

# **- THE CONSTITUTION & BYLAWS -**

## **Constitution and Bylaws of The Evangelical Lutheran Church of Our Savior**

**23290 Highway 7  
Excelsior, Minnesota 55331**

(Revised 12/7/98)  
(Revised 11/29/04)  
(Revised 7/30/07)  
(Revised 6/29/08)

### **P R E A M B L E**

WHEREAS, the Word of God demands that a Christian congregation not only conform to the Word of God in doctrine and practice (Psalms 119:105; Galatians 1:6-8; 2 Timothy 4:1-5), but also that all things be done decently and in order (I Corinthians 14:40), THEREFORE, we, the members of The Evangelical Lutheran Church of Our Savior, Excelsior, Minnesota, set forth this present document, signed by ourselves, the Constitution and Bylaws, in accordance with which our congregational affairs, spiritual and material, shall be conducted.

### **ARTICLE 1: NAME**

The name of this congregation shall be: The Evangelical Lutheran Church of Our Savior, Excelsior, Minnesota. Doing business as Our Savior Lutheran Church.

### **ARTICLE 2: PURPOSE**

The purpose of this corporate body shall be that of a religious organization; more specifically, that of a Christian congregation, established and maintained for the express purpose of disseminating the Gospel truth according to the confessional standard of the Lutheran Church, the Book of Concord of the year 1580.

### **ARTICLE 3: CONFESSION**

This congregation accepts and acknowledges all the canonical books of the Old and New Testament as the revealed Word of God, verbally inspired, and accepts and acknowledges all the Symbolical Books of the Evangelical Lutheran Church, as contained in the Book of Concord of 1580, to be a true and genuine exposition of the doctrines of the Bible. These Symbolical Books are:

- a. the three Ecumenical Creeds (the Apostolic, the Nicene, and the Athanasian);
- b. the Unaltered Augsburg Confession;
- c. the Apology of the same;
- d. the Smalcald Articles;
- e. Luther's Large and Small Catechisms; and
- f. Formula of Concord.

In this congregation, no doctrine shall be taught or tolerated which is at variance with these symbols of the

Lutheran Church or contrary to the teachings of the Bible. All doctrinal controversies which may arise in this congregation shall be decided according to these symbols.

ARTICLE 4A: BAPTIZED MEMBERSHIP

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(s) of this congregation, including the children who have not yet been confirmed.

ARTICLE 4B: COMMUNICANT MEMBERSHIP

A. Eligibility:

Anyone can become and be a member of this congregation and enjoy the rights and privileges of such membership provided he:

- a. is baptized;
- b. accepts all the canonical books of the Old and New Testaments as the only divine rule and standard of faith and conduct;
- c. is acquainted with, and accepts, Luther's Small Catechism;
- d. leads a Christian life and abstains from manifest works of the flesh (Galatians 5:19-21);
- e. attends divine services faithfully and partakes of the Lord's Supper frequently;
- f. submits, for the sake of love and peace, to the regulations already made, or still to be made by this body, provided they do not conflict with the Word of God, and suffers brotherly admonition when having erred or offended; and
- g. is not a member of any secret or other organization conflicting with the Word of God, such as anti-Christian lodges.

B. Reception of Members:

Applicants for communicant membership presenting a letter of transfer from a recognized orthodox Lutheran congregation shall be accepted as communicant members. Applicants for communicant membership not affiliated with a recognized orthodox Lutheran congregation shall give satisfactory evidence of their qualification for membership in an interview with the pastor. Other applicants shall receive an adequate course of instruction in the Chief Parts of the Christian doctrine and shall declare their acceptance of the doctrines of the Lutheran Church in the presence of witnesses, whereupon they shall be received as communicant members. The \*Voters Assembly shall officially approve all admissions into communicant membership at its regular meetings.

C. Excommunication:

When a member of this congregation, after fruitless admonition in the various grades prescribed by the Word of God (Matthew 18:15-20), where the observance of such grades has been possible, shall have been expelled by unanimous vote from the congregation; such person shall have 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, as long as he is not again received into membership by the congregation. The same shall apply to such members as refuse to submit to church discipline and thus excommunicate themselves, as also do those who sever their connection with the congregation. Excommunicated persons who repent and ask for forgiveness shall be reinstated into membership.

D. Release and Removal:

Such communicant members who, for reasons that are justified, ask for their dismissal or release to a

sister congregation, shall be peaceably released by the congregation in a Congregational Meeting. Members who have moved away or do no longer participate in any of the congregation's work for a year shall be removed from the list of communicant members.

\* Article 12 states that Article 4B section B is “unalterable” so this footnote is to clarify that the Voters Assembly is now called the Congregational Meeting.

### ARTICLE 5: VOTING RIGHTS

All communicant members of this congregation shall be entitled to vote in the Congregational Meetings when they have reached their eighteenth birthday and are not under congregational discipline.

### ARTICLE 6: SYNODICAL MEMBERSHIP

In order to do the Lord's work more efficiently and also beyond our own confines, this congregation shall maintain voting membership in the Lutheran Church - Missouri Synod, as long as the latter body adheres to the confessional basis detailed in Article 3. As a member of The Lutheran Church - Missouri Synod, we pledge ourselves to participate in its meetings and deliberations and to help in bearing its burdens.

### ARTICLE 7: OFFICERS

The officers of this corporate body shall be as follows:

1. a president;
2. a vice-president;
3. a secretary;
4. a treasurer;
5. a Board of Directors consisting of Senior Pastor, Principal, Chairman (the President), Vice-Chairman (the Vice-President), the Secretary, the Treasurer, and at least three, with no more than six, members;
6. a Board of Elders consisting of at least three members;
7. a Board of Education consisting of at least three members;
8. a Board of Stewardship consisting of at least three members;
9. a Board of Christian Outreach consisting of at least three members;
10. a Board of Trustees consisting of at least three members;
11. a Board of Youth Ministry consisting of at least three members;
12. a Board of Social Ministry consisting of at least three members;

and such other officers, boards, or committees as the Bylaws of this corporate body may prescribe or as this corporate body may elect in accordance with its needs. The officers here shall be elected at the annual election meeting of this corporate body. The term of office of all Boards shall be two years one member of these respective boards being elected annually. Only male communicant members shall be eligible to hold elder positions.

### ARTICLE 8A: THE PASTORAL OFFICE

The office of pastor can be conferred upon such ministers or candidates as only:

- a. declare their acceptance of and adherence to all the canonical books of the Old and New Testament as the inspired Word of God, and all the Symbols of the Evangelical Lutheran Church enumerated in Article 3;
- b. possess, in sufficient measure, the qualifications of a minister of the Word as set forth in Holy Writ; and
- c. are properly and rightfully called by the congregation. For the election of a pastor, a unanimous vote is required.

Sufficient causes for the removal of a pastor are:

- a. persistent adherence to false doctrine;

- b. an ungodly life; and
- c. unfaithfulness or permanent disability in reference to the performance of his duties.

As the ministerial office in the church is the only divinely appointed office in the church (Acts 20:28, 1 Peter 5:2, John 20:23, I Corinthians 12:28), and all other offices are humanly appointed to assist in the ministerial office in the service of the congregation (Acts 6:4, 1 Timothy 5:17), and since, by virtue of the Call the pastor is charged with the responsibility to do all within the limits of his calling and ability for the growth of our congregation and the general advancement of the Kingdom of Christ; therefore, the pastor shall be the ex-officio (with full voting and speaking rights) member of all boards, committees, and all activities within the congregation.

#### ARTICLE 8B: THE OFFICE OF TEACHER

Since the establishment of and maintenance of a Christian Day School is not by divine command but by congregational arrangement as an agency for the Christian instruction and training of children, the office of teacher in our Christian Day School shall be an auxiliary office to the Ministry of the Word.

Only such persons shall be called as teachers of the school as:

- a. possess the necessary Christian and secular knowledge and prescribed qualifications;
- b. declare their acceptance of and adherence to all the canonical books of the Old and New Testaments as the inspired Word of God, and all the Symbols of the Evangelical Lutheran Church enumerated in Article 3; and
- c. live a Christian life and enjoy a good reputation.

The election of a called teacher shall be unanimous. Sufficient causes for the removal of a teacher are:

- a. persistent adherence to false doctrine;
- b. offensive and unchristian conduct;
- c. willful neglect of duty; and
- d. unfaithfulness and permanent inability to perform the required duties.

#### ARTICLE 8C: OTHER OFFICES

Since it may be necessary for the congregation to create other called positions to carry out the work of ministry such as that of Director of Christian Education, only such persons shall be called as those who:

- a. possess the necessary Christian and secular knowledge and prescribed qualifications;
- b. declare their acceptance of and adherence to all the canonical books of the Old and New Testaments as the inspired Word of God and all the Symbols of the Evangelical Lutheran Church enumerated in Article 3; and
- c. live a Christian life and enjoy a good reputation.

Sufficient causes for the removal of incumbents of these offices are:

- a. persistent adherence to false doctrine;
- b. offensive and unchristian conduct;
- c. willful neglect of duty; and
- d. unfaithfulness or permanent inability to perform the required duties.

ARTICLE 9: POWERS VESTED IN THE CONGREGATION

The congregation shall decide all matters relating to the church or church affairs, and every member may appeal to it in regard to any matter relating to the affairs and government of said church. Its decision shall be final and binding, but such decision shall always be in accord with the Word of God and the Symbolical Books of the Evangelical Lutheran Church and, unless it be so, it shall be null and void.

ARTICLE 10A: PROPERTY RIGHTS OF THE CONGREGATION

This corporate body may receive, acquire, hold title to, and manage such real estate and other property as it may need to accomplish said purpose, and may sell or dispose of such real estate and other property or any part thereof. This corporate body shall have all the rights and powers that are granted by the laws of the State of Minnesota to religious corporations. If at any time a separation or split should take place in this congregation, the property of the congregation and all the benefits connected therewith shall remain with that faction, however small, which shall adhere strictly to this Constitution.

ARTICLE 10B: DISSOLUTION

In the event the congregation should dissolve, the property and all rights connected therewith shall be transferred to that District of the Synod in which the congregation held membership at the time of dissolution to be dispersed according to the desire of the remaining members of the Lutheran Church of Our Savior.

ARTICLE 11: BYLAWS

This congregation may adopt such bylaws as the accomplishment of the purpose of its organization may demand.

ARTICLE 12: AMENDMENTS

Amendments to this Constitution must be made in writing and may be made at any regular meeting, provided that the amendment had already been submitted in a previous meeting and that two-thirds of the voting members present cast their vote in favor of such amendment. The following articles are unalterable: Article 2, Article 3, Article 4B - Section A, B, C; Article 8A, Article 8B, Article 9, Article 10A, and Article 12.

Article 12A: Balloting Amendment

Amendments to this Constitution may also be passed by following the balloting procedures outlined in the bylaws of this Constitution in Paragraph 2.

ARTICLE 13. Policy Manual

A Policy Manual shall be maintained and reviewed yearly by the Board of Directors. This manual shall provide clear-cut business rules for running Our Savior Lutheran Church and School. This document will provide more detail for Officers and the current ministries of Our Savior Lutheran Church. This document shall not conflict with the Constitution and Bylaws of this congregation. If there is a difference, the Constitution and Bylaws will take precedence.

## **BYLAWS**

### **PARAGRAPH 1: REQUIREMENTS TO VOTE AT A CONGREGATIONAL MEETING**

The Congregational Meetings can be attended by all communicant members of the congregation that fulfill the requirements of Article 4B B and are over 18 years of age, All members should be aware of the contents of our Constitution and Bylaws. Members can discuss and vote on issues presented to them. New Business can be brought up by members and actions can be assigned for follow-up.

### **PARAGRAPH 2: CONGREGATIONAL MEETINGS**

The Congregational Meetings of this congregation shall be held twice per year, preferably in June and December. Special Congregational meetings may be called by the pastor or by the president with the consent of the pastor. Announcement of the meetings, both regular and special, shall be made at the services of the two previous Sundays, either verbally or in the bulletin.

In all Congregational Meetings the majority of votes cast or balloted shall decide all questions. Amendments to the Articles of Incorporation, to the Constitution, and to the Bylaws shall require a two-thirds majority of the votes cast or balloted. In matters of doctrine, unanimity shall be required for a valid decision. For matters concerning called positions and matters of doctrine, election ballots are required. Balloting shall be accomplished by:

- having a voting box available for 2 weeks after a Congregational Meeting
- having a sign-in sheet for voters
- votes shall be counted by a member of the BOD or someone assigned by the Pastor

All meetings shall be conducted according to Roberts' Rules of Order, and the law of Christian love.

### **PARAGRAPH 3A: CALLING OF A PASTOR**

At a meeting constitutionally qualified for the transaction, candidates for the pastoral office in this congregation shall be nominated, and the result of such nomination shall be publicly announced at one public service. If no protest is entered or sustained, the persons nominated and published in the manner stated shall stand recognized as candidates by the entire congregation at the next meeting properly convened, at which meeting the definite election shall be performed by ballot, and the candidate receiving the majority of votes cast shall be considered elected by the congregation. The election of said candidate shall then be made unanimous. If a unanimous vote is not possible, a new candidate may be elected from the proposed list of nominated candidates. If additional candidates are nominated, these must first be announced at a public service.

PARAGRAPH 3B: CALLING PERSONNEL TO OTHER OFFICES

At a meeting constitutionally qualified for the transaction of business, personnel for other called offices (in reference to Article 8C) in this congregation shall be nominated. The result of such nomination shall be publicly announced at least at one public worship service. If no protest is entered or sustained, those nominated and published in the manner stated shall stand recognized as candidates by the entire congregation. At the next properly convened meeting of the Congregation, the definite election shall be performed by ballot. The candidate receiving two-thirds majority of votes cast shall be considered elected by the congregation and an official call issued to that person.

PARAGRAPH 4: THE BOARD OF DIRECTORS

The Board of Directors shall consist of the president, a vice-president, secretary, treasurer, Senior Pastor, Principal, and at least 3, and no more than 6, other members. The Senior Pastor and Principal shall be ex-officio members (with full voting and speaking rights) of the Board of Directors. The President will serve as chairman of the Board of Directors. The Board of Directors shall assist the Senior Pastor in governing the congregation. The Board of Directors shall meet monthly and before every regular Congregational Meeting to review the minutes of the previous meeting of the Congregational Meeting, as well as all reports of the Boards, and to present recommendations at the Congregational Meeting. The Board of Directors shall act in matters committed to it by the Congregational Meeting. The Board of Directors shall prepare and present a budget to the congregation at the Congregational Meeting.

PARAGRAPH 5: STANDING COMMITTEES

In addition to the officers specified in the Constitution, there shall be the following standing committees: such committees as may be authorized or created by the congregation, the members of which shall be appointed by the president unless a different method of selection is authorized by the Congregation.

PARAGRAPH 6: ELECTIONS

The Board Chairman from each board shall provide a list of candidates for the various offices specified in the Constitution to the Board of Directors prior to the Congregational Meeting at which elections will be held. This slate shall be approved or augmented by the voters in attendance at that meeting. An absolute majority of all votes cast shall constitute an election.

PARAGRAPH 7: DUTIES OF OFFICERS

1. The president shall preside at the meeting of the Congregational Meetings and shall exercise care that the meetings are conducted in an orderly and Christian manner.
2. The vice-president shall preside at all meetings in the absence of the president or at the request of the president.
3. The secretary shall keep an accurate record of the transactions and resolutions of the Congregational Meetings in both regular and specific meetings. He/she shall submit minutes for approval at the next regular meeting of the Board of Director's, and enter such approved minutes in a book provided for that purpose. The Secretary shall be the custodian of all documents and papers of the congregation.
4. The treasurer shall receive all monies and shall make disbursements only as authorized by the Congregational Meetings or by the Board of Trustees. He shall render an accurate account of receipts and disbursements at the quarterly meetings as well as submit a detailed annual report.
5. The Board of Directors will represent the Members of Our Savior Lutheran Church in prayerful management of the entire organization. This will include the staff and volunteers in all Ministry areas and activities. They will use the Purpose Statement to guide their decisions to provide unity of focus and purpose. They will report to the Congregation on current activities, action plans, and recommendations for Congregational Meeting approval.
6. The Board of Elders shall be concerned that the activities within the congregation are conducted decently and in order. They shall assist the pastor in all matters pertaining to the spiritual welfare of the congregation. To the best of their ability, they shall prevent and abate public offenses. They shall treat all private matters discussed at their meetings as strictly confidential. They shall be empowered to call meetings of the Board of Director's whenever necessary.
7. The Board of Trustees shall have charge of all property of the congregation, and make contracts related thereto, appear in Civil Court, and perform all acts which the congregation, as such, would and should perform pertaining to the preservation, protection and improvement of the congregation's property. They shall inspect all buildings of the congregation twice each year and see that the buildings are kept in proper condition and repair. They are not at liberty to administer the property of the congregation arbitrarily, but only in accordance with the valid resolutions and enactments of the congregation. For all such transactions, the congregation shall be held liable. For all other acts, assumed without authority from the congregation, they shall be personally liable. They shall, however, be empowered to make necessary expenditures not exceeding \$1,500.00.
8. The Board of Education shall assist the Pastor and the Principal in the administration of the School. They will strive to build an atmosphere of caring and sharing, where children learn to respect one another, and build the necessary social skills that will enable them to attain success as useful and productive Christian citizens. They will utilize the abilities of teachers, parents, students, staff and others
9. The Board of Stewardship shall concern itself with planning and promoting a program of stewardship education in our congregation. They shall endeavor to encourage all members to grow in the grace of Christian giving in accordance with the principles laid down by God in 1 Corinthians 16:2, and 2 Corinthians 9:6-8. They shall endeavor to enlist and encourage the members to utilize their God-given talents for the advancement of the Lord's kingdom.
10. The Board of Christian Outreach shall have charge of promoting a vigorous program of evangelism in our own congregation and the world at large. They shall have charge of the work of public relations of the congregation and shall be responsible for the supervision of all communication media used to promote the advancement of the Lord's kingdom.

11. The Board of Youth Ministry will assist the Youth Director in planning, coordinating and regulating the youth ministry programs. The goal of this Board is to develop a strong, growing, youth ministry program. They shall see to it that an adequate program of youth activity is sponsored by the congregation, that programs of the youth organizations contribute to the spiritual edification of the participants, and that every effort be made to enroll all the young people in the congregation in the church's youth program.
12. The Board of Social Ministry will help develop and coordinate programs to meet the social needs of church members. They will also oversee the fellowship activities and help coordinate the "All Church Events."

#### PARAGRAPH 8: ORDER OF BUSINESS FOR CONGREGATIONAL MEETINGS

1. Opening prayer.
2. Attendance taken
3. Reports of financial treasurer.
4. Reports of boards and committees.
5. Unfinished business.
6. New business.
7. Adjournment with prayer.

#### PARAGRAPH 9: AMENDMENTS

Suggested amendments to these Bylaws must be presented in writing at a regular Congregational meeting. The passing of such amendments requires a two-thirds majority of votes cast or balloted.