

CONSTITUTION AND BYLAWS
OF
OUR SAVIOR'S LUTHERAN CHURCH
SAN CLEMENTE, CALIFORNIA

CONSTITUTION

****PREAMBLE***

We, baptized members of the Church of Christ, responding in faith to the call of the Holy Spirit through the Gospel, desiring to unite together to preach the Word, administer the sacraments, and carry out God's mission, do hereby adopt this constitution and solemnly pledge ourselves to be governed by its provisions. In the name of the Father and of the Son and of the Holy Spirit.

Chapter 1. NAME AND INCORPORATION

C1.01 The name of this congregation shall be the Lutheran Church of Our Saviour of San Clemente, California, commonly referred to as Our Savior's Lutheran Church.

C1.02 For the purpose of this constitution and the accompanying bylaws, the congregation of Our Savior's Lutheran Church is hereinafter designated as "this congregation."

(C1.03-C1.10 not used)

C1.11 This congregation shall be incorporated under the laws of the State of California.

Chapter 2. CONFESSION OF FAITH

***C2.01** This congregation confesses the Triune God, Father, Son, and Holy Spirit.

***C2.02** This congregation confesses Jesus Christ as Lord and Savior and the Gospel as the power of God for the salvation of all who believe.

a. Jesus Christ is the Word of God incarnate, through whom everything was made and through whose life, death, and resurrection God fashions a new creation.

b. The proclamation of God's message to us as both Law and Gospel is the Word of God, revealing judgment and mercy through word and deed, beginning with the Word in creation, continuing in the history of Israel, and centering in all its fullness in the person and work of Jesus Christ.

c. The canonical Scriptures of the Old and New Testaments are the written Word of God. Inspired by God's Spirit speaking through their authors, they record and announce God's revelation centering in Jesus Christ. Through them God's Spirit speaks to us to create and sustain Christian faith and fellowship for service in the world.

***C2.03** This congregation accepts the canonical Scriptures of the Old and New Testaments as the inspired Word of God and the authoritative source and norm of its proclamation, faith, and life.

***C2.04** This congregation accepts the Apostles', Nicene, and Athanasian Creeds as true declarations of the faith of this congregation.

***C2.05** This congregation accepts the Unaltered Augsburg Confession as a true witness to the Gospel, acknowledging as one with it in faith and doctrine all churches that likewise accept the teachings of the Unaltered Augsburg Confession.

***C2.06** This congregation accepts the other confessional writings in the Book of Concord, namely, the Apology of the Augsburg Confession, the Smalcald Articles and the Treatise, the Small Catechism, the Large Catechism, and the Formula of Concord, as further valid interpretations of the faith of the Church.

***C2.07** This congregation confesses the Gospel, recorded in the Holy Scriptures and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church for God's mission in the world.

Chapter 3. NATURE OF THE CHURCH

***C3.01** All power in the Church belongs to our Lord Jesus Christ, its head. All actions of this congregation are to be carried out under his rule and authority.

***C3.02** The Church exists both as an inclusive fellowship and as local congregations gathered for worship and Christian service. Congregations find their fulfillment in the universal community of the Church, and the universal Church exists in and through congregations. The Evangelical Lutheran Church in America, therefore, derives its character and powers both from the sanction and representation of its congregations and from its inherent nature as an expression of the broader fellowship of the faithful. In length, it acknowledges itself to be in the historic continuity of the communion of saints; in breadth, it expresses the fellowship of believers and congregations in our day.

Chapter 4. STATEMENT OF PURPOSE

***C4.01** The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's creative, redeeming, and sanctifying activity in the world.

***C4.02** To participate in God's mission, this congregation as a part of the Church shall:

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

***C4.03** To fulfill these purposes, this congregation shall:

- a. Provide services of worship at which the Word of God is preached and the sacraments are administered.
- b. Provide pastoral care and assist all members to participate in this ministry.
- c. Challenge, equip, and support all members in carrying out their calling in their daily lives and in their congregation.
- d. Teach the Word of God.
- e. Witness to the reconciling Word of God in Christ, reaching out to all people.
- f. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.
- g. Motivate its members to provide financial support for the congregation's ministry and the ministry of other parts of the Evangelical Lutheran Church in America.
- h. Foster and participate in interdependent relationships with other congregations, the synod, and the churchwide organization of the Evangelical Lutheran Church in America.
- i. Foster and participate in ecumenical relationships consistent with churchwide policy.

***C4.04** This congregation shall develop an organizational structure to be described in the bylaws. The Congregation Council shall prepare descriptions of the responsibilities of each committee, task force, or other organizational group and shall review their actions. Such descriptions shall be contained in continuing resolutions in the section on the Congregation Council.

***C4.05** This congregation shall, from time to time, adopt a mission statement which will provide specific direction for its programs.

Chapter 5. POWERS OF THE CONGREGATION

***C5.01** The powers of this congregation are those necessary to fulfill its purpose.

***C5.02** The powers of this congregation are vested in the Congregation Meeting called and conducted as provided in this constitution and bylaws.

***C5.03** Only such authority as is delegated to the Congregation Council or other organizational units in this congregation's governing documents is recognized. All remaining authority is retained by the congregation. The congregation is authorized to:

- a. call a pastor as provided in Chapter 9;
- b. terminate the call of a pastor as provided in Chapter 9;
- c. call or terminate the call of associates in ministry, deaconesses, and diaconal ministers in conformity with the applicable policy of the Evangelical Lutheran Church in America;
- d. approve the annual budget;
- e. acquire real and personal property by gift, devise, purchase, or other lawful means;
- f. hold title to and use its property for any and all activities consistent with its purpose;
- g. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
- h. elect its officers, Congregation Council, boards, and committees, and require them to carry out their duties in accordance with the constitution, bylaws and continuing resolutions; and
- i. terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.

***C5.04** This congregation shall choose from among its voting members laypersons to serve as voting members of the Synod Assembly as well as persons to represent it at meetings of any conference, cluster, coalition, or other area subdivision of which it is a member. The number of persons to be elected by the congregation and other qualifications shall be as prescribed in guidelines established by this synod.

Chapter 6. CHURCH AFFILIATION

***C6.01** This congregation shall be an interdependent part of the Evangelical Lutheran Church in America or its successor, and of the Pacifica Synod of the Evangelical Lutheran Church in America. This congregation is subject to the discipline of the Evangelical Lutheran Church in America.

***C6.02** This congregation accepts the Confession of Faith and agrees to the Purposes of the Evangelical Lutheran Church in America and shall act in accordance with them.

***C6.03** This congregation acknowledges its relationship with the Evangelical Lutheran Church in America in which:

- a. This congregation agrees to be responsible for its life as a Christian community.
- b. This congregation pledges its financial support and participation in the life and mission of the Evangelical Lutheran Church in America.
- c. This congregation agrees to call pastoral leadership from the clergy roster of the Evangelical Lutheran Church in America in accordance with its call procedures except in special circumstances and with the approval of the bishop of the synod.
- d. This congregation agrees to consider associates in ministry, deaconesses, and diaconal ministers for call to other staff positions in the congregation according to the procedures of the Evangelical Lutheran Church in America.
- e. This congregation agrees to file this constitution and any subsequent changes to this constitution with the synod for review to ascertain that all of its provisions are in agreement with the constitution and bylaws of the Evangelical Lutheran Church in America and with the constitution of the synod.

***C6.04** Affiliation with the Evangelical Lutheran Church in America may be terminated as follows:

- a. This congregation takes action to dissolve.
- b. This congregation ceases to exist.
- c. This congregation is removed from membership in the Evangelical Lutheran Church in America according to the procedures for discipline of the Evangelical Lutheran Church in America.
- d. This congregation follows the procedures outlined in *C6.05.

***C6.05** This congregation may terminate its relationship with the Evangelical Lutheran Church in America by the following procedure:

- a. A resolution indicating the desire of this congregation to terminate its relationship must be adopted at a legally called and conducted special meeting of this congregation by a two-thirds majority of the voting members present.
- b. The secretary of this congregation shall submit a copy of the resolution to the synodical bishop and shall mail a copy of the resolution to voting members of this congregation. This notice shall be submitted within 10 days after the resolution has been adopted.
- c. The bishop of the synod shall consult with this congregation during a period of at least 90 days.
- d. If this congregation, after consultation, still desires to terminate its relationship, such action may be taken at a legally called and conducted special meeting by a two-thirds majority of the voting members present, at which meeting the bishop of the synod or an authorized representative shall be present. Notice of the meeting shall be mailed to all voting members at least 10 days in advance of the meeting.
- e. A certified copy of the resolution to terminate its relationship shall be sent to the synodical bishop, at which time the relationship between this congregation and the Evangelical Lutheran Church in America shall be terminated.

- f. Notice of termination shall be forwarded by the synodical bishop to the secretary of this church and published in the periodical of this church.

***C6.06** If this congregation is considering relocation, it shall confer with the bishop of the synod in which it is territorially located before any steps are taken leading to such action. The approval of the Synod Council shall be received before any such action is effected.

Chapter 7. PROPERTY OWNERSHIP

***C7.01** If this congregation ceases to exist, title to undisposed property shall pass to the Pacifica Synod of the Evangelical Lutheran Church in America.

***C7.02** If this congregation is removed from membership in the Evangelical Lutheran Church in America according to its procedure for discipline, title to property shall continue to reside in this congregation.

***C7.03** If a two-thirds majority of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to transfer to another Lutheran church body, title to property shall continue to reside in this congregation. Before this congregation takes action to transfer to another Lutheran church body, it shall consult with representatives of the Pacifica Synod.

***C7.04** If a two-thirds majority of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to become independent or relate to a non-Lutheran church body, title to property of this congregation shall continue to reside in this congregation only with the consent of the Synod Council. The Synod Council, after consultation with this congregation by the established synodical process, may give approval to the request to become independent or to relate to a non-Lutheran church body, in which case title shall remain with the majority of this congregation. If the Synod Council fails to give such approval, title shall remain with those members who desire to continue as a congregation of the Evangelical Lutheran Church in America.

Chapter 8. MEMBERSHIP

***C8.01** Members of this congregation shall be those baptized persons on the roll of this congregation at the time that this constitution is adopted and those who are admitted thereafter and who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.

***C8.02** Members shall be classified as follows:

- a. Baptized members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or, having been previously baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.

- b. Confirmed members are baptized persons who have been confirmed in this congregation, those who have been received by adult baptism or by transfer as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith.
- c. Voting members are confirmed members. Such confirmed members shall have communed and made a contribution of record during the current or preceding year.
- d. Associate members are persons holding membership in other Christian congregations who wish to retain such membership but desire to participate in the life and mission of this congregation. They have all the privileges and duties of membership except voting rights and eligibility for elected offices or membership on the Congregation Council of this congregation.

***C8.03** All applications for confirmed membership shall be submitted to and shall require the approval of the Congregation Council.

***C8.04** It shall be the privilege and duty of members of this congregation to:

- a. make regular use of the means of grace, both Word and sacraments;
- b. live a Christian life in accordance with the Word of God and the teachings of the Lutheran church; and
- c. support the work of this congregation, synod, and the churchwide organization of the Evangelical Lutheran Church in America through contributions of their time, abilities, and financial support as biblical stewards.

***C8.05** Membership in this congregation shall be terminated by any of the following:

- a. death;
- b. resignation;
- c. transfer or release;
- d. disciplinary action by the Congregation Council; or
- e. removal from the roll due to inactivity as defined in the bylaws. Such persons who have been removed from the roll of members shall remain persons for whom the church has a continuing pastoral concern.

Chapter 9. THE PASTOR

***C9.01** Authority to call a pastor shall be in this congregation by at least a two-thirds majority ballot vote of members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by this congregation to recommend the call, shall seek the advice and help of the bishop of the synod.

***C9.02** Only a member of the clergy roster of the Evangelical Lutheran Church in America or a candidate for the roster of ordained ministers who has been recommended for the congregation by the synodical bishop may be called as a pastor of this congregation.

***C9.03** Consistent with the faith and practice of the Evangelical Lutheran Church in America,

a. Every ordained minister shall:

- 1) preach the Word;
- 2) administer the sacraments;
- 3) conduct public worship;
- 4) provide pastoral care; and
- 5) speak publicly to the world in solidarity with the poor and oppressed,

calling for justice and proclaiming God's love for the world.

b. Each ordained minister with a congregational call shall, within the congregation:

- 1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
- 2) supervise all schools and organizations of this congregation;
- 3) install regularly elected members of the Congregation Council; and
- 4) with the council, administer discipline.

c. Every pastor shall:

- 1) strive to extend the Kingdom of God in the community, in the nation, and abroad;
- 2) seek out and encourage qualified persons to prepare for the ministry of the Gospel;
- 3) impart knowledge of this church and its wider ministry through distribution of its periodicals and other publications; and
- 4) endeavor to increase the support given by the congregation to the work of the churchwide organization of the Evangelical Lutheran Church in America (ELCA) and of the Pacifica Synod of the ELCA.

***C9.04** The specific duties of the pastor, compensation, and other matters pertaining to the service of the pastor shall be included in a letter of call, which shall be attested by the bishop of the synod.

***C9.05**

a. The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which, except in the case of the death of the pastor, shall be terminated only following consultation with the synodical bishop and for the following reasons:

- 1) mutual agreement to terminate the call or the completion of a call for a specific term;
- 2) resignation of the pastor, which shall become effective, unless otherwise agreed, 30 days after the date on which it was submitted;
- 3) inability to conduct the pastoral office effectively in the congregation in view of local conditions, without reflection on the competence or the moral and spiritual character of the pastor;
- 4) the physical or mental incapacity of the pastor;
- 5) disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty;

- 6) the dissolution of the congregation; or
 - 7) suspension of the congregation as a result of discipline proceedings.
- b.** When allegations of physical or mental incapacity of the pastor or ineffective conduct of the pastoral office have come to the attention of the bishop of the synod, the bishop in his or her sole discretion may, or when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of the congregation, the bishop shall, investigate such conditions personally in company with a committee of two ordained ministers and one layperson.
- c.** In case of alleged physical or mental incapacity, competent medical testimony shall be obtained. When such disability is evident, the bishop of the synod with the advice of the committee shall declare the pastorate vacant. Upon the restoration of a disabled pastor to health, the bishop of the synod shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another field of labor.
- d.** In the case of alleged local difficulties that imperil the effective functioning of the congregation, all concerned persons shall be heard, after which the bishop of the synod together with the committee described in *C9.05.b. shall decide on the course of action to be recommended to the pastor and the congregation. If they agree to carry out such recommendations, no further action shall be taken by the synod. If either party fails to assent, the congregation may dismiss the pastor by a two-thirds majority vote of the voting members present and voting at a legally called meeting after consultation with the bishop.
- e.** If, in the course of proceedings described in *C9.05.d., the committee concludes that there may be grounds for disciplinary action, the committee shall make recommendations concerning disciplinary action to the synodical bishop who may bring charges, in accordance with the provisions of the constitution and bylaws of the Evangelical Lutheran Church in America and the constitution of this synod.
- f.** If, following the appointment of the committee described in *C9.05.b. or d., it should become apparent that the pastoral office cannot be conducted effectively in the congregation(s) being served by the ordained minister due to local conditions, the bishop of the synod may temporarily suspend the pastor from service in the congregation(s) without prejudice and with pay provided through a joint synodical and churchwide fund and with housing provided by the congregation(s).

***C9.06** At a time of pastoral vacancy, an interim pastor shall be appointed by the bishop of the synod with the consent of this congregation or the Congregation Council.

***C9.07** During the period of service, an interim pastor shall have the rights and duties in the congregation of a regularly called pastor and may delegate the same in part to a supply pastor with the consent of the bishop of the synod and this congregation or Congregation Council. The interim pastor and any ordained pastor providing assistance shall refrain from exerting influence in the selection of a pastor.

***C9.08** This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation.

***C9.09** When a pastor is called to serve in company with another pastor or pastors, the privileges and responsibilities of each pastor shall be specified in documents to accompany the call and to be drafted in consultation involving the pastors, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.

(C9.10 not used)

***C9.11** With the approval of the bishop of the synod, the congregation may depart from *C9.05.a. and call a pastor for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the pastor and representatives of the congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of *C9.05.a.

***C9.12** The pastor of this congregation:

- a. shall keep accurate parochial records of all baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from the congregation;
- b. shall submit a summary of such statistics annually to the synod; and
- c. shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the pastor shall hold membership in one of the congregations.

***C9.13** The pastor(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.

Chapter 10. CONGREGATION MEETING

C10.01 The semiannual meetings of this congregation shall be held at the times specified in the bylaws.

C10.02 A special Congregation Meeting may be called by the pastor, the Congregation Council, or the president of this congregation, and shall be called by the president of the congregation upon the written request of 10% of the voting members. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.

C10.03 Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail to all voting members at least 10 days in advance of the date of the meeting. The posting of such notice in the

regular mail, with the regular postage affixed or paid, sent to the last known address of such members shall be sufficient.

C10.04 10% of voting members shall constitute a quorum.

C10.05 Voting by proxy or by absentee ballot shall not be permitted.

C10.06 All actions by the congregation shall be by majority vote except as otherwise provided in this constitution.

C10.07 Robert's Rules of Order, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

Chapter 11. OFFICERS

C11.01 The officers of this congregation shall be a president, vice president, secretary, and treasurer.

- a. Duties of the officers shall be specified in the bylaws.
- b. The officers shall be voting members of the congregation.
- c. Officers of this congregation shall serve similar offices of the Congregation Council and shall be voting members of the Congregation Council.

C11.02 The president and vice president shall be elected by the congregation by written ballot and shall serve for a term of two years. Their terms shall begin at the close of the annual meeting at which they are elected. The Congregation Council shall elect by written ballot the other officers of the congregation, selected from the elected membership of the Congregation Council, who shall serve for one year or until their successors are elected. Their terms shall begin at the close of the Congregation Council meeting at which they are elected.

C11.03 No officer shall hold more than one office at a time. No elected officer shall be eligible to serve more than two consecutive terms in the same office.

Chapter 12. CONGREGATION COUNCIL

C12.01 The voting membership of the Congregation Council shall consist of the president, vice president and ten duly elected laity. Any voting member of the congregation may be elected, subject only to the limitation on the length of continuous service permitted in that office. The number of laity may be increased as the needs of the congregation require by a two-thirds majority vote of all the voting members of the congregation present at a legally called meeting. A member's place on the Congregation Council shall be declared vacant if the member a) ceases to be a voting member of this congregation or b) is absent from two successive regular meetings of the Congregation Council without cause. Consistent with the laws of the state in which the congregation is incorporated, the

congregation may adopt procedures for the removal of a member of the Congregation Council in other circumstances.

C12.02 The members of the Congregation Council shall be elected by written ballot to serve for two years or until their successors are elected. Such members shall be eligible to serve no more than two full terms consecutively. Their terms shall begin at the close of the annual meeting at which they are elected. In order to avoid the concurrent termination of Congregation Council terms, an effort shall be made to elect approximately one-half of the Congregation Council each year, resulting in staggered terms.

C12.03 Should a member's place on the Congregation Council be declared vacant, the Congregation Council shall elect, by majority vote, a successor until the next semiannual meeting.

C12.04 The Congregation Council shall have general oversight of the life and activities of this congregation, and in particular its worship life, to the end that everything be done in accordance with the Word of God and the faith and practice of the Evangelical Lutheran Church in America. The duties of the Congregation Council shall include the following:

- a. To lead this congregation in stating its mission, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
- b. To seek to involve all members of this congregation in worship, learning, witness, service, and support.
- c. To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.
- d. To maintain supportive relationships with the pastor(s) and staff and help them annually to evaluate the fulfillment of their calling or employment.
- e. To be examples individually and corporately of the style of life and ministry expected of all baptized persons.
- f. To promote a congregational climate of peace and goodwill, and, as differences and conflicts arise, to endeavor to foster mutual understanding.
- g. To arrange for pastoral service during the sickness or absence of the pastor.
- h. To emphasize partnership with the synod and churchwide organization of the Evangelical Lutheran Church in America as well as cooperation with other congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the Evangelical Lutheran Church in America.
- i. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
- j. To seek out and encourage qualified persons to prepare for the ministry of the Gospel.

C12.05 The Congregation Council shall be responsible for the financial and property matters of this congregation.

- a. The Congregation Council shall be the board of directors of this congregation, and as such shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the powers and be subject to the

obligations that pertain to such boards under the laws of the State of California, except as otherwise provided herein.

b. The Congregation Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a meeting of the congregation.

c. The Congregation Council may enter into contracts for items not included in the budget to the limits specified in the bylaws.

d. The Congregation Council shall prepare an annual budget for adoption by this congregation, shall supervise the expenditure of funds in accordance therewith following its adoption, and may incur obligations in excess of the anticipated receipts only to the limit specified in the bylaws unless approved by a Congregation Meeting. The budget shall include this congregation's full indicated share in support of the wider ministry being carried on in partnership with the synod and churchwide organization.

e. The Congregation Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies to the synodical treasurer.

f. The Congregation Council shall be responsible for this congregation's investments and its total insurance program.

C12.06 The Congregation Council shall be cognizant of and see that the provisions of this constitution, its bylaws, and the continuing resolutions are carried out.

C12.07 The Congregation Council shall provide for an annual review of the membership roster in January of each year.

C12.08 The Congregation Council shall be responsible for the employment of the salaried lay workers of this congregation.

C12.09 The Congregation Council shall submit a comprehensive report to this congregation at the semiannual meetings.

(**C12.10** not used)

C12.11 The Congregation Council shall normally meet once a month. Special meetings may be called by the president, and shall be called by the president at the request of at least one-half of its members. Notice of each special meeting shall be given to all who are entitled to be present.

C12.12 A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council.

Chapter 13. CONGREGATION COMMITTEES

C13.01 The officers of this congregation and the pastor shall constitute the Executive Committee.

C13.02 A Nominating Committee of a minimum of four voting members of this congregation, two of whom, if possible, shall be outgoing members of the Congregation Council, shall be appointed each January by the Congregation Council as specified in the bylaws for a term of one year. Members of the Nominating Committee are not eligible for consecutive reelection.

C13.03 An Audit Committee of three voting members shall be appointed each July by the Congregation Council. Audit Committee members shall not be members of the Congregation Council. Term of office shall be two years, with members appointed in alternating years. Members shall be eligible for reappointment up to a maximum of two consecutive terms.

(C13.04 not used)

C13.05 When a pastoral vacancy occurs, a Call Committee of six voting members shall be elected by the Congregation Council. Term of office will terminate upon installation of the newly called pastor. No more than two council members shall be members of the Call Committee.

C13.06 Other committees of this congregation may be formed, as the need arises, by decision of the Congregation Council.

C13.07 Duties of committees of this congregation shall be specified in the bylaws.

Chapter 14. ORGANIZATIONS WITHIN THE CONGREGATION

C14.01 All organizations within this congregation shall exist to aid it in ministering to the members of this congregation and to all persons who can be reached with the Gospel of Christ. As outgrowths and expressions of this congregation's life, the organizations are subject to its oversight and direction. This congregation at its meeting shall determine their policies, guide their activities, and receive reports concerning their membership, work, and finances.

C14.02 Special interest groups, other than those of the official organizations of the Evangelical Lutheran Church in America, may be organized only after authorization has been given by the Congregation Council and specified in a continuing resolution.

Chapter 15. DISCIPLINE OF MEMBERS AND ADJUDICATION

***C15.01** Denial of the Christian faith as described in this constitution, conduct grossly unbecoming a member of the Church of Christ, or persistent trouble-making in this congregation are sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation will be attempted following Matthew 18:15-17, proceeding through these successive steps: a) private admonition by the pastor, b) admonition by the pastor in the

presence of two or three witnesses, and c) citation to appear before the Congregation Council. If for any reason, the pastor is unable to administer the admonitions required by a. and b. hereof, the president (if not the pastor) or vice president shall administer such admonitions.

***C15.02** The process for discipline of a member of the congregation shall be governed as prescribed by the chapter on discipline in the Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America. A member charged with the offense shall appear before the Congregation Council after having received a written notice, at least ten days prior to the meeting, specifying the exact charges that have been made against the member.

***C15.03** Members of the Congregation Council who participate in the preparation of the written charges or who present evidence or testimony in the hearing before the Congregation Council are disqualified from voting upon the question of the guilt of the accused member. Should the allegations be sustained by a two-thirds majority vote of the members of the Congregation Council who are not disqualified but who are present and voting, and renewed admonition prove ineffectual, the council shall impose one of the following disciplinary actions:

- a. censure before the council or congregation;
- b. suspension from membership for a definite period of time; or
- c. exclusion from membership in this congregation. Disciplinary actions b. and c. shall be delivered to the member in writing.

***C15.04** The member against whom disciplinary action has been taken by the Congregation Council shall have the right to appeal the decision to the Synod Council. Such right may not be abridged and the decision of the Synod Council shall be final.

***C15.05** Disciplinary actions may be reconsidered and revoked by the Congregation Council upon receipt of a) evidence that injustice has been done or b) evidence of repentance and amendment.

(C15.06-C15.10 not used)

***C15.11** Adjudication. When there is disagreement among factions within this congregation on a substantive issue that cannot be resolved by the parties, members of this congregation shall have access to the synodical bishop for consultation after informing the chair of the Congregation Council of their intent. If the consultation fails to resolve the issue(s), the Consultation Committee of the synod shall consider the matter. If the Consultation Committee of the synod shall fail to resolve the issue(s), the matter shall be referred to the Synod Council, whose decision shall be final.

Chapter 16. BYLAWS

***C16.01** This congregation may adopt bylaws. No bylaw may conflict with this constitution.

***C16.02** Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a majority vote of those voting members present and voting.

***C16.03** Changes to the bylaws may be proposed by any voting member provided, however, that such additions or amendments be submitted in writing to the Congregation Council at least 60 days before a regular or special Congregation Meeting called for that purpose and that the Congregation Council notify the members of the proposal with its recommendations at least 30 days in advance of the Congregation Meeting.

***C16.04** Approved changes to the bylaws shall be sent by the secretary of this congregation to the synod.

Chapter 17. AMENDMENTS

***C17.01** Amendments to this constitution may be proposed by at least 10% of the voting members or by the Congregation Council. Proposals must be filed in writing with the Congregation Council 60 days before formal consideration by this congregation at its regular or special meeting called for that purpose. The Congregation Council shall notify the members of the proposal with the council's recommendations at least 30 days in advance of the meeting.

***C17.02** A proposed amendment to this constitution shall:

- a. be approved at a legally called meeting according to this constitution by a majority vote of those present and voting;
- b. be ratified without change at the next semiannual meeting by a two-thirds majority vote of those present and voting; and
- c. have the effective date included in the resolution # and noted in the constitution. Such an effective date must be stated in relation to the requirements of *C17.03 to allow time for synodical review of the amendment.

***C17.03** Any amendments to this constitution shall be sent by the secretary of this congregation to the synod. The amendment shall become effective within 120 days from the date of the receipt of the notice by the synod unless the synod informs this congregation that the amendment is in conflict with the constitution and bylaws of the Evangelical Lutheran Church in America or the constitution of the Pacifica Synod of the ELCA.

***C17.04** Whenever the Model Constitution for Congregations is amended by the Churchwide Assembly, this constitution may be amended to reflect any such amendment by a simple majority vote at any subsequent meeting of the congregation without presentation at a prior meeting of the congregation, provided that the Congregation

Council has submitted by mail notice to the congregation of such an amendment or amendments at least 30 days prior to the meeting. Following the adoption of an amendment, the secretary of the congregation shall submit a copy thereof to the synod, consistent with *C17.03.

Chapter 18. CONTINUING RESOLUTIONS

*C18.01 The Congregation Council may enact continuing resolutions which describe the function of the various committees or organizations of this congregation.

*C18.02 Continuing resolutions shall be enacted or amended by a two-thirds vote of all voting members of the Congregation Council.

Chapter 19. INDEMNIFICATION

*C19.01 Consistent with the provisions of the laws under which this congregation is incorporated, this congregation may adopt provisions providing indemnification for each person who, by reason of the fact that such person is or was a Congregation Council member, officer, employee, agent, or other member of any committee of this congregation, was or is threatened to be made a party to any threatened, pending, or completed civil, criminal, administrative, arbitration, or investigative proceeding.

APPROVED:

Amin J Howard
Congregation Secretary

15 August 2001
Date Effective

file name: constitution rv.6
date: 8/15/01

CONSTITUTION AND BYLAWS
OF
OUR SAVIOR'S LUTHERAN CHURCH
SAN CLEMENTE, CALIFORNIA

BYLAWS

SECTION 1. MISSION STATEMENT

B1.01 This congregation shall review its mission statement annually to determine whether or not it reflects the mission of the congregation in light of current needs, trends and its understanding of ministry. Changes to the mission statement must be ratified by two-thirds of the voting members present and voting at the congregation's annual meeting.

The mission statement as adopted or affirmed shall be made a part of the Continuing Resolutions.

SECTION 2. ORGANIZATION STRUCTURE

B2.01 Our Savior's Lutheran church of San Clemente, California, is, and shall continue to be, a corporate organization. The congregation and Congregation Council elect officers who, with the pastor, are responsible for the administration of the corporation and the leadership of the congregation by establishing goals, policies, and overall plans to enable the congregation to carry out its mission.

B2.02 Congregation Council members shall be elected during the first semiannual meeting held in May of each year according to the procedures established in Chapter 12 of the constitution of Our Savior's Lutheran Church.

B2.03 The Congregation Council shall have representation on each of the standing committees of the Congregation Council. These committees shall reflect the major functions and ministries of the congregation and are assigned responsibilities in support of the mission of the congregation and have authority to prepare and carry out goals and plans to fulfill these responsibilities. The pastor and Congregation Council president will provide guidance to the committees.

B2.04 An Executive Committee shall be established to provide leadership to the Congregation Council and the committees. It shall report all actions taken and discussions held to the next regular Congregation Council meeting.

B2.05 The Nominating Committee shall be appointed by the Congregation Council, and shall present a slate of Congregation Council nominees to the congregation at the first semiannual meeting held in May. The Nominating Committee shall also be responsible for presenting a slate of School Board candidates to the Congregation Council for approval at the June Congregation council meeting.

B2.06 The Audit Committee is appointed by the Congregation Council, and shall be responsible for auditing the financial records of the congregation annually.

B2.07 Our Savior's Lutheran School is a ministry of Our Savior's Lutheran Church, with the Our Savior's Lutheran School Board considered a mandatory Standing Committee.

SECTION 3. ADMINISTRATIVE DUTIES OF PASTOR, CONGREGATION COUNCIL AND OFFICERS

B3.01 Pastor

A. Is responsible for the supervision of full-time, part-time, and temporary church staff members, and coordination for the staff with the overall ministry and program of the congregation.

B. Is responsible for developing job descriptions of church staff members.

C. Is accountable to the congregation to carry out the pastoral related terms of the constitution of Our Savior's Lutheran church.

D. Serves as spiritual advisor to the Congregation Council and its committees.

E. Informally evaluates the performance of the Congregation Council and other organizations of the congregation, making appropriate recommendations to the president, the Executive Committee or the Congregation Council.

F. Prepares jointly with the president, agendas for meetings of the Congregation Council, the congregation, and the Executive Committee.

G. Is an ex-officio member of all committees and other organizations of the congregation except the Audit and Nominating committees.

H. Shall be responsible for the maintenance of the congregational records, and upon the termination of service to the congregation, shall have brought the records up to date prior to departure. Said records shall consist of 1) the roster of baptized, confirmed, voting and associate members, 2) the ministerial acts performed by the Pastor, and 3) the minutes and reports of the synod and the Handbook of the ELCA.

B3.02 Congregation Council

A. Secures necessary church staff other than the pastor and establishes and reviews annually all salaries three months prior to the end of the fiscal year.

B. Receives reports monthly from the Treasurer to ascertain that the expenditures are within the budget approved by the congregation. The Congregation Council may enter into contracts of up to 5% of the total annual budget for items not included in the budget. The Congregation Council may incur obligations more than 5% of the total annual budget only after approval by majority vote of the voting members present at a legally called Congregation Meeting.

- C. Prepares a budget to be presented and acted upon at the November semiannual meeting of the congregation.
- D. Ensures that the treasurer and others who have access to the funds of the congregation are adequately bonded.
- E. Ensures that an annual audit of the fiscal records of the congregation and a review of existing insurance coverages be conducted by the Audit Committee, with findings to be reported in writing within three months following the end of the fiscal year.
- F. Shall notify the congregation of any immediate or anticipated financial problems.
- G. Is responsible for the buildings and premises of the congregation so that their use is normally limited to the function of the congregation. Should groups and individuals not associated with the congregation desire to use such property, application shall be made to the Congregation Council.
- H. Shall exercise discipline in accordance with the provisions of the Our Savior's Lutheran Church constitution and bylaws.
- I. Shall have the authority between meetings of the congregation to choose delegates to any group or meeting in which the congregation is entitled to representation.
- J. Shall annually, at the September Congregation Council meeting, establish goals and objectives in support of the mission of the congregation.
- K. Shall annually review the performance of the Pastor via a written performance evaluation three months prior to the end of the fiscal year.
- L. Shall be responsible for the development and periodic updating of an Our Savior's Lutheran Church Policy and Procedures Manual which shall provide further clarification and detail of responsibilities in keeping with the constitution and bylaws.

B3.03 President

- A. Is responsible for implementing decisions of the congregation and the Congregation Council.
- B. Presides at all regular and special meetings of the congregation, the Congregation Council, and the Executive Committee.
- C. Prepares jointly with the pastor, agendas for meetings of the Congregation Council, the congregation, and the Executive Committee.
- D. Coordinates the work of the Congregation Council's committees and other Congregation Council Organizations.
- E. Will become an ex-officio member of the Congregation Council, without vote, for one year upon expiration of his/her final term as president.
- F. Signs official correspondence as directed by the Congregation Council for Executive Committee.
- G. Is an authorized signatory on the church bank accounts.

B3.04 Vice President

- A. Fulfills the duties of the president in the absence of the president.
- B. Maintains familiarity with Conference, Synod, and other appropriate church leadership seminars and events, advising the Congregation Council and committees of the offerings, stimulating interest, support and attendance.

C. Signs official correspondence as directed by the Congregation Council or Executive Committee.

D. Is an authorized signatory on the church bank accounts.

B3.05 Secretary

A. Takes minutes, records attendance, and verifies quorums at Congregation Council and congregation meetings.

B. Ensures timely preparation and distribution of minutes, and the posting of minutes in the church narthex.

C. Initiates and signs official correspondence as directed by the Congregation Council or Executive Committee.

D. Preserves minutes and other records in the congregation's archives.

B3.06 Treasurer

A. Oversees payment of bills and financial obligations of the congregation in accordance with established policies and the approved budget.

B. Is the Chairperson of the Finance Committee, prepares and monitors annual operating budget, oversees all financial/accounting transactions and distributes necessary reports on a timely basis for all ministries of Our Savior's Lutheran Church.

C. Reports on a monthly basis:

1. Income and expenditures in comparison to the approved budget
2. Balance sheet data (assets and liabilities)
3. Cash flow projections

D. Advises the Congregation Council of any immediate or anticipated financial problems.

E. The Treasurer and other financial officers and personnel, as deemed appropriate by the Congregation Council, shall be bonded at the expense of the congregation.

F. Is an authorized signatory on the church bank accounts.

SECTION 4. STANDING COMMITTEES

B4.01 Standing committees shall be established by the Congregation Council and shall serve as an extension of the Congregation Council. Standing committees are in addition to the Executive, Nominating and Audit committees established by the constitution. For the purpose of this section, "Standing Committee" is hereinafter designated as "committee."

B4.02 Committees shall strive to have at least five members, and in no case less than three members. In the case of Our Savior's Lutheran School Board, there shall be no fewer than five board members in addition to the pastor and principal, who shall serve as non-voting members of the School Board.

B4.03 Each committee shall include at least one Congregation Council member in its membership. In the case of the Our Savior's Lutheran School Board, three Congregation Council members shall be included in its membership.

B4.04 Committee members shall be encouraged to serve for more than one year.

B4.05 Committee needs shall be evaluated at the June Congregation Council meeting, with reorganization decisions to be made no later than the August Congregation Council meeting each year.

B4.06 Incumbent committee chairpersons shall recruit candidates for actual and future membership vacancies in consultation with the pastor and the Congregation Council president.

B4.07 Each committee shall support the goals and plans of the congregation Council in its functional area. It shall develop its own goals and plans necessary to carry out its responsibilities in support of the mission of the congregation.

B4.08 Committees are responsible for development of annual budget requests by September for the following year, except the School Board which operates on a different fiscal year, and for expenditures charged to their budgeted funds.

B4.09 Additional committees may be established from time to time as deemed necessary by the Congregation Council as required to carry out the mission of the congregation. The establishment of any new committee shall require a majority vote of the Congregation Council, and shall require that the duties and responsibilities of the committee be prepared and approved in written form and specified in the continuing resolutions.

While the Congregation Council shall strive to establish the following standing committees in an effort to more effectively carry out the mission of the congregation, such establishment is not mandatory with the exception of the Our Savior's Lutheran School Board, which shall be considered a mandatory standing committee. The Congregation Council shall determine by majority vote, and document in the continuing resolutions, which of the following shall be established as standing committees:

A. Worship and Music Committee

There shall be a Worship and Music Committee that shall assist the pastor and the Congregation Council to assure that worship services are conducted regularly and in accordance with the faith and practice of the Evangelical Lutheran Church in America, that ushers and worship leaders are recruited, supported, and trained, and that hymnals and other devotional materials are provided and cared for. This committee shall support and strive to advance the welfare and effective service of the choirs and musicians. It shall arrange for the care of paraments, vestments, communion ware, musical instruments; and in consultation with the pastor, the music director and the choir directors furnish music supplies appropriate for use in the worship life of the congregation.

B. Christian Education Committee.

There shall be a Christian Education Committee which shall provide, in consultation with the pastor, opportunities for persons of all ages to participate in the study of God's Word. It shall recruit, equip, and support members for educational leadership, use appropriate educational materials in accordance with the doctrine of the Evangelical Lutheran Church in America, and ensure that appropriate study undergirds the other function of the congregation.

C. Stewardship Committee.

There shall be a stewardship committee which shall promote, through educational opportunities and other events, growth in stewardship of all of daily life: time, talent, and financial resources as an expression of thankfulness to God. It shall arrange to forward a statement of contributions to all members as directed by the Congregation Council.

D. Finance Committee.

The Finance Committee shall convene, as deemed necessary by the Congregation Council, to compile, review and assemble financial information (i.e., budgeting, accounting, financing, banking, lending, fundraising, etc.) on behalf of the Church and its ministries. The Finance Committee shall make financial recommendations to the Congregation Council, as necessary, for review and approval purposes.

On an annual basis, the Finance Committee will convene to review and discuss the proposed annual operating budget for the Church and its ministries before being presented to the Congregation Council and congregation for review and approval. Additionally, the Finance Committee will periodically review actual income and expenses to make sure that the Church and its ministries are operating within budget parameters.

E. Youth Committee.

The Youth Committee shall create a nurturing environment for youth and their families through programs of education, spiritual growth, service, and fellowship. It shall design and plan youth strategies, formulate policy for youth ministry, and have responsibility for implementation of the mission of the youth program.

F. Buildings and Grounds Committee.

There shall be a Buildings and Grounds Committee which shall be responsible for the proper maintenance, good repair, and protection of all physical property of the congregation. This committee shall be responsible for establishing policies regarding use of church property by both members and non-members.

G. Membership and Outreach Committee.

The membership and Outreach Committee will seek to create an inviting atmosphere where close friendships are nurtured and new friendships are developed. This may happen through social events that are designed to provide fellowship opportunities for members and outreach activities that invite non-members to join the congregation.

H. Social Outreach Committee.

There shall be a Social Outreach Committee which shall coordinate and oversee all outreach ministries of the congregation, advise and make recommendations to the Congregation Council. This committee shall equip, motivate, and support the members of the congregation in extending expressions of Christian compassion to the poor and oppressed and to persons in need. It shall provide opportunities for study of social justice issues and other concerns in the community and world. It shall promote cooperation and support for Conference, Synod, and church-wide agencies, and ecumenical efforts, in furthering social justice and advocacy.

I. Our Savior's Lutheran School Board (a mandatory Standing Committee).

Inasmuch as Our Savior's Lutheran School is a ministry of the church, the Our Savior's Lutheran School Board shall be considered a mandatory standing committee of Our Savior's Lutheran Church. The composition of the School Board, and requirements related to School Board membership are as follows:

- The School Board shall consist of a minimum of five and a maximum of nine voting members, in addition to the pastor and principal, who shall serve as non-voting members of the Board.
- The number of School Board members may be increased as approved by the Congregation Council.
- Three members of the School Board shall be current members of the Congregation Council.
- A maximum of two non-active members of Our Savior's Lutheran Church may be appointed to and serve on the School Board at any given time, subject to said individuals agreeing to and signing a Statement of Faith, attached hereto as Exhibit "A."
- School Board members shall be appointed by the Congregation Council to serve for a two-year term in June of each year, or as soon thereafter as reasonably possible, with an effort made to appoint approximately one-half of the Board Members each year, resulting in staggered terms.
- Board Members may serve no more than two consecutive two-year terms.

Detailed policies concerning the School Board activity and authority shall be detailed in the School Board Policy and Procedures Manual, which is subject to Congregation Council approval.

SECTION 5. MEMBERSHIP

B5.01 In January of each year the pastor shall identify to the Congregation Council those members who have not communed and contributed of record during the current or previous calendar year. Prior to presenting such report to the Congregation Council, the pastor shall have contacted each of these members to determine 1) why they have left or remained inactive, and 2) to provide encouragement to those who may be in need of it. Only after having contacted the inactive members shall the pastor then report to the Congregation Council, and recommend which, if any, of the currently classified voting

members should be reclassified to confirmed members and which, if any, of the members should be contacted with respect to their desire and intent to retain membership.

B5.02 The Congregation Council shall act upon the membership status of these persons in one of three ways:

- A. Record no change in membership status;
- B. Reclassify from a voting member to a confirmed member or;
- C. Remove from membership rolls of the congregation.

B5.03 The Congregation Council shall inform a member of any action taken by the Congregation Council which affects that member's membership status.

SECTION 6. CONGREGATION MEETINGS

B6.01 The semiannual meetings of the congregation shall be held in November and May. Items which shall be covered at the November meeting include:

- 1. Adoption of the proposed budget for the coming year, following presentation of income and expenses, and a statement of assets and liabilities.
- 2. Pastor's report of preliminary statistical information as defined in Chapter 9.12 of Our Savior's Lutheran Church constitution, along with a Statement of pastor's ministry of the current year and goals for the coming year;
- 3. Adoption of continuing resolutions, if applicable;
- 4. Other business as deemed appropriate.

Items which shall be covered at the May meeting include:

- 1. Election of the President and Vice President of the Congregation;
- 2. Election of Congregation Council members;
- 3. Reports of income and expenses, and a statement of assets and liabilities;
- 4. Other business as deemed appropriate.

In accordance with Chapter 10 of the Constitution, notice of all meetings of the congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail to all voting members at least ten days in advance of the date of the meeting.

SECTION 7. CONFLICT OF INTEREST

B7.01 No member of the Congregation Council may discuss or vote upon a matter before the Congregation Council in which that member or any person in that member's immediate family has a financial interest as defined by law. Members of the Congregation Council may enter into a service or vendor relationship with Our Savior's Lutheran Church as long as they do not discuss or vote upon that relationship.

8/15/01

SECTION 8. FISCAL YEAR

B8.01 The fiscal year of the congregation will be July 1 through June 30.

APPROVED



Congregation Secretary



Date Effective

File name: constitution rv.7

Date: 9/18/2008