church—Missouri Synod[, shall be eligible to receive a call].
- 6.3 The right of calling ordained or commissioned ministers shall be vested in the voters assembly and shall not be delegated otherwise.
- 6.4 Called ordained or commissioned ministers may be removed from office in Christian and lawful order by a two-thirds majority ballot vote of the voters present at a properly called 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, domineering in office, [or for financial reasons]. This shall be done only in consultation with the President of the Minnesota North District.
- 6.5 When a vacancy occurs in an office of an ordained or commissioned minister, the congregation shall notify the President of the Minnesota North District to receive assistance in temporarily filling the vacancy and to receive his counsel in calling a new pastor, teacher, or other church worker.

7.0 AUTHORITY OF AND WITHIN THE CONGREGATION

The voters assembly shall be the governing body of this congregation and shall be empowered to administer and manage all its affairs.

- 7.1 The establishment and conduct of all organizations and societies within the congregation or related directly to the congregation shall be subject to the overall authority and general oversight of the voters assembly.
- 7.2 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 on the basis of the Word of God.
- 7.3 Officers, board members, and committee members shall have no authority beyond that which has been conferred upon them. Whatever power may have been delegated to them shall at all times be subject to change or revision by the voters assembly.
- 7.4 This congregation may receive, acquire, hold title to, and manage real estate and other property in order to accomplish its purpose. It may also sell or dispose of such real estate and other property or any part thereof, remodel existing facilities, or build new facilities in order to accomplish its purpose. A two-thirds majority vote of the voters assembly is required for such action.
- 7.5 The chairman of the congregation shall serve as the legal representative of the congregation. In the event that the chairman is not reasonably available, then the vice chairman of the congregation shall serve as the legal representative in the place of the chairman.

8.0 VOTERS ASSEMBLY MEETINGS

Meetings of the voters assembly shall be held as determined in the bylaws.

- 8.1 Announcements of regular meetings shall be made in the services of the two previous Sundays or printed in the Sunday bulletin for the two previous Sundays.
- 8.2 Announcements of special meetings shall be made in the services of the two previous Sundays or in the services of the previous Sunday when accompanied by notification by mail unless deemed an emergency meeting. Such special meetings may be called at the request of the pastor, chairman, church council, or ten (10) voting members. The business at a special voters assembly shall be limited to the reason for which it was called.
- 8.3 All voting members present at a properly called meeting shall constitute a quorum.
- 8.4 It shall be the obligation of every voting member to attend all meetings of the voters assembly. By being absent a voter waives the right to vote in that meeting. Absentee ballots or voting by proxy shall not be allowed.
- 8.5 The attendance of each voter shall be recorded by the secretary.

9.0 OFFICERS, BOARDS, AND COMMITTEES

This congregation shall have a church council and the following officers, boards, and committees in addition to any which the congregation shall establish from time to time.

- 9.1 The officers of this congregation shall be:
 - 9.1.1 A chairman, who shall conduct the meetings of the voters assembly, church council, and congregation.
 - 9.1.2 A vice-chairman, who shall serve in the chairman's absence or inability to act.
 - 9.1.3 A secretary, who shall keep the minutes of the voters assembly and the church council.
 - 9.1.4 A treasurer, who shall be responsible for the financial records of the congregation.
 - 9.1.5 A financial secretary, who shall be responsible for the receipt of all contributions and who shall deposit the same in an accounts established in the name of the congregation.
- 9.2 The boards of this congregation shall be, as a minimum, the following:

- 9.2.1 A board of elders, consisting of a minimum of six (6) members, which shall assist the pastor in the spiritual life of the congregation.
- 9.2.2 A board of trustees, consisting of a minimum of three (3) members, which shall be responsible for the physical properties of the congregation.
- 9.2.3 ~~A board for Christian education, consisting of a minimum of three (3) members, which shall be responsible for the nurture and Christian growth of the members of the congregation.~~
- 9.2.4 ~~A board for outreach, consisting of a minimum of four (4) members, which shall lead the members of the congregation in outreach into the community.~~
- 9.2.5 ~~A board for stewardship, consisting of a minimum of three (3) members, which shall be charged with teaching and promoting proper stewardship of time, talents, and treasures.~~
- 9.2.6 ~~A board of youth ministry, consisting of a minimum of four (4) voting members and two (2) appointed youth (communicant members who are not yet voting members), which shall provide for the continuing nurturing and spiritual growth of the youth through Bible study, prayer, fellowship, and service.~~
- 9.2.7 A board of finance, consisting of the treasurer, the financial secretary, and a minimum of four (4) other members, which shall be responsible for the financial management of the congregation, to include all income and expenses.
- 9.3 The standing committees of this congregation shall be, as a minimum, the following:
 - 9.3.1 An audit committee, appointed by the congregation chairman, consisting of a minimum of two (2) members, which shall audit the books of the treasurer annually.
 - 9.3.2 A nominating committee, composed of one member from each of the boards. The member from each board shall be ~~elected~~appointed by each respective board. The member from the board of elders shall serve as chairman of this committee. This committee shall be responsible for nominations and elections to office.
 - 9.3.3 A budget committee, consisting of the congregation chairman, the treasurer, ~~and the financial secretary, a representative of the board of elders appointed by the board of elders, a representative of the board of trustees appointed by the board of trustees, and up to three additional members appointed by the congregation chairman, which shall prepare an annual budget for the consideration of the congregation church council and voters assembly, and any necessary amendments to said budget during the year.~~
 - 9.3.4 ~~A memorials and special projects committee consisting of the pastor, the congregation chairman, the treasurer, and the financial secretary, which shall assist individuals and/or families who wish to give memorials or other special gifts to the congregation. The above-referenced committee members may appoint representatives of appropriate boards, committees, and auxiliary organizations, as necessary, and on an ad hoc basis, to assist the committee concerning specific memorials and gifts.~~
- 9.4 Additional boards, committees, and teams:
 - 9.4.1 The church council has the authority to create additional boards, committees, and teams, as may be necessary from time-to-time, in the church council's discretion, for particular congregation missions and needs, and to budget for them.
 - 9.4.2 Said boards, committees, and teams may serve for limited periods of time, or be more permanent in nature.
 - 9.4.3 The church council shall, in turn, regularly report to the voters assembly concerning the composition, status, actions, and expenditures of any said additional boards, committees, and teams.

9.5 Any officer, board member, ~~or committee member~~, or team member who fails to carry out his or her duties of office or who fails to perform the responsibilities of confirmed membership may be removed from office by the voters assembly by a two-thirds majority ballot vote of those present at a properly called voters assembly meeting, in Christian and lawful order. Reasons for such removal shall normally include persistent adherence to false doctrine, scandalous life, willful neglect of the duties of the office, or inability to perform the duties of the office. Matthew 18 should be followed under such circumstances.

9.56 The pastor, by virtue of his office, shall be an ex-officio voting member of all boards and committees.

The pastor, by virtue of his office, shall be an advisory member, without voting privileges, of the church council and all boards and committees. However, the pastor, as a member of the congregation, is a voting member of the voters' assembly.

9.7 A director of Christian education (DCE), by virtue of his/her office (if one or more are called by the congregation), shall be an advisory member, without voting privileges, of all boards and committees except the church council and the board of elders. A DCE is not a member of either the church council or the board of elders. However, a DCE, as a member of the congregation, is a voting member of the voters' assembly.

10.0 LIMITATIONS ON HOLDING OFFICE

Women who hold voting membership may serve as officers and as members of boards and committees of this congregation which do not call upon them to carry out the specific functions of the pastoral office (preaching in or serving as the leader of the public worship service, the public administration of the sacraments, or the public exercise of church discipline). Accordingly, a woman shall not serve as pastor of this congregation or as a member of the board of elders.

11.0 DIVISION, DISSOLUTION, WITHDRAWAL, OR MERGER OF THE CONGREGATION

If at any time a division, dissolution, withdrawal, or merger of the congregation should take place for any reason, the following principles will govern.

11.1 The President of the Minnesota North District shall be contacted for his counsel before any final decision is made regarding a division, dissolution, withdrawal, or merger of the congregation.

11.2 In the event of a division of the congregation, the property of the congregation and all benefits connected therewith shall remain with those communicant members who continue to adhere in confession and practice to the confessional standards set forth in this constitution.

11.3 In the event that the congregation dissolves, all property shall be disposed of by ~~the final~~ voters assembly action for the payment of debts and all just claims against the congregation. Any and all surplus and all rights connected therewith shall be conveyed to and become the property of the Minnesota North District of The Lutheran Church - Missouri Synod.

11.4 In the event that the voters assembly votes to withdraw from membership in The Lutheran Church - Missouri Synod in accordance with article 4, above, because the Synod violates, or deviates from, the confessional standard as stated in article 3, above, the congregation shall retain all of its property.

11.5 In the event that the congregation desires to merge with an adjacent sister Lutheran Church - Missouri Synod (LCMS) congregation, the voters assembly may take all necessary actions to convey its property to said adjacent sister LCMS congregation, or to convey its property into a newly created entity LCMS congregation.

12.0 AMENDMENTS

This constitution may be amended in a properly convened meeting of the voters assembly.

12.1 Amendments to articles other than article 3 may be adopted at a regular or special voters assembly meeting provided that:

12.1.1 They do not conflict with the provisions of article 3 or with any other article that pertains to scriptural doctrine and practice.

12.1.2 The proposed amendment has been submitted in writing at a previous meeting of the voters assembly and published in the Sunday bulletin at least two Sundays prior to the meeting at which the proposed amendment will be acted upon. In the alternative, a notice of the proposed amendment may be mailed to all ~~communicant~~voting members a minimum of ten (10) days (not including weekends and holidays) prior to the meeting at which the proposed amendment will be acted upon.

12.1.3 A two-thirds affirmative vote of the voters present at a properly called meeting shall be required for adoption.

12.2 Amendments to article 3 shall follow the above procedures. Any changes to this article shall not destroy the essential meaning of the same.

12.3 The revised constitution shall, as a condition of continued membership in The Lutheran Church - Missouri Synod, be submitted to the President of the Minnesota North District for review by the district's constitution committee and favorable action by the district's board of directors before being implemented by the congregation.

~~Randy Herrlich~~Todd Wallin, Chairman

Kristin L. Rajala, Congregational Secretary

| | |
|------------|------------------------------------------------------------|
| 02/13/2018 | Constitution approved by constitution committee |
| 03/13/2018 | Constitution approved by church council |
| 04/29/2018 | Constitution approved (but not enacted) by voters assembly |
| 09/28/2018 | Constitution approved by MNN District board of directors |
| 10/28/2018 | Constitution enacted by voters assembly |

**CONSTITUTION OF THE ZION EVANGELICAL LUTHERAN CONGREGATION
220 NORTH 8TH STREET, BRAINERD, MINNESOTA 56401**

PREAMBLE

Inasmuch as the Word of God, 1 Cor. 14:40 requires that all things in the Christian Church be done decently and in order, we the Lutherans of this city and vicinity, have resolved to form a Lutheran Congregation, and in this present document we thereby lay down the regulations by which the internal and external affairs of this Congregation shall be determined.

ARTICLES

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2.0 MISSION--TO KNOW CHRIST AND TO MAKE HIM KNOWN

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- 3.1 The Scriptures of the Old and New Testaments are the revealed, inspired, inerrant, infallible, and written Word of God and the only rule and norm of faith and practice.
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- 3.3 Any doctrine or practice in conflict or inconsistent with this confessional standard shall not be taught or tolerated in this congregation.
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- 4.1 A two-thirds vote of the voters present at a properly called voters assembly shall be required to withdraw from membership in The Lutheran Church - Missouri Synod.

5.0 MEMBERSHIP

This congregation distinguishes among three types of congregational membership.

- 5.1 The membership of this congregation includes the following:

- 5.1.1 *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.
- 5.1.2 *Communicant* members are those baptized members who have been instructed and are familiar with the contents of *Luther's Small Catechism*, have been confirmed in the Lutheran faith, and accept the confessional standard of this constitution.
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 - 5.2.1 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.
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 - 5.2.3 Eligible communicant members may be received as voting members upon application for such privilege and upon approval of the voters assembly. They shall also have read the constitution and signed a copy thereof. They shall have the right to vote at the voters assembly following the one at which they become a voting member.
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 - 5.4.1 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.
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- 6.2 Only those commissioned ministers [] who adhere to the confessional standard set forth in this constitution, 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 Lutheran Church—Missouri Synod, or are candidates of LCMS colleges and universities who have satisfied the qualifications and requirements for assignment of first calls, or are commissioned ministers in good standing from church bodies that are in altar and pulpit fellowship with The Lutheran Church—Missouri Synod[, shall be eligible to receive a call].
- 6.3 The right of calling ordained or commissioned ministers shall be vested in the voters assembly and shall not be delegated otherwise.
- 6.4 Called ordained or commissioned ministers may be removed from office in Christian and lawful order by a two-thirds majority ballot vote of the voters present at a properly called 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, domineering in office, [or for financial reasons]. This shall be done only in consultation with the President of the Minnesota North District.
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- 7.5 The chairman of the congregation shall serve as the legal representative of the congregation. In the event that the chairman is not reasonably available, then the vice chairman of the congregation shall serve as the legal representative in the place of the chairman.

8.0 VOTERS ASSEMBLY MEETINGS

Meetings of the voters assembly shall be held as determined in the bylaws.

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- the pastor, chairman, church council, or ten (10) voting members. The business at a special voters assembly shall be limited to the reason for which it was called.
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- 9.2 The boards of this congregation shall be, as a minimum, the following:
- 9.2.1 A board of elders, consisting of a minimum of six (6) members, which shall assist the pastor in the spiritual life of the congregation.
 - 9.2.2 A board of trustees, consisting of a minimum of three (3) members, which shall be responsible for the physical properties of the congregation.
 - 9.2.3 A board of finance, consisting of the treasurer, the financial secretary, and a minimum of four (4) other members, which shall be responsible for the financial management of the congregation, to include all income and expenses.
- 9.3 The standing committees of this congregation shall be, as a minimum, the following:
- 9.3.1 An audit committee, appointed by the congregation chairman, consisting of a minimum of two (2) members, which shall audit the books of the treasurer annually.
 - 9.3.2 A nominating committee, composed of one member from each of the boards. The member from each board shall be appointed by each respective board. The member from the board of elders shall serve as chairman of this committee. This committee shall be responsible for nominations and elections to office.
 - 9.3.3 A budget committee, consisting of the congregation chairman, the treasurer, the financial secretary, a representative of the board of elders appointed by the board of elders, a representative of the board of trustees appointed by the board of trustees, and up to three additional members appointed by the congregation chairman, which shall prepare an annual budget for the consideration of the church council and voters assembly, and any necessary amendments to said budget during the year.
- 9.4 Additional boards, committees, and teams:
- 9.4.1 The church council has the authority to create additional boards, committees, and teams, as may be necessary from time-to-time, in the church council's discretion, for particular congregation missions and needs, and to budget for them.
 - 9.4.2 Said boards, committees, and teams may serve for limited periods of time, or be more permanent in nature.

- 9.4.3 The church council shall, in turn, regularly report to the voters assembly concerning the composition, status, actions, and expenditures of any said additional boards, committees, and teams.
- 9.5 Any officer, board member, committee member, or team member who fails to carry out his or her duties of office or who fails to perform the responsibilities of confirmed membership may be removed from office by the voters assembly by a two-thirds majority ballot vote of those present at a properly called voters assembly meeting, in Christian and lawful order. Reasons for such removal shall normally include persistent adherence to false doctrine, scandalous life, willful neglect of the duties of the office, or inability to perform the duties of the office. Matthew 18 should be followed under such circumstances.
- 9.6 The pastor, by virtue of his office, shall be an advisory member, without voting privileges, of the church council and all boards and committees. However, the pastor, as a member of the congregation, is a voting member of the voters' assembly.
- 9.7 A director of Christian education (DCE), by virtue of his/her office (if one or more are called by the congregation), shall be an advisory member, without voting privileges, of all boards and committees except the church council and the board of elders. A DCE is not a member of either the church council or the board of elders. However, a DCE, as a member of the congregation, is a voting member of the voters' assembly.

10.0 LIMITATIONS ON HOLDING OFFICE

Women who hold voting membership may serve as officers and as members of boards and committees of this congregation which do not call upon them to carry out the specific functions of the pastoral office (preaching in or serving as the leader of the public worship service, the public administration of the sacraments, or the public exercise of church discipline). Accordingly, a woman shall not serve as pastor of this congregation or as a member of the board of elders.

11.0 DIVISION, DISSOLUTION, WITHDRAWAL, OR MERGER OF THE CONGREGATION

If at any time a division, dissolution, withdrawal, or merger of the congregation should take place for any reason, the following principles will govern.

- 11.1 The President of the Minnesota North District shall be contacted for his counsel before any final decision is made regarding a division, dissolution, withdrawal, or merger of the congregation.
- 11.2 In the event of a division of the congregation, the property of the congregation and all benefits connected therewith shall remain with those communicant members who continue to adhere in confession and practice to the confessional standards set forth in this constitution.
- 11.3 In the event that the congregation dissolves, all property shall be disposed of by voters assembly action for the payment of debts and all just claims against the congregation. Any and all surplus and all rights connected therewith shall be conveyed to and become the property of the Minnesota North District of The Lutheran Church - Missouri Synod.
- 11.4 In the event that the voters assembly votes to withdraw from membership in The Lutheran Church - Missouri Synod in accordance with article 4, above, because the Synod violates, or deviates from, the confessional standard as stated in article 3, above, the congregation shall retain all of its property.
- 11.5 In the event that the congregation desires to merge with an adjacent sister Lutheran Church - Missouri Synod (LCMS) congregation, the voters assembly may take all necessary actions to convey its property to said adjacent sister LCMS congregation, or to convey its property into a newly created entity LCMS congregation.

12.0 AMENDMENTS

This constitution may be amended in a properly convened meeting of the voters assembly.

12.1 Amendments to articles other than article 3 may be adopted at a regular or special voters assembly meeting provided that:

12.1.1 They do not conflict with the provisions of article 3 or with any other article that pertains to scriptural doctrine and practice.

12.1.2 The proposed amendment has been submitted in writing at a previous meeting of the voters assembly and published in the Sunday bulletin at least two Sundays prior to the meeting at which the proposed amendment will be acted upon. In the alternative, a notice of the proposed amendment may be mailed to all voting members a minimum of ten (10) days (not including weekends and holidays) prior to the meeting at which the proposed amendment will be acted upon.

12.1.3 A two-thirds affirmative vote of the voters present at a properly called meeting shall be required for adoption.

12.2 Amendments to article 3 shall follow the above procedures. Any changes to this article shall not destroy the essential meaning of the same.

12.3 The revised constitution shall, as a condition of continued membership in The Lutheran Church - Missouri Synod, be submitted to the President of the Minnesota North District for review by the district's constitution committee and favorable action by the district's board of directors before being implemented by the congregation.

Todd Wallin, Chairman

Kristin L. Rajala, Congregational Secretary

Constitution approved by constitution committee
Constitution approved by church council
Constitution approved (but not enacted) by voters assembly
Constitution approved by MNN District board of directors
Constitution enacted by voters assembly

**BYLAWS OF THE ZION EVANGELICAL LUTHERAN CONGREGATION
220 NORTH 8TH STREET, BRAINERD, MINNESOTA 56401**

PREAMBLE

The following are the bylaws of the Zion Evangelical Lutheran Congregation of Brainerd, Minnesota, and are adopted pursuant to the constitution of said congregation.

ARTICLES

1.0 PROCEDURES FOR CALLING MINISTERS OF RELIGION

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

- 1.1 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.
- 1.2 A call committee shall be appointed by the church council to serve as a screening committee and shall submit all suggested names to the District President for information and evaluation. The District President may add additional names as necessary. The committee shall then present to the congregation by public announcement its proposed list of candidates and their biographical sketches.
- 1.3 After the final list of candidates is received from the District President, the information shall be made available to the congregation for two Sundays prior to a voters assembly called for the purpose of calling a pastor or commissioned minister. All congregation members shall be allowed to attend this meeting regardless of whether they are a member of the voters assembly or not. However, only eligible voters may cast a vote.
- 1.4 Ballot voting shall continue until a majority vote determines the disposition of the call.
- 1.5 If at all possible, a unanimous voice vote by voting members in attendance shall be the last vote for the candidate who was elected.

2.0 CHURCH COUNCIL

The church council shall provide direction to the congregation on behalf of the voters assembly.

- 2.1 The church council shall consist of the congregation's chairman, vice-chairman, secretary, treasurer, financial secretary, and the chairman of each of its boards. ~~The pastor shall be an ex officio voting member of the church council.~~ The pastor, by virtue of his office, shall be an advisory member, without voting privileges, of the church council. The chairman and secretary of the congregation shall also serve as the chairman and secretary of the church council.
- 2.2 The church council shall meet a minimum of four times a year. Special meetings of the church council may be called by the chairman, ~~the pastor,~~ or any three members of the church council by providing notice at least 24 hours prior to the meeting. Virtual attendance of church council members at church council meetings, through electronic means, may be authorized by the church council, so long as said attendance is in real time, that being during the actual time of the meeting.
- 2.3 The church council members present at a properly called meeting, including members attending virtually, shall constitute a quorum.
- 2.4 The principal duty of the church council shall be to coordinate the programs and activities of the various boards, committees, and teams of the congregation. It shall also have the power to act on behalf of the congregation between meetings of the voters assembly within limitations

established by the voters assembly and the constitution and bylaws. Actions of the church council shall be reported to the next meeting of the voters assembly.

- 2.5 The church council has the authority to create any additional boards, committees, and teams, as may be necessary from time-to-time, in the church council's discretion, for particular congregation missions, and needs, and to budget for them, as specified in the constitution.

3.0 NOMINATIONS, ELECTIONS, APPOINTMENTS, AND TERMS OF OFFICE

The procedure for the nomination and election of officers and board members, appointments of members to committees and teams, and appointments to vacant offices, shall be as follows.

- 3.1 A~~The~~ nominating committee shall present a slate of candidates for each elected office to the voters assembly at its annual meeting. The slate of officers shall normally provide for at least one name for each office. Additional nominations may be made from the floor of the voters assembly. No person shall be nominated without his or her consent.
- 3.2 A majority of the votes cast at a properly called voters assembly shall be required for all elections. In a case where more than two candidates are running for an office, the ~~C~~candidates receiving the lowest number of votes shall be removed from each succeeding ballot.
- 3.3 All officers shall be elected for a term of one year. Each officer may serve for unlimited consecutive terms in the office to which he or she is elected.
- 3.4 The nominating committee shall also present a slate of candidates to serve on each board to the voters assembly at its annual meeting to fill the board positions of expiring terms. Members of each board shall be elected for a term of two years. Each board member may serve unlimited consecutive terms in the office to which he or she is elected.
- 3.5 An individual may hold more than one elective office or board position at a time. Elected individuals may serve on appointed committees and teams at the same time as serving in one or more elected offices or board positions.
- 3.6 The chairman of the congregation, at least annually, with candidate names submitted by all currently operating committees and teams, shall appoint~~nominate~~ members to serve on all committees and teams~~members to include replacements to fill vacancies of unexpired terms,~~ and submit said roster of nominations to the church council for appointment. Appointed committee and team members shall serve for a term of one year. The chairman may also, at any time during the year, nominate replacements to fill vacancies of unexpired terms on any committee or team, and submit said nominations to the church council for appointment. Appointed committee and team members may serve for an unlimited number of terms. ~~The church council may also create ad hoc committees (that is, committees not specified in the constitution), as necessary and for specific purposes and terms. The chairman shall then appoint members to serve on said ad hoc committees.~~
- 3.7 The chairman shall, at least annually, report to the voters assembly a roster of all members appointed to serve on all current committees and teams of the congregation.
- 3.78 ~~Officers and, board members, and committee members~~ shall assume office immediately upon election or appointment, that is, not later than the first day of the month after election or appointment. Members appointed to committees and teams shall assume office immediately upon appointment, that is, not later than the first day of the month after appointment. ~~They~~ All congregation officers, board members, and committee and team members shall then be recognized in a public service of the congregation, with said recognition taking place at least annually.
- 3.89 In case of a vacancy in an elective office or a board position, the church council shall appoint a successor to fill any unexpired term. A member appointed to fill such elective office or board position shall assume office immediately upon appointment, that is, not later than the first day

- of the month after appointment. Said appointment shall be reported by the chairman of the congregation at the next voters assembly with a request for ratification of said appointment.
- 3.910 The following restrictions shall prevail apply to all elective and appointed offices:
- 3.910.1 All elective and appointed offices of the congregation shall be reserved to voting members of the congregation.
- 3.910.2 Membership on the board of elders shall be reserved to male voting members of the congregation.
- 3.11 Terms of office: Terms of office, whether one year or two years in length (excepting vacancy appointments filled during the year) begin on the first day of the month after the annual voters assembly meeting where a member is elected or appointed, and then run, either one or two years, to the first day of the month after the next applicable voters assembly meeting.
- 3.12 Pastor and director of Christian education (DCE) relationship to church council and the congregation boards, committees, and teams: The role of the pastor, and any DCE called by the congregation, in relation to the church council and the congregation's boards, committees, and teams, is specified in article 9 of the constitution.

4.0 OFFICIAL DUTIES

- Officers and members of boards, ~~and committees, and teams~~ shall carry out their duties and responsibilities as specified in the constitution, these bylaws, and the addendum to the constitution and bylaws.
- 4.1 Each board shall elect ~~its~~ chairman, and any other officers it deems necessary, to carry out its mission and responsibilities, annually.
- 4.2 Unless otherwise specified by these bylaws, each committee and team will elect a chairman, and any other officers it deems necessary, to carry out its mission and responsibilities, annually.
- 4.3 Each board, committee, and team is fully empowered to carry out its mission and responsibilities while at the same time following the rules of order specified in Article 6.0 herein, and any directives placed upon it by the church council or the voters assembly.

5.0 MEETINGS OF THE VOTERS ASSEMBLY AND OTHER CONGREGATION BODIES

- 5.1 Voters assembly meetings:
- 5.1.1 The voters assembly shall hold a regular meeting in the fall ~~October~~ of each year which shall be designated as the annual meeting. During said annual meeting, the voters assembly shall conduct elections, approve next year's budget, receive board and committee reports, and hear and consider any other business brought before the assembly. The church council shall determine the date, time, and location of said annual ~~October~~ meeting and provide notice of the same in accordance with article 8 of the constitution. In addition to said annual meeting, ~~S~~special voters assembly meetings may also be called and notice given in accordance with article 8 of the constitution.
- 5.1.2 Virtual attendance of voting members at voter assembly meetings, through electronic means, may be authorized by the voters assembly so long as said attendance is in real time, that being during the actual time of the meeting.
- 5.2 Meetings of congregation boards, committees, and teams:
- 5.2.1 Congregation boards, committees, and teams shall determine how and when to meet to carry out the missions and responsibilities of said boards, committees, and teams, and how notice will be given for said meetings to members.
- 5.2.2 Virtual attendance of members of congregation boards, committees, and teams at meetings, through electronic means, may be authorized by said boards, committees, and teams, so long as said attendance is in real time, that being during the actual time of the meeting.

5.2.3 All board, committee, and team members present at a properly called meeting, including members attending virtually, shall constitute a quorum.

6.0 RULES OF ORDER

In addition to principles laid down in Scripture and in the constitution and these bylaws of this congregation, the parliamentary procedure of the most recent edition of *Robert's Rules of Order* shall be followed by the voters assembly, and all other boards, committees, and teams of the congregation.

[From 09/23/2019 MNN District Guidance. An all-new Article.]

7.0 PRIORITY OF THE CONSTITUTION

Should there be a conflict between the constitution and the bylaws or the addendum or between the bylaws and the addendum, the following procedures shall prevail:

7.1 If there is a conflict between the constitution and the bylaws, the pertinent portion of the constitution will take precedence.

7.2 If there is a conflict between the constitution and the addendum to the constitution, the pertinent portion of the constitution will take precedence.

7.3 If there is a conflict between the bylaws and the addendum, the pertinent portion of the bylaws will take precedence.

78.0 AMENDMENTS

These bylaws may be amended in a properly convened meeting of the voters assembly.

78.1 Amendments shall be adopted by a majority of all votes cast, provided the proposed change has been submitted in writing in a previous meeting or has been provided in writing to all voting members at least two weeks prior to the meeting.

78.2 The revised bylaws shall, as a condition of continued membership in The Lutheran Church - Missouri Synod, be submitted to the President of the Minnesota North District for review by the district's constitution committee and favorable action by the district's board of directors before being placed into practice by the congregation.

Randy HerrlichTodd Wallin, Chairman

Kristin L. Rajala, Congregational Secretary

| | |
|-------------------|------------------------------------------------------|
| <u>12/05/2017</u> | Bylaws approved by constitution committee |
| <u>03/13/2018</u> | Bylaws approved by church council |
| <u>04/29/2018</u> | Bylaws approved (but not enacted) by voters assembly |
| <u>09/28/2018</u> | Bylaws approved by MNN District board of directors |
| <u>10/28/2018</u> | Bylaws enacted by voters assembly |

**BYLAWS OF THE ZION EVANGELICAL LUTHERAN CONGREGATION
220 NORTH 8TH STREET, BRAINERD, MINNESOTA 56401**

PREAMBLE

The following are the bylaws of the Zion Evangelical Lutheran Congregation of Brainerd, Minnesota, and are adopted pursuant to the constitution of said congregation.

ARTICLES

1.0 PROCEDURES FOR CALLING MINISTERS OF RELIGION

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

- 1.1 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.
- 1.2 A call committee shall be appointed by the church council to serve as a screening committee and shall submit all suggested names to the District President for information and evaluation. The District President may add additional names as necessary. The committee shall then present to the congregation by public announcement its proposed list of candidates and their biographical sketches.
- 1.3 After the final list of candidates is received from the District President, the information shall be made available to the congregation for two Sundays prior to a voters assembly called for the purpose of calling a pastor or commissioned minister. All congregation members shall be allowed to attend this meeting regardless of whether they are a member of the voters assembly or not. However, only eligible voters may cast a vote.
- 1.4 Ballot voting shall continue until a majority vote determines the disposition of the call.
- 1.5 If at all possible, a unanimous voice vote by voting members in attendance shall be the last vote for the candidate who was elected.

2.0 CHURCH COUNCIL

The church council shall provide direction to the congregation on behalf of the voters assembly.

- 2.1 The church council shall consist of the congregation's chairman, vice-chairman, secretary, treasurer, financial secretary, and the chairman of each of its boards. The pastor, by virtue of his office, shall be an advisory member, without voting privileges, of the church council. The chairman and secretary of the congregation shall also serve as the chairman and secretary of the church council.
- 2.2 The church council shall meet a minimum of four times a year. Special meetings of the church council may be called by the chairman, or any three members of the church council by providing notice at least 24 hours prior to the meeting. Virtual attendance of church council members at church council meetings, through electronic means, may be authorized by the church council, so long as said attendance is in real time, that being during the actual time of the meeting.
- 2.3 The church council members present at a properly called meeting, including members attending virtually, shall constitute a quorum.
- 2.4 The principal duty of the church council shall be to coordinate the programs and activities of the various boards, committees, and teams of the congregation. It shall also have the power to act on behalf of the congregation between meetings of the voters assembly within limitations established by the voters assembly and the constitution and bylaws. Actions of the church council shall be reported to the next meeting of the voters assembly.

- 2.5 The church council has the authority to create any additional boards, committees, and teams, as may be necessary from time-to-time, in the church council's discretion, for particular congregation missions and needs, and to budget for them, as specified in the constitution.

3.0 NOMINATIONS, ELECTIONS, APPOINTMENTS, AND TERMS OF OFFICE

The procedure for the nomination and election of officers and board members, appointments of members to committees and teams, and appointments to vacant offices, shall be as follows.

- 3.1 The nominating committee shall present a slate of candidates for each elected office to the voters assembly at its annual meeting. The slate of officers shall normally provide for at least one name for each office. Additional nominations may be made from the floor of the voters assembly. No person shall be nominated without his or her consent.
- 3.2 A majority of the votes cast at a properly called voters assembly shall be required for all elections. In a case where more than two candidates are running for an office, the candidate receiving the lowest number of votes shall be removed from each succeeding ballot.
- 3.3 All officers shall be elected for a term of one year. Each officer may serve for unlimited consecutive terms in the office to which he or she is elected.
- 3.4 The nominating committee shall also present a slate of candidates to serve on each board to the voters assembly at its annual meeting to fill the board positions of expiring terms. Members of each board shall be elected for a term of two years. Each board member may serve unlimited consecutive terms in the office to which he or she is elected.
- 3.5 An individual may hold more than one elective office or board position at a time. Elected individuals may serve on appointed committees and teams at the same time as serving in one or more elected offices or board positions.
- 3.6 The chairman of the congregation, at least annually, with candidate names submitted by all currently operating committees and teams, shall nominate members to serve on all committees and teams, and submit said roster of nominations to the church council for appointment. Appointed committee and team members shall serve for a term of one year. The chairman may also, at any time during the year, nominate replacements to fill vacancies of unexpired terms on any committee or team, and submit said nominations to the church council for appointment. Appointed committee and team members may serve for an unlimited number of terms.
- 3.7 The chairman shall, at least annually, report to the voters assembly a roster of all members appointed to serve on all current committees and teams of the congregation.
- 3.8 Officers and board members shall assume office immediately upon election or appointment, that is, not later than the first day of the month after election or appointment. Members appointed to committees and teams shall assume office immediately upon appointment, that is, not later than the first day of the month after appointment. All congregation officers, board members, and committee and team members shall be recognized in a public service of the congregation, with said recognition taking place at least annually.
- 3.9 In case of a vacancy in an elective office or a board position, the church council shall appoint a successor to fill any unexpired term. A member appointed to fill such elective office or board position shall assume office immediately upon appointment, that is, not later than the first day of the month after appointment. Said appointment shall be reported by the chairman of the congregation at the next voters assembly with a request for ratification of said appointment.
- 3.10 The following restrictions shall apply to all elective and appointed offices
- 3.10.1 All elective and appointed offices of the congregation shall be reserved to voting members of the congregation.

- 3.10.2 Membership on the board of elders shall be reserved to male voting members of the congregation.
- 3.11 Terms of office: Terms of office, whether one year or two years in length (excepting vacancy appointments filled during the year) begin on the first day of the month after the annual voters assembly meeting where a member is elected or appointed, and then run, either one or two years, to the first day of the month after the next applicable voters assembly meeting.
- 3.12 Pastor and director of Christian education (DCE) relationship to church council and the congregation boards, committees, and teams: The role of the pastor, and any DCE called by the congregation, in relation to the church council and the congregation's boards, committees, and teams, is specified in article 9 of the constitution.

4.0 OFFICIAL DUTIES

Officers and members of boards, committees, and teams shall carry out their duties and responsibilities as specified in the constitution, these bylaws, and the addendum to the constitution and bylaws.

- 4.1 Each board shall elect a chairman, and any other officers it deems necessary, to carry out its mission and responsibilities, annually.
- 4.2 Unless otherwise specified by these bylaws, each committee and team will elect a chairman, and any other officers it deems necessary, to carry out its mission and responsibilities, annually.
- 4.3 Each board, committee, and team is fully empowered to carry out its mission and responsibilities while at the same time following the rules of order specified in Article 6.0 herein, and any directives placed upon it by the church council or the voters assembly.

5.0 MEETINGS OF THE VOTERS ASSEMBLY AND OTHER CONGREGATION BODIES

5.1 Voters assembly meetings:

- 5.1.1 The voters assembly shall hold a regular meeting in the fall of each year which shall be designated as the annual meeting. During said annual meeting, the voters assembly shall conduct elections, approve next year's budget, receive board and committee reports, and hear and consider any other business brought before the assembly. The church council shall determine the date, time, and location of said annual meeting and provide notice of the same in accordance with article 8 of the constitution. In addition to said annual meeting, special voters assembly meetings may also be called and notice given in accordance with article 8 of the constitution.
- 5.1.2 Virtual attendance of voting members at voter assembly meetings, through electronic means, may be authorized by the voters assembly so long as said attendance is in real time, that being during the actual time of the meeting.

5.2 Meetings of congregation boards, committees, and teams:

- 5.2.1 Congregation boards, committees, and teams shall determine how and when to meet to carry out the missions and responsibilities of said boards, committees, and teams, and how notice will be given for said meetings to members.
- 5.2.2 Virtual attendance of members of congregation boards, committees, and teams at meetings, through electronic means, may be authorized by said boards, committees, and teams, so long as said attendance is in real time, that being during the actual time of the meeting.
- 5.2.3 All board, committee, and team members present at a properly called meeting, including members attending virtually, shall constitute a quorum.

6.0 RULES OF ORDER

In addition to principles laid down in Scripture and in the constitution and these bylaws of this congregation, the parliamentary procedure of the most recent edition of *Robert's Rules of Order* shall be followed by the voters assembly, and all other boards, committees, and teams of the congregation.

7.0 PRIORITY OF THE CONSTITUTION

Should there be a conflict between the constitution and the bylaws or the addendum or between the bylaws and the addendum, the following procedures shall prevail:

- 7.1 If there is a conflict between the constitution and the bylaws, the pertinent portion of the constitution will take precedence.
- 7.2 If there is a conflict between the constitution and the addendum to the constitution, the pertinent portion of the constitution will take precedence.
- 7.3 If there is a conflict between the bylaws and the addendum, the pertinent portion of the bylaws will take precedence.

8.0 AMENDMENTS

These bylaws may be amended in a properly convened meeting of the voters assembly.

- 8.1 Amendments shall be adopted by a majority of all votes cast, provided the proposed change has been submitted in writing in a previous meeting or has been provided in writing to all voting members at least two weeks prior to the meeting.
- 8.2 The revised bylaws shall, as a condition of continued membership in The Lutheran Church - Missouri Synod, be submitted to the President of the Minnesota North District for review by the district's constitution committee and favorable action by the district's board of directors before being placed into practice by the congregation.

Todd Wallin, Chairman

Kristin L. Rajala, Congregational Secretary

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|-------|------------------------------------------------------|
| <hr/> | Bylaws approved by constitution committee |
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**Zion Lutheran Church
220 North 8th Street
Brainerd, Minnesota 56401**

March 31, 2022

Todd Wallin
Chairman
Church Council
Zion Lutheran Church
220 North 8th Street
Brainerd, Minnesota 56401

RE: Recommended Amendments to Constitution and Bylaws Enclosed for Your Review

Dear Todd:

You and the Church Council have appointed this committee to review and make recommended amendments to Zion's Constitution, last approved by MNN District on September 28, 2018, and enacted by the Voters' Assembly on October 28, 2018, and to Zion's Bylaws, last approved by MNN District on September 28, 2018 and enacted by the Voters' Assembly on October 28, 2018.

We have reviewed and considered suggested changes made by members of Zion, suggested changes made by MNN District, and also considered MNN District's current model Constitution and Bylaws, dated September 23, 2019, in relation to Zion's 2018 versions of said Constitution and Bylaws.

Based upon our review and consideration of the same, please find enclosed the following:

- Redlined version of Zion's Constitution (making recommended amendments to Zion's Constitution enacted by the Voters' Assembly on October 28, 2018).
- Redlined version of Zion's Bylaws (making recommended amendments to Zion's Bylaws enacted by the Voters' Assembly on October 28, 2018).

We have not yet reviewed or considered Zion's Addendum to the Constitution and Bylaws, also enacted by the Voters' Assembly on October 28, 2018. Said Addendum is an internal governance document of the Congregation and does not require approval by MNN District. We recommend postponement of consideration of amendments to the Addendum until after completion of the task at hand, that is, consideration and approval of the proposed amendments to Zion's Constitution and Bylaws.

Under MNN District guidance found in its "Procedures for Congregations of the Minnesota North District When Amending or Rewriting a Constitution and/or Bylaw," dated September 23, 2019, the congregation must approve all changes as required by its current constitution and bylaws, and then submit the proposed changes to MNN District for its consideration and approval. In Zion's case, Article 12 of our 2018 Constitution provides the following procedure for its amendment (briefly summarized here):

- Submit amendments in writing to a Voters' assembly. If approved, then go to the next step.

- Publish the amendments in the Sunday Bulletin at least two Sundays prior to a second meeting, with written notice of said second meeting.
- Requires a two-thirds affirmative vote of voters present at a properly called meeting in order to pass.
- Submit amendments to MNN District for review and approval.

The way we interpret the above is as follows:

- The Church Council will give the above-described two-week's written notice to the congregation for a first Voters' Assembly along with copies of the proposed amended Constitution and Bylaws.
- At said first Assembly, a two-thirds affirmative vote of those present is required for approval of the proposed amended Constitution and Bylaws.
- If said vote is achieved, then the proposed amended documents will be forwarded by the Constitution Committee to MNN District for its consideration. The Constitution Committee will handle communications with MNN District on behalf of Zion.
- If approved by MNN District, then the Constitution Committee will report the same to the Church Council and request it call a second Voters' Assembly.
- The Church Council will then provide the same two-week's notice for a second Voters' Assembly to vote again on the proposed changes, with a two-thirds vote again required for adoption.
- If these hurdles are achieved, then said amended Constitution and Bylaws are properly enacted by the congregation and go into effect as of the date of this second Voters' Assembly.

Article 8 of the Bylaws has a similar procedure for their amendment. If the Church Council and Voters' Assembly follow the above steps, these should satisfy the requirements to successfully amend the Bylaws.

With the above in mind, the following is a recommended resolution for the Church Council's consideration, to use when calling the first Voters' Assembly as described above.

*****PROPOSED RESOLUTION FOR THE VOTERS' ASSEMBLY*****

Resolution to Amend Zion's 2018 Constitution and Bylaws

WHEREAS, the Zion Lutheran Church Council appointed an ad hoc Constitution Committee to consider amendments to Zion's 2018 Constitution and Bylaws.

WHEREAS, said Constitution Committee reviewed and considered suggested changes made by members of Zion, suggested changes made by MNN District, and also considered MNN District's current model Constitution and Bylaws dated September 23, 2019 in relation to Zion's 2018 versions of said Constitution and Bylaws.

WHEREAS, said Constitution Committee has, after due consideration and review, drafted recommended amendments to Zion's 2018 Constitution and Bylaws.

THEREFORE, BE IT RESOLVED:

That the Voters' Assembly of Zion Lutheran Church of Brainerd, Minnesota, approve the following attached documents (this is the first of two votes by this Assembly):

- Redlined version of Zion's Constitution (making recommended amendments to Zion's Constitution enacted by the Voters' Assembly on October 28, 2018).
- "Clean" copy of said amended Constitution.
- Redlined version of Zion's Bylaws (making recommended amendments to Zion's Bylaws enacted by the Voters' Assembly on October 28, 2018).
- "Clean" copy of said amended Bylaws.

That the Constitution Committee is empowered, through the Church Council, to submit these documents to MNN District, request its consideration and approval of said documents, and conduct any communications necessary with said MNN District leadership to effectuate their approval.

That the Constitution Committee is directed to report back to the Church Council and this Assembly on MNN District's actions on its consideration of said documents.

That the Church Council is directed to call a second Assembly to consider said documents and the actions taken by MNN District, as is appropriate.

*****END OF PROPOSED RESOLUTION*****

Based upon the above, this Committee suggests the following resolution be passed by the Church Council.

*****PROPOSED RESOLUTION FOR THE CHURCH COUNCIL*****

WHEREAS, the ad hoc Constitution Committee appointed by this Church Council has considered and prepared recommended amendments to Zion Lutheran Church's 2018 Constitution and Bylaws, and submitted the same to this Council.

THEREFORE, BE IT RESOLVED:

That the Church Council of Zion Lutheran Church take all necessary steps to provide proper notice and to call a first Voters' Assembly to consider the following:

- Redlined version of Zion's Constitution (making recommended amendments to Zion's Constitution enacted by the Voters' Assembly on October 28, 2018).
- "Clean" copy of said amended Constitution.
- Redlined version of Zion's Bylaws (making recommended amendments to Zion's Bylaws enacted by the Voters' Assembly on October 28, 2018).
- "Clean" copy of said amended Bylaws.

- A copy of the letter of the ad hoc Constitution Committee dated March 31, 2022 to this Council.

That said first Voters' Assembly is scheduled to take place on _____ (date) beginning at _____ (starting time).

That the Constitution Committee is directed to immediately prepare the above-reference "clean" copies of said proposed amended Constitution and Bylaws for delivery to this Church Council and the Voters' Assembly.

*****END OF PROPOSED RESOLUTION*****

This Committee's secretary will provide said "clean" copies of the Constitution and Bylaws if the Church Council adopts the above resolution.

Members of this Committee are available to answer any questions that the Church Council may have about this letter and the proposed amendments to the Constitution and Bylaws at an upcoming Church Council meeting, if the Church Council requests their attendance. Thank you.

Sincerely yours,
Susan Schroer
Chair of the Zion Constitution Committee

Committee Members:

- Susan Schroer (Chair)
- Jerry Steinke (Secretary)
- Colleen Jackson
- Walt Roberts
- Gerald Coyle
- Ron Niemeyer

Encl.