

BYLAWS OF OUR FATHER LUTHERAN CHURCH

Article 1 Baptized and Confirmed Members

- A. Baptized members shall be those who have been baptized in the name of the Father, and of the Son, and of the Holy Spirit, and have been received by the congregation.
- B. Confirmed members are those who have been baptized in the name of the Father, and of the Son and of the Holy Spirit; who have been instructed in the Lutheran Faith; who accept the Confessional Standard of Article III of the Constitution of Our Father Lutheran Church (“OFLC”) and who have been received into membership by the congregation.

Seasonal attendees who otherwise meet the requirements of a Confirmed member but maintain membership at another church are deemed Guest members. Guest members have all the rights and privileges of Confirmed members except they may not vote at a Voters’ Assembly, be an officer of the congregation, or be a member of the Parish Council.

Article 2 Attainment of Membership and Responsibilities

- A. Persons seeking to attain baptized or confirmed membership, or someone on their behalf, shall make that fact known to the Lead Pastor. He shall ascertain a) the understanding and commitment to the purpose and confessional standard contained in Articles II and III of the constitution, b) whether baptism is appropriate, and c) whether additional training is needed and the appropriate method for that training. Confirmed members are received into this congregation by:
 - 1. Confirmation within this congregation,
 - 2. Adult baptism after instruction within this congregation,
 - 3. Presentation of a letter of transfer from another Lutheran congregation, or
 - 4. Affirmation of faith in accordance with the Confessional Standards as outlined in Article III of the Constitution of OFLC.
- B. The Lead Pastor is authorized to extend baptized and/or confirmed membership to the person on behalf of the congregation. He or his designee shall announce that action in a public service.

- C. It is expected of all confirmed members that they:
1. Accept the purpose and confessional standard listed in Articles II and III of the Constitution.
 2. Familiarize themselves with the doctrines of the Lutheran Church - Missouri Synod.
 3. Partake of the Lord's Supper.
 4. Participate in continuing Christian education.
 5. Provide for the Christian training of their children by making use of the educational agencies of the congregation.

Article 3

Voting Membership

Voting members are all confirmed members who are eighteen (18) years old or older and who demonstrate their desire to be accepted into voting membership by attending a Voters' Assembly.

Article 4

Termination of Membership

Confirmed membership in the congregation may be terminated or transferred as follows:

- A. A member desiring transfer to another congregation shall make that fact known to the Lead Pastor, who shall cause the creating and mailing of a letter of transfer to the receiving congregation.
- B. Members who have moved from the area or are known to have joined another congregation, or whose whereabouts are unknown, after a period of one (1) year, may be removed from membership by Lead Pastor in consultation with the Parish Council.
- C. A member shall be considered self-excluded when unresponsive to the witness and ministry of the church. All discipline in this congregation shall be administered in accordance with Matthew 18:15-20, under the direct supervision of the Parish Council in consultation with the Lead Pastor. The purpose of any disciplinary action is to renew a member's relationship with the Lord and with the congregation.
- D. Guest membership may be terminated at any time at the discretion of the Lead Pastor.

Article 5

Voters' Assembly

- A. The Voters' Assembly shall meet at least once a year for the election of officers, election of Parish Council at-large members and approval of the annual Ministry Plan and Budget. The day and hour of the annual meeting and any other agenda items to be considered shall be set by the Parish Council and widely publicized a minimum of twenty-eight (28) days in advance. The notification shall contain an agenda of items to be considered as well as the slate of nominees for election. The notification shall be provided to the congregation by appropriate means, including but not limited to, e-mail, newsletter, and/or verbal announcement in an effort to reach all confirmed members of the congregation.
- B. The Voters' Assembly may meet at other times of the year subject to a call by the Lead Pastor, the Parish Council or at the request of any twelve (12) confirmed members of the congregation. Notice of any such special meeting shall be publicized as far in advance as possible but no less than one (1) 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 Parish Council member shall preside at all Voters' Assembly meetings.
- C. A quorum of no less than fifty (50) of the voting membership must be present to conduct the business of the Voters' Assembly. If a quorum is not present, the meeting shall be continued one time only by announcement at the meeting to a time, date and place certain to provide opportunity to gather a quorum.
- D. Each voting member present shall have one (1) vote. Method of voting (e.g. voice, written ballot) shall be at the discretion of the presiding Parish Council member. Unless otherwise required in the Constitution or Bylaws, each matter will be decided by simple majority vote (greater than fifty (50) percent vote).

Article 6

Called Workers & Lead Pastor

- A. Calling into Office of Called Workers
 - 1. After authorization is received from the Voters' Assembly to create a Call Committee, the Parish Council shall appoint members to the Call Committee consisting of confirmed members of the congregation. The Lead Pastor or designated representative shall be an ex-officio member of the Call Committee. No more than one-third of the Call Committee members may be members of the Parish Council.

2. The Call Committee shall consult with those in the affected ministry area and with the President of the Rocky Mountain District of the Lutheran Church - Missouri Synod as part of their efforts to secure the names of candidates.
 3. The Call Committee, with approval of the Parish Council, will present a final list of candidates to the Voters' Assembly for issuance of the Call.
- B. Any Called Worker may be removed from office by the Voters' Assembly by a three-fourths majority of those present by secret ballot vote, because of persistent adherence to false doctrine, scandalous life, inability (or failure) to perform official duties, or willful neglect, all as may be determined by the Voters' Assembly as called for the specific purpose of consideration of such removal.
- C. The Lead Pastor shall report directly to the Parish Council. The Lead Pastor shall be responsible for the day-to-day operations of OFLC.

Article 7 Officers

A. Officer Positions

The officers of the congregation shall include:

1. A President who shall:
 - a. Preside at all meetings of the Voters' Assembly and Parish Council.
 - b. Appoint any necessary boards, committees, task groups or action teams in consultation with the Lead Pastor and the Parish Council, each of which shall be made accountable and report directly to, the Lead Pastor or Parish Council as the President shall direct.
 - c. Enforce the Constitution and Bylaws of OFLC and the Governing Policies for OFLC.
 - d. 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.
 - e. In the absence (i.e. temporarily not available) of the Vice President, appoint an officer or at-large member to serve as Acting Vice President and fulfill the responsibilities of the Vice President, as required.
 - f. Serve on the Parish Council as Parish Council President.
2. A Vice President who shall:
 - a. Perform all 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.

- b. In the absence of the President, preside at meetings of the Voters' Assembly and Parish Council.
 - c. Chair and appoint a Nominating Committee with the advice and consent of the Parish Council.
 - d. Upon the vacancy (i.e. a permanent departure from the office) of the office of the President prior to the end of the term, assume the office of the President.
 - e. Serve on the Parish Council as Parish Council Vice President.
3. A Secretary who shall:
- a. Perform the duties commonly required of that office, especially to arrange for and oversee the keeping and preserving of accurate records of all Voters' Assembly and Parish Council meetings (which shall be made available to voting members upon request), the handling of correspondence as the congregation may require, and the maintenance of the records of official acts and rosters of confirmed and baptized members of the congregation under the supervision of the Lead Pastor.
 - b. Serve on the Parish Council as the Parish Council Secretary.
4. A Treasurer who shall:
- a. Perform the duties commonly required of that office.
 - b. Oversee the Finance Committee. The Finance Committee shall:
 - i. Be accountable to and report directly to the Parish Council;
 - ii. Be chaired by the Treasurer; and
 - iii. Consist of the Assistant Treasurer, the Financial Secretary and such other persons as the Parish Council may designate from time to time in consultation with the Treasurer.
 - c. With the Finance Committee, oversee the preparation of the annual budget of the congregation and monitor adherence to the annual budget.
 - d. Report the financial condition of the congregation at all meetings of the Parish Council and the annual Voters' Assembly.
 - e. Assure accuracy and propriety of all financial records and transactions of the congregation.
 - f. Serve on the Parish Council as the Parish Council Treasurer.
5. An Assistant Treasurer who shall:
- a. Perform the duties commonly required of that office, including the distribution, expenditure and investment of all funds of the congregation in accordance with the annual budget and in consultation with the Finance Committee or as otherwise directed by the Parish Council.
 - b. Confirm, keep and preserve adequate and accurate information of all expenditures and maintain the financial records of the congregation and submit a written report at all regular meetings of the Finance Committee and as requested by the Parish Council.

- c. In the absence of the Treasurer, serve as Acting Treasurer for the congregation, Parish Council and the Finance Committee, and fulfill the responsibilities of the Treasurer, as required. Otherwise, the Assistant Treasurer does not regularly serve on the Parish Council.
6. A Financial Secretary who shall:
 - a. Oversee the collection and deposit of all moneys received by the congregation and report all such transactions to the Treasurer.
 - b. Confirm, keep and preserve adequate and accurate records of all receipts of the congregation and submit a written report of them at all regular meetings of the Finance Committee and as requested by the Parish Council.
 - c. In the absence of the Secretary, serve as Acting Secretary for the congregation and Parish Council and fulfill the responsibilities of the Secretary, as required. Otherwise, the Financial Secretary does not regularly serve on the Parish Council.
7. Such other positions as needed to administer the business of the congregation as the Parish Council or the Voters' Assembly may establish from time to time, provided that all such appointments shall be approved and ratified by the Voters' Assembly.

B. Nomination

1. The Vice President appointed Nominating Committee shall develop a slate of candidates for the officer positions to be elected each year. The Nominating Committee shall be selected from confirmed members of the congregation, the majority of whom are not then serving on the Parish Council. The Nominating Committee shall function for one (1) year only and shall report its nominations to the Voters' Assembly for action at the annual meeting. The Lead Pastor shall be an ex-officio member of the Nominating Committee.
2. All nominees shall be voting members and who are noted for their Christian knowledge, zeal and experience in the spiritual work in the Kingdom of God. Nominees shall not be employees or Called Workers of the congregation. Specific criteria for elected positions shall be outlined by the Nominating Committee prior to accepting any nominations. In addition to the Nominating Committee's slate of candidates, any voting member may nominate candidates. Such nominations shall be called for at the annual Voters' Assembly meeting prior to the time that nominations are closed.

C. Election

Nominees who receive a simple majority of the votes cast at the Voters' Assembly shall be elected to their designated offices or positions.

D. Term of Office

Each person serving in an elected officer position shall serve for a term of one (1) year and shall serve no more than three (3) full consecutive terms in that position without a break of at least one (1) year from that position (except for the Treasurer, Assistant Treasurer and Financial Secretary who can serve up to five (5) full consecutive terms). Including time as an elected at-large member of the Parish Council, no officer shall serve more than five (5) full consecutive terms without a break of at least one (1) year. For purposes of determining term limits, partial terms served do not count against the three (3) and five (5) full consecutive term limits. The term of office commences on the first day of July immediately following the election.

E. Removal or Resignation from Elected Office

1. Any officer may be removed from office by the Voters' Assembly by a two-thirds majority of those present, by secret ballot, because of persistent adherence to false doctrine, scandalous life, inability (or failure) to perform official duties, or willful neglect, all as may be determined by the Voters' Assembly as called for the specific purpose of consideration of such removal.
2. Any officer may resign by notifying the President, Secretary, and Lead Pastor in writing.

F. Vacancies

In the event of the Vice President assuming the office of President due to the President's vacancy, the Secretary shall record the assumption of the office in accordance with Article 7.A.2.d in the minutes at the next Parish Council meeting. In the event of a vacancy of any other officer of the congregation, the Parish Council may appoint a voting member to serve the remainder of the term for that particular position.

Article 8 Parish Council

A. Membership

The Parish Council shall consist of the Lead Pastor, President, Vice President, Secretary and Treasurer of the congregation as ex-officio members, plus a minimum of four (4) confirmed members elected by the Voters' Assembly to be at-large Parish Council members. The exact number of at-large members shall be determined by the Parish Council prior to annual elections. Where possible, in order to encourage the broadest possible participation of the members of the congregation, members of the Parish Council should not chair any group that reports directly to the Parish Council, except

the Call Committee, the Nominating Committee, or such special teams as require close coordination with the Parish Council. With the exception of the Lead Pastor, members of the Parish Council may not receive compensation from the congregation.

B. Nomination and Election

The Vice President appointed Nominating Committee shall develop a slate of candidates for the at-large member positions to be elected each year in addition to the slate of officer candidates described above in Article 7.B.1. The nomination and election of at-large members shall take place at the same time and in the manner described above for officers.

C. Term of Office

The term of office for at-large members shall be one (1) year. Every effort shall be made to assure that approximately one-third of the Parish Council is retained in office from year to year. At-large members shall serve no more than five (5) full consecutive terms on the Parish Council in any capacity without a break of at least one (1) year. For purposes of determining term limits, partial terms served do not count against the five (5) full consecutive term limit. The term of office commences on the first day of July immediately following the election.

D. Meetings

The Parish Council shall meet at least bimonthly and may be called more frequently at the request of the President, the Lead Pastor or any three members of the Parish Council. An officer serving on the Parish Council shall be present and preside with four (4) other members of the Parish Council to constitute a quorum for any meeting. Meetings may be conducted in person or via electronic communications (e.g. telephone, video teleconference, Skype, GoToMeeting, etc.). Prior notice of each meeting shall be provided to the congregation by appropriate means. The minutes shall fully disclose all actions taken and be signed by the officer presiding at the meeting along with the Secretary or person designated to take the minutes of the meeting. Minutes of the meetings shall be made available to voting members upon request.

E. Removal or Resignation from Elected Office

1. Any at-large member of the Parish Council may be removed from office by the Voters' Assembly by a two-thirds majority of those present, by secret ballot vote, because of persistent adherence to false doctrine, scandalous life, inability (or failure) to perform official duties, or willful neglect, all as may be determined by the Voters' Assembly as called for the specific purpose of consideration of such removal.

2. Any at-large member may resign by notifying the President, Secretary, and Lead Pastor in writing.

F. Vacancies

In the event of a vacancy of an at-large member of the Parish Council, the Parish Council may appoint a voting member to serve the remainder of the term for that particular position.

Article 9

Purpose, Powers and Duties of the Parish Council

- A. Except as reserved to the Voters' Assembly in the Constitution or Bylaws, the Parish Council, as the chief governing council of the congregation (and board of directors of the corporation as required by the laws of the State of Colorado) shall in all circumstances have overall responsibility and final authority for and shall act in all matters pertaining to the legal and general welfare of the congregation and matters of congregational life, with the authority to delegate day-to-day operations. The Parish Council shall develop and approve the annual Ministry Plan and Budget of the congregation for presentation to and approval by the Voters' Assembly at its annual meeting and shall be responsible for approval of the Governing Policies for OFLC, and all appropriate long range and strategic planning.
- B. The President in consultation with the Lead Pastor and Parish Council, or the Parish Council may appoint any committees, task forces, etc. as may be appropriate to carry out its purposes and functions.
- C. The Parish Council shall provide for mediation as needed to maintain the peaceful repose of the congregation and resolve any dispute or disciplinary action as may arise either through direct resolution or the appointment and empowerment of an ad hoc mediation panel. A mediation panel, where appropriate, should include the Lead Pastor or other Called Worker and at least two confirmed members of the congregation who are eighteen (18) years old or older, who may or may not be elected officers of the congregation. The mediation panel shall report directly to the Lead Pastor, the Parish Council or the Voters' Assembly as appropriate to provide final resolution of the issue.

Article 10 Amendments

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

- A. A draft of the proposed amendment(s) shall be posted on the OFLC website two (2) weeks prior to a Voters' Assembly meeting at which the amendments will be considered and made available to all confirmed members upon request.
- B. At this meeting, the vote shall be taken on the amendment(s). Such amendment(s) is/are passed upon affirmative two-thirds majority vote of the voting members present.
- C. No amendment to the Bylaws shall conflict with the Constitution of OFLC. If there is a conflict between the Constitution and the Bylaws, the provisions of the Constitution shall prevail.

These Bylaws were adopted by the Voters' Assembly the 21st day of September, 2001, and revised the 8th day of December, 2002; the 12th day of December, 2004; the 14th day of December, 2008; the 15th day of December, 2013; the 6th day of May, 2018; and the 23rd day of June, 2019.

Secretary	Date
Our Father Lutheran Church 6335 S Holly Street Centennial, CO 80121	