

BYLAWS

LUTHERAN WOMEN'S MISSIONARY LEAGUE
LUTHERAN CHURCH – MISSOURI SYNOD
MICHIGAN DISTRICT



“Serve the LORD with Gladness”
Psalm 100:2

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Auxiliary of The Lutheran Church—Missouri Synod

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BYLAWS

Lutheran Women's Missionary League
Michigan District
Auxiliary of the Lutheran Church—Missouri Synod

Article I – Name

The name of this organization shall be Lutheran Women's Missionary League Michigan District (hereinafter referred to as LWML Michigan District), also known as Lutheran Women in Mission, a subordinate organization of the Lutheran Women's Missionary League (hereinafter referred to as LWML), which is an integrated auxiliary of The Lutheran Church –Missouri Synod (hereinafter referred to as "LCMS").

Article II – Object

The object of this organization shall be:

- A. To develop and to maintain a greater mission consciousness among the women of the Michigan District, LCMS through mission education, mission inspiration, and mission service;
- B. To gather funds for mission grants either directly sponsored or approved by synod boards or synod district presidents, especially those for which no adequate provision has been made in synod or synodical district budgets;
- C. To foster and support the program of LWML;
- D. To take charge of, hold, and manage all property, personal and real, that may at any time or in any manner come to or vest in this organization.

Article III – Structure

Section 1 – Composition

The LWML Michigan District (hereinafter referred to as the "District") is composed of individual women and women's groups within congregations of the Michigan District, LCMS on campuses, in resident homes, or in other settings.

Section 2 – Organization

The District is organized into zones which consist of individual women and women's groups from LCMS congregations in their geographical areas.

Section 3 – Zone Bylaws

- a. Each zone shall write its own bylaws and review them every four years.
- b. The articles on Object, Members, Representation at the national convention, and Parliamentary Authority shall conform to the respective articles in the Articles of Incorporation and Bylaws of the national LWML.
- c. The articles on Representation at District conventions shall conform to the respective articles in these District Bylaws.
- d. The zone bylaws and any subsequent proposed amendments shall be submitted in the required number of copies to the District Structure Coordinator for approval before being presented to the zone voting body for adoption.
- e. One copy of the zone bylaws as adopted shall be placed on file with the District Structure Coordinator.

Section 4 – Zone Activities

- a. Each zone shall hold at least two (2) general meetings each year for the purpose of furthering the objectives of LWML, for conducting the routine business of the zone, and for promoting Christian growth and fellowship.
 - 1) These meetings may take the form of rallies, workshops, servant events, or other format planned by the zone.
- b. Each member of a group and each individual LWML member shall have privilege of voice and vote at zone meetings.
- c. Each zone shall select delegates for the purpose of representation at the biennial conventions of the national LWML [See Article V, Section 4].
- d. At the earliest possible date following each zone meeting, the zone secretary shall forward one (1) copy of the minutes to the District President who will forward same to District Archivist-Historian at the end of each biennium.

Article IV – Members

- A. A woman who is a communicant member of an LCMS congregation is eligible for membership.
- B. Women's organizations within congregations of the LCMS, on campuses, in resident homes, or in other settings shall be eligible for membership as groups.
- C. One (1) or more groups affiliated with the District from the same congregation, campus, resident home, or other single setting shall be considered one (1) unit for the purpose of representation at LWML conventions.
- D. Groups formed in a setting other than a congregation, a campus, or a resident home by women who hold membership in an LCMS congregation shall make application to the District for recognition as groups.
- E. Individual membership is available to a woman in an LCMS congregation with or without a group affiliated with LWML.
 - 1) Individual membership is not considered a group or a unit, nor does it confer voting privileges at the district or national level.
- F. Requests for recognition of membership shall be processed by the District Recording Secretary with approval of the Executive Committee and the Board of Directors [See Article XI, Section 4l and Article XII, Section 3k].

Article V – Conventions

Section 1 – Purpose and Site Selection

A convention for the purpose of transacting the business of the District shall be held biennially in the even-numbered years at a place determined by the Board of Directors.

- a. The District President will invite zones to serve as convention hosts.
- b. Invitations shall be reported to the Executive Committee when they have been accepted.
- c. The convention may, or may not, be held within the boundaries of the zone(s) hosting the convention.
- d. The Chairman of the Convention Site Committee, the Convention Manager [See Article X, Section 3d], shall present to the Executive Committee for approval a list of sites with adequate facilities and personnel to host the convention.
- e. The Executive Committee shall recommend the dates, location, and program for the convention for approval from the Board of Directors.
- f. The official call to convention shall appear in the second (2nd) quarter issue of the official publication prior to convention.

Section 2 – Voting Body

- a. The voting assembly of the convention shall be:
 - 1) Two (2) certified delegates from each unit within the District;
 - 2) The following members of the Board of Directors:
 - a) All elected officers;
 - b) A President or one (1) co-chairman from each Zone
 - c) Appointed officers [See Article IX, Section 1.e];
 - d) Standing committee members who are listed in the Bylaws [See Article XIV, Section 1.b.6)].
 - 3) Past District Presidents who are currently members of the LWML Michigan District.
- b. A member of the voting assembly shall vote in one (1) capacity only.
- c. Proxy votes are prohibited.

Section 3 – Certification of Delegates

- a. Each certified delegate shall have a certified alternate when possible.
- b. The zone president shall submit the names of the certified delegates and alternates to the District President and District Recording Secretary at least eight (8) weeks prior to the convention.
- c. In the event neither the delegate nor the alternate is able to serve, a member of the same group may serve as delegate upon certification in writing by her zone president and presentation to the District Recording Secretary.
- d. In the event a zone president or zone chairman registered for the convention is unable to serve, a co-chairman or another officer of the same zone may serve in her stead upon certification in writing by the District President and presentation to the District Recording Secretary.

Section 4 – National Conventions

A convention for the purpose of transacting the business of the national LWML shall be held biennially in the odd-numbered years at a place determined in a prior convention. District representation shall be as follows:

- a. Districts may authorize one (1) certified delegate from each zone having ten (10) or fewer units and one (1) certified delegate for each additional ten (10) units, or major fraction thereof, as of January 1 in the year of the convention. A major fraction of ten (10) is defined as six (6) or more.
- b. Delegates may vote in only one (1) capacity and proxy votes are prohibited;
- c. Each certified delegate shall have a certified alternate when possible;
- d. The District President shall send the names of the certified delegates and the alternates to the national LWML Recording Secretary by March 1 in odd-numbered years.
- e. In the event neither the delegate nor the alternate is able to serve, a member of the same zone may serve as delegate upon certification in writing by the District President and presentation to the national LWML Recording Secretary.

Article VI – Officers and Elections

Section 1 – Elected Officers

The elected officers shall be:

- a. President;
- b. Vice President of Christian Outreach;
- c. Vice President of Special Focus Ministries;
- d. Vice President of Communication;

- e. Vice President of Mission Outreach;
- f. Vice President of Organizational Resources;
- g. Recording Secretary;
- h. Financial Secretary;
- i. Treasurer.

Section 2 – Election, Term of Office, and Assumption of Duties

- a. The elected officers shall be elected by ballot at the District convention to serve a term of four (4) years or until their successors are elected and shall not be eligible for reelection to the same office.
 - 1) Newly elected officers shall assume their duties at the close of the convention in which they are elected.
- b. The election of officers shall be as follows:
 - 1) The President, Vice President of Communication, Vice President of Mission Outreach, Vice President of Organizational Resources, and Financial Secretary shall be elected in one convention;
 - 2) The Vice President of Christian Outreach, Vice President of Special Focus Ministries, Recording Secretary, and Treasurer shall be elected in the following convention;
 - 3) In the event that there are three (3) or more candidates for an office and a majority vote has not been reached after two (2) ballots have been cast, the candidate with the lowest number of votes shall be removed from each successive ballot.
- c. The retiring Financial Secretary and Treasurer shall, within sixty (60) days following the election, turn over to their successors all materials pertaining to the office. All other retiring officers shall, within thirty (30) days following the election, turn over to their successors all materials pertaining to their offices.

Section 3 – Vacancies

- a. In the event a permanent vacancy occurs in the office of President, the Board of Directors shall fill the vacancy.
 - 1) The election shall be by ballot vote.
 - 2) The candidates eligible to fill the vacancy shall be the Vice Presidents who are serving in the third (3rd) or fourth (4th) year of their term of office.
 - 3) If there is no regularly scheduled meeting of the Board of Directors within thirty (30) days of the vacancy in the office of President, a special meeting shall be called by the Vice President of Organizational Resources within thirty (30) days of such vacancy for the express purpose of electing a new president [See Article VII, Section 6b].
- b. In the event a vacancy occurs in any other elective position, such vacancy shall be filled by the Executive Committee [See Article XII, Section 3.f.].
- c. In the event a vacancy occurs in the office of Pastoral Counselor, the position shall be first offered to the pastor who was on the ballot at the last District convention but not selected.
 - 1) If he chooses not to accept the position, the Executive Committee in consultation with the LCMS District President shall fill the vacancy [See Article XII, Section 3f].

Article VII – Duties of Officers

Section 1 – President

The President shall:

- a. Preside at all conventions of the District and at all meetings of the Board of Directors and the Executive Committee;

- b. Be responsible for execution of resolutions passed by the convention body, Board of Directors, and Executive Committee;
- c. Serve as a member of the LWML Presidents Assembly and attend national conventions as a member of said Board;
 - 1) In the event the President cannot attend a LWML Presidents Assembly meeting or convention, she may ask one of the elected vice presidents to attend in her stead;
 - a) Such Substitute may have voice, and a vote, at national Presidents Assembly meetings and conventions;
- d. With the approval of the Executive Committee, be responsible for appointing standing committees, appointed officers, special appointed personnel, and special committees;
- e. Receive and approve vouchers for payment of legitimately incurred expenditures and forward vouchers to the Treasurer for issuance of checks;
- f. Be the only officer designated to sign legal contracts for the District;
- g. Be an ex-officio member of all departments and committees except the Nominating committee;
- h. Send to members of the Board of Directors a résumé of the second (2nd) and fourth (4th) quarter Executive Committee meetings, including cost and source of funding for programs;
- i. Prepare a report for the convention, including activities of the Board of Directors;
- j. Perform other duties as set forth in the District *Leaders Guide*.

Section 2 – Vice President of Christian Outreach

The Vice President of Christian Outreach may perform the duties of the office of the President in the absence or at the request of the President, and shall:

- a. Serve as chairman of the Christian Outreach Committee;
- b. Be authorized to sign checks in an emergency;
- c. Be bonded in an amount determined by the Executive Committee [See Article XII, Section 3i];
- d. Report to the Executive Committee and the Board of Directors;
- e. Prepare a report for the convention, including activities of the committee;
- f. Perform other duties as set forth in the District *Leaders Guide*;
- g. Plan and recruit participants for producing Board of Director's retreats and district-wide retreats when asked to do so by the Executive Committee;
- h. With the Pastoral Counselors, the President, and the Convention Worship Committee, plan and recruit participants for the worship services of the District conventions [See Article XIII, Section 3e];

Section 3 – Vice President of Special Focus Ministries

The Vice President of Special Focus Ministries may perform the duties of the office of the President in the absence or at the request of the President shall:

- a. Serve as chairman of the Special Focus Ministries;
- b. Oversees the development and provide support of Special Focus Ministries committee;
- c. Oversee all activities of the Young Woman Representative Coordinator;
- d. Oversee all activities of the Heart to Heart Sisters Coordinator;
- e. Oversee the Deaf Ministry Liaison in outreach to identify and welcome deaf sisters into active participation in LWML;
- f. Report to the Executive Committee and Board of Directors;
- g. Prepare report for convention, including activities of the committee;
- h. Perform other duties as set forth in the District *Leaders Guide*.

Section 4 – Vice President of Communication

The Vice President of Communication may perform the duties of the office of the President in the absence or at the request of the President, and shall:

- a. Serve as chairman of the Communication Committee;
- b. Serve as Public Relations Director for the District;
- c. Maintain the District LWML display and represent the District in exhibits areas of conventions and gatherings when asked to do so by the President;
- d. Coordinate the preparation and publication of the convention manual [See Article XIV, Sections 4 a2), b2), c2)];
- e. Report to the Executive Committee and the Board of Directors;
- f. Prepare a report for the convention, including activities of the committee;
- g. Perform other duties as set forth in the District *Leaders Guide*.

Section 5 – Vice President of Mission Outreach

The Vice President of Mission Outreach may perform the duties of the office of the President in the absence or at the request of the President, and shall:

- a. Serve as chairman of the Mission Outreach Committee;
- b. Receive mission grant proposals;
- c. Chair the Grant Evaluation and Selection meeting [See Article XV, Section 4];
- d. Present the mission grant proposals to the President of the Michigan District LCMS for evaluation and comment [See Article XVII, Section 2a];
- e. Present to the Board of Directors for consideration and approval the proposals selected for the mission grants ballot [See Article XVII, Section 2b];
- f. Prepare an impartial presentation of the approved grant proposals for the convention; with the aid of the Technology Specialist.
- g. Prepare the mission grants ballot for the convention;
- h. Requisition and disburse mission grant funds and monitor the progress of each recipient until completion;
- i. Serve on the Finance Committee [See Article XV, Section 3];
- j. Report to the Executive Committee and the Board of Directors, including a report on the progress of each adopted mission grant until its completion;
- k. Prepare a report for the convention, including activities of the committee;
- l. Perform other duties as set forth in the District *Leaders Guide*.

Section 6 – Vice President of Organizational Resources

The Vice President of Organizational Resources may perform the duties of the office of the President in the absence or at the request of the President, and shall:

- a. Serve as chairman of the Organizational Resources Committee;
- b. In the event of an emergency or unexpected vacancy in the office of the President, fill the vacancy until the President is able to resume her responsibilities or until an election is held by the Board of Directors [See Article VI, Section 3a.3) and Article XII, Section 3f];
- c. Be responsible for keeping the District *Leaders Guide* current;
- d. Report to the Executive Committee and the Board of Directors;
- e. Prepare a report for the convention, including activities of the committee;
- f. Perform other duties as set forth in the District *Leaders Guide*.

Section 7 – Recording Secretary

The Recording Secretary shall:

- a. Record the convention proceedings and meetings of the Board of Directors and the Executive Committee;
- b. Provide each member of the Board of Directors with a copy of the minutes of its meetings;
- c. Provide each member of the Executive Committee with a copy of the minutes of its meetings;
- d. Receive credentials of delegates prior to the District convention;
- e. Provide a copy of the convention minutes to each member of the Board of Directors and to other delegates upon request;
- f. Prepare a résumé of convention action to be published in the first issue of official publication of the District following the convention;
- g. Prepare a report for the convention;
- h. Perform other duties as set forth in the District *Leaders Guide*.

Section 8 – Financial Secretary

The Financial Secretary shall:

- a. Receive all funds for the District LWML and deposit same in financial institution(s) approved by the Executive Committee, including Special Gift funds [See Article XV, Section 5];
- b. Keep an itemized account of all receipts and a record of all deposits;
- c. Report regularly to the Treasurer all funds received and deposited;
- d. Serve as a member of the Finance Committee [See Article XV, Section 3];
- e. Serve as a member of the Special Gift Fund Committee [See Article XV, Section 5];
- f. Be bonded in an amount determined by the Executive Committee [See Article XII, Section 3i];
- g. Prepare financial reports for the convention, Board of Directors, and Executive Committee;
- h. Submit records for financial review at end of each biennium;
- i. Perform other duties as set forth in the District *Leaders Guide*.

Section 9 – Treasurer

The Treasurer shall:

- a. Chair the Finance Committee [See Article XV, Section 3];
- b. With the Finance Committee, prepare the organizational and convention budgets;
- c. Keep a record of all deposits made by the Financial Secretary and an itemized account of all disbursements;
- d. Make all disbursements authorized by the Board of Directors, the Executive Committee, and by signed vouchers from the President, and disburse funds for mission grants as requested by the Vice President of Mission Outreach and approved by the President;
- e. Remit quarterly to the LWML Office twenty-five percent (25%) or more of all regular mite box offerings;
- f. Serve as a member of the Special Gift Fund Committee [See Article XV, Section 5];
- g. Be bonded in an amount determined by the Executive Committee [See Article XII, Section 3i];
- h. Prepare financial reports for the convention, Board of Directors, and Executive Committee;
- i. Submit records for financial review at end of each biennium;
- j. Perform other duties as set forth in the District *Leaders Guide*.

Article VIII – Nominations

Section 1 – Nominating Committee

- a. A Nominating Committee of at least three (3) members shall be elected by ballot at each biennium LWML District Convention from a slate of five (5) candidates from the district.
- b. The candidate receiving the highest number of votes shall be chairperson.

Section 2 – Responsibilities

The Nominating Committee shall:

- a. Submit a slate of at least two (2) candidates, if possible, for each elective office to be filled;
- b. With the exception of Pastoral Counselors, select candidates who are members of LWML and who have served as a zone officer;
- c. Select candidates for President who have served as a zone president or a member of the District Board of Directors;
- d. Submit names of nominees for Pastoral Counselors to the Michigan District LCMS President for approval [See Article XIII, Section 2b];
- e. Select for the ballot two (2) candidates for Pastoral Counselor from the approved nominees [See Article XIII, Section 2c];
- f. Obtain written consent of all nominees to serve if elected;
- g. Submit a report of nominees, listed alphabetically, for publication in the official publication of the District prior to the convention;
- h. Submit for publication in the convention manual a résumé of each nominee, listed in alphabetical order;
- i. Communicate with the Parliamentarian regarding the nominees for each office so that the Parliamentarian can prepare ballots for the convention.

Section 3 – Nominations from the Floor

Nominations for elected officers may be made from the floor of the convention provided written consent of the nominee has been secured and she meets the stipulated qualifications for office.

Article IX – Appointed Officers

Section 1 – Titles and Criteria

The Appointed Officers shall be Meeting Manager and Planner, appointed by the President, and shall:

- a. Be members of LWML;
- b. Serve a term of two (2) years or until their successors are appointed, and be eligible for one (1) reappointment;
- c. Be advisory members of the Executive Committee [Article XII, Section 1];
- d. Be non-voting members of the Board of Directors [See Article XI, Section 1b];
- e. Serve as voting members of the biennial District Convention
- f. Be responsible to the President;
- g. Report to each regular meeting of the Board of Directors and the convention.

Section 2 – Meeting Manager

The Meeting Manager shall:

- a. Develop and administer meeting services support for retreats, conferences, Board of Directors meetings, Executive Committee meetings, and other District events;
- b. Coordinate travel arrangements for District members attending national LWML conventions when asked to do so by the Executive Committee;
- c. Arrange District caucus and fellowship activities at national LWML conventions when asked to do so by the Executive Committee;
- d. Perform other duties as outlined in the District *Leaders Guide*.

Section 3 – Planner

The Planner shall:

- a. Be responsible for focusing the vision of the District through the planning process;
- b. Lead the Board of Directors in evaluating activities and programs as they relate to the purpose and objectives of the District and national LWML;
- c. Serve as networker with committees to assist in planning;
- d. Serve as adviser to zones when requested to do so;
- e. Serve as coordinator of District convention policies;
- f. Perform other duties as outlined in the District *Leaders Guide*.

Article X – Special Appointed Personnel

Section 1 – Titles and Criteria

The special appointed personnel shall be Archivist-Historian, Convention Manager, Convention Registrar, Parliamentarian, Technology Specialist, and Personnel Records Liaison and any others as appointed by the President, and shall:

- a. Be members of LWML;
- b. Serve a term of two (2) years or until their successors are appointed, and be eligible for reappointment;
- c. Attend Board of Directors meetings and biennial District conventions as non-voting, advisory members at the request of the President or as otherwise stipulated in these Bylaws [See Article XI, Section 1b];
- d. Be responsible to the President.

Section 2 – Archivist-Historian

The Archivist-Historian shall:

- a. Gather and preserve records and other material of historical significance to the District;
- b. Write a brief history of the activities of the District for each biennium;
- c. Send a copy of the biennial history to the national LWML Archivist-Historian immediately following each convention;
- d. Maintain a file of histories submitted by the zones;
- e. Assemble articles and materials relative to the history of the District for display at each convention;
- f. Perform other duties as outlined in the District *Leaders Guide*.

Section 3 – Convention Manager

The Convention Manager shall:

- a. Evaluate sites for the biennial District conventions and propose suitable sites to the Board of Directors for final choice of location;
- b. Make arrangements for meeting space, lodging, and meals during the conventions;
- c. Serve as liaison between the Michigan District LWML and convention bureaus and convention hotels personnel;
- d. Serve as chairman of the Convention Site Committee [See Article XV, Section 2];
- e. Perform other duties as outlined in the District *Leaders Guide*.

Section 4 – Convention Registrar

The Convention Registrar shall:

- a. Provide convention credentials to voting members of the Convention (See Article V, Section 2)
- b. Provide Convention Credentials Reports as necessary to the Recording Secretary, Tellers, and the assembly
- c. Perform duties as listed in the District Leaders Guide and as directed by the President.

Section 5 – Parliamentarian

The Parliamentarian shall:

- a. Advise the President, other officers, and members regarding parliamentary procedure upon request;
- b. Attend all meetings of the Board of Directors and the District LWML convention;
- c. Prepare and provide the correct number of ballots for the convention with the names listed in alphabetical order for each office;
- d. Supervise activities of tellers at the conventions;
- e. Perform other duties as outlined in the District *Leaders Guide*.

Section 6 – Technology Specialist

The Technology Specialist shall:

- a. Have specialized skills relating to computers and audio/visual media and be proficient in their uses;
- b. Evaluate and recommend purchase of all computers and communication equipment and related hardware, software and services purchased by the District;
- c. Periodically evaluate the technological needs of the District and recommend strategies for updating technology;
- d. Maintain an inventory of computer hardware and software owned by the District and a list of software in which the various District officers and coordinators are proficient;
- e. Be responsible for training officers, appointed officers, and special appointed personnel in any new hardware or software purchased by the District;
- f. Be responsible for preparing computerized visual reports for the Board of Directors and the biennial conventions
- g. Attend meetings at the request of the President;
- h. Perform other duties as outlined in the District *Leaders Guide*.

Section 7 – Personnel Records Liaison

The Personnel Records Liaison shall:

- a. Be responsible for ordering the *Lutheran Woman's Quarterly* as requested by groups.
- b. Receive and record group and zone rosters yearly.
- c. Receive and report any changes in the status of groups to the District President and Board of Directors.
- d. Maintain, update and report changes in district and zone officers to the District Board of Directors as they occur via email.

Section 8 – Additional Special Appointed Personnel

There may be additional appointed personnel as deemed necessary to carry on the work of the LWML Michigan District. The Executive Committee authorizing the appointed personnel shall determine the authority and responsibility of the appointed personnel.

Article XI – Board of Directors

Section 1 – Composition

- a. The Board of Directors (hereinafter referred to as the “Board”) shall be composed of the following voting members:
 - 1) Elected officers;
 - 2) One (1) president or one (1) co-chairman from each zone;
 - a) When a zone president or co-chairman must be absent from a Board meeting, the zone vice president, co-chairman, or any other zone officer shall be authorized to attend as the zone representative and shall have the privilege of voice and vote.
- b. Pastoral Counselors, appointed officers, and standing committee members, and special appointed personnel shall serve as non-voting, advisory members [See Article IX Section 1d, Article X, Section 1c, Article XIII, Section 3h, and Article XIV, Section 1b3].

Section 2 – Meetings

- a. Regular meetings of the Board shall be held two (2) times per year in the first (1st) and third (3rd) quarters of the calendar year (unless date is rescheduled by the Board).
- b. An additional Board meeting shall be held in the convention city immediately prior to the biennial convention.
- c. Special meetings of the Board may be called by the Executive Committee or by written request of five (5) members of the Board.
- d. In a time of emergency or special urgency, the Board may take action by mail or by email.

Section 3 – Quorum

Representation from a majority of the zone presidents, plus a majority of voting members from the Executive Committee, shall constitute a quorum.

Section 4 – Responsibilities

The Board of Directors shall:

- a. Carry out the business of the LWML Michigan District approved in convention;

- b. Transact the business of the District between conventions;
- c. Consider and approve proposed Bylaws amendments before presentation to the convention;
- d. Receive and take action on recommendations, resolutions, and special appeals presented by the Executive Committee, members of the Board, or the membership for possible presentation to the convention [See Article XVIII];
- e. Consider and approve the mite goal budget for each biennium [See Article XV, Section 3c];
- f. Consider and approve the mission grants proposals for the convention ballot as recommended by the Grant Evaluation and Selection Committee [See Article XIV, Section 5 and Article XVII, Section 2b];
- g. Consider and approve, either in session, or by email or mail, changes that occur in mission grant plans after the recipients have been selected in convention [See Article XVII, Section 3b];
- h. Determine the place for the conventions;
- i. Elect a president in the event a vacancy occurs in that office [See Article VI, Section 3a];
- j. At the third (3rd) quarter meeting in odd-numbered years, select six (6) nominees for Pastoral Counselor, if possible, to be submitted to the Nominating Committee [See Article XIII, Section 2a];
- k. Consider and take action on recommendations and resolutions of the Executive Committee;
- l. Consider requests for membership and recognize new LWML groups and individual members within the District [See Article IV, F].

Article XII – Executive Committee

Section 1 – Composition

The Executive Committee shall be composed of the elected officers of the District. The Pastoral Counselors and the Appointed Officers shall be advisory members [See Article IX, Section 1c and Article XIII, Section 3h].

Section 2 – Meetings

- a. The Executive Committee shall meet four (4) times per year.
- b. When necessary, action may be taken by email or mail.
- c. Special meetings of the Executive Committee may be called by written request of a majority of voting members of the Committee.
- d. A majority of voting members shall constitute a quorum of the Executive Committee.

Section 3 – Responsibilities

The Executive Committee shall:

- a. Transact necessary business between meetings of the Board;
- b. Evaluate, promote, and coordinate the activities of the District in relation to its objectives, and initiate programs to meet the needs of the membership;
- c. Plan and supervise the program of the conventions;
- d. Approve the organization and convention budget [See Article XV, Section 3b];
- e. Approve the convention minutes and direct their mailing in a timely manner;
- f. Fill vacancies occurring in elective offices, except the office of President [See Article VI, Section 3b and c1)];
- g. Approve appointed officers, committee appointments, and special appointed personnel;
- h. Approve financial institution(s) for deposit of funds;
- i. Determine the amounts of bonds for those who are authorized to receive or disburse funds [See Article VII, Sections 2c, 8f, and 9g];
- j. Arrange insurance coverage for the benefit of the organization in such amount as the Committee deems advisable;

- k. Consider and recommend Board recognition of new LWML groups and individual women seeking membership in the District [See Article IV, F].

Article XIII – Pastoral Counselors

Section 1 – Criteria, Terms, and Assumption of Duties

The Pastoral Counselors shall be two (2) pastors of the Michigan District, LCMS who are active or retired.

- a. They shall serve a term of four (4) years and cannot immediately succeed themselves.
- b. In the event a pastor has been appointed to complete a term as counselor when a vacancy has occurred in that position, he shall be eligible for election if the partial term served is two (2) years or less.
- c. One (1) Counselor shall be elected at each convention.
- d. A newly elected Counselor shall assume his duties at the close of the convention in which he is elected.

Section 2 – Selection

Candidates for Pastoral Counselor will be selected in the following manner:

- a. The Board shall nominate six (6) pastors, if possible, for Pastoral Counselors at the third (3rd) quarter Board meeting in odd-numbered years [See Article XI, Section 4j].
- b. The Nominating Committee shall submit the names of the nominees to the Michigan District LCMS president for approval [See Article VIII, Section 2d].
- c. From the list of approved nominees, the Nominating Committee shall select for the ballot two (2) candidates and obtain their written consent to serve if elected [See Article VIII, Section 2e].

Section 3 – Responsibilities

Pastoral Counselors shall:

- a. Serve the Michigan District LWML in an advisory capacity [See Article XI, Section 1b and Article XII, Section 1];
- b. Serve as spiritual leaders to the officers and members of the District;
- c. Serve as voting members of the Grant Evaluation and Selection Committee [See Article XV, Section 4];
- d. Prepare written devotions and worship services as requested;
- e. In cooperation with the President, Vice President of Christian Outreach, and the Convention Worship Committee, prepare the worship program for the convention [See Article VII, Section 2h];
- f. Serve as doctrinal advisers to committees as assigned by the President;
- g. On a rotating basis (one counselor at one convention, the other counselor at the following convention), be seated with the District delegation at national LWML conventions to serve as non-voting advisers regarding business of the convention;
- h. Attend all District conventions and meetings of the Board and Executive Committee as non-voting advisory members [See Article XI, Section 1b and Article XII, Section 1].

Article XIV – Standing Committees

Section 1 – Names, Chairmen, and General Responsibilities

- a. The Standing Committees, with a vice president serving as chairman of each committee, shall be:

- 1) Christian Outreach Committee;
 - 2) Special Focus Ministries;
 - 3) Communication Committee;
 - 4) Mission Outreach Committee;
 - 5) Organizational Resources Committee.
- b. Standing Committee members shall:
- 1) Be appointed by the President with the approval of the Executive Committee;
 - 2) Serve as coordinators of continuing programs and activities of the District and correspond to Standing Committees of the national LWML;
 - 3) Serve as non-voting members of the Board [See Article XI, Section 1b];
 - 4) Prepare a written report for regular meetings of the Board when requested to do so by the vice president of their committee;
 - 5) Present an oral report to the Board when requested to do so by the President;
 - 6) Serve as voting members of the biennial District convention [See Article V, Section 2a.2) d)];
 - 7) Prepare a written report for the convention manual;
 - 8) Serve a term of two (2) years or until their successors are appointed, and shall be eligible for one (1) reappointment.
 - 9) Perform other duties as outlined in the in the District *Leaders Guide*.

Section 2 – Christian Outreach Committee

The Christian Outreach Committee shall include the Vice President of Christian Outreach, the Christian Growth Coordinator, the Speaker's Bureau Coordinator, the Christian Materials Coordinator, and the Servant Projects Coordinator. Each coordinator to perform duties as listed in the District Leaders Guide. The committee shall provide greater resources for nurturing members toward opportunities to serve those in need, and shall:

- a. Serve as a resource person for zone and group Christian Growth Committees in planning Christian nurturing events;
- b. Maintain and publicize a list of approved speakers to serve as resource persons for group and zone activities;
- c. Operate, stock, and maintain the Shop Michigan LWML Store with items available from the CPH/LWML website to be displayed at select in-person events and an online presence when available;
- d. Inform members of the variety of resources suitable for use at women's events;
- e. Plan hands-on-activities and servant events for the women of the District to aid those who are hurting and in need;
- f. Challenge members to be alert to service opportunities in their church community, and the world respond in a timely manner;
- g. Highlight information about one or two hands-on service activities or projects that can be done by groups or individuals in the LWML in Action;
- h. Be alert to opportunities to support the hurting and the in-need, locally and globally, serving as liaison to LCMS Mercy Work and Ministries and inform members of these needs;
- i. Plan and coordinate the ingathering for District conventions;

Section 3 —Special Focus Ministries

Special Focus Ministries Committee shall include the Vice President of Special Focus Ministries, the Young Woman Representative Coordinator, the Heart to Heart Sisters Coordinator, and the Deaf Ministries Liaison Coordinator. Each coordinator to perform duties as listed in the District *Leaders Guide*. Other committees may be added with approval of the Board of Directors.

Section 4 – Communication Committee

The Communication Committee shall include the Vice President of Communication as chairman, the Official District Publication Coordinator, *Michigan in Touch* Coordinator, and the Web Page Coordinator. The Committee shall publicize and promote programs and events of the District and be responsible for preparing and publishing the convention manual [See Article VII, Section 4d].

- a. The Official District Publication Coordinator shall:
 - 1) Solicit and edit articles for, produce, and supervise distribution of the official publication of the District [See Article XVI];
 - 2) Assist with preparation and publishing of the convention manual [See Article VII, Section 4d].
- b. The *Michigan in Touch* Coordinator shall:
 - 1) Solicit and edit news articles and pictures regarding members and activities of LWML for the LWML page of *Michigan in Touch*, the official publication of the LCMS Michigan District;
 - 2) Assist with preparation and publishing of the convention manual [See Article VII, Section 4d].
- c. The Web Page Coordinator shall:
 - 1) Keep the District web site current;
 - 2) Assist with preparation and publication of the convention manual [See Article VII, Section 4d].

Section 5 – Mission Outreach Committee

The Mission Outreach Committee shall include the Vice President of Mission Outreach as chairman, the Gospel Outreach Coordinator, and the Mission Awareness Coordinator. The Committee shall promote mission awareness and support for mission opportunities, especially for LWML mission grants. The Committee, along with two (2) zone presidents, and the Pastoral Counselors, will comprise the Grant Evaluation and Selection Committee which will evaluate grant proposals and select the proposed mission grants for the convention ballot with the approval of the Board [See Article XI, Section 4f].

- a. The Gospel Outreach Coordinator shall:
 - 1) Encourage and equip women to become personally involved in verbally sharing the Gospel with all God's children;
 - 2) Challenge the women of the District to develop a fervor for missions;
 - 3) Coordinate participation by women of the Michigan District in gospel outreach opportunities with existing mission outreach programs sanctioned by district and synod offices of the LCMS;
 - 4) Promote resources that will help Christians to proclaim the Gospel;
 - 5) Serve on the Grant Evaluation and Selection Committee [See Article XV, Section 4].
- b. The Mission Awareness Coordinator shall:
 - 1) Promote mission awareness and support for District and national LWML grants by providing publicity materials to the zones and groups;
 - 2) Encourage wide participation in the mite box program and develop ideas for increasing mite giving;
 - 3) Supply mite boxes to members upon request;
 - 4) Serve on the Grant Evaluation and Selection Committee [See Article XV, Section 4];
 - 5) Be responsible for preparation of the computerized visual presentations of the Mission Grants proposals to the convention body.

Section 6 – Organizational Resources Committee

The Organizational Resources Committee shall include the Vice President of Organizational Resources as chairman, the Growth and Development Coordinator, the Leader Development Coordinator, and the Structure Coordinator. The Committee shall provide guidance to members of the District to enable them to develop their talents and help them build viable groups and zones.

- a. The Growth and Development Coordinator shall:
 - 1) Provide resources, ideas, and techniques for developing new LWML groups;
 - 2) Assist existing groups to develop programs that will enhance their organizations;
 - 3) Prepare and distribute informational packets about LWML to new pastors in the District and to young women students at Concordia University, Ann Arbor.
- b. The Leader Development Coordinator shall:
 - 1) Identify women with special abilities and talents to serve in leadership positions in LWML;
 - 2) Provide ideas, techniques, and resources which will enrich and stimulate individuals to serve in leadership positions where God directs them.
- c. The Structure Coordinator shall:
 - 1) Periodically examine and evaluate the Bylaws of the District;
 - 2) Propose to the Board such amendments as she deems advisable;
 - 3) Submit approved proposed amendments to the convention;
 - 4) Be responsible for publishing bylaws revisions and amendments;
 - 5) Receive and examine zone bylaws and proposed amendments and approve those not in conflict with the Michigan District and national LWML Bylaws;
 - 6) Keep an up-to-date file of zone bylaws.

Section 7 – Assembly of Committees

All Standing Committee members and officers of the District shall convene annually in a meeting to be called the Assembly of Committees.

- a. At least one (1) Assembly of Committees shall be held annually for the purpose of program planning.
- b. Other committee meetings may be called at the discretion of the vice presidents, with the approval of the President.

Article XV – Special Committees

Section 1 – Names

The Special Committees shall be Convention Site, Finance, Grant Evaluation and Selection, and Special Gift Fund -- “Lydia’s Legacy”.

Section 2 – Convention Site Committee

The Convention Site Committee, consisting of the Convention Manager as chairman, with two (2) vice presidents as members and the President as ex-officio member, shall:

- a. Evaluate the facilities and personnel of each proposed convention site;
- b. Make recommendations to the Executive Committee of sites to be presented to the Board of Directors for selection.

Section 3 – Finance Committee

The Finance Committee, consisting of the Treasurer as chairman, and the Financial Secretary, the Vice President of Mission Outreach, and another member of the Executive Committee as members shall:

- a. Review and evaluate the financial practices of the District;
- b. Prepare the organization and convention budgets for approval by the Executive Committee [See Article XII, Section 3d];
- c. Prepare the biennial mite goal budget for approval by the Board [See Article XI, Section 4e].
- d. Monitor gifts received according to policies identified in Leaders Guide.

Section 4 – Grant Evaluation and Selection Committee

The Grant Evaluation and Selection Committee, consisting of the Vice President of Mission Outreach as chairman, and the Gospel Outreach Coordinator, the Mission Awareness Coordinator, two (2) zone presidents (appointed by the President), and the two (2) Pastoral Counselors, all having privilege of voice and vote, shall:

- a. Evaluate mission grant proposals as directed by the chairman;
- b. Select for the convention ballot, with the Board's approval, proposed mission grants that meet the criteria [See Article XVII, Section 2b].

Section 5 – Special Gift Fund Committee -- “Lydia’s Legacy”

The Special Gift Fund Committee, consisting of a chairman (Special Gift Fund Coordinator) appointed by the President, and the Financial Secretary and Treasurer as members, shall:

- a. Promote and monitor the Special Gift Fund “Lydia’s Legacy” according to the Guidelines approved by the Board and printed in the District *Leaders Guide*;
- b. Meet at least semi-annually at a date and time fixed by resolution of the Committee and more frequently as deemed necessary by the Committee;
- c. Submit an annual written financial statement of the Fund to the Board at the fall meeting.
- d. Promote and monitor the LWML Michigan District Gift Acceptance Policy according to the guidelines approved by the District Board of Directors and printed in District’s Leaders Guide.

Section 6 – Additional Committees

- a. There may be additional committees as the Board, the Executive Committee, or the convention deems necessary to carry on the work of the District.
- b. The entity authorizing the committee shall determine the authority and responsibility of the committee.

Article XVI – Official Publication

Section 1 – Official Publication of the District

The official publication of the District shall be edited and produced electronically by the Communication Committee. This official publication is controlled by the District.

Section 2 – Purpose

The purpose of publication shall be to:

- a. Promote the objectives of the LWML MI District and the national LWML;
- b. Provide information about programs and activities of the LWML;
- c. Provide topics for study and discussions;
- d. Provide a chain of communication between the groups, zones, districts and national LWML;
- e. Provide and inform members of important items of business such as bylaws amendments, special elections, etc.

Section 3 -- Distribution and Frequency

- a. This publication shall be produced and distributed at least quarterly to all members of the Board and to all groups within the District.
- b. This publication will contain information from Board of Directors meetings, before or after the meetings.
- c. This publication will contain information vital for District Conventions.

Article XVII – Mission Grants

Section 1 – Submission Process

- a. Mission grant proposals may be submitted by LWML members, groups, zones, circuit mission councils, and synod boards.
- b. Proposals for all mission grants shall be submitted to the Vice President of Mission Outreach and are to be postmarked by October 31 in the odd-numbered years.
- c. Proposals in the correct number of copies must be submitted, along with the same number of supporting documentation, in a manner requested by the Vice President of Mission Outreach.
- d. Proposals for all mission grants shall:
 - 1) Be mission in emphasis, extending the ministry of the Word;
 - 2) Be consistent with the doctrine and tenets of the LCMS;
 - 3) Be current and ready for implementation;
 - 4) Fit into the plans and projections of the Michigan District LCMS if proposed mission is to be implemented within said District;
 - 5) Have the approval of the synod district or partner church in which the proposed grant recipient is located unless said proposal is submitted by an LCMS board.

Section 2 – Selection Process

- a. The Vice President of Mission Outreach shall present the mission grant proposals to the President of the Michigan District LCMS for evaluation and comment [See Article VII, Section 5d].
- b. The Grants Evaluation and Selection Committee shall select mission grant proposals to appear on the convention ballot subsequent to approval by the Board. [See Article XI, Section 4f and Article XV, Section 4b].
- c. Electronic voting for mission grants may be done prior to the District convention.
- d. The results of electronic voting for mission grants shall be ratified at the upcoming District convention.

Section 3 – Disbursement of Funds

- a. Funds voted for a mission grant must be disbursed or put into use within a two (2) year period from the time of the vote or be returned to the treasury for reallocation.
 - 1) The Board shall have the authority to extend the time for two (2) additional years in case of extenuating circumstances.
- b. In the event that changes in mission grant plans occur after the recipients have been selected in convention, the Board shall be authorized to approve the amended grant or reallocate the funds, either in session, or by email or mail [See Article XI, Section 4g].

Article XVIII – Resolutions and Appeals

Section 1 – Bringing Business before the Convention

- a. Miscellaneous resolutions and appeals, other than mission grant proposals, made by groups or zones, may be presented to a convention upon approval by the Board.
- b. Such resolutions shall be sent to the District President by February 1 of the convention year.

Section 2 – Exceptions

Resolutions or appeals not received in the prescribed time may, by a two-thirds ($\frac{2}{3}$) vote of the Board, be presented to the convention delegates for consideration.

Article XIX – Finance

Section 1 – Mite Offerings

- a. Mite offerings shall be gathered using Mite Boxes or other voluntary means.
- b. All mite offerings shall be remitted to the District Financial Secretary at least four (4) times per year.
- c. The District Treasurer shall remit twenty-five percent (25%) or more of the mite offerings to the national LWML at least quarterly for funding mission grants and administration of the national LWML.
- d. The District shall retain seventy-five percent (75%) or less of the mite offerings in its treasury for funding District mission grants and administration of the District program.

Section 2 – Zone Remittances to District

- a. Immediately following zone rallies or other zone functions, the zone treasurer shall remit to the District Financial Secretary twenty-five percent (25%) or more of the net proceeds from the function for the administration of the District.
- b. A zone may retain seventy-five percent (75%) or less of such funds in its treasury for zone operating expenses and activities.

Section 3 – Disbursement Restrictions

No disbursements shall be made:

- a. For mission grants that necessitate a permanent subsidy from the funds;
- b. To fund mission grants with borrowed funds;
- c. To cover deficits or shortages in synod treasuries.

Section 4 – District Expenses

- a. Expenses of meetings (as outlined in the *Leaders Guide*) of the Board, Executive Committee, committees, and other routine administration expenses incurred in the management of the District shall be paid from the treasury of said district.
- b. For zones having co-chairmen, the District will reimburse expenses for only one (1) chairman in cases for which expenses of the zone president or co-chairman are eligible for disbursement from the District Treasury.

Section 5 – Financial Review

The financial records shall be kept in an orderly manner and be submitted for financial review at the end of each biennium.

Article XX – Fiscal year

The fiscal year of the District shall be from May 1st to April 30th, inclusive. Summer/1st quarter being May, June, July; Fall/2nd quarter being August, September, October; Winter/3rd quarter being November, December, January; and the Spring/4th quarter being February, March, April.

Article XXI – Electronic Meetings

Section 1. Electronic Meetings and Voting

- a. The Board of Directors, Executive Committee, all committees, and the district convention shall be authorized to meet through electronic means so long as all the members can simultaneously hear each other and participate during the meeting.
- b. The District President will determine if a district meeting will be held in person or electronically.
- c. A committee chairman will determine if a committee meeting will be held in person or electronically.
- d. The Executive Committee will determine if the District Convention will be held in person or electronically.
- e. Electronic meetings shall be held in conformance with Standing Rules as set forth in the District Leaders Guide.
- f. Votes may be taken electronically outside of meetings but shall be ratified at the next in-person or electronic meeting.

Article XXII– Emergency Action

Section 1 – Canceling a Convention

- a. In the event of any great emergency such as war, epidemic, disaster, or other prevailing conditions making the holding of a convention inadvisable, the Executive Committee shall have the authority to determine whether or not the convention shall be held.
- b. A two-thirds ($\frac{2}{3}$) vote of the Executive Committee shall be necessary to make the decision to cancel a convention.
- c. Vote may be taken by email or mail.

Section 2 – Transfer of Authority to Conduct Business in Event of Cancellation

- a. In the event the convention is not held, the Executive Committee shall have the authority to plan procedure for conducting the routine convention business.
- b. Such procedure shall have the approval of the Board which may be obtained by Email or mail.

Article XXIII– Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the proceedings of the District in all cases to which they are applicable and in which they are not inconsistent with these Bylaws, standing rules, guidelines, applicable law, or Christian principles.

Article XXIV– Amendments

Section 1 – Process and Vote Necessary for Adoption

- a. These Bylaws may be amended by a two-thirds ($\frac{2}{3}$) vote of the voting body at the convention.
 - 1) The proposed amendments shall have been presented for approval to the Board and published in the official publication in an issue previous to the convention or in a mailing to the delegates.
- b. By unanimous vote a proposed amendment may be presented to the convention without prior notice.
 - 1) A three-fourths ($\frac{3}{4}$) vote of the voting body shall be required for adoption.

Section 2 – Review by National Structure Committee

- a. The required number of copies of these bylaws and all amendments or revisions shall be submitted to the national LWML Structure Committee Chairman for review before being presented to the District membership for adoption.
- b. Upon adoption by the convention, the required number of copies shall be submitted to the National LWML Structure Committee Chairman for filling.