

**OUR SAVIOR LUTHERAN CHURCH
TACOMA, WA
BYLAWS**

BYLAW 1: Mission Statement

Mission Statement: Reach people with God's grace to transform our local community into passionate followers of Jesus Christ.

BYLAW 2: VOTERS ASSEMBLY

- A. Meetings - The Voters Assembly shall meet at least annually. The day and hour of the annual meeting shall be set by the Board of Directors and publicized at least four weeks in advance. The notification shall contain an agenda of items to be considered as well as the slate of nominees for ratification. The Voters Assembly may meet at other times of the year, subject to a call by the Board of Directors, or at the request of any twelve (12) voting members. Notice of any such special meeting shall be publicized as far in advance as possible but no less than one week in advance. The notice shall contain an agenda of items to be considered. No agenda items may be added once notification of any meeting is publicized. The President, Vice President, or their designated Board member shall preside at all Voters Assembly meetings.
- B. Quorum – Those voting members present at any properly called meeting of the Voters Assembly shall constitute a quorum.

BYLAW 3: NOMINATION AND RATIFICATION PROCESS

- A. Joint Nominating Committee - The President of the Board of Directors, the Chair of the Board of Elders, the Senior Pastor, and the Executive Director shall annually appoint a Joint Nominating Committee. The President of the Board of Directors shall serve as Chair. This Committee shall prepare a slate of nominees for the completed terms among the Board of Elders, and the Board of Directors. The committee shall be comprised of representatives of the Board of Directors, Board of Elders, Senior Pastor, Executive Director, and any congregational at-large members as may be appropriate. The Committee shall present nominees for ratification by the Voters Assembly at its annual meeting. All nominees shall be voting members who have reached the age of 21 years.
- B. Nominees - The names of the nominees shall be presented in writing to the congregation at least four weeks prior to the annual meeting of the Voters Assembly. Any voting member of the congregation may raise objections of conscience about any nominee(s), based upon Biblical precepts and prayer. The objecting voter shall submit a signed, written objection to the Joint Nominating Committee at least two weeks prior to the Voters Assembly. The Joint Nominating Committee shall meet prior to the Voters Assembly meeting to consider the objection. The objecting voter together with the nominee(s) in question shall be present to make their case based on the aforementioned concepts. The Joint Nominating Committee will decide whether or not to retain the nominee(s) in question on the slate of nominees presented at the Voters Assembly meeting.
- C. Ratification - The Voters Assembly shall annually ratify the slate of nominees for the completed terms among the Board of Elders, and the Board of Directors by an affirmative vote of the majority of voting members present.
 - 1. The entire slate shall be approved or rejected in total.
 - 2. In the event that the Voters Assembly fails to ratify the slate of nominees for the completed terms among the Board of Elders, and the Board of Directors, the Joint Nominating Committee shall be convened within four weeks to reconsider the proposed slate of nominees. A slate of nominees shall be presented in writing to the congregation within eight weeks of adjournment of the last Voters Assembly. After a minimum notification period of four weeks, the Voters Assembly will be reconvened

for a ratification vote of the slate of nominees. This process will be repeated as necessary until a slate of nominees is successfully ratified. During this interim period, the previous year's Board of Elders, and members of the Board of Directors will continue to serve in their respective positions.

BYLAW 4: BOARD OF DISCIPLESHIP - The Board of Discipleship shall consist of the Board of Elders and Discipleship Team Leaders.

A. Duties of the Board of Elders.

1. The Board of Elders shall monitor the doctrine and life of the office of the Pastor(s) and ministry staff. The Board of Elders shall monitor the welfare of the Pastor(s), other rostered LCMS workers, and other ministry staff, and provide pastoral care as appropriate.
2. Board of Elders shall establish Discipleship Teams to lead the discipleship growth of the congregation. The Discipleship Team Leaders shall be appointed by the Board of Elders with consent of the Board of Directors.

B. Duties of the Discipleship Team Leaders

1. The Discipleship Team Leaders shall recruit, train, and provide leadership to a system of volunteers as approved by the Board of Elders to be an active part of the Discipleship Team.
2. The Discipleship Team members shall assist the Pastor(s) and the Board of Elders in all matters pertaining to the spiritual welfare of the congregation.
3. The Discipleship Teams shall provide for the spiritual health and well-being of the people of Our Savior to ensure they have a right relationship with Jesus Christ and each other. The Discipleship Teams, under the direction of the Board of Elders, shall serve and equip the people of Our Savior to fulfill the congregation's mission.

C. Terms of Service - The term of service for each Elder and Discipleship Team Leader shall be for two years, with approximately one-half of the members being ratified each year. Elders may serve a maximum of three consecutive terms, but may serve again after a one year hiatus from the Board. There shall be no limit on the number of reappointments for Discipleship Team Leaders. The normal term for Elders and Discipleship Team Leaders shall begin the first day of the month immediately following the annual Voters Assembly. In the event of a vacancy on the Board of Elders, any Elder or the Joint Nominating Committee may present nominees. Appointments to fill unexpired terms will be made from such nominees by the Chairman of the Board of Elders and ratified by a majority of the Board of Directors. The Board of Elders shall annually choose both the Chair of the Board of Elders from among the Elders and a non-voting *ex officio* Elder representative to the Board of Directors.

BYLAW 5: BOARD OF DIRECTORS

A. Terms of Office - The Board of Directors shall be composed of nine members. The term of office for each member shall be for three years, with one-third of the members being ratified each year. Members may serve a maximum of three consecutive terms, but may serve again after a one year hiatus from the Board. Every term of office shall begin on the first day of the month immediately following the annual Voters Assembly. During the first meeting of the new Board of Directors, the Board shall elect from among its members the President, the Vice President, and the Secretary/Treasurer. In the event of a vacancy on the Board of Directors, any member of the Board or the Joint Nominating Committee may present nominees. Appointments to fill unexpired terms will be made from such nominees by the President and ratified by a majority of the Board. The individual shall serve until the next Voters Assembly annual meeting.

B. Meetings - The Board of Directors shall meet at least four times per year, and meetings may be called more frequently at the request of the President or any three members of the

Board. Board of Directors meeting dates shall be published immediately following the first Board meeting after the annual Voters Assembly. A simple majority of the voting members of the Board of Directors shall constitute a quorum for any meeting. When business must be conducted by the Board of Directors, and meeting in person is not practical, the Board may conduct business via telephone or email. This manner of conducting business should only be used for those rare issues that are time sensitive, but significant face-to-face debate is not required. Minutes of each meeting shall be kept in typed form. The minutes shall fully disclose all actions taken and be signed by the Secretary or President. Minutes of the meetings shall be available to voting members upon request.

BYLAW 6: THE CALL PROCESS

- A. Vacancy of the Senior Pastor - In the event of a vacancy of the Senior Pastor, the Board of Directors and Board of Elders shall jointly convene a Call Committee to assist the congregation in locating the best candidate to fill the vacancy. The Call Committee shall present its recommendation to a joint meeting of the Boards of Directors and Discipleship. The Boards shall, in turn, submit their final recommendation to the Voters Assembly in accordance with Article VII of the Constitution.
- B. Vacancy of the Executive Director - In the event of a vacancy of the Executive Director, the Board of Directors shall convene a Search Committee, chaired by the Senior Pastor. The Committee shall present its recommendation to the Board of Directors. The Board of Directors shall, in turn, submit its final recommendation to the Voters Assembly in accordance with Article VII of the Constitution.
- C. Vacancies of Associate Pastors and Other Rostered LCMS Workers - In the event of a vacancy of an associate pastor or other rostered LCMS worker, the Senior Pastor and Executive Director will recommend a candidate to the Board of Directors for presentation to a Voters Assembly. The Board of Directors shall, in turn, submit its final recommendation to the Voters Assembly in accordance with Article VII of the Constitution.
- D. Action of the Voters Assembly - A two-thirds (2/3) majority vote of the Voters Assembly shall be required to call the Senior Pastor, hire the Executive Director, or call an associate pastor or a rostered LCMS worker.

BYLAW 7: DUTIES OF OFFICERS

- A. President - The duties of the President shall be as follows:
 - 1. Preside at all meetings of the Voters Assembly and the Board of Directors.
 - 2. Serve as a member of the Executive Committee of the Board.
 - 3. Serve as an *ex officio* member of all Board-appointed committees, councils, and task forces.
 - 4. Appoint any necessary committees, councils, and task forces.
 - 5. Sign all legal documents, with the Secretary/Treasurer, Executive Director, and/or Director of Operations on behalf of the congregation.
 - 6. Enforce the constitution and bylaws and perform the general duties as are common for the office, including such additional duties as may be directed by the Voters Assembly from time to time.
- B. Vice President - The duties of the Vice President shall be as follows:
 - 1. Perform all of the duties of the President in the latter's absence and such other additional duties which may be directed by the Voters Assembly or by the President from time to time.
 - 2. Serve as a member of the Executive Committee of the Board.
- C. Secretary/Treasurer - The duties of the Secretary/Treasurer shall be as follows:
 - 1. The duties shall be those commonly required of that office, especially the insurance of the keeping and preserving of accurate records of all Voters Assembly and Board of

Directors meetings, and handling such correspondence as the congregation may require.

2. Sign all legal documents, with either the President, Executive Director, and/or Director of Operations on behalf of the congregation.
3. Keep and preserve the accurate records of all receipts and disbursements, and submit a written report of them at all regular meetings of the Voters Assembly and Board of Directors.
4. Ensure the payment of all regular and fixed expenses in accordance with the Annual Financial Operating Plan.
5. Serve as a member of the Executive Committee of the Board.

BYLAW 8: SENIOR PASTOR

The Senior Pastor shall:

1. Preach and teach the Word of God in accord with Article III of the Constitution, and administer the Sacraments according to Christ's institution.
2. Provide vision and leadership to the congregation according to the Word of God and the leading of the Holy Spirit.
3. Provide Spiritual care for the members of the congregation with the assistance of the called or hired ministry staff, the Board of Discipleship, and other members of the congregation.
4. Serve as a non-voting *ex officio* member of the Executive Committee and Board of Directors.
5. Supervise the Executive Director.
6. The Senior Pastor shall be the hiring and removal authority for ministry staff not rostered by LCMS.

BYLAW 9: EXECUTIVE DIRECTOR

The Executive Director shall:

1. Coordinate and facilitate implementation of the vision of the congregation, develop new programs in keeping with established goals, maximize the effectiveness of present programs, and provide leadership to program staff and volunteers.
2. Implement policies adopted by the Board of Directors and develop operations policies and procedures for administration, finances, facilities, human resources, strategic planning, and budgeting.
3. Administer the congregational budget and oversee payment of all regular and fixed expenses.
4. Serve as a non-voting *ex officio* member of the Executive Committee and Board of Directors.
5. Supervise paid ministry and support staff of the congregation.
6. The Executive Director shall be the hiring and removal authority for support staff.

BYLAW 10: AMENDMENTS

Amendments to these Bylaws may be made in the following manner:

A copy of the proposed amendment shall be made available to voting members at least one (1) week prior to a Voters Assembly meeting. Amendments to the bylaws shall be approved by a simple majority of the Voters Assembly. The date of adoption shall be included in the amendment. Upon adoption, such amendments shall be submitted to the Board of Directors of the Northwest District of the Lutheran Church – Missouri Synod.

Approved by Voters Assembly: January 10, 2010