

## **CONSTITUTION AND ARTICLES OF INCORPORATION MESSIAH LUTHERAN CHURCH OF CONTRA COSTA COUNTY, CALIFORNIA**

The members of Messiah Lutheran Church, Contra Costa County, California, have associated themselves together for the purpose of forming a non-profit corporation under Title I, Division 2, Part IV of the Corporation Code of the State of California. The following is the adopted constitution.

### **PREAMBLE**

We, the members of Messiah Lutheran Church, believe in the Triune God; the Father, Son and Holy Spirit. The church is the bride of Christ. God alone has authority in heaven and on earth (Matthew 28:18). God alone rules and governs His Church by His written word. The church is not a democracy; all authority she has comes from God.

The Holy Scriptures require that a Christian congregation shall conform to the word of God in doctrine and in practice, Psalm 119:105; Matthew 28:18-20; Galatians 1:6-8; 2 Timothy 4:1-5, and that all things be done decently and in order, 1 Corinthians 14:40. Therefore we, the members of Messiah Lutheran Church of the San Ramon Valley, Contra Costa County, California, and vicinity, do declare and accept this constitution as the document by which all spiritual and material affairs of our congregation are governed.

### **ARTICLE I - NAME**

The name of this congregation is Messiah Lutheran Church, Contra Costa County, California. The congregation is the assembly of believers among whom the gospel is preached in its truth and purity and the holy sacraments are administered according to the word of God. Wherever used, the words church, congregation and corporation refer to the same entity.

### **ARTICLE II - PURPOSE**

1. This congregation:
  - a. gives honor and glory to God
  - b. preaches the gospel of Jesus Christ and administers the sacraments through the pastoral office (UAC V)
  - c. confesses our faith in Jesus Christ
  - d. manifests the Church's unity in faith and love
  - e. extends a helping hand to human need

### **AMENDMENT**

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2. This congregation achieves her purpose by:
  - a. preaching the Word of God
  - b. administering the sacraments
  - c. instructing all members according to Article III of the constitution.

## ARTICLE III - CONFESSIONAL STANDARD

This congregation acknowledges and accepts without reservation:

1. The canonical Scriptures of the Old and New Testaments as the inerrant, inspired, written word of God and the only infallible rule and norm of faith and practice.
2. All the confessional statements of the Evangelical Lutheran Church in the Book of Concord of 1580 as pure and true statements and expositions of the word of God.

These are:

- a. the three Ecumenical Creeds (the Apostles' Creed, the Nicene Creed, the Athanasian Creed)
- b. the Unaltered Augsburg Confession (UAC)
- c. the Apology of the Augsburg Confession
- d. the Smalcald Articles
- e. the Treatise on the Power and Primacy of the Pope
- f. the Large Catechism of Luther
- g. the Small Catechism of Luther
- h. the Formula of Concord

In order to maintain doctrinal unity, it is the obligation of the congregation to ensure that all members have an opportunity to become familiar with the doctrinal standards enumerated above.

No doctrine is taught or tolerated which is at variance with the Holy Scriptures and the confessional writings as indicated above. All doctrinal controversies are decided and adjudicated according to this norm of doctrine.

This article (Article III) of the constitution is irrevocable.

## ARTICLE IV - SYNODICAL MEMBERSHIP

In order to participate in the training of future pastors and the sending out of missionaries, to better pool our talents and care for one another, and to strive for common worship practices, this congregation may seek to join with other congregations in synodical membership. This "walking together" will continue as long as the confession and practice

of the synod is in accord with the confession and constitution of this congregation as set forth in Article III of this constitution. Such affiliation is determined by majority vote of voting members at a properly called congregational assembly. The synod and its representatives shall have an advisory role to this congregation but have no legislative authority over her internal affairs.

## ARTICLE V - MEMBERSHIP

1. Members are those who have been baptized “in the name of the Father, and of the Son, and of the Holy Spirit” and are under the spiritual care of the pastor and this congregation.
2. Communicant members are those who:
  - a. have been baptized
  - b. accept the doctrinal standard of Article III of this constitution
  - c. have been received through one of the following:
    - 1) the rite of confirmation
    - 2) transfer from a sister congregation
    - 3) profession of faith
3. Voting members are communicant members who:
  - a. have reached the age of 18 years
  - b. have been received by a majority vote at a regular congregational assembly
  - c. have signed the constitution and bylaws of this congregation

## ARTICLE VI - PASTORAL OFFICE

God himself has instituted the office of the pastoral ministry for preaching the gospel and administering the sacraments. Through these means God gives the Holy Spirit, creates faith in those who hear the gospel and gathers his congregation. God works through the congregation to call men to serve as stewards of God’s grace. While the congregation cares for her pastor’s physical welfare, he is not an “employee” of the congregation, nor is he “hired” by her. A pastor is a steward of the mysteries of God (1 Corinthians 4:1), appointed by God, and serves God by faithfully preaching the gospel and administering the sacraments to the congregation.

### Qualifications and Duties of the Pastor:

1. Only men, educated, trained and ordained, are called and installed as pastors of this congregation. All pastors are called by procedures established in the bylaws.
2. Any candidate-elect to the pastoral office shall declare his adherence to Article III.

3. The pastor is the chief spiritual guardian and teacher of the congregation. He oversees (Acts 20:28) the proclamation of the word of God and the administration of the sacraments in keeping with Article III.
4. The pastor is an ex-officio advisory member of the church planning council, committees and boards.

#### ARTICLE VII - POSITION ELIGIBILITY

According to the Scriptures (I Corinthians 14:33b-38, I Timothy 3:2) and according to the orders of creation and the orders of the fall as referred to in I Timothy 2:11-15, only men are to be placed into the office of the pastoral ministry, or hold the position of an elder or congregational president.

#### ARTICLE VIII - AUTHORITY OF THE CONGREGATION

1. A properly called congregational assembly of voters, hereafter called congregational assembly, is the governing body of this congregation and is empowered to administer and manage all her affairs. The establishment and conduct of all organizations within the congregation, or related directly to her, are subject to the approval and supervision of the congregational assembly.
2. All matters brought before a congregational assembly are decided by a simple majority of the congregational assembly unless otherwise specified by this constitution or bylaws. Matters of doctrine and conscience are decided only on the basis of Article III.
3. The right of calling and dismissing pastors is vested in the congregational assembly and shall not be delegated otherwise.
4. The congregational assembly, through her organization as described in Article X, is never empowered to decide anything contrary to Article III. Any such decisions shall be null and void.

#### ARTICLE IX - SUPPORT OF THE CHURCH

In response to God's rich grace and love in Christ, members seek by the Spirit's power to conform their entire lives to the rule of God's word and exercise faithful stewardship of God's gifts of time, talent and material blessings in support of His congregation and His commission to "make disciples of all nations" (Matthew 28:19-20, 1 Corinthians 12, 2 Corinthians 8 & 9).

## ARTICLE X - ORGANIZATION

### 1. OFFICERS

The officers of this congregation consist of a congregational president, an executive secretary and a treasurer. Selection of officers, their terms of office, duties and responsibilities are regulated by the bylaws.

### 2. BOARDS AND COMMITTEES

Provisions are made in the bylaws for boards and committees to plan programs and administer activities of the congregation.

### 3. CHURCH PLANNING COUNCIL

The church planning council is responsible for the overall planning of the programs needed to attain the purpose, achieve the goals and conduct the activities of the congregation. The church planning council consists of the pastor, the officers of the congregation and those board chairs as provided in the bylaws.

### 4. RIGHTS AND POWERS

This congregation, subject to the limiting provisions and regulations of this constitution and its associated bylaws, has final authority in the administration of her affairs. No position in this congregation has any power or authority beyond that conferred upon them by the congregation acting through the congregational assembly. The church planning council, boards and committees are responsible for duties delegated to them by the congregational assembly. Such delegated rights and powers, for any position board or committee, are subject to revision or complete withdrawal by the congregational assembly at its discretion.

### 5. ELECTION AND DISMISSAL

Election or appointment to any position will be conducted by the procedures in the bylaws. Only voting members may be nominated, elected or appointed as an officer or a chair. Any elected or appointed individual shall be removed for just and valid causes established in the bylaws.

## ARTICLE XI - DIVISION

1. If at any time a division of the congregation takes place on account of doctrine, the property of the congregation and all benefits connected therewith remains with those communicant members who continue to adhere in confession and practice to Article III of this constitution, as determined by the adjudication procedures of that Synod in which the congregation is affiliated.
2. If division takes place for any other reason, the property of the congregation and all benefits connected therewith remain with the majority of the communicant members who continue to adhere in confession and practice of Article III of this constitution, as determined by the adjudication procedures of that Synod in which the congregation is affiliated.
3. In the event the congregation should dissolve, the property and all rights connected therewith are transferred to that Synod in which the congregation holds membership at the time of dissolution.

#### ARTICLE XII - MEETINGS

1. The procedures for conducting regular and special meetings of the congregation and the method of providing for such meeting notices are specified in the bylaws.
2. All voting members present at a properly called congregational assembly shall constitute a quorum.

#### ARTICLE XIII - AMENDMENTS

With the exception of Article III, this constitution shall only be amended according to the procedures set forth in the bylaws.

# **BYLAWS OF MESSIAH LUTHERAN CHURCH**

## **ARTICLE I - ORGANIZATION**

### **SECTION A - INTRODUCTION**

As stated in Article VI of the constitution, the pastor proclaims, teaches and applies God's word to the work of the congregation. All programs, activities and work of the congregation shall be governed by the word of God.

As stated in Article VIII of the constitution, the congregational assembly is the governing body of this congregation and is empowered to administer and manage all her affairs in accordance with Article III. The establishment and conduct of all organizations within the congregation is subject to the approval and supervision of the congregational assembly.

### **SECTION B - CHURCH PLANNING COUNCIL**

Provides planning of the programs needed to attain the purpose, achieve the goals and conduct the activities of the congregation.

The church planning council consists of the:

1. Pastor (ex-officio advisory member)
2. Congregational president
3. Executive secretary
4. Financial secretary (ex-officio advisory member)
5. Treasurer
6. Care chair
7. Elder chair
8. Fellowship chair
9. Reach chair
10. Teach chair
11. Trustee chair
12. Worship chair

Responsibilities:

1. Ensures that the resolutions of the congregational assembly are carried out.
2. Acts on behalf of the congregation of Messiah Lutheran Church where specific congregational assembly authority is not required.
3. Develops a five-year strategic plan. The plan is updated annually, reflecting suggestions of the boards, committees and members of the congregation.
4. Presents to the congregational assembly in the fall meeting the annual budget and plan of the boards and committees.

## **AMENDMENT**

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5. Provides for the election of a new president by a special congregational assembly meeting within two months of a vacancy.
6. Coordinates activities among the boards and committees.

#### SECTION C - DUTIES OF THE CONGREGATIONAL PRESIDENT

1. Is a male voting member under the spiritual care of the pastor.
2. Is the executive officer of the congregation.
3. Unequivocally affirms Article III of this constitution.
4. Enforces the constitution and bylaws of the congregation and carries out the expressed will of the congregation as embodied in the resolutions of the congregational assembly.
5. Oversees the execution of the five-year plan of the congregation and her activities.
6. Calls and presides at meetings of the congregational assembly.
7. Calls and presides at the meetings of the church planning council.
8. Signs all legal documents and contracts in the name of the congregation.
9. Signs checks in the absence of the treasurer for disbursement of congregational funds in amounts less than \$5,000.
10. In consultation with the pastor, appoints standing and temporary committees, which are not within the jurisdiction of other boards.
11. In consultation with the pastor, appoints a replacement in the case of a vacancy for any elected position.
12. Appoints a nominating committee to develop a slate of responsible and qualified candidates for Messiah Lutheran Church officers, financial secretary and board chairs.
13. Appoints a qualified auditor(s), other than the treasurer, treasurer's assistant, financial secretary and/or financial secretary's assistant, to audit the financial records of the congregation annually and report the results to a meeting of the congregational assembly.
14. Is responsible for the development, publication and filing of written job descriptions for each member of the church planning council.
15. Has a required term of service of one year.
16. Succeeds himself in office as long as he is duly elected.

In the event of a vacancy in the office of the congregational president, the Elder Board Chair becomes the acting president until a replacement is elected at a congregational assembly meeting.

#### SECTION D: DUTIES OF THE TREASURER

1. Leads and directs the congregation's financial planning.
2. Chairs the finance board.

3. Is responsible for the accurate recording of congregational financial deposits and disbursements, and the maintenance and orderly filing of accounting records and financial statements.
4. Presents financial reports to the church planning council and the finance board which reflect a current balance sheet and a statement of operations. These reports shall indicate actual operations by organization compared to budgeted operations on a year-to-date basis.
5. Notifies the congregational president and the finance board when a board or committee exceeds its budgeted allotment.
6. Presents financial reports to the congregational assembly at regular meetings.
7. Is responsible for designated remittances, such as missions or other benevolent contributions: prompt payment of salaries, invoices, bills and any other financial commitments authorized by duly constituted sources.
8. Has check signing authority for the disbursement of congregational funds and cosigns with the congregational president for individual payments in excess of \$5,000.
9. Secures approval from the congregational assembly for unbudgeted expenditures in excess of 1% of the annual budget.
10. Makes provision for a surety bond, inclusive of the church planning council, with special provisions for the treasurer and financial secretary. Payment of such bond is to be made from congregational funds.
11. Receives from the financial secretary a weekly report of all monies received through worship services, special offerings or other sources.
12. Coordinates the flow and utilization of funds to ensure an optimal return.
13. Upon voter approval, provides for staffing, paid employee and contract services for various functions in the operation of the church based upon recommendations from the concerned boards in consultation with the Pastor.
14. Has a required term of office of one year.
15. Succeeds himself/herself in office as long as duly elected.

#### SECTION E – DUTIES OF THE EXECUTIVE SECRETARY

1. Records, signs and files the minutes of meetings of the church planning council and congregational assembly and enters such minutes in the permanent records.
2. Maintains the church's permanent records until replaced by a duly elected successor.
3. Submits minutes for approval at each subsequent meeting.
4. Writes and transmits all authorized correspondence.
5. Has signatory power on official administrative documents but not financial documents.
6. Keeps a record of the names and number of voting members who are present at congregational assembly meetings.
7. Receives written reports from all boards and committees prior to church planning council and congregational assembly meetings.

8. Assists in preparing the agenda for church planning council and congregational assembly meetings, and files reports as part of the minutes of these meetings.
9. Maintains the master copy of the constitution and bylaws, with names of voting members.
10. Gives a copy of the current church constitution and bylaws to all new members.
11. Has a required term of office of one year.
12. Succeeds himself/herself in office as long as duly elected.

## SECTION F – DUTIES OF THE CARE BOARD CHAIR

Coordinates the congregation's Christian charity to all people inside and outside the church.

Responsibilities:

1. Encourages acts of Christian charity.
2. Coordinates prayer chain requests through the pastor.
3. Provides assistance to members in need.

The care board consists of:

1. An elder representative
2. Community care
3. Member care
4. World care

## SECTION G – DUTIES OF THE ELDER BOARD CHAIR

While all Christians are encouraged to support the pastor in his ministry, the elder board is specifically responsible for assisting the pastor in his responsibilities relating to all matters pertaining to the spiritual welfare of the congregation. The nature of the duties of this board requires members known for their Christian knowledge, zeal and experience in the work of the kingdom of God.

Responsibilities:

1. Assists the pastor in maintaining the purity of the teaching of the gospel and the administration of the sacraments according to Article III of the constitution.
2. Assists the pastor in the exercise of Christian discipline within the congregation.
3. Assists the pastor in ministering to the sick, the shut-ins and those who are inactive.
4. Assists the pastor in preserving good order at all worship services of the congregation.
5. Assists the pastor in setting goals for the work of the ministry, in attaining these goals and in measuring progress toward them.
6. Provides for the welfare of the pastor(s).

7. Investigates any charges made against the pastor according to Article V, Section C of these bylaws and makes recommendations to the congregational assembly when necessary.
8. Initiates programs for the development of good stewardship attitudes in the members of the congregation with regard to time, talent and treasures.
9. Provides opportunities for the discovery, training and utilization of the gifts of each member of the congregation for the work of Christ's kingdom.
10. Develops a program of dedicated, proportionate, first-fruits giving.
11. Maintains a current time and talents file which describes each member's interests and talents.

The elder board consists of a minimum of seven male voting members. The elder chair is recommended by the nominating committee. He is elected at a congregational assembly meeting. He is the acting congregational president in the absence of the congregational president. The pastor, upon consulting with the elder chair, appoints the remaining elders. The congregational assembly ratifies the list of appointed elders by a majority vote. The pastor appoints additional elders, if needed, with the approval of the rest of the board. The pastor appoints one elder as an ad hoc member of each of the boards. The appointed elder reports the work of his assigned board to the elder board and the pastor. Members of the elder board, inclusive of the elder chair, have a required term of service of one year. Each member is able to succeed himself as long as duly elected or appointed.

## SECTION H – DUTIES OF THE FELLOWSHIP BOARD

Coordinates the congregation's social activities.

Responsibilities:

1. Strengthening the fellowship between congregation members socially by planning and organizing social events throughout the year.
2. Integrating and assimilating of new members into the life of the congregation.
3. Growing mutual cooperation and enjoyment among the members of the congregation.
4. Publicizing the opportunities for congregational fellowship through various channels.
5. Inviting the community to the congregation's social fellowship opportunities through the public media whenever it is advisable.

The Fellowship Board consists of:

1. An elder representative
2. Congregational social director
3. Community social director

## SECTION I – DUTIES OF THE FINANCE BOARD

Provides for the financial commitments of the congregation. The treasurer is designated as the chair of the finance board. At a minimum, the finance board consists of the treasurer, the congregational president, the financial secretary, the elder board chair or an elder designee, and such ad hoc members as the treasurer appoints and the church planning council approves.

### Responsibilities:

1. Meets as often as necessary to assure the coordination and efficient operation of the congregation's financial system.
2. Organizes a meeting of the church planning council members to develop the annual budget for the succeeding fiscal year.
3. Gathers the proposed budgets from each of the boards and consolidates these annual budgets into a single congregational budget.
4. Submits the proposed budget for the succeeding year to the church planning council one month prior to congregational assembly meeting for approval of the budget for the coming year.
5. Reviews pastoral compensation and benefits in consultation with the elders board.
6. Reviews compensation of other church employees/called workers in consultation with appropriate boards.

### Compensation Committee:

The compensation committee recommends compensation for the pastor, musicians and all employees as part of the annual budget.

### Financial Secretary:

Receives, accounts for and deposits all monies.

### Responsibilities:

1. Makes prompt deposits and records all church offerings.
2. Provides the treasurer a weekly record of all bank deposits and donations.
3. Keeps a record of member offerings and issues quarterly statements.
4. Orders and distributes offering envelopes.
5. Is an ex-officio (non-voting) member of the church planning council.
6. Is an elected position, but not an officer of the congregation.
7. Appoints an assistant financial secretary ratified by the church council.

Assistant Financial Secretary: Assists the financial secretary in counting the offerings of the church.

## SECTION J – DUTIES OF THE REACH BOARD CHAIR

Coordinates the efforts of the congregation to reach into the community with the Gospel of Jesus Christ.

Responsibilities:

1. Brings the gospel to the community.
2. Handles publicity for the church.
3. Plans outreach events.
4. Leads evangelism efforts:
  - a. Assists the pastor in making evangelism calls.
  - b. Maintains records of visitors and prospective members.
  - c. Assists the pastor in enlisting prospective members for adult catecheses classes.
  - d. Plans new member orientations with the congregational president to introduce them to the church council and their opportunities for service in the congregation.
  - e. Provides bread for first-time visitors to the church.
5. Coordinates a missions committee and promotes Lutheran world missions.
6. Assimilates prospective members into the life of the congregation.

The reach board consists of:

1. An elder representative
2. Bread ministry
3. Greeters
4. LWML
5. Missions
6. Publicity

## SECTION K – DUTIES OF THE TEACH BOARD CHAIR

Assists the pastor in the instruction and nurturing in God's word through the educational agencies of the congregation.

Responsibilities:

1. Develops the educational agencies of the church.
2. Coordinates mid-week adult Bible study opportunities and ensures they are well publicized.
3. Appoints a Sunday school superintendent to coordinate a Sunday morning Sunday School program.
4. Appoints, as necessary, a Vacation Bible School superintendent to coordinate a summer vacation Bible School.

5. Regularly reports to the church planning council the attendance, offerings, and overall health of the educational agencies of the church .

The teach board consists of:

1. Adult education
2. An elder representative
3. Sunday school
4. Vacation Bible School
5. Youth

## SECTION L – DUTIES OF THE TRUSTEE BOARD CHAIR

Is responsible for the properties of the congregation.

Responsibilities:

1. Presents to the congregational assembly, all programs, proposals, construction and maintenance contracts and other purchases of equipment, furnishings, etc. which are in excess of 1% of the annual budget.
2. Establishes safeguards for the preservation of all property of the congregation, provides for the upkeep of such property and ensures that it is used properly.
3. Maintains all buildings and grounds of the church; keeps an inventory of all property and equipment of the congregation; and solicits the help of fellow church members to assist in caring for church property and grounds.
4. Resolves secular disputes with outside agencies, organizations and affiliations.
5. Oversees the legal matters conducted by the church.
6. Provides protection against injury, loss or damage of every nature except a spiritual nature. Obtains and frequently reviews all types of casualty and liability insurance policies and bonds needed by the congregation for the protection of its property and for protection against claims for damage against the congregation and her pastor, officers, boards, agents and employees.
7. Maintains a supply of keys for the congregations' buildings and an up-to-date list of persons having keys.
8. Signs deeds, deeds of trust, mortgages, leases, contracts and similar documents when duly authorized by the church planning council, and if necessary, by a court of competent jurisdiction.
9. Calls and presides over meetings of the trustee board.
10. Appoints trustees as needed to carry out the responsibilities of the board.
11. Has a term of office of one year.
12. Succeeds himself/herself as long as duly elected.

## SECTION M – DUTIES OF THE WORSHIP BOARD CHAIR

Assists the pastor to ensure all worship services of the congregation are carried out properly with honor to the Lord Jesus Christ in accordance with the Holy Scriptures and the confessions of the Evangelical Lutheran church.

Responsibilities:

1. Assists the pastor in preserving proper order at all worship services .
2. Assists the pastor in selecting worship materials.
3. Cares for the altar, paraments, altar cloths, communion ware and baptismal font and napkins.
4. Coordinates the choir(s), organists and special music of the worship services.
5. Recruits and coordinates acolytes, crucifers, lectionary and torch bearers, and ushers

The worship board consists of:

1. Acolytes, crucifers and lectionary and torch bearers
2. Altar guild
3. An elder representative
4. Musicians
5. Ushers

## SECTION N - REMOVAL FROM OFFICE OR POSITION

The congregational assembly upon the recommendation of the Board of Elders can remove all elected or appointed individuals from their position. Due process shall be accorded to anyone accused of wrongdoing or the inability to carry out the duties of the office accordingly (Matthew 18). Should the charges be substantiated by clear evidence to the Board of Elders, they may recommend removal to the congregational assembly.

Reasons for removal are:

1. Persistent adherence to false teaching
2. Leading a scandalous or immoral life
3. Inability or neglect of duties of the position.

Removal from a position is accomplished by a two-thirds (2/3) majority vote of the congregational assembly at a regularly called or specially called meeting .

## ARTICLE II - MEMBERSHIP

### SECTION A - PRIVILEGES AND DUTIES OF MEMBERS

It is the privilege and duty of members of this congregation to:

1. Grow in the Christian faith and life through faithful use of the means of grace, search the scripture at home and in fellowship with other members of the congregation and, for communicant members, partake of the Lord's Supper frequently.
2. Live a morally decent life before God and all people and abstain from works of the flesh (Galatians 5:19-21).
3. Permit themselves to be admonished and corrected in accordance with Matthew 18:15-20.
4. Provide proper Christian training of their children by bringing them regularly to church and instructing them in the Word of God at home.
5. Financially support the church at home and aboard in proportion to their ability.
6. As stewards, use their God-given time, talents and treasures as God's stewards for the service of the church.
7. Attend meetings of the congregational assembly.

### SECTION B - TERMINATION OF MEMBERSHIP

Membership in this congregation is terminated by one of the following:

1. **TRANSFER:** A member desiring a transfer to a congregation in fellowship with Messiah Lutheran Church shall make a request of the pastor. The pastor then issues a letter of transfer and announces such at the next regular meeting of the congregational assembly.
2. **JOINING OTHER CHURCHES:** In cases where members of this congregation have joined or associated themselves with a congregation not in fellowship with Messiah Lutheran Church, such members shall be deemed to have terminated their membership in this congregation. These situations are discussed among the pastor and the elder board and when it has been determined that efforts to win back the member are unlikely to be fruitful, a termination announcement is made at the next regular meeting of the congregational assembly.
3. **WHEREABOUTS UNKNOWN (PASSIVE RESIGNATION):** The names of members whose whereabouts are unknown and cannot be established within a period of three years shall be removed from the membership list by the congregation assembly upon recommendation of the pastor and the board of elders.
4. **ACTIVE RESIGNATION:** A request for resignation, after approval by the pastor and board of elders, shall be acted upon by the congregation assembly.
5. **EXCOMMUNICATION:** Excommunication is to be applied to members who publicly promote false doctrine or who sin and fail to repent, giving evidence of immoral and

offensive lives. The pastor and board of elders shall be involved in the process of excommunication in accordance with the instruction in Matthew 18:15-20. Excommunication shall be effected by a two-thirds majority vote of the members present at a regular or special congregational meeting. Persons who have been removed from membership by excommunication shall be restored with all rights and privileges when they repent and seek forgiveness through the pastor and the board of elders. The restoration of membership shall be made known to all communicant members by whatever method the pastor and the board of elders deem most suitable.

All terminated members forfeit their rights as members of this congregation, and all claims upon the property of the congregation as such, or any part thereof.

### ARTICLE III - MEETINGS OF THE CONGREGATIONAL ASSEMBLY

#### SECTION A - REGULAR MEETINGS OF THE CONGREGATIONAL ASSEMBLY

1. Regular meetings of the congregational assembly are held twice a year, during the fall (October-December), and during the spring (April-June). At the fall meeting, the annual budget and the updated five-year plan are approved and the nominating committee is presented. At the spring meeting, new officers and board chairs are elected.
2. The date, time and place of the regular meetings are announced in the Messiah Memos, newsletter, or in a letter mailed to every member. In addition, the date, time and place are announced at the divine service for at least two Sundays immediately preceding the date of the meeting.

#### SECTION B - ORDER OF BUSINESS AT REGULAR MEETINGS OF THE CONGREGATIONAL ASSEMBLY

1. Regular meetings of the congregational assembly proceed as follows:
  - a. call to order by the congregational president, followed by prayer or scripture reading
  - b. reception of new voting members, according to Article V.3 of the Constitution
  - c. reading of minutes of previous meeting(s), including any special meetings
  - d. pastor's report on state of the congregation, including membership changes
  - e. reports from boards and committees
  - f. recommendations of the Church Planning Council
  - g. unfinished business
  - h. new business, including any items previously petitioned by a written request to the congregational president from a minimum of ten voting members
  - i. adjournment with prayer

2. The congregational president may, with the consent of the congregational assembly, vary the above order in the interest of efficiency.
3. Robert's Rules of Order prevail. The congregational president may, at his discretion, appoint a parliamentarian for a specified term.
4. All voting members present at a properly called congregational assembly meeting constitute a quorum.
5. In the event of a tie vote the congregational president casts the deciding ballot.
6. There is no voting by proxy or absentee ballot.

#### SECTION C - ELECTION PROCEDURE AND TERM OF OFFICE

1. The annual election takes place at the spring meeting of the congregational assembly. The nominating committee formally presents the list of candidates. Nominations from the floor may be accepted by the congregational assembly provided the candidate has agreed to serve if elected. All elections are by ballot, except for instances of unanimous opinion where the vote will be by acclamation. A simple majority of the votes cast is necessary for the election of officers, board chairs and the financial secretary. In the case of a tie vote the congregational president (who is not to vote otherwise) casts the deciding vote.
2. All officers, financial secretary and board chairs serve for one year starting July 1.

#### SECTION D - NOMINATING COMMITTEE

1. At the regular fall meeting of the congregational assembly, the congregational president, after consultation with the pastor, announces his selection of three (3) qualified voting members.
2. Voters may submit to the committee the names of possible candidates for office. The nominating committee prepares a list of candidates consistent with the duties of the position.

#### SECTION E - SPECIAL MEETINGS

Special meetings of the congregational assembly may be called by the church planning council, the congregational president, the pastor, the elder chair or by written request to the congregational president of a minimum of ten (10) voting members of the congregation. The date, time, place and purpose of the meeting shall be announced on at least two consecutive Sundays at the worship service prior to the meeting and by letter postmarked at least ten (10) days prior to the meeting. The first order of business at this special meeting is the reception of new voting members according to Article V.3 of the constitution. Otherwise, only the preannounced business of the meeting is to be discussed. As in regular meetings:

1. Robert's Rules of Order prevail. The congregational president may, at his discretion, appoint a parliamentarian.

#### **AMENDMENT**

5/29/2003

2. All voting members present at a properly called congregational assembly meeting constitute a quorum.
3. In the event of a tie vote the congregational president casts the deciding ballot.
4. There is no voting by proxy or absentee ballot.

## ARTICLE IV - PASTORAL CALL

### SECTION A - THE CALL COMMITTEE

To assist the congregation in the calling of a pastor, the congregational president, assisted by the elder chair, appoints a call committee of seven (7) voting members of the congregation which includes the congregational president, elder chair and five voting members selected from the congregation at large. The congregational president shall also appoint the chairperson of the call committee.

### SECTION B - PROCEDURE

1. All members are notified that they may submit in writing names of candidates to the call committee by a specified date.
2. The call committee invites the proper Synodical officials to submit a list of suitable candidates and information forms.
3. The call committee meets with the circuit counselor or his designee to discuss the candidates and proceeds to recommend a minimum of three candidates.
4. The congregational president shall inform the congregation of the names of the selected candidates. The call committee shall publish and make available to the congregation a reasonable amount of candidate information at least two Sundays preceding the election.
5. Prior to the call meeting, the church planning council, or a duly appointed compensation committee, develops a compensation package for each candidate.
6. At a properly convened congregational assembly meeting, the selected candidates' names are submitted for election by written secret ballot.
7. The candidate receiving the majority of votes is elected. In case no one candidate receives a majority of the ballots cast, the candidate(s) receiving the least votes is removed from the list and another ballot is taken of the remaining candidates. This process is repeated until one candidate has received the majority of the ballots cast.
8. The compensation package for that candidate is presented to the congregational assembly for approval and submitted with the call. The opportunity for exchange of additional information and visitation (expense to be authorized by the congregation) may be extended to the candidate-elect.
9. The candidate is notified by telephone by the circuit counselor or his designee and by the congregational president. The official call document and supporting papers are then

prepared, signed by the officers of the congregation and submitted to the candidate via overnight delivery.

10. The circuit counselor or his designee shall notify, by telephone, the other candidates.
11. If the candidate-elect declines the call, the call process starting with "4" is repeated. If the process has been repeated so that the candidates recommended by the call committee number three or less, the procedure starting with "1" is repeated.

## ARTICLE V -THE PASTORAL OFFICE

### SECTION A - DUTIES OF THE PASTOR

The pastoral office is the authority from Christ to proclaim the gospel and administer the sacraments through the call of the congregation.

Upon acceptance of a call and installation into office as pastor of Messiah Lutheran Church, he:

1. Leads the saints of this congregation as their faithful shepherd or overseer (I Timothy 3:1ff; I Peter 5:1ff.) by faithfully preaching the gospel and administering the sacraments.
2. Is readily available for private confession and absolution.
3. Prays regularly and faithfully for the members of God's flock entrusted to his spiritual care.
4. Is readily available for individual pastoral care.
5. Seeks to enhance his theological knowledge and pastoral skills by continued professional study.

### SECTION B - QUALIFICATIONS OF THE PASTOR

Only those men may serve in the office of the ministry of this congregation who are:

1. Properly qualified according to I Timothy 3:1-7 and Titus 1:5-9.
2. Ordained and rightly called according to the Unaltered Augsburg Confession Article XIV.
3. Unequivocally pledged to the confessional standard of Article III of the constitution.

### SECTION C - TERMINATION OF THE PASTOR

God places ministers of the gospel into their office; only God removes them by a call to another congregation or by death. (If, due to prolonged incapacity, the pastor is no longer able to serve, the congregation may respectfully request his resignation). A pastor may be removed from his office if he is found guilty of one of the following charges:

1. Unfaithfulness to God's work by persistent adherence to false doctrine,

2. Scandalous or immoral life,
3. Willful refusal to exercise properly the responsibilities of the office of the ministry, or a willful neglect of the responsibilities.

If such charges are made, the elders carefully investigate the matter on the basis of God's word, scrupulously adhering to Matthew 18. The elders shall secure the counsel of faithful pastors in order that doctrinal matters may be considered in accordance with God's word. All proceedings shall be carried out in a manner befitting the honor due the office. Should the charges against the pastor be substantiated by clear evidence, the following order is to be followed:

1. The pastor is given opportunity to repent.
2. If the pastor refuses to repent, he is given opportunity to resign his office upon request by the elders.
3. If the pastor refuses to repent or to resign his office, the elders call a special meeting of the congregational assembly. All members are notified of this special meeting by public announcement in a regular worship service on the three (3) preceding Sundays and by mail at least fifteen (15) days in advance. A three-quarters vote of the voting members present is required to remove the pastor from his office.

## ARTICLE VI - AUXILIARY ORGANIZATIONS

Auxiliary organizations must be approved by the church planning council before being recognized or allowed to use church facilities. When approved, auxiliary organizations shall be assigned by the church planning council to one of the boards for oversight.

## ARTICLE VII - AFFILIATION

This congregation is affiliated with the English District of the Lutheran Church - Missouri Synod. Disaffiliation or reaffiliation may be accomplished by a majority vote of the voting members present at a special meeting called for that purpose.

All members receive fifteen (15) days notice of the disaffiliation or reaffiliation proposal prior to the date of the special meeting called for that purpose.

## ARTICLE VIII - AMENDMENTS

1. Proposed amendments to the bylaws and the constitution are to be submitted to the congregational president in writing by a minimum of thirty (30) voting members.

2. These bylaws and the constitution may be amended in a properly convened congregational assembly by a three-fourths majority of all members present, provided that the members of the assembly shall have received prior notice of the proposed change in the regular divine worship service on at least three preceding Sundays or by mail at least fifteen (15) days prior to the assembly.
3. All amendments to the constitution or the bylaws are approved by the congregational president and recorded by the executive secretary in the official copy.

## ARTICLE IX - IMPLEMENTATION

The effective date of this constitution and bylaws is July 1, 2003. Following a two year trial period this constitution with its bylaws shall be ratified officially and finally by a two-thirds majority of the congregational assembly; should the members of the assembly refuse or neglect to ratify it, the congregation shall automatically revert to the previous constitution with its bylaws.

## CHANGES

|                   |  |
|-------------------|--|
| December 6, 1981  | As drafted and voted upon by the membership at Rancho Romero School, Alamo, California.                                    |
| December 13, 1981 | Bylaws approved.   |
| January 30, 1983  | Amended.   |
| December 9, 1990  | Clarify and define various aspects of the original   |
| April 14, 1991    | Eliminated the words "and who signs the official copy of the Constitution and Bylaws" in the Bylaws, Art II, Sec C, Item 7 |
| Fall 1996         | Make terms of office one year for all elected positions  |
| March 29, 1998    | Start of trial period for simplified church leadership changes   |
| June 1, 2003      | Optimized church leadership structure  |