

# **ST. JOHN’S LUTHERAN CHURCH OF ORANGE**

## **BYLAWS**

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## **ARTICLE 1 – MEMBERSHIP PROCEDURES**

### **Section 1.1 Receiving Communicant Members.**

Individuals who are eligible for Communicant Membership, as provided in the Constitution, may be received into Communicant Membership in this congregation by one of the following means, subject in each case to approval by the Senior Pastor and the Council of Elders:

- (1) Through the rite of confirmation, administered by this congregation;
- (2) By a letter of transfer from a sister congregation in the Lutheran Church–Missouri Synod, confirming communicant membership in good standing in that congregation; or
- (3) By presenting to the Senior Pastor and the Council of Elders sufficient evidence of past communicant membership in a congregation of the Lutheran Church–Missouri Synod, by reaffirming their faith, and by expressing their desire to worship in our congregation.

### **Section 1.2 Admitting Voting Members.**

Communicant Members who desire and are qualified to become Voting Members as provided in the Constitution shall agree to be bound by this congregation's Governing Documents by signing a document maintained by the congregation, expressing that agreement.

### **Section 1.3 Voluntary Termination of Membership.**

**1.3.1 Procedures for Voluntary Termination.** Communicant Members may voluntarily terminate their membership in the congregation by any of the following steps:

- (1) By a letter of transfer from the Senior Pastor or the Council of Elders to a sister congregation of the Lutheran Church–Missouri Synod, which may be requested by any Member in good standing;
- (2) By withdrawing from membership in the congregation by a notice to the Senior Pastor or the Council of Elders of the Member's desire to do so;
- (3) By joining a congregation outside of the fellowship of the Lutheran Church–Missouri Synod; or
- (4) By failing to attend worship services or participate in the rite of communion in our congregation for a period of at least one year, or such longer time as may be set by the Council of Elders in its discretion, and

not being persuaded to renew those practices after contact from the Elders or a pastor.

**1.3.2 Consequences of Voluntary Termination.** In the event of a voluntary termination of a membership, the termination shall be confirmed by the Council of Elders; the Member's name shall be removed from the roll of Communicant Members; and the individual thereafter shall not be eligible to exercise the rights of a Voting Member.

**1.3.3 Reinstatement After Voluntary Termination.** Communicant Members who have voluntarily terminated their membership pursuant to Section 1.3.1 may request reinstatement, and on approval by the Senior Pastor and the Council of Elders, may be received into Communicant Membership again by one of the means provided in Section 1.1, above, as appears appropriate in the circumstances.

## **Section 1.4 Involuntary Termination of Membership.**

**1.4.1 Procedures for Excommunication.** A Communicant Member may be excommunicated by the congregation as provided in this Section 1.4.

(a) Grounds. If a Member's conduct is inconsistent with that of a penitent believer, or a Member's expressions of faith are inconsistent with the confessional standards of the congregation, or a Member's other actions are disruptive or otherwise inconsistent with continued fellowship with the congregation in worship and partaking of the Lord's Supper, and those actions or conduct continue after admonition from the Senior Pastor or the chair of the Council of Elders, the Council of Elders may recommend to the congregation that the individual be excommunicated.

(b) Procedures. Before the Elders make a recommendation to the congregation, the Elders shall notify the Member that a recommendation of excommunication will be considered by the Elders, and the basis for that recommendation, and shall give the Member an opportunity to defend against that step in front of the Elders. If the Elders thereafter determine to recommend that the Member be excommunicated, a Congregational Assembly may determine to excommunicate the Member by a two-thirds vote.

**1.4.2 Consequences of Excommunication.** Upon excommunication, the individual's name shall be removed from the roll of Communicant Members; that individual thereafter shall not be eligible to exercise the rights of a Voting Member; and that individual shall be denied participation in the Lord's Supper. The Council of Elders may also impose such other sanctions as they deem appropriate in the circumstances.

**1.4.3 Reinstatement After Excommunication.** A former Member who has been excommunicated may be permitted to rejoin the congregation as a Communicant Member in the discretion of the Senior Pastor and the Council of Elders, and on such terms and conditions as they may deem appropriate.

## **ARTICLE 2 – CONGREGATIONAL ASSEMBLIES - NOTICE, CONDUCT**

### **Section 2.1 Date, Time, and Place of Congregational Assemblies.**

The date, time, and place of Congregational Assemblies shall be set by the Council of Trustees, or by the Senior Pastor and the president of the congregation acting together, but unless otherwise set, Annual Congregational Assemblies shall be held at 7:30 p.m. on the third Tuesday in May in Walker Hall.

### **Section 2.2 Notice of Congregational Assemblies; Waiver of Notice.**

When either an Annual Congregational Assembly or a Special Congregational Assembly is called, notice of that Assembly shall be given by an Initial Notice and a Second Notice, as provided in this Section 2.2, except as otherwise provided in the Constitution or these Bylaws.

#### **2.2.1 Initial Notice.**

(a) Schedule and Manner for Initial Notice. An Initial Notice of a Congregational Assembly shall be given as follows:

- (1) At least thirty days in advance of the Assembly, notice shall be given by an electronic communication addressed to the Communicant Members, such as by email or other means of electronic communication; this notice may be included in a timely periodic newsletter or other regular communication sent to Communicant Members on a regular basis;
- (2) At least thirty days in advance of the Assembly, if the Council of Trustees so directs, notice shall be given by regular postal mail to Communicant Members instead of or in addition to the electronic notice provided in subsection (1), above;
- (3) For at least thirty days in advance of the Assembly, notice shall be given by posting the notice on the congregation's web site; and
- (4) On at least three weekends in advance of the Assembly, announcements shall be made at the worship services on those weekends, directing attention to the congregation's web site for the full content of the notice of a Congregational Assembly.

(b) Content of Initial Notice. The Initial Notice shall include the date, time, and place of the Congregational Assembly, and a description of any of the following matters that will be proposed for action by the Assembly:

- (1) Any matter for which a quorum is required, under Article 7, section 7.5.2 of the Constitution;
- (2) If any elected positions are to be filled, the information concerning those elections that is required by Section 5.1.1 of these Bylaws;
- (3) Any proposal for the adoption or amendment of a budget;
- (4) If amendments to any of the Governing Documents (the Articles of Incorporation, the Constitution or the Bylaws) are to be considered, the text of the amendment as required by Section 14.1.3 of the Constitution; and
- (5) In the case of a Special Congregational Assembly, the nature of the business to be brought before the meeting.

#### **2.2.2 Second Notice.**

(a) Schedule and Manner for Second Notice. A Second Notice of the Congregational Assembly shall be given as follows:

- (1) At least ten days in advance of the Assembly, notice shall be given by an electronic communication addressed to the Communicant Members by the same means as provided in Section 2.2.1(a)(1), above;
- (2) At least ten days in advance of the Assembly, if the Council of Trustees so directs, by regular mail postal as provided in Section 2.2.1(a)(2), above;
- (3) At least ten days in advance of the Assembly, by updating the notice on the congregation's web site with any additional information required by this Section 2.2, subsection (b) to be included in the Second Notice; and
- (4) Beginning at least ten days in advance of the Assembly, by updating the announcements at the worship services during that period of time to direct attention to the additional information concerning the Assembly on the congregation's web site.

(b) Content of Second Notice. The Second Notice shall include the following additional information concerning matters that will be proposed for action at the Congregational Assembly:

- (1) If any elected positions are to be filled, then a sample ballot or list of candidates nominated for each of those positions, and a notice that nominations are closed;

(2) If any appointed positions are to be confirmed, then a list of the appointees to those positions; and

(3) Any significant new information concerning other matters disclosed in the Initial Notice.

### **2.2.3. Waiver of Notice.**

(a) Urgent Matters. In the event that it is urgent that a Congregational Assembly be held, or that a matter be considered, without complying with the full notice provisions of these Bylaws, then the relevant notice provisions may be waived by a Congregational Assembly on the following conditions:

(1) The urgency is such that if the Congregational Assembly is not held or the matter is not considered, until the full notice provisions can be complied with, the congregation may suffer some detriment in achieving its purpose, or in its personnel, or to its property;

(2) The requirements of these Bylaws concerning the schedule and content of notices are complied with to the extent possible in the circumstances;

(3) The notices given include a notice that a waiver of specified notice provisions will be sought at the Congregational Assembly, and include an explanation of the facts that justify waiving provisions of the notice requirements; and

(4) At the Congregational Assembly: (i) if the Constitution or Bylaws require a quorum of a minimum number of Voting Members be present for the matter to be considered, that quorum is present; and (ii) a motion to waive the relevant notice provisions is approved by a two thirds vote of those present and voting.

(b) Failure is Insignificant. In the event that a failure to completely comply with the full notice provisions of these Bylaws is inadvertent and insignificant, and does not substantially prejudice the interests of Members of the congregation in having the notice required by these Bylaws, the failure may be excused and the relevant provision waived by a two thirds vote of those present and voting at a Congregational Assembly.

### **Section 2.3 Conduct of Congregational Assemblies; Parliamentary Procedure.**

The president of the congregation shall preside at Congregational Assemblies. The current edition of *Robert's Rules of Order, Newly Revised* shall govern all matters of



parliamentary procedure not otherwise provided for in the Constitution or these Bylaws. The president of the congregation, in his discretion, may appoint a parliamentarian to advise the president on matters of parliamentary procedure.

## **ARTICLE 3 – GOVERNING COUNCILS - SPECIFIC ACTIONS**

### **Section 3.1 Council of Trustees.**

**3.1.1 Exercise of Authority, Powers, and Responsibilities.** In exercising the authority, powers, and responsibilities given to the Council of Trustees in the Constitution, the Trustees shall take such actions as appear necessary and proper in the interests of the Congregation to, among other things:

(a) Delegation of General Management and Supervision. Delegate any or all aspects of the general management and supervision of the business affairs of the congregation to the Senior Pastor or to other pastors or to one or more subordinate staff members, as they see fit to do so from time to time, subject to the ultimate responsibility of the Trustees for the general management and supervision of the business affairs of the congregation, as provided in the new Constitution, Section 8.1.1(a).

(b) Delegation to Officers. Delegate to any of the Congregational Officers, or to members of the Trustees elected at large, such responsibilities or tasks as the Trustees, in their discretion, deem appropriate;

(c) Budgets. Prepare and recommend for adoption at each Annual Congregational Assembly a budget for the congregation and school for the ensuing fiscal year, and during that year supervise the expenditure of the congregation's monies in accordance with the budget that has been adopted, except that, without the approval of a Congregational Assembly, the Trustees shall have the authority: (i) to authorize the expenditure of up to \$100,000 outside of the budget, for any one purpose, either by adding the expenditure to a budget category, or by moving the expenditure between budget categories, or by moving the expenditure between programs under the Council of Church Ministries with the approval of the Councils affected; or (ii) to authorize such expenditures outside of the budget as may be necessary to avoid potential personal injury or loss of life, or to make emergency repairs to property.

(d) Congregational Records and Notices. Ensure that a full and accurate record is kept of the proceedings of Congregational Assemblies, and of the roll of Communicant Members and those qualified as Voting Members; and that notices of Congregational Assemblies are given in accordance with the requirements of the Constitution and these Bylaws;

(e) Financial Records. Ensure that full and complete books of account are kept of all monies received and expended by the congregation; that all monies of the congregation are deposited in appropriate financial institutions and investments in the name of the congregation;

that the Trustees receive and review reports on the receipts, expenditures, and financial condition of the congregation at least monthly; that the financial books and records of the congregation are open to inspection by the Trustees; and that audits of the financial books and records are performed when the Trustees deem appropriate;

(f) Committees and Task Forces. Create, appoint, and dissolve committees and task forces, to study and make recommendations to the Trustees concerning particular issues, or to assist the Trustees in particular tasks, or for other purposes within the purview of the Trustees, and to include any Members of the congregation, as the Trustees see fit;

(g) Appointments to Self-Governing Bodies. Make appointments to this congregation's self-governing bodies, as provided in the Constitution or in these Bylaws, or in the governing documents of those bodies that have been approved by the Congregation; and

(h) Appointments of Delegates and Representatives. Appoint delegates and representatives to bodies, conventions, and conferences of The Lutheran Church–Missouri Synod, the district of The Lutheran Church–Missouri Synod in which the congregation holds membership, and the Lutheran High School Association of Orange County.

**3.1.2 Members and Elections.** Members of the Council of Trustees shall be those specified in the Constitution, and those who are to be elected shall be elected as provided in the Constitution and these Bylaws.

## **Section 3.2 Council of Elders.**

**3.2.1 Exercise of Authority, Powers, and Responsibilities.** In exercising the authority, powers, and responsibilities given to the Council of Elders in the Constitution, the Elders shall take such actions as appear necessary and proper in the interests of the Congregation to, among other things:

(a) Worship Services. Ensure that worship services are conducted in good order, and in conformity with the Confessional Standard of this congregation, and as may otherwise be satisfactory to the congregation;

(b) Sermons Available. Ensure that weekly sermons are available to viewers through electronic transmission, such as on the internet, along with full services, choral presentations, and other features, to the extent feasible;

(c) Divine Calls. Ensure that divine calls to ordained and commissioned ministers are issued in accordance with the provisions of the Constitution, these Bylaws, and the constitution and bylaws of the Lutheran Church–Missouri Synod;

(d) Care of Called Ministers. Attend to the spiritual, physical, and emotional care of the pastors and the other called ministers of the congregation;

(e) Encouragement to Members. Counsel with Members of the congregation as needed to encourage participation in the life of the congregation, in accordance with Article 6 of the Constitution;

(f) Visitations. Ensure that appropriate visits are made to Members of the congregation who may be hospitalized or confined, or otherwise unable to attend services; and

(g) Memberships in Congregation. Receive Members into the congregation, and provide procedures for the voluntary and involuntary termination of membership in this congregation, and oversee such procedures, in accordance with Article 1 of these Bylaws.

**3.2.2 Members and Elections.** The chair and members of the Council of Elders shall be those specified in the Constitution, and shall be elected and serve, and vacancies in those offices shall be filled, as provided in the Constitution.

### **Section 3.3 Council of Schools.**

**3.3.1 Exercise of Authority, Powers, and Responsibilities.** In exercising the authority, powers, and responsibilities given to the Council of Schools in the Constitution, the Council shall take such actions as appear necessary and proper in the interests of the Congregation to, among other things:

(a) Matters to Review with the Principal. Review and advise the principal, as the Council deems appropriate, concerning:

- (1) The curriculum, instructional materials, and academic standards for students;
- (2) Communications with parents of students;
- (3) Student recruitment;
- (4) Student services;
- (5) Conduct standards for students; and
- (6) Parent and student grievances.

(b) Policy Manual. In conjunction with the principal, adopt and revise a policy manual for the Council's oversight of the schools, and the operation of the schools, subject to the approval of the Council of Trustees.

(c) Budget. In conjunction with the principal, develop a proposed budget for the operation of the school, including a tuition schedule, projected operating expenses, and

compensation for the teaching staff, and present it to the Council of Trustees, for inclusion in the budget to be presented to a Congregational Assembly for adoption.

(d) School Auxiliary. Monitor the programs and procedures of the School Auxiliary established as a self-governing body of the congregation pursuant to the Constitution, to ensure conformance with the requirements of the Constitution and with the bylaws of the Auxiliary as approved by the congregation.

(e) Non-Discrimination. As part of its oversight responsibilities, the Council shall take steps to ensure that the schools and related programs do not discriminate on the basis of race, color, or national or ethnic origin in the admission of students, administration of educational policies, scholarship and loan programs, athletic programs, or any other program administered by the schools.

**3.3.2 Members and Elections.** The chair and members of the Council of Schools shall be as specified in the Constitution, and shall be elected and serve, and vacancies in those offices shall be filled, as provided in the Constitution and these Bylaws.

## **ARTICLE 4 – CONGREGATIONAL OFFICERS**

The Congregational Officers provided for in the Constitution shall have the authority, powers, and responsibilities set out for them in the Constitution and as may be set out in these Bylaws, and as may be delegated to them by the Council of Trustees.

## **ARTICLE 5 – ELECTIONS - PROCEDURES**

This Article 5 supplements the provisions for elections in the Constitution, as authorized there in Section 10.7.

### **Section 5.1 Nominations for Elected Positions.**

#### **5.1.1 Request for Nominations; Nominations.**

(a) Call for Nominations. At least thirty days prior to the date of the Annual Congregational Assembly, the Council of Trustees shall: (i) announce the offices that will be open for nomination and election at that Assembly; (ii) invite Voting Members to submit nominations for those offices; (iii) describe simple procedures for doing so; and (iv) state the deadline for submitting nominations, allowing a reasonable time for doing so. That announcement shall be made as part of the Initial Notice for the Annual Congregational Assembly, as provided in these Bylaws, Article 2, Section 2.2.1.

(b) Nominations by Voting Members. Nominations for election as a member or chair of a Governing Council, or as a Congregational Officer, may be made by any Voting Member.

**5.1.2 Nominating Committee.** The Trustees in their discretion may appoint a committee, to include at least one member of the Council of Trustees and one member of the Council of Elders, to undertake efforts to ensure that there are qualified and able candidates for every position to be filled, and to submit nominations as appears appropriate.

**5.1.3 Reviewing Nominations.** As nominations are received, the Trustees shall review the nominations with the Council of Elders to ensure that nominees are eligible for election as provided in Section 10.1 of the Constitution; shall inquire with the nominees to determine that they are willing to run and serve if elected; and if a nominee is not eligible or willing to serve, shall exclude that nominee from the ballot. The Trustees shall also request brief biographical information from each nominee who will appear on the ballot, relevant to the office for which nominated.

**5.1.4 Announcing the Nominees Qualified for the Ballot.** At least ten days prior to the date of the Annual Congregational Assembly the Trustees shall announce the names of the nominees qualified for election for each office, and provide a sample ballot listing those nominees, together with brief biographical information for each nominee, as part of the Second Notice of the Annual Congregational Assembly, as provided in Section 2.2.2 of these Bylaws. Only those nominees listed in that sample ballot shall be eligible for election.

**5.1.5 Announcing Appointments of Chairs Subject to Ratification.** At least ten days prior to the date of the Annual Congregational Assembly the Trustees shall announce the names of all chairs appointed to the Councils of Church Ministry pursuant to these Bylaws, Article 7, Section 7.2.2, for ratification at the Assembly, and provide a list of those appointees as part of the Second Notice for the Annual Congregational Assembly, as provided in Section 2.2.2 of these Bylaws.

**5.1.6 Voting; Appointment of Committee to Conduct Election.** Votes shall be cast by written ballots or electronic ballots, which maintain the confidentiality of a vote; if, however, there is only one candidate for an office, and without objection, a vote may be taken by acclamation. The Trustees may appoint a committee to supervise the conduct of the election, including the preparation, distribution, and counting of ballots, consisting of one of the Trustees and any additional Members or staff to assist in that process.

## **Section 5.2 Installation of Elected and Appointed Officers**

**5.2.1 Installation.** Chairs and members of the Governing Councils, and Congregational Officers, who have been elected for new terms at the most recent Annual Congregational Assembly, and chairs of the Councils of Church Ministry whose appointments have been ratified at that time, shall be installed during one of the Sunday morning services in June, preceding the

beginning of their terms. Officers elected or appointed to fill a vacancy shall be installed to assume the term they are filling at a worship service following their election or appointment, and shall assume their respective position immediately on their installation. The worship service for an installation shall be set by the Trustees or the Senior Pastor.

**5.2.2 Rite of Installation.** The installation may follow the liturgy recommended for Installation of Congregational Officers in the Lutheran Service Book prepared by the Lutheran Church–Missouri Synod. In any case the rite of installation shall include: (i) a citation to the scriptural basis for the election or appointment of Members of the congregation to guide the congregation so that “all things should be done decently and in order” as St. Paul admonished the church in 1 Corinthians 14:40; (ii) admonitions to those being installed to lead lives that are examples of faithful service to the church; (iii) a promise by those being installed to faithfully carry out their duties; (iv) words of installation by the presiding pastor or officer; (v) an admonition to the Members of the congregation to support and encourage those being installed; (vi) and prayers for God’s guidance for the congregation and its leaders.

## **ARTICLE 6 – CALLED POSITIONS - PROCEDURES**

This Article 6 supplements the provisions in the Constitution, Article 11, for calls to ministers, ordained or commissioned, to serve the congregation, by providing procedures for filling called positions.

### **Section 6.1 Creation of Call Committee.**

**6.1.1 Appointment of Call Committee by Trustees.** When the Council of Trustees determines that a position in the congregation is to be filled by a call to an ordained or a commissioned minister in the Lutheran Church-Missouri Synod, other than for a teacher in the congregation’s school, the Trustees shall appoint a call committee to make a recommendation to the congregation of candidates who would be suitable to call. Procedures for calls to teachers for the school are set out in Section 6.7 of these Bylaws.

**6.1.2 Members of Call Committee.** The call committee shall include the following Members of the congregation, one of whom the Trustees shall designate as the chair of the committee:

- (1) Five or more Voting Members, chosen at large by the Trustees with the objective of achieving a broad representation of the congregation;
- (2) One member of the Council of Trustees;

- (3) If the position to be filled is that of a pastor for which an ordained minister is to be called, the chair of the Council of Elders, or the chair's designee;
- (4) If the position to be filled is one for which a commissioned minister may be called, and is within the purview of the Council of Worship and Music, the chair of that Council or the chair's designee, and the Director of Worship and Music unless that position is the subject of the call; and
- (5) If the position to be filled is that of a Director of Christian Education, or a Director of Family Ministry, or some similar position for which a commissioned minister may be called, the chair of the Council of Elders, or the chair's designee.

## **Section 6.2 Procedures for Call Committee.**

The call committee shall follow the procedures set out in this Section 6.2, in addition to any additional steps it deems advisable, and shall do so as expeditiously as possible.

(a) Meetings. The call committee shall meet on a schedule set by the committee, or otherwise on the call of the chair.

(b) Description and Qualification of Position. The call committee shall develop a description of the position to be filled, and of the qualifications of the candidate being sought.

(c) Notice to District President. The call committee shall: (i) promptly notify the president of the district of The Lutheran Church–Missouri Synod in which the congregation holds membership of the congregation's intent to fill the position described by the committee; (ii) request advice from the president on the process to be followed; and (iii) request assistance in identifying potential candidates for the position.

(d) Notice to Congregation. The call committee shall promptly notify the congregation of the intent to fill a position with a call, by at least:

- (1) Announcements at all worship services on at least three consecutive weekends;
- (2) A posting on the congregation's web site; and
- (3) If the position is that of a pastor, also by an email or other electronic communication to Communicant Members.

(e) Content of Notices. The notices to the congregation shall include: (i) a brief description of the position to be filled; (ii) an invitation to Voting Members to submit

nominations for the position; and (iii) a deadline for submitting nominations that allows a reasonable time to respond.

(f) Outreach by Committee. The call committee may engage in such additional outreach and search efforts as it deems appropriate to identify potential candidates for the position.

### **Section 6.3 Initial Screening.**

After receiving names of potential candidates, the call committee shall:

- (1) Identify those candidates who the committee deems potentially suitable to receive a call;
- (2) Request additional information from the District concerning those candidates, including professional and relevant personal information, and the availability of each candidate to consider a call; and
- (3) If the availability of a candidate is not otherwise known, contact the candidate to inquire if the candidate would be available to consider a call; if a candidate is unavailable, or declines to respond, the call committee may drop that individual from consideration.

### **Section 6.4 Assessment of Candidates.**

For those candidates who the committee determines, after an initial screening, to be most suitable for a call, the committee shall use its best efforts to:

- (1) Undertake such investigation as the committee deems appropriate to obtain professional and relevant personal information that the committee wishes to have;
- (2) Interview each candidate, in person or by electronic means, along with the candidate's spouse; and
- (3) In the case of candidates for a position as a pastor, hear the candidate preach, such as by attending a service in the candidate's present congregation, or by a recording or other electronic means.



## **Section 6.5 Call Committee Report to Trustees.**

After completing its assessment, the call committee shall prepare and give to the Council of Trustees a report listing those candidates, including the professional and relevant personal information for each candidate and the committee's assessment of those candidates.

## **Section 6.6 Issuance of a Call.**

**6.6.1 Notice of Congregational Assembly.** When the Council of Trustees receives the report from the call committee, it may set a Congregational Assembly to consider issuing a call, and give notice of that Congregational Assembly as provided in this Section 6.6.1, which shall supersede the provisions for notices provided in Sections 2.2.1 and 2.2.2 of these Bylaws. The notice of this Congregational Assembly shall: (i) state that the purpose will include considering issuing a call; (ii) include in the notice the list of candidates presented to the Trustees, and such information concerning the candidates as the Trustees deem appropriate or refer to the availability of that information on the congregation's web site, where it shall be posted; and (iii) be given beginning at least fifteen days in advance by:

- (1) Announcements at all worship services on each intervening weekend;
- (2) A posting on the congregation's web site and
- (3) If the position is that of an ordained minister, also by an electronic communication addressed to Communicant Members, such as by email or other means of electronic communication.

**6.6.2 No Additional Nominations.** No candidates other than those recommended by the call committee shall be nominated or voted on by this Congregational Assembly.

### **6.6.3 Voting on Issuing a Call.**

(a) **Vote to Select Candidate.** Provided that a quorum of at least seventy-five Voting Members is present, this Congregational Assembly may select one candidate to receive a call, by a two-thirds vote in favor of calling that candidate. The vote shall be taken by ballot listing all the candidates on the list presented to the Trustees. If no candidate receives two-thirds of the votes on the first ballot, then up to two additional votes shall be taken among the top vote-getting candidates whose combined vote total equals two-thirds of the total votes cast, until one candidate is selected by two-thirds of the votes cast.

(b) **Additional Ballots; Rejection of Recommendation.** If a two-thirds vote to call a candidate is not obtained within the number of ballots permitted by paragraph (a), above, the Congregational Assembly may, by a motion carried by a majority vote, determine to take such additional ballots as may be specified in the motion. If a two-thirds vote to call a candidate is not obtained within the number of ballots specified, the recommendation of the call committee shall

be deemed rejected, and the report returned to the Council of Trustees for further action as it deems appropriate.

(c) **Return Report of Call Committee.** At any time during the consideration of the call committee's report, before the Congregational Assembly has determined by a two-thirds vote to issue a call, the Congregational Assembly may, by motion and a majority vote, return the call committee's report to the committee or to the Trustees without issuing a call, to take further action as the motion may instruct.

**6.6.4 Notifying Candidate Selected.** When the Congregational Assembly has selected a candidate for the call, the Senior Pastor, or if that position is vacant the most senior of the other pastors, and the president of the congregation, shall jointly notify that candidate that the congregation has voted to extend a call, promptly by telephone, and then by a letter accompanied by a call package describing the position and relevant information about the congregation.

## **Section 6.7 Calls to Teachers for the School.**

When the principal and the Council of Schools determine that a position of teacher in the school should be filled by a call to a teacher who is a commissioned minister in the Lutheran Church–Missouri Synod and on its roster, they shall proceed according to this Section 6.7.

**6.7.1 Position.** The principal and the Council of Schools shall prepare a description of the position, including the qualifications required and the terms of employment.

**6.7.2 Call Committee.** The principal and the chair of the Council of Schools shall appoint a call committee, which may include one or more teachers, parents, members of the School Auxiliary, and members of the Council of Schools, along with the principal, to identify suitable candidates for the position.

**6.7.3 Notice to District.** The principal shall also promptly notify the president of the district of The Lutheran Church–Missouri Synod in which the congregation holds membership of the need for a teacher and a description of the position, and request the names of potential candidates.

**6.7.4 Notice to Congregation.** The principal shall also notify the congregation of the search for a teacher by: (i) a posting on the congregation's web site describing the position to be filled, inviting nominations from the congregation, and giving notice of a deadline for submitting nominations; and (ii) announcements at all worship services on at least two weekends referring to the information on the web site.

**6.7.5 Additional Search.** The call committee may undertake such additional steps that the committee deems appropriate to identify suitable candidates.

**6.7.6 Trustees Set Congregational Assembly.** When it has completed its search, the call committee shall prepare and give to the Council of Trustees a report listing the candidates that the committee has determined to be suitable for a call, and including the professional and relevant personal information for each candidate and such additional information as the committee deems relevant. The Trustees shall then set a Congregational Assembly and give notice as provided in Section 6.6.1, except that the notice need be only ten days in advance.

**6.7.7 Congregational Assembly.** The Congregational Assembly may authorize the issuance of a call by a majority vote. At the recommendation of the principal and the Council of Schools, the call may designate the position as either tenured, or at will, or for a specific period of time such as a school year. If the call is issued, the principal and the chair of the Council of Schools shall promptly notify the teacher, and follow with a call package describing the position, the school, and other relevant information.

**6.7.8 Removal of Called Teachers.** A called teacher may be removed from that position pursuant to the provisions of Section 11.3.2 of the Constitution, applicable to removal of commissioned ministers who have been called.

## **Section 6.8 Employing Teachers Without a Call.**

The principal, with the concurrence of the Council of Schools, may employ teachers for the school without a formal call, subject to the provisions of Section 11.1.3 of the Constitution.

## **ARTICLE 7 – MINISTRY COUNCILS OF THE CONGREGATION**

“Go therefore and make disciples of all nations . . . teaching them to observe all that I have commanded you.” The Great Commission, Matthew 28:19.

“And they devoted themselves to the apostles’ teaching and the fellowship, to the breaking of bread and the prayers. . . . And all who believed were together and had all things in common. . . . And day by day, attending the temple together and breaking bread in their homes, they received their food with glad and generous hearts, praising God and having favor with all the people. And the Lord added to their number day by day those who were saved.” Acts 2:42 et seq.

## **Section 7.1 Mission of the Ministry Councils.**

**7.1.1 Mission.** The mission of the Ministry Councils is to encourage Members of the congregation to Connect, Grow, and Share God’s Word, and to provide leadership to carry out that mission.

**7.1.2 Role of Pastors and Elders.** Each Council should pursue its particular mission under the auspices of the Senior Pastor, or of another pastor or called minister of the congregation assigned to the Council by the Senior Pastor, and with the guidance of the Council of Elders.

## **Section 7.2 Membership and Meetings.**

**7.2.1 Appointment of Chair.** Each Council shall have a chair, appointed from the Voting Members of the congregation by the Senior Pastor, with the concurrence of the Council of Elders, and subject to ratification by a Congregational Assembly, to serve a term of one year from July 1 through the following June 30, or until the appointment and installation of a successor. Chairs shall be limited to six consecutive one-year terms.

**7.2.2 Ratification and Installation.** The appointments of the chair of each Council shall be made each year prior to the Annual Congregational Assembly and placed on the agenda for ratification by the voters at that meeting. Appointed and ratified chairs shall be installed together with elected officers of the congregation at a divine service no later than the last Sunday in June.

**7.2.3 Members.** Additional members of the Councils may be appointed by the Senior Pastor or by the Council of Elders, in consultation with the respective Council chair, and in a number that appears suitable for the purpose of that Council's ministry.

**7.2.4 Removal.** A chair or a member of a Ministry Council may be removed for any of the grounds specified in the Constitution, Section 11.3, for removal of called ministers, or for failure to perform the responsibilities of the position, by the Senior Pastor with the concurrence of the Council of Elders.

**7.2.5 Elders.** Each Council shall include, as an additional member of that Council, an Elder appointed to it by the Council of Elders.

**7.2.6 Meetings.** Each Council may meet on a regular schedule set by that Council, or at the call of the chair of that Council.

**7.2.7 Organization of Council.** To carry out its mission, each Council may, as appears appropriate, organize itself into committees or other groups that will carry out specific aspects of the Council's mission.

## **Section 7.3 The Ministry Councils.**

The Ministry Councils are those set out in this Section 7.3, and as may be added by amendment or, with the concurrence of the Council of Elders, by practice from time to time. Those added by practice without an amendment to these Bylaws shall nevertheless be subject to

the provisions Sections 7.1 and 7.2 of these Bylaws applicable to the Ministry Councils established by these Bylaws.

### **7.3.1 Council of Prayer and Congregational Care.**

a) Mission. The mission of the Council of Prayer and Congregational Care is to attend to the prayer life, spiritual care, and temporal needs of members of the congregation.

(b) Activities. In pursuing its mission, this Council shall endeavor to:

(1) Regularly offer prayers in support of the congregation and its pastors and leaders, offer prayers in response to requests from members of the congregation, and develop and lead prayer groups;

(2) Support special services for prayer and healing;

(3) Arrange for visits to members of the congregation who may be hospitalized or shut-in, or otherwise unable to attend services;

(4) Provide volunteer staffing, refreshments, and support for congregational events such as receptions in Walker Hall following memorial and funeral services;

(5) Provide aid and assistance to members in need, including through a food pantry, temporary financial assistance, or other personal and temporal assistance; and

(6) Contact inactive members to encourage a return to regular worship and participation in the life of the congregation, and determine if there is a particular cause of dissatisfaction.

**7.3.2 Council of Music and Worship Support.** The Council of Music and Worship Support has a dual mission of supporting music as a part of the congregation's worship services, and supporting the conduct of those worship services.

(a) Support for Music. The mission of this Council in supporting music for the congregation includes advising and assisting the congregation, and ministers of music in particular, in providing music that will enhance the congregation's worship services, and that will lead the congregation in joining its voices in worship, praise, and thanksgiving. This Council's mission includes music for worship services and other occasions in the sanctuary and in the auditorium, for school chapel services, and for sister or satellite congregations when requested, and presentations by the congregation's musical groups at other venues. This Council's advice and assistance in music may include:

(1) The selection of music appropriate for the church calendar and special occasions;

(2) Supporting a choir and other musical groups;

(3) Planning instrumental accompaniment for worship services; and

(4) Planning and presenting special musical programs.

(b) Support for Worship. The mission of this Council in supporting the conduct of worship services includes recruiting and directing volunteers to assist in preparations for and during worship services, including:

(1) Greeters for worshipers arriving at services;

(2) Ushers and others to assist during the services, including helping seat worshipers, collecting contributions, and attending at communion and baptisms, and other incidental tasks;

(3) An altar guild to assist in preparations before and after communion services;

(4) Posting coverings for the altar and pulpit, and banners in the nave, appropriate for the church calendar; and

(5) Other support as may be requested by the pastors or the Minister of Worship and Music.

(c) Coordination With Ministers and Staff. In carrying out its missions of support, the Council should endeavor to meet regularly with the Minister of Music and with the Senior Pastor, as responsibilities for these tasks may be allocated between them, and with staff assisting with the missions of this Council.

### **7.3.3 Council of Adult Ministries.**

(a) Mission. The mission of the Council of Adult Ministries is to further the education of Members of the congregation in gaining a deeper understanding of God's Word, and to foster a supportive social connection among adult Members.

(b) Programs. To carry out its mission, this Council may organize and implement such programs as:

(1) Adult Bible studies led by a pastor or lay leader, and held in church facilities or in homes;

- (2) Bible studies for particular groups, such as small groups, seniors, women, men, or singles;
- (3) Bible studies with particular areas of focus such as Biblical history, particular books of the Bible, apologetics, and evangelism; and
- (4) Social programs for adult Members, to foster a closer connection among Members.

#### **7.3.4 Council of Outreach and Missions.**

(a) Mission. The mission of the Council of Outreach and Missions is to reflect God's love for us, through outreach and mission programs to assist those in need in the community around us, and worldwide, while proclaiming the message of God's love to those we help.

(b) Activities. This Council may engage in pursuit of its mission to provide support for individuals and families through such actions as:

- (1) Distributing food for those in need, both by assisting community-based programs that provide such help, and directly to individuals in need;
- (2) Participating in community events in ways that will provide a benefit to others and express our message to them;
- (3) Working with public social service agencies and nonprofit organizations to identify needs and areas where the congregation can provide assistance;
- (4) Coordinating assistance to victims of natural disasters, wherever occurring;
- (5) Engaging in programs globally to improve the lives of others, such as by constructing homes, schools, or other facilities in impoverished areas in the world;
- (6) Providing financial or logistical support for our church's missionaries around the world, either in general or for specific missionaries or localities; and
- (7) Training for evangelism and witnessing to the unchurched, in our community and globally.

### **7.3.5 Council of Youth and Young Adults.**

(a) Mission. The mission of the Council of Youth and Young Adults is to engage our youth and young adults in the life of the congregation, by encouraging their continued participation in worship, prayer, and praise, and in the mission of the congregation. This Council's focus is on youth beginning with those in high school (9<sup>th</sup> grade) and continuing into college, careers, and the early years of marriage and families.

(b) Activities and Programs. The Council may pursue its mission by offering activities and programs such as:

- (1) Opportunities for service in the congregation, in the community, and in the world at large, in cooperation with other Ministry Councils engaged in those activities;
- (2) Bible study groups, including developing leadership abilities for Bible study;
- (3) Music, as a means of worship, including instruction, performances, and participation, in cooperation with the Minister of Music;
- (4) Social events, to foster a social connection among youth in the congregation;
- (5) Making available crisis and other counseling services; and
- (6) Providing orientation for choices of a college, including Concordia University Irvine and other faith-based college opportunities.

### **7.3.6 Council of Families and Children.**

(a) Mission. The mission of the Council of Families and Children is to support programs that will provide activities for children in a safe environment as they grow, while teaching them of the love that Jesus has for them, and programs to support parents of those children to help and guide them in raising their children in a Christian environment. The Council's focus is on children of Members and non-members, through the eighth grade.

(b) Activities. In pursuing its mission, this Council may support such activities as the following:

- (1) A vacation Bible school, to teach young children the stories of the Bible that are instructive for their lives;
- (2) Easter activities, such as an Easter egg hunt, while teaching children about our celebration at Easter of our risen Lord;



- (3) Fall festival activities, as a means of giving thanks for God's abundant blessings;
- (4) Support for a Scouting program for boys and girls, or similar programs sponsored by other organizations, to teach life and leadership skills, and Christian values to children in those programs;
- (5) Supporting programs for the foster care of children, and for care for children at risk;
- (6) Supporting programs for family care and coaching; and
- (7) Providing orientation for choices of a high school, including the Lutheran high schools in Orange County.

## **ARTICLE 8 – STANDING COMMITTEES**

### **Section 8.1 Purpose and Appointments of Members.**

**8.1.1 Purpose.** The congregation may have Standing Committees for the purpose of undertaking the ongoing tasks that are within the purview of each committee. Standing Committees include those that are listed in these Bylaws, and others that may be formed from time to time by the Trustees, for such tasks as the Trustees designate. The committees shall report to the Trustees, or through the Trustees to the congregation.

**8.1.2 Appointment of Members.** Members of Standing Committees shall be appointed annually by the Trustees, to serve from July 1 through the following June 30, with one member designated by the Trustees to serve as chair. The Trustees may also appoint a member of the Trustees to serve on a Standing Committee, as the Trustees see fit. Members appointed by the Trustees shall be Communicant Members of the congregation.

### **Section 8.2 The Committees.**

Standing Committees shall include, among other committees that may be created by the Trustees from time to time:

#### **8.2.1 Committee on Facilities and Equipment.**

(a) Purpose. This Committee is tasked with (i) the oversight of the congregation's facilities and equipment, including periodic reviews of the physical facilities and equipment; (ii) advising the Trustees on the need and potential costs for acquiring, maintaining,

repairing, and replacing facilities and equipment; and (iii) planning for future needs for physical facilities and equipment of the congregation.

(b) Scope. Facilities and equipment under this Committee's oversight shall include:

(1) All of the congregation's buildings, including the sanctuary, Walker Hall, the school, and administration offices; and playgrounds and exterior common areas and infrastructure;

(2) Operating systems for buildings, including heating, air conditioning, electricity and lighting, and plumbing;

(3) Computers, telephone systems, and other equipment supporting the church offices, and audio-visual technology; and

(4) Such other similar areas of responsibility as the Trustees may assign to this Committee; but

(5) Notwithstanding the broad scope of this Committee's oversight, the scope does not include any responsibility for the St. John's cemetery properties.

(c) Additional Members. In addition to the members appointed by the Trustees pursuant to Section 8.1.2, a member of the Trustees, appointed by the Trustees, shall be a non-voting member of this Committee. The congregation's chief operating officer, or the equivalent member of the congregation's staff, or that officer's designee, shall be a non-voting member of this Committee, and provide staff support for it. With the approval of the chair, additional staff may be invited to attend meetings of this Committee.

(d) In appointing the chair and members of this Committee, the Trustees shall endeavor to include individuals with experience in construction, information technology, procurement, and other disciplines that would be pertinent to the matters that are within this Committee's responsibility.

### **8.2.2 Committee on Constitution and Bylaws.**

(a) Purpose. This committee is tasked with advising the Council of Trustees on proposals to amend our Governing Documents, and with reviewing and proposing revisions to those documents as the need appears, or as the Trustees may request.

(b) Members. In appointing members of this committee, the Trustees shall endeavor to include one or more Members with legal experience.

## **ARTICLE 9 – PROHIBITIONS AGAINST DISCRIMINATION, HARASSMENT**

### **Section 9.1 Prohibited Discrimination.**

This congregation shall not discriminate against any person on account of race, color, or national or ethnic origin in admission to membership or holding any office or other position in the congregation.

### **Section 9.2 Prohibition Against Sexual Misconduct or Harassment.**

It is the policy of this congregation to prohibit sexual misconduct or harassment by any minister, or member or chair of a council or committee, or other officer or employee, against any member of this congregation or any employee of this congregation. Violation of this policy may lead to disciplinary action as appropriate to the particular circumstance, which may include termination of a position held in the congregation, or termination of membership in the congregation, or action against employment status, including termination. This policy may be implemented by additional provisions in the Bylaws, or in policies or procedures adopted by the Council of Trustees.

## **ARTICLE 10 – ADMINISTRATIVE PROVISIONS**

### **Section 10.1 Fiscal Year.**

The fiscal year of St. John's Lutheran Church of Orange shall begin annually on July 1 and end on the following June 30.

### **Section 10.2 Principal Office.**

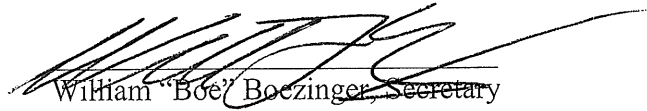
The location of the principal office of St. John's Lutheran Church of Orange shall be at 154 South Shaffer Street, Orange, California 92866-1609.

– End of Bylaws –

Dates of Adoption and Amendments:

Approved by the Pacific Southwest District: September 7, 2022

Adopted by a Congregational Assembly: October 18, 2022



William "Boe" Boezinger, Secretary

Subsequent Amendments: