

## **Bylaws For The Congregation**

Mount Cross Lutheran Church  
102 Camino Esplendido  
Camarillo, California 93010-1717

As amended effective March 7, 2021

### **SECTION I - CONGREGATIONAL MEETINGS AND REPORTS**

S1.01. The fiscal year of the congregation shall be from January 1 through December 31. The congregational year shall be from February 1 to January 31.

S1.02. An annual meeting shall be held on or before February 1 of each year.

S1.03. A special congregational meeting may be called by the pastor, the Congregational Council or the president of this congregation, and shall be called at the written request of twenty-five percent (25%) of the voting members. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.

S1.04. Notice of all congregational meetings shall be made at the worship service on the two consecutive Sundays immediately preceding the meeting date and notice given by mail to all voting members at least ten (10) days prior to the meeting.

S1.05. Ten percent (10%) [see C.10.04] of all voting members of the congregation shall constitute a quorum.

S1.06. The pastor shall submit his or her annual report to the congregation at the annual meeting and such interim reports as pastor considers necessary or appropriate or upon special written request of the Congregational Council or Executive Committee.

S1.07. Other reports shall be made at the annual meeting of the congregation by:

- a. Congregation's treasurer
- b. Financial secretary
- c. Recording secretary
- d. Committees, task forces, and any ad hoc committee

S1.08. The Congregational Council shall, at the annual meeting of the congregation:

- a. Submit a report of all insurance and bonds in force, and
- b. Submit a statement of all assets and liabilities of Mount Cross Lutheran Church.

S1.09. This congregation may hold meetings by remote communication, including electronically and by telephone conference, as long as there is an opportunity for simultaneous aural communication. To the extent permitted by state law, notice of all meetings may be provided electronically.

### **SECTION II - CONGREGATIONAL COUNCIL**

S2.01. The Congregational Council shall meet monthly.

S2.02. The agendum at regular council meetings may include the following:

- a. Devotions
- b. Period for study of the life and work of the church
- c. Roll call and action on excuses for absences
- d. Reading of minutes of last meeting
- e. Receptions of petitions, correspondence and communications
- f. Report of pastor(s)

- g. Report of the treasurer
- h. Report of committees, task forces and any ad hoc committees
- i. Other reports
- j. Unfinished business
- k. New business
- l. Adjournment

S2.03. At the first meeting in February of each year the council shall elect:

- a. President of the congregation
- b. Vice-president of the congregation
- c. Recording secretary of the congregation

At the first meeting in February the Council shall appoint a Treasurer and Financial Secretary.

S2.04. Officers shall be elected for a term of one year and may be re-elected for one additional term only.

S2.05. The pastor and the officers of the congregation shall constitute the Executive Committee.

S2.06. Duties of Officers

- a. The president shall preside at meetings of the congregation and the congregational council.
- b. The vice-president shall preside in the event of the president's inability to serve.
- c. The recording secretary shall keep accurate minutes of all meetings of the congregation and of the council in a volume to be preserved permanently in the archives.
- d. The financial secretary shall receive and keep a record of all income from contributing members and other sources.
- e. The treasurer shall keep the books of account of the congregation and shall receive from the financial secretary all funds and disburse them on proper orders, making monthly remittance of benevolence receipts to the treasurer of the synod.
- f. The treasurer and the financial secretary shall issue each month a written report of all financial transactions to the congregational council and to the congregation.

S2.07. Surety and Bonds. All financial officers shall give corporate surety, in amounts determined by the church council, for which the premium shall be paid by the congregation. Fidelity coverage provided by the Evangelical Lutheran Church in America shall be deemed a fulfillment of this requirement.

### **SECTION III - CONGREGATIONAL COMMISSIONS AND TASK FORCES**

S3.01. At its first meeting in each congregational year (February 1 to January 31) the Congregational Council shall appoint as many standing committees as the local and wider concerns of the congregation require.

- a. Each such committee and/or task force shall be composed of one or more members of the council and other voting members of the congregation.
- b. Although appointed by and responsible to the Congregational Council, these committees shall be recognized as representative of the interests of and performing essential services for the congregation as a whole.
- c. The committees exist to facilitate and oversee the functions of the congregation as outlined in Chapter XIV and Chapter XV of the Constitution.
- d. The duties of all committees shall be assigned by the council along with such instructions as in the council's judgment are in the best interest of the congregation.
- e. All actions of committees shall be subject to review by the council.

S3.02. At the Annual Meeting, the congregation shall elect an annual auditing committee of three members, none of whom may be a member of the council or the finance committee or the executive committee in compliance with Chapter XIII Section C13.03 of the Constitution.

S3.03. Election of Council members shall take place at the Annual Meeting. [see C12.01]

S3.04. Beginning in November of each year the Nominating Committee shall begin its search for nominees for Church Council, Nominating Committee, Voting members to the Synod Assembly, the Audit Committee, the Endowment Committee and the Mediation Board.

S3.05. Other nominations can be made from the floor of the congregational meeting.

S3.06. All nominations shall be made to the congregation no less than 2 Sundays prior and shall be included in the congregational newsletter or other written notice at least 10 days prior to election.

S3.07. If the number of nominees for any position exceeds the number of available positions, that election shall be by written ballot.

S3.08. Newly elected council members shall be installed by the pastor on the Sunday following the Annual Meeting.

S3.09. New council members take office at the February council meeting.

#### **SECTION IV - EMPLOYMENT AND LABOR POLICY**

This policy is based on the belief that 1) in the day-to-day performance on the job site certain misunderstandings, disagreements, hurt feelings do occur in the best of business families and 2) both employer and employee needs a place to air grievances, large or small, and 3) small disputes or anxieties can usually be settled amicably if resolution is attempted early enough.

S4.01. Definitions: The following terms shall mean:

a. "Employer" shall refer to the Congregation of Mt. Cross Lutheran Church, which vests its authority over all employment matters in an elected Congregational Council. This Council is accountable to the Congregation.

b. The term "Employee" shall mean any person who enters into an employment agreement with Mt. Cross Church to perform certain enumerated tasks for pay.

c. The term "Manager" shall refer to an elected or appointed person who has been placed in a supervisory position by his or her contract to direct and oversee specific employees in the performance of their appointed tasks.

d. The term "Employment Arrangements" shall refer to:

(1) a job description, outlining the scope of one's duties;

(2) an executed Employment Agreement containing the terms and conditions of employment and a description of this labor policy; and

(3) the right to appear before a mediation board to hear all grievances and misunderstandings.

S4.02. A Mediation Board shall be established to aid in employee conflicts and/or problems. This Board is to be called into session only on an "as needed" basis.

a. The Board shall hear each side of a conflict separately and together in an effort to suggest remedy or solutions acceptable to both parties.

b. The findings of the Board shall be confidential and all facts learned therefrom are to be kept as a sacred trust.

c. If the Board efforts break down or fail, either or both aggrieved persons may appeal to the Congregational Council which, sitting as an impartial tribunal, shall render a decision which is final upon all parties.

d. No person shall be dismissed from employment without having an opportunity to appear and be heard by the Congregational Council.

S4.03. The Mediation Board shall consist of three (3) persons to be elected by the Congregation at the annual meeting. The term of office shall be one year and members shall serve on an "as needed" basis. Employees and current members of Council shall not be eligible to serve on the Mediation Board.

## **SECTION V - CONGREGATIONAL GOALS**

S5.01. The congregation shall adopt annual goals which reflect its desires for spiritual growth and progress both in the congregational family and in the community. Such goals are to be evaluated according to the dictates of Holy Scripture.

## **VI - GOVERNING AUTHORITY**

Any questions or misunderstandings as to meaning or interpretation of these By-Laws shall be resolved by:

1. Interpreting according to appropriate chapters in the Constitution.
2. Consulting with the Church Council.
3. By seeking assistance of synod.
4. Robert's Rules of Order, latest edition, which shall be the governing parliamentary law of the congregation.

## **SECTION VII - STEPHEN LEADER AND STEPHEN MINISTER TRAINING**

[Approved at the Annual Meeting, January 23, 2000]

S7.01. Any pastor called to serve Mount Cross Lutheran Church shall either:

- a) already be a trained Stephen Leader, or
- b) be informed that upon accepting a call to serve Mount Cross she or he will be sent, at the congregation's expense, to a Stephen Ministry Leader Training Course at the earliest possible opportunity.

S7.02. All full or part time members of the church staff are encouraged to attend the Stephen Minister Training Course at their earliest convenience.

## **SECTION VIII – ENDOWMENT FUND AND ITS COMMITTEE**

### **8.01. RESOLUTION TO IMPLEMENT THE ENDOWMENT FUND**

WHEREAS, Christian stewardship involves the faithful management of all the gifts God has given to humankind -the created world, the gospel, life, time, abilities, money, including accumulated, inherited and appreciated resources; and

WHEREAS, the scriptural principle of proportionate giving, to return to the Lord a portion of the gifts God has first given to his beloved children, is both a privilege and an appropriate response in all times and circumstances; and

WHEREAS, Christians can give to the work of the church through bequests in will, assignment of life insurance, charitable gift annuities, charitable remainder and other trusts, assignment of certificates of deposit, and transfers of property such as cash, stocks, bonds and real estate; and

WHEREAS, it is the desire of Mount Cross Lutheran Church to encourage, receive and administer these gifts in a manner consistent with the loyalty and devotion to our Lord expressed by donors and in accord with the policies of this congregation:

THEREFORE, BE IT RESOLVED that this congregation in meeting assembled on January 19,2003 approve and establish on the records of the church a new and separate fund to be known as THE MISSION ENDOWMENT FUND ("FUND") of the Mount Cross Lutheran Church 102 Camino Esplendido, Camarillo, California 93010-1717; and

BE IT FURTHER RESOLVED that the purpose of this FUND is to enhance the mission outreach of Mount Cross Lutheran Church apart from the general operation of the congregation; that no portion of the income generated by the FUND shall be used for the annual operating budget of the congregation; and

BE IT FURTHER RESOLVED that the Mission Endowment Fund Committee shall be the custodian of the FUND in regards to disbursements.

## 8.02 THE ENDOWMENT FUND

A. The Endowment Fund, whose purpose, governance and operational procedures shall be defined by special resolution adopted by the congregation, shall be established. The Endowment Fund is to provide the means and structure for members who have the ability and desire to benefit Mount Cross Lutheran Church through charitable giving that is consistent with its mission of witnessing to the message of salvation through Jesus Christ on both a local and global level. The purpose of the Endowment Committee (“**Committee**”) is to enable Mount Cross Lutheran Church to promote funding of specific needs that support its mission and ensure its financial stability. The Committee will seek to provide a perpetual source of income to benefit five current categories (not in order of importance):

- Missions: local, regional and world projects.
- Education: college and seminary scholarships.
- Children and Young Adult Ministry.
- Worship and Music: support for the worship life of Mount Cross.
- Capital Projects: major renovations and building of new facilities.

B. Examples of Ministries that the Fund might support include, but are not limited to the following:

Local Missions: RAIN Project, CATS, St. Columba’s food pantry, California Youth Authority;

Regional Missions: Lutheran Social Services, Habitat for Humanity, Teen Challenge, Lutheran Border Concerns;

World Missions: An ELCA missionary, World Hunger Appeal, Lutheran Disaster Relief, Church World Services (CROP Walk);

Education: College and seminary scholarships, Stephen Leadership training;

Children and Young Adult Ministries: Camp scholarships, sending youth to synod, regional or national gatherings, youth servant trips, training for Sunday school teachers and youth leaders;

Worship and Music: Purchasing new or upgrading old instruments, incorporating arts into worship which may include helping to purchase banners or new paraments, upgrading sound technology for use in worship;

Capital Projects: major renovations and building of new facilities.

## 8.03 THE ENDOWMENT COMMITTEE

A. The Committee shall consist of five members, all of whom shall be voting members of Mount Cross Lutheran Church. Except as herein limited, the term of each member shall be three (3) years. Upon adoption of this resolution by the congregation, it shall elect five (5) members to the Committee: two (2) for a term of three (3) years: two (2) for a term of two (2) years, and one (1) for a term of one (1) year. Thereafter, at each annual meeting, the congregation shall elect the necessary number for a term of three (3) years. No member shall serve more than two consecutive three (3) year terms. After a lapse of one (1) year, former Committee members may be reelected. A pastor and the president and/or vice president of the church council shall be advisory members of the Committee. The church council of the congregation shall nominate the Committee, which shall report at the annual congregational meeting in the same manner as other offices and committees. In the event of a vacancy on the Committee, the church council shall appoint a member to fill the vacancy until the next annual meeting of the congregation, at which time the congregation shall elect a member to fill the term of the vacancy.

B. The Committee shall meet at least quarterly, or more frequently as deemed by it in the best interest of the assets of the FUND.

C. A quorum shall consist of three (3) members. When only three (3) members are present a unanimous vote shall be required to carry any motion or resolution. The committee shall elect from its membership a chairperson, recording secretary and financial secretary. The chairperson, or member designated by the chairperson, shall preside at all committee meetings. The recording secretary of the Committee shall maintain complete and accurate minutes of all meetings and supply a copy thereof to each member of the committee. The recording secretary shall also supply a copy of the minutes to the church council. The church office will keep a complete collection of the minutes, and the minutes will be available to the successors of the Committee.

D. The financial secretary of the Committee shall work with the congregation's treasurer in maintaining and coordinating complete and accurate accounts for the FUND and shall sign checks and all other necessary documents on behalf of the congregation in furtherance of the purposes of the FUND

E. The Committee shall report on a quarterly basis to the church council and at each annual meeting or duly called special meeting of the congregation. At the annual meeting, the Committee shall render a full and complete account of the administration of the FUND during the preceding year. The books and records of the Committee shall be audited annually by the Mount Cross Audit Committee or by a certified public accountant appointed by the church council.

F. The Committee may request other members of the congregation to serve as advisory members and, at the expense of the FUND income, may provide for such professional counseling on investments or legal matters as it deems to be in the best interest of the FUND.

G. Members of the Committee shall not be liable for any losses which may be incurred upon the investments of the assets of the FUND except to the extent such losses shall have been caused by bad faith or gross negligence. No member shall be personally liable as long as he or she acts in good faith and with ordinary prudence. Each member shall be liable only for his or her own willful misconduct or omissions and shall not be liable for the acts or omissions of any other member. No member shall engage in any "self-dealing" or transactions with the FUND in which the member has direct or indirect financial interest and shall at all times refrain from any conduct in which his or her personal interests would conflict with the interest of the FUND.

#### 8.04 MANAGEMENT OF THE FUND

A. All assets are to be held in the name of the Evangelical Lutheran Church in America (or other brokerage or financial institution), for the benefit of the Mount Cross Lutheran Church Mission Endowment Fund.

B. Management of funds will be by an independent investment manager outside of Mount Cross Lutheran Church. The Committee's recommendation for the independent investment manager will be presented for approval to the church council. The investment strategy, policies and performance of the independent investment manager shall be reviewed annually by the Committee.

C. The Investment Strategy and Policy of Mount Cross Endowment Fund is:

1. To seek and select investment opportunities, which promote social and economic justice, life and human dignity in a manner that, is consistent with the overall vision and mission of Mount Cross Lutheran Church.

2. The endowment fund is to provide the means and structure for members who have the ability and desire to benefit Mount Cross Lutheran Church through charitable giving that is consistent with its mission of witnessing to the message "of salvation through Jesus Christ on both local and global level."

3. To preserve and grow each funds' principal annually.

D. Each fund should have specific asset allocation consistent with the following:

1. Equities 45%-75%

2. Fixed Income/Bonds – 25%-55%.

E. Securities Guidelines

1. Both U.S. and foreign equities require a mixture of large and small cap stocks in order to reach the investment goal. Neither fund will acquire more than 5% of any class or single issuer of securities. Neither fund will position more than 20% of the portfolio in anyone industry group (United States Government securities not included).
2. Prohibited Activity. Each fund is restricted from engaging in the following:
  - a. Options or futures contracts, for hedging purposes only.
  - b. Margin transactions.
  - c. Non-rated commercial paper.
3. Socially Responsible Investment Guidelines. Investments of each fund shall be consistent with ELCA social statements. (e.g., not supporting alcohol, tobacco, gambling, Weapons of Mass Destruction, or environmentally destructive practices, hope to promote good labor and environmental practices and community investing).

F. Responsibilities of the investment Manager. The Committee, with concurrence of the Church Council, may hire one or more Investment Manager(s) to achieve investment goals and objectives. Each Investment Manager must adhere to the following responsibilities:

1. The Investment Manager must follow the Investment Strategy & Policy Statement set forth in this Section VIII of these bylaws
2. The Investment Manager must keep the congregation informed in writing of any particular Investment guideline he/she/it believes should be altered or changed. The Investment Manager must report to Mount Cross Endowment Fund Committee quarterly (in writing) the progress of each fund.

G. Investment with the ELCA Endowment Fund Pooled Trust (Fund A). Notwithstanding any provision of these Bylaws governing the Endowment Fund and the Committee, the Committee is authorized to invest all or some of the Endowment Fund in the "ELCA Endowment Fund Pooled Trust (Fund A)".

H. LOANING OF ENDOWMENT FUNDS TO MOUNT CROSS LUTHERAN CHURCH. Notwithstanding any provision of these Bylaw governing the Endowment Fund, the Committee is authorized to loan up to ten percent (10%) of the value of the Endowment Fund to Mount Cross Lutheran Church. The terms and conditions of any such loan shall be negotiated between the Committee and the Congregational Council and shall require an affirmative vote of two-thirds of both the elected members of the Congregational Council and the Committee. This is not to be considered usual practice and should be considered only in rare situations warranting such need. *[Note: The intent of this section is that one or more loans can be made, but the total amount of all loans may not exceed 10% of the value of the fund at the time of the loan. (See Minutes of Congregational meeting held on January 31, 2021.)]*

#### 8.05 PRINCIPAL, INCOME AND DISTRIBUTIONS

A. The Committee shall determine what is principal and income according to accepted accounting procedures consistent with Paragraph D below. Income may include realized and unrealized capital gains in the portfolio.

B. Income from the FUND may be distributed annually and at such other times as deemed necessary or feasible. The distribution of income for the year may be given to a minimum of usually two (2) or up to five (5) of the following categories: missions, education, children and young adult ministry, worship and music and capital projects.

C. The congregation may submit requests to the Committee each year for the distribution of the FUND income. If no requests are received, the Committee will decide which category, or categories, should be funded according to the Committee's best judgment. The endowment distribution will be publicized in the church bulletin, church newsletter and at the annual meeting.

1. After requests have been submitted, by the pre-determined dateline, and the Committee has recommended programs for support, the recommended programs will be approved by the church council for funding, according to these bylaws.

2. Total disbursement of income from the FUND need not occur annually if, in the judgment of the Committee, total annual disbursement of income is not recommended.

D. The annual distribution of "income" from the FUND will be 4.25% based on a three (3) year rolling average of the FUND balance on March 31 of the current year and previous two (2) years.

E. Emergency Distribution of Principal. When, in the opinion of the Committee, circumstances are so dire and of such an emergency nature that the future of the congregation is at stake, and that the only recourse seems to be the use of the FUND principal, the Committee may, upon two-thirds majority vote, recommend such authorizing action to the congregation.

#### 8.06 MISCELLANEOUS

A. Disposition or Transfer of Funds. In the event Mount Cross Lutheran Church ceases to exist either through merger or dissolution, disposition or transfer of the FUND shall be at the discretion of the church council in conformity with the approved congregational constitution and in consultation with the bishop of the synod to which this congregation belongs at such time. Consultation with the Evangelical Lutheran Church in America may be desirable for continuation of Mission Endowment Fund obligations.

B. Amending Endowment Bylaws. Any amendment to Section VIII of the Mount Cross Lutheran Church Bylaws governing its Endowment Committee and Endowment Fund that will change, alter or amend the purpose for which the Endowment Fund is established shall be adopted by a two-thirds vote of the members present at an annual meeting of the congregation or at a special meeting called specifically for the purpose of amending the purpose of the Endowment Fund.