



CONSTITUTION OF OUR SAVIOR LUTHERAN CHURCH OF MINOT, NORTH DAKOTA

PREAMBLE

It is the will of our Lord Jesus Christ that His disciples should preach the Gospel to the whole world (Mark 16:16; Matthew 28:18-20; Acts 1:8). That Christ's mission for His church might be carried out according to His will, He has commanded that Christians unite in worship (Hebrews 10:24-25), practice fellowship with one another (Acts 1:8; Matthew 28:18-20), and serve the needs of all men in Christian love (Ephesians 4:7-16; Mark 10:42-44; John 13:35; Galatians 6:10). Since Christians are also to administer the Office of the Keys as His church (John 20:21-23; Matthew 18:15-20), and maintain decency and order (I Corinthians 14:40) in the church, we, a number of Lutherans residing in and about the City of Minot, North Dakota, have organized and by this document which bears our signatures, define the rules whereby all matters of our Congregation, external and internal, shall be decided.

1.0 NAME

The name of this Congregation shall be Our Savior Lutheran Church, located at Minot, Ward County, North Dakota.

2.0 MISSION

Our Savior Lutheran Church exists to preach and teach the Word of God and administer His Sacraments, resulting in Spirit-filled disciples of Jesus Christ.

3.0 CONFSSIONAL POSITION

This Congregation accepts and confesses all Canonical books of the Old and New Testaments as the revealed Word of God, verbally inspired and acknowledges all the symbolical books of the Lutheran Church contained in the Book of Concord of 1580 to be the true and genuine exposition of the doctrines of the Bible, from which, because they are derived from the Word of God, all doctrines are to be drawn and proved by these confessions, which are:

- A. The Three Ecumenical Creeds
 1. The Apostles Creed
 2. The Nicene Creed
 3. The Athanasian Creed
- B. The Unaltered Augsburg Confession
- C. The Apology of the Augsburg Confession
- D. The Smalcald Articles

- E. Luther's Large Catechism
- F. Luther's Small Catechism
- G. The Formula of Concord

4.0 SYNODICAL AFFILIATION

In order to do the Lord's work more effectively, also beyond the confines of our own Congregation, we maintain voting membership in the Lutheran Church-Missouri Synod as long as that body adheres to the confessional standards detailed in the Article 3 of this Constitution. As a member of this Synod, we participate in its meetings and deliberations, support its work through financial gifts, and cooperate in its projects.

5.0 MEMBERSHIP

Membership in this Congregation shall be three kinds:

- A. Baptized membership or souls
- B. Communicant membership
- C. Voting membership

5.1 Baptized Membership

Baptized Members are those who have been baptized in accordance with Scriptures (Matthew 28:19) and who retain their outward affiliation with the Congregation by conforming to the regulations which have been and will be established.

5.2 Communicant Membership

- A. Communicant Members are those who have been baptized in accordance with God's command;
- B. Declare their adherence to all the canonical books of the Old and New Testaments as the only divine rule and norm of faith and life;
- C. While they may not be acquainted with all the Lutheran Symbols enumerated in Article 3 of this Constitution, are familiar at least with Luther's Small Catechism and declare their acceptance of same;
- D. Do not live in manifest works of the flesh (Galatians 5:19-21), but lead a Christian life;
- E. Are not members of an anti-Christian lodge or secret organization conflicting with the Word of God (2 Corinthians 6:14-17);
- F. A person becomes a communicant member by confirmation, transfer from a Congregation with which we share Altar and Pulpit fellowship, profession of faith, or by reaffirmation.

5.3 Voting Membership

All confirmed members in good standing of the Congregation who are at least eighteen years of age have the right of suffrage.

5.4 Duties Of Members

- A. Live a life of faithfulness in thankfulness to God
- B. Actively share their faith in Jesus with all others
- C. Serve the congregation and community in acts of love and service
- D. Regularly and faithfully attend public worship

- E. Regularly and faithfully attend Holy Communion
- F. Raise their children to know Jesus through their witness and instruction at home and through Christian education provided by this congregation
- G. Support the mission of God through this congregation from the gifts entrusted to them by God
- H. Live in accordance with the governance of this congregation, including permitting themselves to be lovingly admonished and corrected when they have erred.

5.5 Termination Of Membership

Membership in this congregation shall be terminated as follows:

- A. Membership shall be terminated by transfer to a sister congregation, by death, by joining a congregation outside of the fellowship of this congregation, by excommunication, or by self-exclusion.
- B. Any member who conducts himself/herself in an unchristian manner, or shows improper regard for Word and Sacrament, shall be admonished according to Matthew 18:15-20. Every step shall be taken in love in order to win back the person being disciplined. When all attempts have failed, it must be the Voters' Assembly's duty to excommunicate or announce self-exclusion. A unanimous vote of the Voters' Assembly shall be required for every self-exclusion or excommunication. Excommunication or self-exclusion terminates membership and releases the individual from all responsibilities to the congregation, but it also excludes the member from the privileges of church membership, such as Christian burial, Holy Communion, transfer to a sister congregation and of any claim against the properties of this congregation.

Persons who have been removed from membership by the Voters' Assembly for whatever reason shall be restored by the Voters' Assembly with all rights and privileges when they repent and ask forgiveness through a member of the pastoral staff. Both acts of discipline and restoration shall be made known to all communicant members by whatever method a member of the pastoral staff deem most suitable.

6.0 SUPREME AUTHORITY IN THE CONGREGATION

The ultimate power and authority in the congregation will rest with the Voters' Assembly. The Governing Board will serve the Congregation on behalf of the voters during intervals between Voters' Assemblies. The Governing Board shall be vested with the responsibility to administer and manage all the external and internal affairs of the Congregation. Any member may appeal to the Governing Board and ultimately to the Voters' Assembly with regard to any matter relating to the affairs and government of this Congregation or its societies. Any decision contrary to the Word of God and the Confessions of the Lutheran Church (Article 3.0 of this Constitution) shall be null and void. The Governing Board shall be responsible to the Voters' Assembly which shall review all its actions.

7.0 VOTERS' ASSEMBLY MEETINGS

7.1 Regular Meetings

Regular meetings of the Voters' Assembly shall be held a minimum of once per year with special meetings called as required. Dates and times of all Voters' Assemblies shall be recommended by the Governing Board. An annual Voters' Assembly meeting shall

occur in the month of November and include the presentation of the election of officers and approval of the budget. Every meeting of the Voters' Assembly shall be publicized at public services on two Sundays prior to the meeting date or by mail with notification sent at least one week prior to the meeting.

7.2 Special Meetings

Special meetings of the Voters' Assembly may be called by the Governing Board, or at the request of ten percent (10%) of the voting members of the congregation. The public announcement of a special meeting including date, place, time, and nature of business shall be publicized at two public services prior to the meeting date or by mail with notification sent at least one week prior to the meeting.

7.3 Quorum

Ordinarily, the voters present at a properly called meeting shall constitute a quorum to do business.

Exception to this rule shall be:

- A. for amending the Constitution or Bylaws
- B. for the purchase of property
- C. for the erection of a building or buildings
- D. for the removal from office of a called pastor or church worker

In such instances, a majority of all voting members shall be required for a quorum. In the absence of a majority, those present will fix a date for an adjourned meeting for which at least five (5) days written notice shall be given. The voting members who are present at such adjourned meeting shall constitute a quorum. Any voting member forfeits his or her right to vote by failure to attend.

7.4 Vote Required

At all regular or special meetings of the Voters' Assembly, a majority of the vote of the members present shall decide all questions except as otherwise stipulated. Amendments to the Articles of Incorporation, Constitution, and Bylaws shall require a two-thirds majority of the votes cast at the Voter's Assembly, except in matters of doctrine, where Article 3.0 of this Constitution shall prevail.

8.0 CALLED AND CONTRACTUAL CHURCH WORKERS

8.1 Our Savior Lutheran Church has the responsibility of filling the Pastoral Office with qualified pastoral candidate(s) in accordance with the Word of God.

8.2 The right of calling and choosing the called workers of the Congregation shall be vested in the Voters' Assembly of the Congregation and shall never be delegated to the Governing Board, any individual or to a minor body within the Congregation.

8.3 The calling of called church workers will require a 75% vote of those present at the meeting.

8.4 The dismissal of called church workers will require at least a 75% vote of those present at the meeting per Article 7.3 of this Constitution.

8.5 To qualify as a Called Worker, the candidate must:

- A. Subscribe to the doctrinal tenets of the Congregation set forth in Section Article 3 of this Constitution;
- B. Lead a Christian life;
- C. Meet the qualifications established by the Lutheran Church-Missouri Synod.

- 8.6** Called Church Workers may be dismissed by the Congregation for any of the following reasons:
- A. Persistent adherence to false teaching;
 - B. An ungodly life;
 - C. Unfaithfulness or inability in reference to the performance of the duties as outlined in the Call extended to and accepted by the Called Church Worker.

9.0 DIVISION OF PROPERTY RIGHTS

- 9.1** The property rights of this Congregation shall be held in the corporate name.
- 9.2** If at any time a division should take place on account of doctrine, the dispute resolution process described in the Bylaws of Synod will be used to determine which communicant membership continue to adhere to the confession of faith set forth in Article 3.0 of this Constitution. The property of the congregation shall remain with the communicant membership which continues to adhere to the confession of faith set forth in Article 3.0 of this Constitution.
- 9.3** If a division takes place for any reason other than doctrine as outlined in Article 3.0 in this Constitution, the property shall remain with the majority of the voting members.
- 9.4** In the event this congregation should vote to dissolve, a copy of all official records will become the property of the North Dakota District of The Lutheran Church - Missouri Synod.
- 9.5** In the event this congregation should vote to dissolve, any and all surplus property or assets after payment of debts and all just claims against the congregation shall be conveyed to and become property of the North Dakota District of the Lutheran Church-Missouri Synod, unless the congregation votes to explore other disposal options. In that event the Governing Board will prepare a list of three (3) choices for the disposal of the church property and assets. All choices must adhere to federal, North Dakota and local laws governing non-profit organizations. The choice receiving a simple majority vote shall then be selected.

10.0 AMENDMENTS

Amendments shall be made as follows:

- A. Amendments to this Constitution may be adopted in so far as they do not conflict with the provisions laid down in Article 3.0 of this Constitution, or with any other Article that pertains to a Scriptural doctrine
- B. Notice of the proposed amendments must be made in writing and filed with the Secretary of the Voters' Assembly and distributed to the members at least two (2) weeks prior to the meeting.

- C. Amendments shall be given at a regular or special Voters' Assembly meeting at which time they are to be brought up for action.
- D. A two-thirds vote of the voting members present at a regular or special Voters' Assembly meeting per Article 7.3 of this Constitution shall be required to pass any amendment.
- E. Any changes to the Constitution shall be submitted to the District Board of Directors for review and approval before implementation.

BYLAWS OF CONSTITUTION

11.0 ORGANIZATIONAL STRUCTURE

It is the purpose of these Bylaws to provide a stable and effective organizational structure to aid this congregation in accomplishing its mission. The sections that follow specify a model that keeps the roles of Congregation, Governing Board, Pastoral Staff, Extended Staff, and Committees, Task Forces, and/or Ministry Action Teams distinct and effective for congregational health through Word and Sacrament Ministry, growth through Christian maturity in service, and multiplication through evangelistic mission and outreach.

12.0 MEMBERS OF THE CONGREGATION

12.1 The primary role of the members growing in God's Word and partaking of the Sacraments shall be to live as servants and ambassadors of Christ in their daily lives and vocations:

- A. Reaching out to unchurched/de-churched people
- B. Caring for the needs of one another within the congregation

12.2 The following decisions shall require approval of the Voters' Assembly by a simply majority of those members present and voting:

- A. Electing members to serve on the Governing Board
- B. Electing member to serve on the Board of Elders
- C. Ratifying the annual Mission and Ministry Budget

13.0 GOVERNING BOARD

13.1 Composition

- A. The Governing Board shall consist of six (6) members who shall be Voting Members of the Congregation, plus the Senior Pastor and the Chairman of the Board of Elders.
- B. These six members shall be elected for annual terms by the Voter's Assembly.
- C. No other staff members shall serve on the Governing Board.
- D. If the position of Senior Pastor is vacant, the Governing Board shall appoint a member of the Pastoral Staff to serve in the Senior Pastor role until such time as a new Senior Pastor has been called and installed in accordance with Article 8.0 of this Constitution.

13.2 Selection of the Governing Board

- A. Any voting member of the congregation may submit a nomination(s) for the Governing Board. Nomination(s) shall be submitted in writing to the Governing Board Chairperson no later than one (1) month prior to election.
- B. The Governing Board shall present to the Voters' Assembly for approval a selection of nominees that have fulfilled the requirements and are qualified to serve as board members according to the Governing Board Policies.

13.3 Role

- A. The primary role of the Governing Board is to represent the interests of the Congregation and to provide accountability to the Senior Pastor in carrying out those interests.
- B. The Governing Board will provide concise Guiding Principles in writing for the Senior Pastor, including:
 - 1. Mission Principles which define the yearly ministry milestones the congregation seeks to accomplish.
 - 2. Boundary Principles which define what means may not be used in accomplishing the ministry milestones.
 - 3. Accountability Principles which define for the Chairperson how the Governing Board is to establish the Guiding Principles and to monitor the Senior Pastor's compliance with them.
- C. The Governing Board shall influence all other operating and financial decisions through written policy in the Guiding Principles.
- D. The Governing Board shall give authorization to individuals through policy to sign legal documents on behalf of the congregation.

13.4 Meetings

The Governing Board shall meet quarterly and at other special times as needed when called by the Chairperson. All board members shall be sent a notice of meeting at least three (3) days in advance via electronic, verbal, or written means.

13.5 Officers of the Board

Each year the Governing Board shall elect from their midst a Chairperson, Vice Chairperson, Officer for Documents, and Officer for Finances.

13.5.1 Chairperson

The Chairperson shall:

- A. monitor for compliance with the Accountability Principles.
- B. along with the Officer for Documents sign legal documents on behalf of the congregation.
- C. shall serve as the Chairperson of the Voters' Assembly.

13.5.2 Vice Chairperson

The Vice Chairperson shall:

- A. serve as Chairman in the case the Chairperson is unable to be present for Voters' Assemblies or Governing Board meetings.
- B. serve as the Vice Chairperson of the Voters' Assembly.

13.5.3 Officer for Documents

The officer for documents shall:

- A. maintain and distribute the current edition of the Guiding Principles and all other board documents
- B. along with the Chairperson sign legal documents on behalf of the congregation
- C. shall serve as the Secretary of the Voters' Assembly.

13.5.4 Officer for Finances

The officer for finances shall:

- A. oversee the management of congregational funds according to donor intent
- B. oversee authorized financial agents for the payment of salaries and expenses on behalf of the congregation
- C. oversee that a permanent record of finances for the congregation is maintained
- D. oversee the regular communication of finances to the congregation and governing board

14.0 BOARD OF ELDERS

14.1 Composition

- A. The Board of Elders shall consist no less than six (6) male Voting Members of the Congregation who are at least 21 years of age.
- B. These members shall be elected for annual terms by the Voter's Assembly.
- C. No staff member shall serve on the Board of Elders.

14.2 Selection of the Board of Elders

- A. Any voting member of the congregation may submit a nomination(s) for the Board of Elders. Nominations shall be submitted in writing to the Governing Board Chairperson no later than one (1) month prior to the election.
- B. The Governing Board shall present to the Voter's Assembly for approval a selection of nominees who have fulfilled the requirements and are qualified to serve as members of the Board of Elders.

14.3 Role

- A. The primary role and objective of the Board of Elders is the welfare of the pastors and congregation members (1 Timothy 2:13; 2 Timothy 1:3).
- B. Assist the Pastors in all matters pertaining to the spiritual welfare of the congregation (1 Timothy 3:8-10).
- C. See that the worship services are held regularly and that all things connected with public worship are done in accordance with the Holy Scriptures and the Lutheran Confessions.
- D. To assist the Pastors in encouraging all members to fulfill the Duties of Members as listed in Article 5.4 of this Constitution
- E. The Board of Elders will assist the Pastors in matters of excommunication and self-exclusion as laid out in Article 5.5.B of this Constitution.

- 14.4** Members of the Board of Elders shall elect from their midst a Chairman, who will serve on the Governing Board of the congregation.

15.0 PASTORAL STAFF

15.1 Senior Pastor

15.1.1 In regards to the congregation

- A. The Senior Pastor shall provide spiritual care to the congregation through Word and Sacrament Ministry.
- B. The Senior Pastor shall be accountable to the congregation according to his call to the congregation.
- C. The Senior Pastor shall lead the congregation in accomplishing the ministry milestones as defined in the Mission Principles

15.1.2 In regards to the Governing Board

- A. The Senior Pastor shall lead the Governing Board in all discussions not related to his own performance.
- B. The Senior Pastor shall be accountable to the Governing Board in accomplishing the ministry milestones as defined in the Guiding Principles.

15.1.3 In regards to the Additional Pastoral Staff

- A. The Senior Pastor shall delegate areas of pastoral ministry based on ability and calling.
- B. The Senior Pastor shall provide accountability to Additional Pastoral Staff in assigned ministry areas.

15.1.4 In regards to Extended Staff

- A. The Senior Pastor, in consultation with the Additional Pastoral Staff, shall lead, direct and provide oversight to the Extended Staff in congregational ministry areas.
- B. In accordance with the policies for hiring and dismissing Extended Staff as established by the Governing Board and in accordance with the principles of Matthew 18, the Senior Pastor shall hire, direct, compensate, and dismiss any Extended Staff, provided it does not conflict with Article 8.0 of this Constitution.

15.2 Additional Pastoral Staff

15.2.1 In regards to the congregation

- A. The Additional Pastoral Staff shall provide spiritual care to the congregation through Word and Sacrament Ministry.
- B. All pastoral staff shall be accountable foremost to the congregation according to their call to the congregation.
- C. The Additional Pastoral Staff shall assist the Senior Pastor in leading the congregation in accomplishing the ministry milestones as defined in the Mission Principles.

15.2.2 In regards to the Governing Board

- A. The Additional Pastoral Staff shall be accountable to the Governing Board through the Senior Pastor.
- B. In areas where there is a violation of the Guiding Principles, a member of the Additional Pastoral Staff will first approach the Senior Pastor to seek resolution.

- C. If no resolution is attained, an appeal by the member of the Additional Pastoral Staff may be made to the Governing Board Chairperson.
- D. If these violations rise to the level of sin, then Matthew 18 will be followed, going first to the person with whom there is a grievance.

15.2.3 In regards to the Senior Pastor

- A. The Additional Pastoral Staff shall assist the Senior Pastor in Word and Sacrament ministry.
- B. The Additional Pastoral Staff shall be accountable to the Senior Pastor in assigned ministry areas.

15.2.4 In regards to Extended Staff

In consultation with the Senior Pastor, the Additional Pastoral Staff shall assist the Extended Staff members as needed in accomplishing the ministry milestones.

16.0 EXTENDED STAFF

16.1 The term "Extended Staff" shall apply to all ministry leaders appointed according to Governing Board policy whether they are unpaid, part-time, or full-time with regard to compensation in accordance with Article 15.1.4.B of these Bylaws.

16.2 In regards to the Governing Board

- A. The extended staff shall be accountable to the Governing Board through the Senior Pastor.
- B. In areas where there is a violation of the Guiding Principles, a member of the Extended Staff will first approach the Senior Pastor to seek resolution.
- C. If no resolution is attained, an appeal may be made to the Governing Board Chairperson.
- D. If these violations rise to the level of sin, then Matthew 18 will be followed, going first to the person with whom there is a grievance.

17.0 COMMITTEES, TASK FORCES, AND/OR MINISTRY ACTION TEAMS

In order to assist the Pastoral and Extended Staff, Committees, Task Forces, and/or Ministry Action Teams shall be appointed in accordance with Governing Board policies as necessary to accomplish the ministry milestones established by the Guiding Principles.

18.0 INDEMNITY CLAUSE

Our Savior Lutheran Church shall indemnify to the fullest extent authorized or permitted by law, any officer, director, trustee or employee made or threatened to made a party to or witness in any threatened, pending or completed civil, criminal, administrative, arbitration or investigative proceeding, including a proceeding by or in the right of Our Savior Lutheran Church by reason of the fact that a person is or was a director, officer, trustee, or employee of Our Savior Lutheran Church or by reason of fact that the person while a director, officer, trustee, or employee of Our Savior Lutheran Church is or was serving at the request of Our Savior Lutheran Church or whose duties as a director, officer, trustee, or employee involve or

involved service as a director, officer, partner, trustee or agent of another organization, against all judgments, penalties, fines, settlements and reasonable expenses, including attorneys fees and disbursements except for those associated with illegal acts. Our Savior Lutheran Church may, but shall not be required to indemnify agents of Our Savior Lutheran Church not included in the above category, to the fullest extent permitted by law and as determined by the Governing Board from time to time.

Our Savior Lutheran Church may purchase, maintain or participate in an insurance program on behalf of any person in their official capacity against any liability asserted against or incurred by such person whether or not Our Savior Lutheran Church would otherwise be required to indemnify the person against the liability.

Our Savior Lutheran Church acknowledges the provisions of North Dakota law providing immunity for directors, officers, and trustees to the extent their actions are in good faith and within the scope of their duties to Our Savior Lutheran Church and to the extent they meet other criteria of the statute. To the extent immunity does not apply, this provision is intended to protect our directors, officers, trustees and employees.

18.0 AMENDMENTS FROM VOTERS ASSEMBLY

These bylaws may be amended at any time in the same procedures as changes in the Constitution may be made in Article 10.0 of this Constitution. Any approved amendments shall be attached to a copy of this Constitution with the recorded date of the approval. Any changes to the By-laws shall be submitted to the District Board of Directors for review and approval before implementation.

Approved by the North Dakota District Standing Committee on Constitution and Bylaws
August 15, 2014