

Our Saviour's Evangelical Lutheran Church By-Laws
Changes from 2023 approved bylaws in red

Proposed Revision for June 1, 2025

C5. Powers of the Congregation

C5.05.01. The Endowment Board shall receive and manage funds and property in the Our Saviour's Lutheran Church Endowment Fund and distribute income from the Endowment Fund as it may deem appropriate to enhance the mission of Our Saviour's Lutheran Church. Members of the Endowment board shall be elected by the congregation for two-year terms.

C5.05.02. The Endowment Board is authorized to distribute the earnings from the Endowment Fund each year for the purpose of enhancing the mission of Our Saviour's Lutheran Church within the church community, in the local community and in the world. The Endowment Board is also authorized to distribute up to \$2,000 a year of principal, with the approval of the **Church Congregation** Council.

C5.05.03. The Endowment Board shall render an annual report to the Congregation Council and the congregation setting forth an accounting of the funds and property held in the Endowment Fund, the earnings of the Fund and all disbursements from the Fund. The basic policies that the Endowment Board follows in managing, investing and disbursing funds and property in the Endowment Fund shall be proposed by the Endowment Board to the Congregation Council for approval, or set by the Congregation Council, annually.

C8. Membership

C8.05.02. The church staff shall attempt to contact any confirmed member who has not made a contribution of record within the past year. A confirmed member who has failed for a period of two years to make a contribution of record to the congregation shall be classified as not in good standing and shall be removed from the roll of voting members, absent special circumstances.

C10. Congregation Meetings

C10.01.01. The annual meeting shall be held in June and shall provide for the elections to the Congregation Council, the Endowment Board and the Nominating Committee as well as the approval of the annual church budget(s) along with any other necessary elections or church business requiring congregational approval available for presentation at that time. Additionally, it is encouraged that the president and/or Senior Pastor consider including any other items that are of importance, or noteworthy to the congregation, to the meeting agenda for general awareness and discussion if possible, however, this in no way should limit or require agenda items outside of the business and votes required as forementioned.

C10.01.02. When votes for council or committee members are required by the constitution, the voting should be by means of a slate **ballot** to promote a Christian spirit of community and acceptance as opposed to individual acceptance, popularity, or perceived adequacy.

C10.01.03. The congregational meeting budget presentation should emphasize the coming year's budget above all other content. In addition to the coming fiscal-year budget, no less than a 3-year

projection should be shared as well. The finance committee will ultimately determine the content and projections of financial budgets presented during the annual meeting outside of the coming year's budget that ~~is~~ **are** required to be presented and voted upon per the constitutional requirements of the congregational meeting.

C10.06.01. Electronic voting shall **be** permissible for members who are not able to attend an in-person Congregation Meeting who participate in the meeting electronically (i.e. via live-stream). The electronic voting shall be done in a manner as to not conflict with C10.05 which prohibits absentee ballots.

C11. Officers

C11.01.01. ~~Reserved for duties of the church officers.~~ Duties of the congregation officers:

- a. President
 - o Presides at all meetings of the Congregation Council and the congregation.
 - o Serves as the primary lay leader of the congregation.
 - o Works in partnership with the Senior Pastor to provide leadership and vision for the congregation.
 - o Represents the Congregation Council in official matters as needed.
 - o Serves as ex officio member of all boards and committees, except the Nominating Committee.
 - o Facilitates the implementation of the constitution, bylaws, and any continuing resolutions of the congregation.
 - o Oversees the preparation of the agenda for the annual meeting and church council meetings.
- b. Vice President
 - o Assists the President in duties and assumes the role of President in their absence.
 - o Oversees the Nominating Committee, ensuring an orderly and fair election process.
 - o Oversees that council members are engaged and fulfilling their roles effectively.
 - o Provides support and guidance to committee chairs and board leaders.
- c. Secretary
 - o Oversees membership rolls at the annual meeting and official minutes.
 - o Oversees membership records and works with the Senior Pastor to ensure accurate tracking of active and inactive members.
 - o Facilitates all voting procedures to align with ELCA constitutional guidelines and any applicable Illinois state law or regulation.
 - o Maintains all records of council actions and policies, ensuring transparency and access for congregation members.
 - o Publishes Congregation Council meeting minutes for public access in accordance with bylaws.
- d. Treasurer
 - o Oversees all financial transactions and ensures compliance with financial policies, legal regulations and tax laws.
 - o Works with the Finance Committee to prepare and present financial reports to the Congregation Council on a monthly basis and to the congregation on an annual basis.

- o Facilitates that the examination of financial statements is conducted as required in the bylaws.
- o Supervises the expenditure of funds in alignment with the approved budget.
- o Serves as a liaison between the Finance Committee, Endowment Board, and Congregation Council.

C12. Congregation Council

C12.05.01. The Congregation Council shall provide for an annual ~~audit~~ examination of the financial records and accounts of the church. Where appropriate, the Council may provide for the ~~audit~~ examination to be conducted by an outside auditor. The ~~audit~~ examination may also be performed by voting members of the congregation appointed by the finance committee, who are not presently members of the finance committee or council or directly related to members of the finance committee or council. The members conducting the ~~audit~~ examination should have a strong background in finance and auditing.

C12.05.02. Utilizing the same means for voting members to request a Congregational Meeting in the constitution (see C10.02), a request for an examination to be performed by an outside auditing company may be made to the Congregation Council, which the finance committee and council shall then arrange for in a timely manner.

C12.05.03. Program directors, committee chairs, and board chairs have the authority to make (tax-free) purchases for materials and supplies using a church-issued credit card or check, or may submit for reimbursement of such if paid for by the individual with supervisor approval. Expenses over \$500 must be approved by the pastor responsible for the area of ministry or the staff supervisor if a pastor does not directly oversee the program, committee or board. Expenses over \$1,000 must be approved by the staff leadership team, and expenses over \$15,000 must be approved by the Congregation Council. Expenses over \$15,000 must be presented with a minimum of 3 quotes for the service or demonstrate diligent efforts to competitively bid the expense. The need for competitive bids or multiple quotes is not necessary provided proof can be submitted that the vendor is on the Preferred Vendor list for Our Saviour's Lutheran Church. All expenditures requiring Congregation Council approval should be made available, with supporting documents as needed, no less than 2-weeks prior to the regularly scheduled monthly council meeting. If a special session council meeting is being called for any reason, a vote may be held for approval of an expenditure requiring council approval. Expenditures requiring approval for urgent causes need not meet the reporting requirement set forth above. Special attention should be given to the maximum allowed dollar amount that the Council is authorized to enter into before a required congregational vote per the constitution (see section C12.05). None of the language in this bylaw section shall apply to mission giving by the Missions Board or designated gifts to the Memorial Ministry.

C12.11.01. The location and time of all regularly scheduled monthly Congregation Council meetings shall be published and made known to the congregation.

C12.11.02. All Congregation Council meeting minutes should be published electronically for public viewing in a timely manner, which may precede formal council approval of minutes at the following month's meeting, given a reasonable period of review and discourse has been allotted to the council members. The electronically published minutes are a means to expeditiously communicate the

business of the council to the congregation but in no way shall the electronically published minutes limit the council's ability to formally amend and approve the minutes at the following month's meeting.

C12.12.01 The congregation Council and its committees may hold meetings by remote communication, including electronically and by telephone conference, as long as there is an opportunity for simultaneous aural communication or its equivalent. To the extent permitted by state law, notice of all meetings may be provided electronically.

C12.12.02. Notwithstanding any constitutional requirements, items being voted on by the Congregation Council shall pass upon majority vote except as follows which shall require a two-thirds vote to pass:

- a) Any call to a rostered minister or deacon.
- b) Any decision regarding staffing.
- c) Any Continuing Resolution as specified in C18.02 of the constitution.
- d) Votes regarding expenditures up to 5% of the budget as authorized in section 12.05 of the constitution.
- e) Special interest groups that are not official organizations of the ELCA per C14.02.

C12.12.03 The Congregation Council may vote via electronic means, this includes but is not limited to voting during a virtual or electronic or telephone conference meeting, as well as voting through email so long as the proposed email vote accounts for a vote by at least two-thirds of the council and allows any council member to request a special council meeting to discuss and vote more formally.

C12.12.04 The Congregation Council has the authority to enter into an executive session during any meeting to conduct business of such importance that is not conducive or appropriate for the open portion of the meeting. Voting on topics discussed during executive session should be held at the conclusion, outside of the executive session, so as to provide for appropriate public ~~documetion~~ **documentation** with the understanding that some votes may require generalized, non-specific, definitions or motions to protect the content of the executive session.

C12.12.05 The regularly scheduled monthly Congregation Council meetings are open for public participation by any member of the congregation or staff who wish to attend. Comments, questions, or discussion from the congregation members or staff who are attending is limited to the beginning of the meeting only prior to the start of business. Executive sessions are closed to public participation.

C13. Congregation Committees

C13.07.01. The duties of the Boards are described in continuing resolutions approved from time to time by the Congregation Council. Additional duties may be assigned by the Congregation Council. All actions of the Boards and other committees shall be subject to review by the **Congregation** Council.

C13.08.01. The Senior Pastor shall have a voice in all boards and committees. The Senior Pastor may also appoint Associate Pastors as ex officio members of any board or committee at the Senior Pastor's choosing. Such appointments shall be provided to the Congregation Council and the board or committee chair in writing.

C14. Organizations Within this Congregation

C14.01.01: Our Saviour's Columbarium and Memorial Garden

C14.01.01.01 Our Saviour's Evangelical Lutheran Church maintains a columbarium at the 815 S. Washington Street Campus and a memorial garden at the 919 S. Washington Street Campus, both serving as sacred spaces for the inurnment of cremated remains and Christian remembrance.

C14.01.01.02 The Columbarium and Memorial Garden shall be overseen by the Church Staff and Memorial Committee, which shall manage policies, maintenance, reporting, and compliance with the Illinois Cemetery Protection, Care, and Restoration Acts, other applicable state laws, local regulations, and church governance.

C14.01.01.03 All inurnments in the Columbarium and Memorial Garden must comply with the Illinois Cemetery Protection, Care, and Restoration Acts and other applicable Illinois state and local regulations. The Church Staff and Memorial Committee shall ensure that all required documentation and permits are secured for inurnments.

C14.01.01.04 The Church retains the right to relocate remains if required due to unforeseen circumstances, property redevelopment, or legal obligations. Any relocation shall be carried out with the utmost respect, following all applicable Illinois state and local regulations. When possible, next of kin shall be notified.

C14.01.01.05 The Church shall maintain records of all inurnments in both the Columbarium and Memorial Garden, ensuring accuracy and proper documentation in perpetuity.

C14.01.01.06 The Columbarium and Memorial Garden shall be maintained in a manner that reflects their sacred purpose. Policies regarding care, access, and use shall be established by the Memorial Committee and approved by the Congregation Council.

C14.01.01.07 Amendments to these provisions shall be proposed by the Memorial Committee and approved by a two-thirds vote of the Congregation Council, ensuring alignment with Church governance and applicable Illinois state and local regulations.

C14.01.02: Celebration Children's Center

C14.01.02.01 The Celebration Children's Center ("Children's Center") is a ministry of Our Saviour's Evangelical Lutheran Church of Naperville, rooted in the church's mission to nurture faith and serve families through Christ-centered early childhood education. As a vital part of Our Saviour's, the Children's Center operates in alignment with the church's values, leadership, and community life.

C14.01.02.02 The Children's Center shall operate under the oversight of the Senior Pastor and Congregation Council, aligning with the mission and policies of the Church as stated in the Constitution and Bylaws.

C14.01.02.03 The Children's Center Board shall be established to oversee operations, ensuring compliance with state regulations, DCFS requirements, and the church's policies. The Board shall consist of members as specified in a governance document approved by the Congregation Council. This document shall detail and control the composition, responsibilities, and procedures for meetings.

C14.01.02.04 The Children's Center shall develop and maintain a separate budget under the Church's non-profit status. The budget shall be subject to annual review and approval by the

Congregation Council and included in the overall financial reports presented at the Annual Congregation Meeting.

C14.01.02.05 The Children's Center Director shall be hired by the Senior Pastor, with input from the Children's Center Board and the Congregation Council during the hiring process. The Children's Center Director shall manage daily operations, staff, and curriculum, reporting regularly to the Children's Center Board and the Congregation Council. The Children's Center Director shall oversee the hiring, supervision, and termination of Children's Center staff. However, the Senior Pastor retains the right to initiate hiring, dismissal, or staff evaluations at his or her own discretion.

C14.01.02.06 All staff and volunteers of the Children's Center shall undergo background checks and adhere to the Church's child protection policies, in compliance with Illinois state laws, DCFS regulations, and ELCA guidelines.

C14.01.02.07 The Children's Center shall provide operational reports to the Congregation Council and the congregation at the annual meeting.

C14.01.02.08 Amendments to the bylaws governing the Children's Center shall be proposed by the Children's Center Board and approved by a two-thirds vote of the Congregation Council. All changes shall remain consistent with the Church's Constitution and Bylaws.

C14.01.02.09 In the event the Children's Center ceases operations, its assets shall revert to Our Saviour's Evangelical Lutheran Church of Naperville for use in ministries supporting Christian education or outreach, as determined by the Congregation Council.