

**OUR SAVIOR'S LUTHERAN CHURCH
BYLAWS**

ARTICLE I

MEMBERS AND DUTIES OF THE EXECUTIVE COUNCIL

- Section 1. The Executive Council of this congregation shall consist of President, Vice-President/President-Elect, Secretary, Treasurer, Property Chairperson, and two members-at-large. The general functions of the Executive Council are outlined in the Constitution, Chapter 13.
- Section 2. The officers of this congregation shall be the President, Vice-President/President-Elect, Secretary, and Treasurer.
- Section 3. The pastor, past president, and past president once removed shall serve as an ex-officio non-voting members of the Executive Council.
- Section 4. The duties of the President shall be to:
- a. Preside at meetings of the Executive Council and congregation.
 - b. Appoint committees or task forces deemed necessary by the Executive Council.
 - c. Be an ex-officio member of all committees.
 - d. Appoint a financial secretary to maintain records of all contributions and make regular reports to the Executive Council.
 - e. Shall be one of the persons to sign the checks.
 - f. See that all records, reports and certificates, as required by law, are appropriately filed and reported.
 - g. Coordinate the functions, plans and activities of the congregation
 - h. Carry out the expressed will of the congregation as set forth in the Constitution and By-laws of this congregation.
 - i. Have such powers as may be reasonably construed as belonging to the chief executive of a similar organization.
- Section 5. The Vice-President/President-Elect shall:
- a. Act for and instead of the president in the absence of the president.
 - b. Perform such other duties as designated by the President and this congregation.
 - c. Serve as the chair to the Personnel Committee.
- Section 6. The Secretary shall:
- a. Record the minutes of the Executive Council and the congregational meetings
 - b. Coordinate and serve as the official custodian of the congregation records at the church.
 - c. Exercise all duties incumbent upon the office of the Secretary

- Section 7. The Treasurer shall:
- a. Be the custodian of the funds of the congregation.
 - b. Accept and disburse funds in accordance with decisions of the congregation and Executive Council.
 - c. Make regular and annual reports to the Executive Council, the Memorial Committee, and the congregation.
 - d. Be one of the officers designated to sign checks.
 - e. Prepare the budget with the assistance of the Stewardship and Finance Committee.
 - f. Consult to the annual Stewardship Drive.
 - g. Serve on the Stewardship and Finance Committee.
 - f.h. Serve on the Memorial Committee.

- Section 8. Property Chairperson shall:
- a. Coordinate the maintenance of the congregational physical facilities.
 - b. Organize a committee to assist in the maintenance of the facilities.
 - c. Prepare annually a budget(s) for short and long-term planning which embodies the physical facilities.
 - d. Represent the congregation in any legal matters related to the physical facilities.
 - e. Facilitate assurance against loss or damage of a preventable nature.
 - f. Exercise all duties designated by the congregation or Executive Council.

- Section 9. The members-at-large shall perform those duties designated by the congregation and Executive Council.

ARTICLE II

NOMINATING COMMITTEE

- Section 1. The Nominating Committee shall consist of two persons appointed from the Executive Council and at least three confirmed persons elected from the voting membership of the congregation.

- Section 2. The elected members of the Committee shall be chosen by the congregation at the January Semi-Annual Meeting.

- Section 3. The Committee shall be convened by the Pastor.

- Section 4. Terms of office shall be for one year.

- Section 5. Membership on the Committee shall not preclude a person from being nominated.
- Section 6. A vacancy occurring in the elected membership of the Committee shall be filled by presidential appointment.
- Section 7. The duties of the Nominating Committee shall be to:
1. Prepare a slate for the congregational election of at least one qualified nominee for each of the elected officers and positions on the Executive Council and ~~Living Memorial Endowment/Memorial Committee~~Memorial Committee.
 2. Obtain permission from each candidate to place his/her name on the ballot.

ARTICLE III

ELECTIONS

- Section 1. Elections for the congregational year shall be held at the July semi-annual Meeting.
- Section 2. The elected positions of this congregation are:
- a. President of the Congregation
 - b. Vice-President/President-Elect of the congregation
 - c. Secretary
 - d. Treasurer
 - e. Property Chairperson
 - f. Two at-large council positions
 - g. Two members of the ~~Living Memorial Endowment/Memorial Committee~~Memorial Committee
- Section 3. Terms of office shall be as specified below:
- a. Vice-President/President Elect shall assume office for one year, and then stand as president for one year. A new Vice-President/President-Elect shall be elected each year.
 - b. All other officers shall serve for two years and are limited to two consecutive full terms.
 - c. Should a position on the Executive Council be declared vacant, the Executive Council shall elect, by majority vote, a successor for the period remaining in the vacated position.
- Section 4. All nominees must be at least eighteen (18) years of age and confirmed members of the congregation prior to beginning a term of office.

- Section 5. A slate of members selected by the Nominating Committee to serve as members of the Executive Council and the ~~Living Memorial Endowment/Memorial Committee~~ **Memorial Committee** shall be provided to the congregation prior to the July semi-annual meeting.
- Section 6. The slate prepared by the Nominating Committee shall include at least one nominee for each elected office.
- Section 7. Following publication of the nominees, any confirmed member of the congregation may submit to the Nominating Committee additional names to be placed on the ballot, so long as the committee exercises the duties outlined in Section 7 of Article II: Nominating Committee.
- Section 8. To be elected, a candidate must receive a majority of votes cast.
- Section 9. The members shall vote by ballot as set forth in Article VI.
- Section 10. If more than one ballot is required in an election:
- a. It shall be in order, by a motion, to limit the ballot to the three (3) candidates receiving the highest numbers of votes on the first ballot.
 - b. After the second ballot, the number of candidates may be limited to the two candidates receiving the highest number of votes.
- Section 11. The results of the congregational election shall be published in the newsletter and posted in a conspicuous place.

ARTICLE IV

COMMITTEES AND DUTIES OF COMMITTEES

- Section 1. The Standing Committees of this congregation shall be:
- a. Evangelism
 - b. Worship and Music
 - c. Christian Education
 - d. Stewardship and Finance
 - e. Social Ministry
 - f. Personnel
 - g. Audit Committee
 - h. Visioning/Long Range Planning Committee
 - i. ~~Living Memorial Endowment~~/Memorial
- Section 2. Other committees which have been named in this congregation are:
- a. Fellowship
 - b. Youth

- c. Staff Support
- d. Technology

Section 3. Committees are chaired by laypersons chosen from volunteer individuals who are interested in and who have expertise in specific areas.

Section 4. The duties of the Evangelism Committee shall be to:

- a. Guide the congregation in its efforts to bring the gospel to the unchurched
- b. Deepen the faith and activity of the congregational members
- c. Assume responsibility for visiting inactive members and encourage them to participate in life and worship of the congregation
- d. Maintain the inactive member roster as designated in Article VII.

Section 5. The duties of the Worship and Music Committee shall be to:

- a. Administer the worship life of the congregation
- b. Provide for music programming
- c. Facilitate the function of the seasonal planning teams
- d. Promote a broad base of participation of members in worship
- e. Recommend to the Executive Council for consideration worship services, including times for those services, at which the Word of God is preached and the sacraments are administered

Section 6. The duties of the Christian Education Committee shall be to:

- a. Administer the total educational program of the congregation
- b. Select personnel for its duties
- c. Select curriculum appropriate to the needs of the congregation
- d. Organize physical space as needed for the educational program

Section 7. The functions, duties, and characteristics of the Committee on Stewardship and Finance shall be to:

- a. The Committee shall consist of the Treasurer, a representative of the Memorial Committee, and two (2) confirmed members appointed by the Executive Council. The Council President shall be an ex-officio and non-voting member. The Committee shall select a Chairperson from among the members.
- a.b. Develop programs of stewardship for the members of the congregation in relationship to time, talent and resources
- b.c. Provide resources to facilitate growth of members through dedicated proportionate giving
- d. Develop the annual budget with the Treasurer for presentation to the Executive Council and this congregation, and provide advice to the Treasurer as necessary.
- e. Oversee the implementation and any proposed modifications of the OSLC Gift Policy.

- f. Assure donors of bequeathed gifts are provided a receipt and expression of gratitude for their gift.
- g. Provide advice to the Executive Council on the investments of congregational funds, including gifts, with a goal of balancing investment risk and investment return.
- e.h. Meet semi-annually to review current investments and provide recommendations to the Executive Council

- Section 8. The duties of the Social Ministry Committee shall be to:
- a. Mobilize members to minister to the needs and concerns of the community and throughout the world
 - b. Organize volunteers to assist in specific ministries adopted by this congregation

- Section 9. Functions, duties, and characteristics of the Personnel Committee:
- a. The Personnel Committee, appointed by the President, will consist of no fewer than five persons, one of which shall be the Vice President/President Elect and four members from the congregation with no more than one of the four from the Executive Council. The Vice President/President Elect shall act as chair of the committee. The Pastor shall serve as ex-officio and be a non-voting member of the committee.
 - b. Committee members shall have active membership in the congregation, be committed to the vision of the Evangelical Lutheran Church in America, and reflect an understanding of the Christian faith.
 - c. Members shall exhibit qualities and skills of caring, facilitative communication and a sense of dignity for others.
 - d. Terms for all members other than the Vice President/President Elect shall be for two years, with terms staggered for continuity.
 - e. The duties of the Personnel Committee shall be to:
 - 1. Promote open communication within the staff, congregation and community
 - 2. Identify early signs of misunderstanding
 - 3. Recommend personnel policies and procedures to the Executive Council.
 - 4. Advise the Executive Council on matters concerning personnel administration including but not limited to
 - i. working conditions, compensation and benefits,
 - ii. policy rules and procedures pertaining to personnel administration, and
 - iii. affirm staff evaluations.
 - 5. Maintain personnel records including
 - i. position descriptions,
 - ii. evaluation templates, and
 - iii. employee handbook.

- 6. Assist with hiring process.
- f. The committee shall submit a written report to the congregation at least annually, excluding confidential matters.
- g. The Pastor will supervise all other Staff persons and perform staff evaluations at least annually.

Section 10 Functions and, duties, and characteristics of the Staff Support Committee:

- a. The Staff Support Committee will consist of no fewer than three persons, appointed by the President. The Pastor(s) will be ex-officio non-voting member(s) of the committee.
- b. Committee members shall have active membership in the congregation, be committed to the vision of the Evangelical Lutheran Church in America, and reflect an understanding of the Christian faith.
- c. Members shall exhibit
 - 1. Qualities and skills of caring, facilitative communication and a sense of dignity for others, and
 - 2. Become advocates for the Staff.
- d. The duties of the Staff Support Committee shall be to:
 - 1. Support and strengthen the pastor, lay professionals and the congregation,
 - 2. Promote open communication within the staff, congregation and community,
 - 3. Provide an opportunity for the staff to test ideas, share confidential matters, seek consultation during times of personal and professional stress and in times of congregational crisis,
 - 4. Identify early signs of misunderstanding, and
 - 5. Recommend personnel policies and procedures to the Executive Council.
- e. The committee shall submit a written report to the congregation at least annually, excluding confidential matters.

Section 11 Functions, duties, and characteristics of the Audit Committee:

- a. Shall be appointed by the President and consist of three members of the congregation. Each member shall serve a term of three years and each member may be reappointed for additional terms with one member appointed or reappointed each year. One person from the committee will serve as Chairperson selected by the three members.
- b. Review procedures for handling money,
- c. Assure that current persons match authorized signatories for bank accounts,
- d. Review insurance policy for reasonable coverage including bonds,
- e. Verify balances of financial instruments and bank reconciliations have occurred,

- f. Verify loan balance,
- g. Audit and review payments from funds to assure that:
 - 1. Proper documentation exists,
 - 2. Sales tax exemptions were received, and
 - 3. Late fees and finance charges are kept to a minimum,
- h. Review 1099s and W-2s for accuracy including a review of agreements/contracts for contractors,
- i. Review the annual inventory of church property,
- j. Review prior years recommendations to determine how and if previous recommendations have been implemented and are still pertinent,
- k. Provide a written report with findings and recommendations to the Executive Council,
- l. Submit to this congregation at its next semi-annual meeting as appropriate the findings and recommendation.
- m. Audit and review all auxiliary organizations of this congregation such as youth, LYO, circles, guilds, etc.

Section 12 Functions and duties, and characteristics of the Visioning/Long Range Planning Committee:

- a. The Function of this committee is to provide the Executive Council support and foster the goals of the congregation to further its mission in the community, synod and wider church.
- b. The Committee make-up will consist of a Chairperson, a Vice Chairperson, one member of each standing committee and congregational staff as appropriate. The Chairperson and Vice Chairperson will be appointed by the Executive Council. The Chairperson shall serve a term of one year. The Vice Chairperson shall serve for one year, and then serve as Chairperson for one year. A new Vice Chairperson shall be appointed by the Executive Council each year.
- c. The duties of the committee shall consist of:
 - 1. Work with appropriate congregational staff to facilitate quarterly and other meetings throughout the year.
 - 2. Facilitate long-term goal setting process for this congregation.
 - 3. Facilitate the implementation process of short-term goal(s) established by committees of this congregation.
 - 4. Facilitate and assist in the setting of short and long-term goals for property use as it relates to the goals of this congregation.

5. Provide periodic reports and input to the Executive Council and this Congregation regarding long range and/or strategic plan goals, progress on those goals, and action being taken toward implementation.
6. Provide input, assist or coordinate other activities including but not limited to (A) the development of outreach informational material and activities (B) information and content of this congregational website and (C) as directed by the Executive Council.
7. Report to and provide regular updates to the Executive Council and this Congregation.

Section 13. ~~LIVING MEMORIAL ENDOWMENT/MEMORIAL COMMITTEE~~ MEMORIAL COMMITTEE

- a. The ~~Living Memorial Endowment/Memorial Committee~~ Memorial Committee shall consist of five confirmed persons elected from the voting membership of the congregation consisting of the Treasurer, at least one member of the Executive Council and three voting members from the congregation. The President and the Pastor shall be ex-officio and non-voting members.
- b. The member of the Executive Council shall be designated by the Council no later than the first month following the July semi-annual meeting.
- c. The elected members of the ~~Living Memorial Endowment/Memorial Committee~~ Memorial Committee shall be chosen by the congregation at the July semi-annual Meeting.
- d. The ~~Living Memorial Endowment/Memorial Committee~~ Memorial Committee shall select a chair from the members of the Committee and shall convene at least twice yearly.
- e. The term of office for the Executive Council member and the Treasurer shall be consecutive with the person's term on the Executive Council. Each term of office for the four members from the congregation shall be for two years.
- f. A vacancy occurring in the elected membership of the ~~Living Memorial Endowment/Memorial Committee~~ Memorial Committee shall be filled by majority vote of the committee.

- g. The duties of the ~~Living Memorial Endowment/Memorial Committee~~ Memorial Committee shall be to:
- ~~1. Invest non-designated memorials in an endowment which will protect the principle in a prudent manner and achieve reasonable investment returns. Assure the OSLC Gift Policy is appropriately implemented with respect to Memorial gifts.~~
 - ~~2. Provide notification to the individual, family, or the individual's estate, listing the donors who contributed a memorial or honorary gift and the total amount received.~~
 - ~~4.3. Assure donors to memorial funds are provided a receipt and expression of gratitude for their gift.~~
 - ~~2. Report to the congregation at least annually the types of investments and amount the endowment holds,~~
 - ~~3.4. Report the income received during the period and transferred to the Memorial Account, Receive and evaluate requests for use of Memorial Funds.~~
 - ~~5. Provide guidance to the Executive Council on items to be purchased from the Memorial Account, and~~
 - ~~4.6. Record and report on expenditures from the Memorial Account, and~~
 - ~~5.7. Record and report on designated memorials and non-designated income held in the Memorial Account. Review and comment as needed on Memorial Fund financial reports provided by the Treasurer.~~

Section 14. Special Committees can be organized by the action of this congregation or the Executive Council. The duties of Other and Special committees shall be determined by the Executive Council and the congregation as appropriate.

ARTICLE V

FISCAL YEAR

The fiscal year shall be from January 1 to December 31.

ARTICLE VI

CONGREGATIONAL MEETINGS

Section 1. Regular meetings of the congregation shall be held semi-annually, on the last Sunday of January and the last Sunday of July. An agenda and

reports shall be sent to or made available to the congregation at least 10 days prior to the scheduled meetings.

Section 2. The Executive Council shall determine the roster of the voting members of the congregation in accordance with the provisions of the Constitution. The roster of voting members shall be available at all meetings of the congregation.

Section 3. The order of business at a regular congregational meeting shall be:

- a. Call to Order
- b. Opening devotion
- c. Adopt agenda as printed or as amended at the semi-annual meetings
- d. Roll Call of Executive Council, Staff and Committee Chairs
- e. Approval of the previous meeting minutes
- f. Treasurer's Report
- g. Officers Report
- h. Committee Reports
- i. Staff Reports
- j. Old Business
- k. New Business
- l. Closing Prayer
- m. Adjourn

Section 4. At all meetings of the congregation, voting shall be by ballot of those present for the following:

- a. Election of officers and members of the Executive Council of the congregation, and members of the ~~Living Memorial Endowment/Memorial Committee~~ Memorial Committee if more than one person is nominated for a position.
- b. Adoption of or amendment to the Constitution or Bylaws of the congregation.
- c. Call to a pastor or to request a pastor's resignation.
- d. Severing membership from the Evangelical Lutheran Church in America.
- f. Disposal of, encumber, or purchase of real property
- g. At the request by ten or more voting members present
- h. Proposals to permanently change the established worship schedule.

ARTICLE VII

INACTIVE MEMBERS

- Section 1. An adult confirmed member shall be placed on the inactive member roster if he/she has been absent from church worship and congregational activities for the current year and the previous calendar year, and has not communed nor given a contribution of record during that time period.
- Section 2. A confirmed member that is not yet an adult will be placed on the inactive roster under the same conditions as given in Section 1 unless the member is a child or dependent of an active confirmed member.
- Section 3. After a member is placed on the inactive roster, the Pastor or an appropriate lay-person(s) will visit them to encourage their return to active status. If the inactive member has not returned to active status within a year of the visit or communication, his/her name will be removed from the official membership roster and placed in the congregational history file. Upon written request of the member, he/she may remain on the membership roster of this congregation with the consent of the Pastor.
- Section 4. Members who move from the area will be encouraged to transfer their membership.
- Section 5. Maintenance of the inactive member roster shall be the responsibility of the Pastor and the Evangelism Committee.

ARTICLE VIII

PARISH RECORDS

- Section 1. The records of the congregation shall be and remain property of the congregation.
- Section 2. The pastor with the Secretary shall be responsible for the maintenance of the records, except as otherwise provided. Upon termination of the pastor's service to the congregation, the records shall be brought up to date prior to departure.
- Section 3. The records shall consist of:
1. The roster of baptized, confirmed, voting and associate members
 2. Ministerial acts performed by the pastor
 3. Minutes and reports of the Synod Assembly
 4. Minutes of the meetings of the congregation and the Executive Council, for which the secretary of the congregation shall be responsible
 5. Financial records of the congregation, for which the treasurer shall be responsible

6. Communion records of the congregation, for which the church office shall be responsible

Section 4. Should the congregation be dissolved, the official records of the congregation shall be conveyed to the Evangelical Lutheran Church in America, or its successor, for storage in its archives.

ARTICLE IX

DELEGATES TO THE ASSEMBLY

Section 1. The congregation shall be represented at the Synod Assembly by delegates in addition to the pastor currently serving the congregation.

Section 2. This congregation shall elect the delegates, at the January semi-annual congregational meeting, from a roster of eligible members who are eighteen years of age and active in the work of this congregation. In the event the delegates elected by this congregation can't represent it at the Synod Assembly or this congregation hasn't elected representatives, then The Executive Council shall appoint representatives from a roster of eligible members who are eighteen years of age and active in the work of the congregation.

ARTICLE X

AMENDMENTS

Section 1. These bylaws may be amended as provided in Chapter 17 of the Constitution.

Section 2. Bylaws may be adopted or amended at any legally called meeting of the congregation, as specified in the bylaws, by a quorum of those present and voting.

Section 3. Proposed changes to the bylaws may be presented by any voting member provided that such additions or amendment be submitted in writing to the Executive Council at least sixty (60) days before a regular or special congregational meeting called for that purpose. The Executive Council must notify the members of the proposal with its recommendations at least thirty (30) days in advance of the congregational meeting.

Section 4. Approved changes to the bylaws shall be sent to the Synod.

History of Modifications:

January 2019

January 2023

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