

## **Confessional Lutherans for Christ's Commission Constitution**

### **Article I - Name**

The name of the organization shall be ***Confessional Lutherans for Christ's Commission***, hereafter abbreviated as CLCC. The organization shall be incorporated in the State of Oregon as a non-profit organization.

### **Article II - Confession**

Every member of the CLCC organization accepts without reservation:

1. The Scriptures of the Old and the New Testament as the written, inspired, and inerrant Word of God and the only rule and norm of faith and practice;
2. All the Symbolical Books of the Evangelical Lutheran Church as a true and unadulterated statement and exposition of the Word of God, to wit: the three Ecumenical Creeds (the Apostles' Creed, the Nicene Creed, the Athanasian Creed), the Unaltered Augsburg Confession, the Apology of the Augsburg Confession, the Smalcald Articles, the Large Catechism of Luther, the Small Catechism of Luther, and the Formula of Concord.
3. The organization will use the Book of Concord, 1580 printing. The appropriate translations/versions of the Bible and confessional writings will be selected for use by the organization at its first convention.
4. This article is the basis for relationships with all members and associated organizations.

### **Article III - Objectives**

The two main objectives of CLCC are to foster a united and coordinated voice among Confessional Lutherans and to build up Christ's Church by providing education and training primarily for the laity, but also including commissioned workers and the clergy. (Eph. 4:1-8)

The work will be carried out externally with other confessional organizations and internally through the cooperation of pastors and laity, working through local congregations. The organization will implement appropriate checks and balances in all areas of its work to minimize any misuse of power or authority and to foster a servant attitude in all areas of work.

### **Article IV – Organizational Structure**

The organization of CLCC shall be that of a publicly incorporated non-profit religious organization to meet the primary objectives described in Article III (Objectives).

### **Article V - Membership**

CLCC membership is made up of individuals, congregations and associated organizations.

1. A maximum number of individuals from any given congregation may be admitted as individual members. The number will be established in the bylaws. Any larger number will require the individual's congregation to join, by action of its internal governing body. Each

member congregation shall be represented by one elected clergy and one elected lay-person for any official convention or other official gathering where the business of the organization is undertaken. Each member congregation may, at its own decision by vote, allow the clergy representative to be held for a period of one year by any other rostered clergy, or minister (auxiliary office).

2. There will be no individual memberships available for a congregation once a congregation has become a member.
3. One officer and one board member, or two board members shall represent any associated organization.
4. A membership fee structure shall be approved at the first convention.

#### **Article VI - Conditions of Membership**

Conditions for acquiring and holding membership in CLCC:

1. Acceptance of the Confessional basis of Article II;
2. Commitment to obtain a greater knowledge and understanding of Scripture and the Lutheran Confessions as defining the One True Faith of Christianity;
3. Joint commitment to our fellow believers to uplift and educate them in this One True Faith, as servants of our Savior, the Head of the church, Jesus Christ.

#### **Article VII - Relation of the Organization to Its Members**

In its relation to its members the CLCC is a teaching and educating organization that seeks to provide a united voice among Confessional Lutherans. All activity and discourse to individuals, congregations, and associated organizations shall be advisory in nature.

#### **Article VIII – Officers**

The Executive Committee shall consist of the Executive Director, Assistant Executive Director, Secretary and Treasurer, plus adequate convention approved staff to fulfill the duties assigned. The officers of the organization fulfill the corporate fiduciary responsibilities.

##### **1. Elected Positions –**

The officers shall assume only such rights and responsibilities as have been expressly conferred upon them by the organization. In everything pertaining to these rights and the performance of their assigned duties they are responsible to the organization. The officers of CLCC shall be ex-officio non-voting members of the Board of Directors.

**Executive Director** – The Executive Director shall represent the organization in all corporate and inter-organizational activities of an administrative, but not theological, nature. The Executive Director shall also provide general administrative services and fiscal management, which shall be principally assigned to the Secretary and Treasurer respectively.

**Assistant Executive Director** – The Assistant Executive Director shall assist the Executive Director with his duties and upon request of the Executive Director represent him in his functions. In case of disability, deposition from office, or the death of the Executive Director, the Assistant Executive Director shall advance to the Executive Director's position, with full power, until the expiration of the Executive Director's term of office.

**Secretary** – The Secretary shall record the proceedings when the CLCC meets in convention and attend to all general correspondence of the organization. The office shall perform other duties as assigned by the Bylaws, convention resolutions, or by the Executive Director. The Secretary shall also serve as the Secretary of the Board of Directors.

**Treasurer** – The Treasurer is the custodian of all monies and records normally related to the Office of Treasurer and as such, shall:

- Keep an exact record of all monies received and expended by the CLCC;
- Administer the organization's financial affairs according to standard bookkeeping practices and instructions received from the President, the Board of Directors, or convention resolution;
- At any time submit to an examination of CLCC books and accounts by an auditing committee when so ordered by convention resolution, or its officers.
- Provide an annual accounting of all Income and Expenses, plus a Balance Sheet.

The Treasurer shall perform other such duties required by the Bylaws or resolutions.

**Advisors** – Advisors may be appointed by the Executive Director and provide counsel to the organization regarding its administrative functions. Advisors shall be ratified by the Board of Directors.

**2. Qualifications** –

The Executive Director and Assistant. Executive Director shall be male laity. The Secretary and Treasurer positions may be male or female laity.

An experienced and trained accountant or financial manager shall hold the Treasurer's position.

**3. Term of Office** –

The term of all elected officer positions shall be four years.

**Article IX – Board of Directors**

The CLCC elected Board of Directors shall consist of an equal number of rostered clergy and lay members, serving without pay. The Board of Directors shall operate as an independent board when fulfilling its corporate functions. The Board shall set strategic policy for the organization. The Board establishes operating policies for the organization between conventions, subject to ratification at the next convention.

The Chairman of the Board of Directors shall be elected from among the clergy members of the board. The term of office is two years and the incumbent may succeed himself once. A two-year waiting period applies before a clergyman can be re-elected to the chairmanship.

The Chairman shall conduct all sessions of a convention that deal with theological or doctrinal resolutions.

### **Article X – Board of Congregational Services**

The Board of Congregational Services shall provide support and produce materials for the purposes of strengthening individuals and congregations, including but not limited to, the following areas:

- Confessional teachings,
- Reformation History,
- Discipleship,
- Implementation of Christ's Commission,
- Leadership skills for laymen, and
- Church polity.

The board shall also conduct regional seminars between conventions on the same approved topics.

The Board shall be made up of six members: two clergy, two commissioned ministers and two laymen. The Executive Director, Assistant Executive Director and the Board of Directors shall immediately appoint the first Board of Congregational Services. They shall also appoint the first chairman from among the ordained members. Subsequently, the members shall be elected by mail ballot and the chairman appointed by the CLCC Executive Director from among the ordained members of the Board of Congregational Services. All teaching Board members shall be male.

### **Article XI – Standing Committees**

There shall be provision for standing committees to deal with issues that require detailed study and action. Reports of standing committees shall be approved by convention in order to progress from opinion to acceptance. Opinions of the committees serve only until the next convention and if not sustained become null and void. One ex-officio non-voting member from the Executive Committee and one from the Board of Directors shall serve on each standing committee. Travel and other out of pocket expenses of committee members while doing the work of the committee may be reimbursed.

Membership on committees shall be elected or appointed from the membership, and shall have a maximum term of four years. Members may succeed themselves once.

### **Article XII – Committee on Constitutional Issues**

This committee shall be appointed jointly by the Executive Committee and the Board of Directors. It shall consist of six members. The term of office shall be four years, with half of the initial members serving two years.

1. Opinions of the committee shall stand until the next CLCC convention, where they must be approved by a 60% majority vote unless the opinion deals with a section of the Constitution or Bylaws that require a super-majority vote, or a by a super-majority (80%) mail ballot vote of member congregations.

2. Any proposed rulings having a doctrinal element shall be decided solely on the basis of Article II.

**Article XIII – Advisory Committee**

The purpose of this committee shall be to advise on matters of adiaphora so that member churches will be encouraged to practice their doctrine in unity. Members will serve for a maximum of eight years. The Chairman of the committee will be appointed jointly by the Executive Director and the Board of Directors from among those members serving in their last four years, except for the initial appointment.

**Article XIV - Meetings**

A CLCC convention shall be held every four years. For a legal quorum, all meetings must have at least one-fourth of the constitutionally elected voting or individual member representatives present. A special convention may be called by joint action of the Executive Director and the Board of Directors.

**Article XV - Elections**

Regular elections shall be held by mail six months prior to the next convention. Election for non-appointed interim vacancies shall be held by mail ballot as necessary.

**Article XVI – Representation**

Conventions shall be open to all individual members, member congregations, associated organizations and invited guests. Only individual members and delegates from member congregations may vote.

**Article XVII - Changes in, and Amendments to the Constitution**

Changes in the CLCC Constitution and amendments thereto may be made provided they do not conflict with the provisions in Article II and Article VI of the CLCC Constitution. Such proposed changes will be done by mail ballot and require a super-majority vote of 80% in favor of the change.

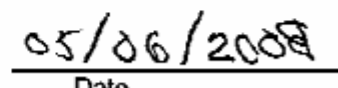
**Article XVIII - Dissolving the Corporation**

The corporation may be dissolved by a resolution in convention passing by a super-majority (80%) vote, or by mail ballot by a super-majority vote. If a legal quorum cannot be obtained the corporation may be dissolved by unanimous vote of the current members of the Board of Directors.

  
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(Ginny Vallean, Secretary, CLCC)

  
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Date

  
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(LeRoy Sundborn, Executive Director, CLCC)

  
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Date