

**Constitution and Bylaws  
Our Saviour's Lutheran Church  
Minneapolis, Minnesota**

**Adopted at the February 7, 2010 Annual Meeting  
of the Congregation**

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## **Constitution for Our Saviour's Lutheran Church**

# Minneapolis, Minnesota

## **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 Our Saviour's Lutheran Church in Minneapolis and its registered office is located in Minneapolis, Minnesota.
- C1.02.** For the purpose of this constitution and the accompanying bylaws, the congregation of Our Saviour's Lutheran Church in Minneapolis is hereinafter designated as "this congregation."
- C1.03.** This congregation shall be incorporated under the provisions of Minnesota Statutes Annotated Chapter 317 and acts amendatory thereof and supplementary thereto.

## **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 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

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\*Required provision

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 Scripture 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 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 in 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 of the sick and 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.
  1. As an expression of unity with other Lutheran congregations, and in recognition of long honored, faith inspiring, common worship traditions, this congregation shall use in its worship liturgies and hymn books as are recommended by the Evangelical Lutheran Church in America.
  2. As an expression of this congregation's uniqueness in membership and context, and in recognition of an increasing variety of faith inspiring worship traditions other than those in common use by the Evangelical Lutheran Church in America churches, this congregation shall also use in its worship liturgies and hymn books that are recommended by the Commission of Worship.
  3. This congregation invites all of its members that have been prepared to receive the Sacrament to participate regularly in Holy Communion.
  4. Preparation for Holy Communion will normally be provided for persons as young as 10 years of age whose parents or guardians desire that their children receive Holy Communion.

5. Communion participation shall be open to members of other Lutheran congregations and to other persons who are baptized in the Christian faith who, in their judgment, are ready for participation in the Lord's Supper. Worthy participation requires sincere repentance, faith in Jesus Christ as Savior, an earnest desire to amend one's sinful life, and the acceptance in sacraments of the real presence of Christ with his body and blood.
  6. Registration for participation in Holy Communion shall be recommended for all participants in the Lord's Supper.
  7. The office shall record participation in Holy Communion of the members of this congregation.
- 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 this 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 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 table, committee, task force, or other organizational group and shall review their actions.

**\*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. adopt amendments to the constitution, as provided in Chapter 18, and amendments to the bylaws, as specified in Chapter 17.
- e. approve the annual budget;
- f. acquire real and personal property by gift, devise, purchase, or other lawful means;
- g. hold title to and use its property for any and all activities consistent with its purpose;
- h. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
- i. elect its officers, Congregation Council, tables, boards, and committees, and require them to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions; and
- j. terminate its relationship with the Evangelical 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 this congregation and other qualifications shall be prescribed in guidelines established by the synod.

**C5.05.** All schools, organizations, foundations within this congregation shall be organized only with approval of this congregation and shall operate in harmony with its purposes.

## **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 Minneapolis Area 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 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 the bishop of the synod or an authorized representative shall be present. Notice of this 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 considers relocation, it shall confer with the bishop of the synod in which it is territorially located before any steps are taken to such action. The approval of the Synod Council shall be received before any such action is effected.

## **Chapter 7**

### **PROPERTY OWNERSHIP**

**\*C7.01.** The title of all real or personal property now owned and hereafter acquired by this congregation, its organizations or individuals for use by this congregation and its organizations shall be held by this congregation.

**\*C7.02.** If this congregation ceases to exist, title of undisposed property shall pass to the Minneapolis Area Synod of the Evangelical Lutheran Church in America.

**\*C7.03.** 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.

**\*C7.04.** If 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 Minneapolis Area Synod.

**C7.05.** If two-thirds 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.

**C7.06.** Real property shall not be purchased, disposed of, or encumbered in any manner except by resolution adopted by not less than a two-thirds majority ballot vote of the members present and voting at a legally called meeting of this congregation.

## **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. There shall be no membership restrictions with respect to race, color, national origin, or sex.
- \*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, during the current or preceding calendar year, shall have communed and shall have made a contribution of record during the current or preceding year. Members of this congregation who have satisfied these basic standards shall have the privilege of voice and vote at every regular and special meeting of the congregation.
  - 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, the 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.

- \*C8.05.A.** A member who in the judgment of the Congregation Council shows no interest in attending church services and does not partake of Holy Communion and does not contribute to this congregational treasury according to congregational records for a period of two years shall be presumed no longer to desire membership.
- a. The Congregation Council shall be responsible for contacting these members to determine their status as members.
  - b. Persons who desire to be dropped from membership shall be allowed to do so.
  - c. Persons who indicate a desire to maintain their membership but have not reactivated their membership shall be put on the responsibility list. Members on the responsibility list for one year without showing signs of activation, such as participating in Holy Communion, contributing, or being involved in the programs of this congregation, shall be removed from membership in this congregation for inactivity.
  - d. Such persons who have been removed from the roll of members shall remain persons for whom the Church has a continuing pastoral concern.

**C8.05.B.** A member who has been removed by inactivity may reinstitute membership through affirmation of faith.

**C8.05.C.** This congregation shall sponsor all children baptized at Our Saviour's whose parents or guardians are not members, until they reach confirmation age. If after age thirteen, the child fails to participate in the Christian Education program for three years and the Congregation Council or those designated by the Congregation Council has called upon the child encouraging participation, then the child will be dropped from membership.

## **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 the Congregation Council 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 Minneapolis Area 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 at a legally called meeting after consultation with the bishop, either (a) by a two-thirds majority vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a simple majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
- 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.
- \*C9.11. 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.
- \*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.
- \*C9.14. The pastor shall be a member of this congregation that has extended the letter of call. The pastor(s) shall be ex officio member of the Congregation Council with right of voice and vote and shall be advisory member to all committees, tables, and of the boards of all auxiliary organizations of this congregation.
- C9.15. The pastoral office shall be responsible for the day-to-day supervision of all paid staff of this congregation and shall work closely with the Personnel Committee of the Congregation Council in defining personnel policy, practice, and staff evaluation. The pastor(s) shall assign the staff as advisors to tables related to their area of work.

**Chapter 10.**  
**CONGREGATION MEETING**

- C10.01.** The annual meeting of this congregation shall be held at a time specified in the bylaws.
- C10.01.01.** The duties of the annual meeting shall be to elect from the voting members of this congregation, the officers, the Congregation Council, the audit and nominating committees, the Foundation Board, and the Tables for Community Faith Formation, Outreach, and Worship and Arts.
- C10.01.02.** The annual meeting may nominate additional persons for any position or office after receiving the nominating committee report. The annual meeting shall authorize the Congregation Council to fill vacancies in the council, committees, and tables-between annual meetings.
- C10.01.03.** The annual meeting shall approve and authorize the congregational budget for the year and receive reports from the Congregation Council, committees, the tables, and the auxiliary boards of this congregation.
- 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 twenty (20) 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.** Thirty five (35) voting members shall constitute a quorum.
- C10.05.** Voting by proxy or by absentee ballot shall not be permitted.
- C10.06.** All actions approved by the congregation shall be by majority vote of those voting members present and voting, except as otherwise provided in this constitution or by state law.
- C10.07.** *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of all meetings of this congregation.
- C10.08** A meeting of this congregation may by majority vote of those present, be recessed to reconvene at a special time and place. A meeting may also be recessed to reconvene upon call; provided, however, that notice of such reconvened meeting must be given in accordance with the notice required by the bylaws for special meetings.

**Chapter 11.**

## **OFFICERS**

- C11.01.** At its annual meeting, this congregation shall elect from its voting membership, a president, vice-president, secretary, and treasurer who shall be the officers and the executive committee of this congregation and the Congregation Council. The duties of the officers of this congregation are as follows:
- C11.01.01.** The president shall preside at meetings of this congregation, the Congregation Council, and the Executive committee of the Congregation Council.
- C11.01.02.** The vice-president shall preside at the meetings of this congregation and the Congregation Council in the absence of the president and shall be a member of the Personnel Committee.
- C11.01.03.** The secretary shall keep the minutes of the Congregation Council and of congregational meetings.
- C11.01.04.** The treasurer shall have custody of all funds of this congregation and shall receive and disburse such funds in accordance with the decisions of this congregation, the Congregation Council, and the tables. The treasurer shall preside at the Finance Committee.
- C11.01.05.** When requested to do so by the Congregation Council, the treasurer shall also accept custody of the funds belonging to auxiliary and subsidiary organizations.
- C11.01.06.** The president, secretary, and treasurer are authorized to sign legal documents on behalf of this congregation after actions have been passed by the Congregation Council or this congregation.
- C11.02.** All officers shall be elected to one-year terms and shall be limited to serving three successive terms. Their terms shall begin at the close of the annual meeting at which they are elected.

## **Chapter 12.**

### **CONGREGATION COUNCIL**

- C12.01.** At its annual meeting this congregation shall elect a Congregation Council.
- C12.01.01** The voting membership of the Congregation Council shall consist of the pastor(s), officers, one person representing each of the tables, and at least three (3) and no more than five (5) persons representing this congregation at large.
- C12.02.** The terms shall be three (3) years with approximately one-third of the terms expiring annually. No member of the Congregation Council shall be eligible for more than two successive terms.
- C12.03.** 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 four successive regular meetings of the Congregation Council

without a cause. If a vacancy occurs on the Congregation Council, the council shall fill the vacancy until the next annual meeting of this congregation. Should the unexpired term be one year or less, it shall not be considered in determining eligibility for succession.

- 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 authorize support or participation in extended ministries. This includes endorsement of programs or issues with monies or by officially lending this congregation's name.
  - j. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
  - k. 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 trustees 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 Minnesota, except as otherwise provided herein.

- b. 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.

- C12.05.01.** The Congregation Council shall review, change if necessary, approve and finally propose the budget to the annual meeting of this congregation.
  - a. The Congregation Council shall be responsible for this congregation's investments and its total insurance program.
  - b. The Congregation Council shall be authorized to curtail the spending of any table if income is not adequate to meet the authorized budget.
- C12.06.** The Congregation Council shall 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.
- C12.08.** The Congregation Council shall be responsible for the employment and supervision of the salaried lay workers of this congregation.
- C12.09.** The Congregation Council shall submit a comprehensive report to this congregation at the annual meeting.
- C12.10.** The Congregation Council shall normally meet once a month. Special meetings may be called by the pastor or 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.
- C12.11.** A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the pastor or interim pastor, except when the pastor or interim pastor requests or consents to be absent and has given prior approval to the agenda for a particular regular or special meeting, which shall be the only business considered at that meeting.

### **Chapter 13.**

#### **CONGREGATION COMMITTEES**

- C13.01.** The officers of this congregation and the pastor(s) shall constitute the Executive Committee.
- C13.01.A.** The Executive Committee shall be responsible for establishing an agenda for the Congregation Council and congregational meetings.
- C13.01.B.** The Executive Committee shall work with the pastor(s) in preparation for meetings and advise pastor(s) on items where the pastor(s) desire their counsel.
- C13.02.** There shall be a Nominating Committee

- C13.02.A.** The Nominating Committee shall be composed of not less than three (3) nor more than five (5) members. The term of office shall be one year.
- C13.02.B.** The committee shall nominate one or more candidate(s) for each office or position to be filled and shall secure the consent for nomination of each candidate.
- C13.02.C.** The list of nominees shall be announced to this congregation in conjunction with and at the time of the announcements of the meeting of this congregation at which the elections are to take place.
- C13.03.** There shall be an Auditing Committee
- C13.03.A.** The Auditing Committee shall be composed of not less than three (3) nor more than five (5) members. The term of office shall be one year.
- C13.03.B.** The committee shall review the expenses of this congregation and its income and report to the annual meeting the accuracy of the transactions.
- C13.03.C.** The committee shall recommend accounting procedure to the Finance Committee of the Congregation Council that would improve the accuracy of the financial transactions.
- C13.03 D.** The committee shall, if requested by the annual meeting, review the transactions of the auxiliaries of this congregation.
- C13.03.E.** The committee shall meet with the treasurer and the financial secretary to discuss the audit before and after the annual meeting.
- C13.04.** 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.
- C13.05.** Other committees of this congregation may be formed, as the need arises, by decision of the Congregation Council.
- C13.06.** The pastor(s) of this congregation shall be *ex officio* a member of all committees and boards of the congregation. The president of this congregation shall be *ex officio* a member of all committees and boards of the congregation, except the Nominating Committee.

## **Chapter 14.**

### **TABLES**

- 14.01.** At its annual meeting this congregation shall elect from its voting membership, persons to serve on tables as designated in the bylaws.
- 14.01.01.** Tables shall be elected by and responsible to the annual meeting of this congregation.
- 14.01.02.** Members of the tables shall be elected to three-year terms (with approximately one third of terms expiring annually) and shall be limited to serving two successive terms.

- 14.01.03.** If a vacancy occurs on a table, the Congregation Council shall fill the vacancy until the next annual meeting of this congregation. Should the unexpired term be one year or less, it shall not be considered in determining eligibility for succession.
- 14.01.04.** The tables shall report periodically to the Congregation Council.
- 14.01.05.** Each table shall prepare its own budget requests for submission to the Congregation Council. Upon approval of the budget by this congregation, each table is authorized to make expenditures according to the approved budget.
- 14.01.06.** The Congregation Council may curtail the expenses of a table if income is not commensurate with anticipated income in the budget. The Congregation Council may request that a table delay an approved expense until funds are available.
- 14.01.07.** Each table annually shall elect from its membership a chairperson and a secretary.
- 14.01.08.** Each table shall report to the annual meeting of this congregation a review of its activities for the past year.
- 14.01.09.** Each table shall report to the Congregation Council its desired goals for the coming year and participate with the Congregation Council to determine recommended goals.

## **Chapter 15.**

### **ORGANIZATIONS WITHIN THE CONGREGATION**

- C15.01.** 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.
- C15.02.** 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.

## **Chapter 16.**

### **DISCIPLINE OF MEMBERS AND ADJUDICATION**

- \*C16.01.** 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.

- \*C16.02.** 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, specifying the exact charges that have been made against the member, at least 10 days prior to the meeting.
- \*C16.03.** 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.
- \*C16.04.** 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.
- \*C16.05.** 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.
- \*C16.06. Adjudication**
- \*C16.07.** 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 17. BYLAWS**

- \*C17.01.** This congregation may adopt bylaws. No bylaw may conflict with this constitution.

- \*C17.02. 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.
- \*C17.03. 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 congregation's members by mail of the proposal with the council's recommendations at least 30 days in advance of the Congregation Meeting.
- \*C17.04. Approved changes to the bylaws shall be sent by the secretary of this congregation to the synod.

**Chapter 18.**  
**AMENDMENTS**

- \*C18.01. Unless provision \*C18.04. is applicable, those sections of this constitution that are not required, in accord with the *Model Constitution for Congregations of the Evangelical Lutheran Church in America*, may be amended in the following manner. Amendments to this constitution may be proposed by at least 20 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. Upon the request of 20 voting members of the congregation, the Congregation Council shall submit such notice. Following the adoption of an amendment, the secretary of the congregation shall submit a copy thereof to the Synod. Such provisions shall become effective immediately following a vote of approval.
- \*C18.02. A proposed amendment to this constitution shall:
  - a. be approved at a properly called meeting according to this constitution by a majority vote of those present and voting;
  - b. be ratified without change at the next annual meeting by a two-thirds majority vote of those present and voting; and
  - c. have the effective date included in the resolution<sup>4</sup> and noted in the constitution.<sup>\*\*\*1</sup>
- \*C18.03. 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

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<sup>1</sup><sub>4</sub> Such an effective date must be stated in relation to the requirements of \*C17.03. to allow time for synodical review of the amendment.

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 Minneapolis Area Synod of the ELCA.

**\*C18.04.** This constitution may be amended to bring any section into conformity with a section or sections, either required or not required, by the *Model Constituion for Congregations of the Evangelical Lutheran Church in America*—as most recently amended by the Churchwide Assembly-- by a simple majority vote of those voting members present and voting at any subsequent legally called 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, together with the council's recommendations, at least 30 days prior to the meeting. Upon the request of 20 voting members of the congregation, the Congregation Council shall submit such notice. Following the adoption of an amendment, the secretary of the congregation shall submit a copy thereof to the synod, consistent with 18.03.

**C18.05.** The doctrinal basis and the confessional subscription contained in Chapter 2 of this constitution shall be unalterable; and no amendment to this constitution shall conflict herewith.

## **Chapter 19.**

### **CONTINUING RESOLUTIONS**

**\*C19.01.** The congregation in a legally called meeting or the Congregation Council may enact continuing resolutions which describe the function of the various committees or organizations of this congregation.

**\*C19.02.** Continuing resolutions shall be enacted or amended by a majority vote of a meeting of the congregation or a two-thirds vote of all voting members of the Congregation Council.

## **Chapter 20.**

### **THE FOUNDATION BOARD**

**\*C20.01.** There shall be a foundation known as Our Saviour's Lutheran Church in Minneapolis Foundation with its separate articles of incorporation and bylaws

**C20.02.** The membership of the Foundation Board shall be elected by this congregation at its annual meeting.

**C20.02.01.** The annual meeting of this congregation shall elect twelve (12) members of the board for terms as stated in the Foundation bylaws.

**C20.03.** The annual meeting of this congregation shall receive the report of the Foundation Board as to its activities, condition of the endowment fund, its income, expenses, and disbursements.

**Chapter 21.**  
**STOCKS**

**C21.01.** This corporation shall not issue any capital stock. The corporation does not afford pecuniary gain incidentally or otherwise to its members; and there shall be no personal liability on any of the members for corporate obligations.

# Bylaws for Our Saviour's Lutheran Church

## Chapter 1

### ANNUAL MEETING OF THE CONGREGATION

- B1.01.** The annual meeting of this congregation shall be held after the first Sunday in February and no later than the last day of February at a time designated by the Congregation Council.
- B1.02.** The duties of the annual meeting shall be to elect from the voting members of this congregation, the officers, the Congregation Council, the audit and nominating committees, the Foundation Board, and the tables for Community/Faith Formation, Outreach, and Worship and Arts
- B1.03.** The annual meeting may nominate additional persons for any position or office after receiving the nominating committee report. The annual meeting shall authorize the Congregation Council to fill vacancies in the council, committees, and tables between annual meetings.
- B1.04.** The annual meeting shall approve and authorize this congregational budget for the year and receive reports from the Congregation Council, committees, the tables, and the auxiliary boards of this congregation.

## Chapter 2

### TABLES OF THE CONGREGATION

- B2.01.** There shall be a Ministry of Community and Faith Formation (MCFF) table
- B2.01.01.** This table will oversee education and faith formation, spiritual development, fellowship, youth ministries and programs, confirmation, camping and building of community within the structure of the congregation.
- B2.01.02.** The Ministry of Community and Faith Formation table shall have a minimum of five (5) members.
- B2.01.03.** The Ministry of Community and Faith Formation table's responsibilities will include budget oversight, development, evaluation and support of the various ministries and programs that grow from the visioning of the table. These ministries and programs include, but are not limited to, Children's Sunday School, Adult Education, Confirmation, Bible study, Liberian Fellowship.
- B2.01.04.** The Ministry of Community and Faith Formation table will meet a minimum of four (4) times a year
- B2.02.** There shall be a Worship and Arts table

- B2.02.01.** This table will oversee congregational ministries of worship, stewardship, music, arts, and environment.
- B2.02.02.** The Worship and Arts table shall have a minimum of five (5) members.
- B2.02.03.** The Worship and Arts table's responsibilities will include:
- a. Propose and authorize budget expenditures for worship, music, Altar Guild, and stewardship
  - b. Provide support and oversight to groups/individuals working in the following areas:
    1. Worship planning
    2. Altar Guild
    3. Art Committee
    4. Lectors
      1. Prayers of the People
      2. Stewardship
      3. Hospitality Teams (with MCFE)
  - c. Ongoing evaluation of the congregation's ministry in worship and arts
- B2.03.** There shall be an Outreach table
- B2.03.01.** This table will oversee congregational ministries of social justice, compassion, empowerment, neighborhood and regional outreach, global outreach, communications, and evangelism.
- B2.03.02.** The Outreach table shall have a minimum of five (5) members.
- B2.03.03.** The Outreach table's responsibilities will include:
- a. Propose and authorize expenditures for Mission Support and Evangelism & Outreach (e.g.: ELCA/Minneapolis Area Synod, Lutheran Social Service (LSS), Lutheran Volunteer Corps (LVC) , Kaleidoscope, Daily Work, Our Saviour's Outreach Ministries (OSOM) Bread for the World), ISAI AH, neighborhood outreach and Mission of the Month).
  - b. Support existing outreach efforts – justice, compassion/empowerment, evangelism – and encourage new areas of involvement.
  - c. Oversee congregational communications, including website, print advertising, brochures and outdoor signage.
  - d. Annually review congregation's connection to neighborhood, city, metro, state, national and international organizations, including: LSS, Wilderness Canoe Base, ISAI AH, Daily Work, Cherish Our Children, Kaleidoscope, ELCA/Minneapolis Area Synod, OSOM, Bread for the World, LVC, Liberia/Curran Hospital, etc.
  - e. Evaluate congregation's approach to outreach and social justice.
- B2.04.** In addition to items noted above, each table is responsible for the following:
- a. Providing the Finance Committee with an annual budget request one month prior to the stewardship promotion of this congregation.
  - b. Determining and providing input to the Congregation Council regarding staffing needs in their area of responsibility.

- c. Providing long-range planning inputs to the Congregation Council regarding their area of responsibility.

### **Chapter 3**

#### **COMMITTEES OF THE CONGREGATION**

- B3.01.** The Congregation Council shall establish a Finance Committee
- B3.01.01.** The Finance Committee will assist the Congregational Council in their constitutional responsibility for the financial and property matters of this congregation.
- B3.01.02.** The Finance Committee's responsibilities shall include:
  - a. Maintaining records of all contributions and make regular reports to the Congregation Council and to the members as required by the Congregation Council
  - b. Receiving a proposed budget request from each of the tables one month prior to the stewardship promotion of this congregation.
  - c. Determine the anticipated income for the coming year within one month following Pledge Sunday.
  - d. Prepare their recommendation of the expense budget in cooperation with the tables.
  - e. Recommend the budget to the Congregation Council at its January meeting.
  - f. The committee shall receive reports regularly from the treasurer to ascertain that the expenditures are within the budget approved by the congregation.
  - g. The committee shall assure itself that the treasurer and others who has access to the funds of this congregation are adequately bonded.
  - h. The committee shall be responsible for the management of credit.
  - i. The committee shall make recommendations to the Congregation Council regarding unbudgeted needs arising and special financial appeals and offerings.
  - j. The committee shall analyze and supervise special funds of this congregation and its auxiliaries and make recommendations to the Congregation Council as to their management and use.
  - k. The committee shall recommend to the Congregation Council the approval of congregational expenditures.
- B3.02.** The Congregation Council shall establish a Personnel Committee.
- B3.02.01.** The Personnel Committee will assist the Congregation Council in their constitutional responsibility for the employment and supervision of the salaried lay workers of this congregation
- B3.02.02.** The Congregation Council shall designate at least three of its members, including the vice-president of this congregation, to serve on the Personnel Committee. The Personnel Committee shall be chaired by the vice-president of this congregation.

- B3.02.03.** The Personnel Committee's responsibilities shall include:
- a. Recommend personnel policies and procedures to the Church Council for action.
  - b. Be responsible for conducting regular review of the performance of all employees of this congregation.
  - c. Recommend job descriptions, salaries, and benefits for all employees of this congregation to the Congregation Council for action.
  - d. Seek to provide support and encouragement to all staff persons to enhance healthy working relationships and environments.
  - e. Help assess new work suggestions as to feasibility, staff needs, work loads, and assignments.