

**HOSANNA! LUTHERAN CHURCH of SAINT CHARLES, IL**  
**BYLAWS**  
**ADOPTED SEPTEMBER 18, 2022**

**Chapter 1. BYLAWS**

**B1.01.** Hosanna! may adopt Bylaws. No Bylaw may conflict with the Constitution.

**B1.02.** As defined in the Hosanna! Constitution, Bylaws may be adopted or amended at any duly called Congregation Meeting of Hosanna! with a quorum present by a majority vote of those Voting Members present and voting.

**B1.03.** Changes to the Bylaws may be proposed by any Voting Member provided, however, that such additions or amendments be submitted in writing to the Congregation Council at least sixty (60) days before a Congregation Meeting. If approved by the Congregation Council, Hosanna! will be notified of the proposal with its recommendations at least eight (8) days in advance of the Congregation Meeting.

**Chapter 2. CONGREGATION MEETINGS**

**B2.01.** A minimum of two (2) meetings of Hosanna! shall be held annually. One shall be a budget adoption meeting and one shall be for the election of Congregation Council members. The Congregation Council may include additional agenda items at such meetings. Only items on the agenda may be voted upon. The dates of these meetings shall be set by the Congregation Council.

**B2.02. Additional Congregation Meetings.** An additional Congregation Meeting may be called by the Senior Pastor, the Congregation Council by majority vote, the President of the Congregation Council, or:

If a Voting Member or Members desires to call a Congregation Meeting, the following process shall be followed:

- a. A request must first be made to the Senior Pastor, and failing approval; then to
- b. The President of the Congregation Council, and failing approval; then to
- c. The Congregation Council as a whole, and failing approval, then a Congregation Meeting shall be called at the written request of at least four hundred (400) Voting Members.

**B2.03. Notice.** Notice of Congregation Meeting dates and previously established agenda items (if any) shall be made and communicated at least eight (8) days prior to the meeting to all Voting Members. The said Congregation Meeting may not occur at the same time as any regularly scheduled worship service.

**B2.04. Voting Requirements.** A quorum for the purpose of voting at all Congregation Meetings shall be established as follows:

- a. Congregation Council-called, President-called, or Senior Pastor-called Congregation Meetings. Twenty-five (25) Voting Members shall constitute a quorum for Congregation Council-called, President-called, or Senior Pastor-called

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Congregation Meetings. All actions at these Congregation Meetings shall be by a simple majority of those Voting Members present and voting representing a quorum unless stated otherwise elsewhere in Hosanna!'s Constitution or Bylaws.

- b. Voting Member-called Congregation Meetings. Four hundred (400) of the Voting Members shall constitute a quorum for a Member-called Congregation Meeting. All actions at Voting Member-called Congregation Meetings shall be by two-thirds (2/3) vote of the Voting Members of Hosanna! present and voting at this meeting.

**B2.05.** Voting by proxy or by absentee ballot shall not be permitted.

**B2.06.** The latest edition of Robert's Rules of Order shall govern parliamentary procedure of all meetings of Hosanna!.

### CHAPTER 3. OFFICERS

**B3.01.** The Officers of Hosanna! shall be a President, Vice President, Secretary, and Treasurer, and any other Officers shall be determined by the Congregation Council as set forth in a Continuing Resolution. All Officers with the exception of Treasurer will be elected by the Congregation Council and shall be elected members of the Congregation Council. The Treasurer shall not be a member of the Congregation Council and shall be appointed by majority vote of the Congregation Council. A person can only hold one office at a time.

**B3.02.** The primary duty of the President is to preside at meetings of Hosanna! and the Congregation Council. The primary duty of the Vice President is to preside at meetings when the President is absent. If neither the President nor the Vice President are in attendance at a meeting of the Congregation Council, a meeting shall be chaired by a Congregation Council member decided upon by majority vote of the Congregation Council. The primary duty of the Secretary is to take minutes at the Congregation Meetings of Hosanna! and the Congregation Council. The primary duty of the Treasurer shall be to oversee the income, expenses, and financial recordkeeping of Hosanna! according to standard accounting practices, and provide monthly and annual reports to the Congregation Council.

**B3.03.** All Officers will be elected by the Congregation Council on an annual basis during the first duly called Congregation Council meeting following the annual election of Congregation Council members. The Officers, with the exception of the Treasurer, cannot serve in their specified role for more than two (2) consecutive years at a time.

### CHAPTER 4. CONGREGATION COUNCIL

**B4.01.** The voting membership of the Congregation Council shall consist of the Senior Pastor, and not more than the nine (9) duly elected Voting Members of Hosanna! and subject only to the exceptions as listed:

- a. Immediate members who live in the same household (i.e. husband and wife, father and son, etc.) may not serve on the Congregation Council at the same time. Separated couples or divorced spouses cannot serve at the same time.
- b. Salaried or contract lay employees of Hosanna! may not serve on the Congregation Council, however the spouse of a salaried or contract lay employee

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of Hosanna! may serve on the Congregation Council if elected. The Associate Pastor(s) may attend Congregation Council meetings and will have a voice but no vote.

- c. A member's place on the Congregation Council shall be declared vacant by the Congregation Council if:
  1. The member ceases to be a Voting Member of Hosanna!; or
  2. Is absent from two (2) successive regular meetings of the Congregation Council without cause or excuse; or
  3. Resigns.
- d. A Congregation Council member may have an excused absence from a Congregation Council meeting by giving prior notice to the Congregation Council President or Senior Pastor.
- e. In the event of a tie in any Congregation Council voting, the Senior Pastor will excuse him/herself from casting a vote on the matter being voted upon. If the Senior Pastor is not present at the meeting and there is a tie vote, the meeting Chair will excuse him/herself from casting a vote on the matter being voted upon.

**B4.02.** Members of the Congregation Council shall be assigned duties by the Senior Pastor upon the election of Officers, and those assignments may be adapted any time throughout the year.

**B4.03.** Should a member's place on the Congregation Council be declared vacant, the Senior Pastor shall select a Voting Member of Hosanna! and submit their name for approval via simple majority vote to fill the vacancy. Upon approval by the Congregation Council, the proposed member shall serve until the next Congregation Meeting where Congregation Council elections are held. If the Congregation Council does not approve the selected Voting Member, the Senior Pastor will repeat the process until a Voting Member has been approved by the Congregation Council. If a vacancy is declared in any year of a member's term, the person approved as a successor by the Council shall complete the current year of the term. At the next Congregation Meeting where the election of Congregation Council members takes place, that successor's Council position shall become a vacancy, and shall be filled at that election for a term equivalent to the remainder of the term cycle for that position. The member receiving the lowest vote total of those elected shall serve the remaining term of that position previously declared vacant.

**B4.04.** The Congregation Council shall have general oversight of the life and activities of Hosanna! to the end that everything be done in accordance with the Word of God. The duties of the Congregation Council shall include the following:

- a. To pray daily for God's work in the life of Hosanna!.
- b. To serve Jesus in all decisions.
- c. To partner with the Senior Pastor and to support his/her vision for mission and ministry.
- d. To involve members of Hosanna! in the mission and ministry of Hosanna!.
- e. To oversee and provide for the administration, communication, and fostering of community within Hosanna! to enable it to fulfill its functions and perform its mission.
- f. To publicly maintain supportive relationships with the pastor(s) and staff.

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- g. To be examples, individually and corporately, of the style of life, worship, and ministry expected of all baptized persons.
- h. To promote a congregational climate of peace and goodwill, and, as differences and conflicts arise, to endeavor to foster mutual understanding toward the fulfillment of Hosanna!'s purpose.
- i. To be good stewards and to be among the first to pledge annually to financially support the mission and ministry of Hosanna!.
- j. To partner with Hosanna!'s Church affiliation, with other congregations and ministries, both Lutheran and non-Lutheran, consistent with the mission and ministry of Hosanna!.
- k. To serve as a leadership partner on an assigned Leadership Team.
- l. To publicly support all decisions made by the Congregation Council.
- m. To participate in Congregation Council activities and meetings and participate in special committees or teams formed within the Congregation Council.
- n. To participate in Hosanna! activities such as worship, service projects, fellowship events, prayer vigils, Congregation Meetings, special programs, and other activities.
- o. To maintain confidentiality regarding sensitive or as-requested confidential matters discussed amongst Congregation Council members.

**B4.05.** The Congregation Council shall be responsible for the financial and property matters of Hosanna!.

- a. The Congregation Council shall be the Board of Trustees of Hosanna!, and as such shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of Illinois except as otherwise provided herein.
- b. The Congregation Council shall not have the authority to buy, sell, or encumber real estate unless specifically authorized to do so by simple majority of Voting Members present and voting at a duly called Congregation Meeting.
- c. The Congregation Council shall prepare an annual budget for adoption by Hosanna! at a duly called Congregational meeting, shall supervise the expenditure of funds in accordance therewith following its adoption, and may incur obligations of more than twenty (20%) percent of the annual budget in excess of the anticipated receipts only after approval by a majority of Voting Members present and voting at a duly called Congregation Meeting.
- d. The Congregation Council shall ascertain that the financial affairs of Hosanna! are being conducted efficiently, giving particular attention to the prompt payment of all obligations.
- e. The Congregation Council shall be responsible for Hosanna!'s investments and its total insurance program.
- f. The Congregation Council shall provide for periodic financial audits of Hosanna! including that of any specific ministry.
- g. Hosanna! shall establish the fiscal and service year of Hosanna!.
- h. The Congregation Council shall have the authority to manage or dispose of real estate and personal property that is gifted to Hosanna!.

**B4.06.** The Congregation Council shall see that the provisions of the Constitution, these Bylaws, and the Continuing Resolutions are carried out.

**B4.07.** The Congregation Council may provide for an annual review of the membership roster.

**B4.08.** The Congregation Council shall submit a financial report to the Hosanna! congregation at the annual budget adoption Congregation Meeting.

**B4.09.** The Senior Pastor shall recommend and the Congregation Council shall appoint from among Hosanna!'s Voting Members those persons to serve as Voting Members of the Church affiliation gatherings when necessary. The number of persons to be appointed by the Congregation Council and other qualifications shall be as prescribed in guidelines established by the church affiliation.

**B4.10. Leadership Team Duties.** The duties of the Leadership Teams of Hosanna! shall be specified in the Continuing Resolutions and/or by the Senior Pastor.

**B4.11. Term.** The members of the Congregation Council except the Senior Pastor shall be elected by written ballot at a Congregation Meeting to serve for three (3) years. Such members shall be eligible to serve no more than two (2) full terms consecutively at a time. Members of the Congregation Council shall be installed by the pastor(s) according to the prescribed order of the church at the next public service following their election or as soon thereafter as convenient.

**B4.12. Meetings.** The Congregation Council shall meet at least once a month. Congregation Council meetings may be called by the Senior Pastor, the Council President, or shall be called at the request of at least one-half (1/2) of the Congregation Council members. Notice of a meeting shall be given to all who are entitled to be present.

- a. **Meeting attendance by non-Council members.** Any Hosanna! member may attend an open Council meeting without invitation. Non-Hosanna! members may attend by invitation of a Council member.
- b. **Open and closed meetings.** All Congregation Council meetings shall be considered open to any Hosanna! member unless the Council meeting Chair has closed any part of or a complete Council meeting. If a Council meeting is closed, the Council meeting Chair may permit specific non-Council member individuals to attend for a portion or all of the closed Council meeting. Otherwise, if a meeting is closed, all non-Congregational Council members must leave the meeting area.
- c. **Meeting participation by non-Council members.** Non-Council members present at an open or closed meeting shall not have voting rights in the meeting but may voice their opinions when recognized by the Council Meeting Chair.
- d. **Exception to this section as relating to staff and non-Senior Pastors.** Regardless of membership status, Hosanna! staff and pastors not serving as the Senior Pastor may only attend meetings of the Congregation Council by invitation of the Senior Pastor or Council President.

**B4.13. Voting Requirement.** A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the Senior Pastor.

**B4.14. Pastoral Calls.**

- a. In the event of the Senior Pastor's formal resignation, if one or more of the Associate or Assistant pastors desires to become the Senior Pastor, that pastor shall notify the Congregation Council in a written letter to the Congregation Council President within two (2) weeks after the public announcement of such vacancy. The Congregation Council must first have a conversation with the full Executive Team, including the Senior Pastor as appropriate, and then determine by a two thirds (2/3) majority if the requesting pastor will be recommended to Hosanna! to be Called as Senior Pastor before other candidates are pursued. In this instance, no Call Committee will be established contrary to point (B4.14b) below.
- b. When a pastoral vacancy occurs and point (B4.14a) above is not in effect, or when there is a need for an additional pastor, a Call Committee consisting of either the President or Vice President of the Congregation Council and no more than six (6) other Voting Members of Hosanna! shall be nominated by the Executive Team and appointed by the Congregation Council by majority vote. A Voting Member of Hosanna! may not be nominated for the Call Committee if their spouse is a member of the Hosanna! staff. If not all six (6) are appointed by Council, the Executive Team is responsible to nominate to the Congregation Council whatever number of Call Committee members may be needed to reach six (6). The Call Committee's term of office will terminate upon installation of the newly Called pastor, or by determination of the Congregation Council. The Call Committee Chairperson will be appointed by Congregation Council President and the Congregation Council President may not be the Call Committee Chairperson. After the full six (6) member Call Committee is appointed, the Congregation Council may appoint a first and second alternate who have a voice but no vote, unless or until they are asked to replace an active member of the Call Committee. If during the Call Process the Congregation Council President or Vice President goes off Council, they will automatically stay on the Call Committee and the number on the Call Committee will increase by one (1) through their term of service.
- c. When Calling an Assistant or Associate Pastor and there is a Senior Pastor present, the Call Committee shall interview and recommend the candidate(s). When the Call Committee agrees, the Senior Pastor will interview the candidate(s). The Call Committee and the Senior Pastor must be in agreement before the candidate is recommended to the Congregation Council. The Senior Pastor gets one vote and the Call Committee collectively gets one vote. With the exception of a Senior Pastor tendering their official resignation, then the Senior Pastor relinquishes their vote for an Assistant or Associate Pastor. The Senior Pastor will then only be a point of consultation upon request. If no Senior Pastor is present, or the Senior Pastor has tendered their official resignation, the Call Committee finds a candidate(s) and presents them to the Congregation Council.

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- d. When a new Senior Pastor is being Called, whether or not the current Senior Pastor is present, it will be the responsibility of the Call Committee to find candidates to present to the Congregation Council. The current Senior Pastor's engagement in the process is limited to if the Congregation Council or the Call Committee requests information from him/her, and he/she shall not interfere with the Call Process.
- e. The Congregation Council shall approve the recommendation of the Call Committee by a two thirds (2/3) majority vote of the Congregation Council. Upon approval of Congregation Council, Hosanna! must approve a call by a two thirds (2/3) majority of the Voting Members present and voting at a duly called Congregation Meeting.

**B4.15.** All other duties and functions of the Congregation Council shall be set forth in the Continuing Resolutions.

### **CHAPTER 5. Pastors**

**B5.01.** The Senior Pastor, as Head of Staff, may be responsible for the appointment, hiring, and supervision of the salaried and contracted employees of Hosanna!.

**B5.02.** The Senior Pastor may be responsible for the supervision of interns and all other clergy or lay staff who serve Hosanna!.

**B5.03.** The Senior Pastor shall have the privilege to serve on every Hosanna! decision-making body with a vote with the exception of a Call Committee. All other pastors have a right to vote on teams, committees, or task forces for which they are assigned by the Senior Pastor. Any pastor being investigated under the terms of section C9.05 of the Hosanna! Constitution shall not have a vote nor serve on any decision-making body that is considering such matters.

**B5.04.** An Associate or Assistant pastor(s) may have the assigned privilege to be a direct supervisor of other staff and may apply for the Senior Pastor position when there is a vacancy.

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**Certification of Bylaws:**

These Bylaws have been adopted pursuant to the Hosanna! Lutheran Church of St. Charles, IL Constitution.

Adopted on this 18<sup>th</sup> day of September, 2022 by affirmative vote of Hosanna!.

Signed: CONGREGATION COUNCIL OFFICERS




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*Print Name:* Paul Ivanauski  
*Title:* President



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*Print Name:* Joan Bisterfeldt  
*Title:* Vice President



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*Print Name:* Michael Guy  
*Title:* Secretary

Certification of Adoption: These Bylaws were duly adopted by the unanimous vote of the Congregation Council on August 18, 2022.



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Michael Guy  
Congregation Council Secretary