



**LUTHERAN WOMEN'S MISSIONARY LEAGUE
SOUTH DAKOTA DISTRICT
BYLAWS 2020**

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ARTICLE I – NAME

The name of this organization shall be the Lutheran Women's Missionary League (hereinafter referred to as LWML), South Dakota District (hereinafter referred to as District) 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 maintain a greater mission consciousness among the women of the LCMS through Mission Education, Mission Inspiration, and Mission Service.
- b. to gather funds for mission grants directly sponsored or approved by LCMS boards, especially those for which no adequate provision has been made in LCMS or LCMS district budgets.
- c. to encourage and support participation at LWML group, zone, district, and national levels.

ARTICLE III – MEMBERS

Section 1

- a. A woman who is a communicant member of an LCMS congregation is eligible for membership in a group.
- b. Women's organizations within congregations of the LCMS, on campuses, in resident homes, or other settings shall be eligible for membership as groups.
 1. One (1) or more LWML groups within a congregation, on a campus, in a resident home, or other single setting shall be considered one (1) unit for the purpose of representation at the LWML convention.
 2. Group membership in the District shall be processed by sending an application for membership to the District President.
 3. The District President shall process the application and, with the consent of the District Executive Committee/Board of Directors, present a charter of membership to the groups.

Section 2

Individual membership is available to a woman in an LCMS congregation with or without a group affiliated with the District. Individual membership is not considered a group or a unit.

- a. Individual membership shall be processed by sending an application for membership to the District President, who shall then process and acknowledge it.
- b. An individual member may attend all zone and District rallies, workshops, conventions, and LWML conventions to which all groups are invited.
- c. An individual member may have voice and vote at zone functions if included in zone bylaws.
- d. An individual member does not have voice or vote at the District convention unless she is representing a unit as a certified delegate.
- e. An individual member does not have a voice or vote at an LWML convention unless she is representing a zone as a certified delegate.

ARTICLE IV – ORGANIZATION

Zone

- a. Zones shall be formed by the District. Each zone shall consist of groups and individual members within a geographical area conforming to District LCMS Circuit lines as much as possible. A request for a variation in boundaries shall be submitted to the District Board of Directors for a decision.
- b. Zones shall exist for the purpose of promoting and furthering the object of the LWML and the District.
- c. Each group and zone shall write its own bylaws which shall conform to the District Bylaws. These bylaws and all subsequent proposed amendments shall be submitted in the required number of copies to the District Structure Chairman for approval by the District Structure Committee before being presented to the membership for adoption.

ARTICLE V – CONVENTIONS AND REPRESENTATION

Section 1 District

- a. The District shall hold a convention biennially in the even-numbered years for the purpose of transacting the business of the District. All members of the District may attend.
 1. Site of convention shall be determined by the Meeting Manager and the District Board of Directors. Biennial conventions shall be hosted by zones on an alphabetical rotation.
 2. Official notice of the District convention shall be sent by the District Vice President of Communication a minimum of six (6) weeks prior to the convention to all LWML groups, members of the District Board, all pastors in the South Dakota LCMS District and Past LWML South Dakota District Presidents who are currently members of the LWML South Dakota District.
- b. The members who shall have voice and vote shall be:
 1. Two (2) certified delegates from each local unit [all groups within one (1) congregation shall be considered one (1) unit].
 2. All voting members of the District Board of Directors.
 3. District committee chairmen.
 4. Past LWML South Dakota District Presidents who are currently members of the LWML South Dakota District.
- c. A member of the voting assembly shall vote in one (1) capacity only. Proxy votes are prohibited.
- d. Each certified unit delegate shall have a certified alternate to the convention. If the unit has no certified delegate, its vote is forfeited.
- e. The names of the certified delegates shall be in the hands of the District secretary four (4) weeks prior to the convention.
- f. A majority of the registered voting assembly in attendance shall constitute a quorum.
- g. In the event of any great emergency making the holding of a convention inadvisable, the District Executive Committee shall have the authority to determine whether the convention shall or shall not be held; a two-thirds (2/3) vote of the Executive Committee shall decide. The vote may be taken by mail or electronic messaging. In the event the convention is not

held, the Executive Committee shall have the authority to plan a procedure for conducting the routine convention business. Such procedure shall be approved by the District Board of Directors.

Section 2 LWML

An LWML convention is held biennially in the odd-numbered years, according to the LWML Bylaws. The District President shall attend as a voting member of the LWML Presidents Assembly; any elected District officer may attend in her place as an alternate and have voice but no vote. All members of the District may attend.

- a. Each Zone of the District shall have at least one (1) certified voting delegate. One (1) delegate represents each zone of ten (10) or fewer units; one (1) additional delegate may be certified for each additional ten (10) units or major fraction thereof.
- b. Each certified delegate shall have a certified alternate to the convention. The names of the delegate and the alternate shall be presented to the District President for certification by January 1 of the year of the convention.

ARTICLE VI – OFFICERS AND ELECTIONS

Section 1

The elected officers shall be:

- President
- Vice President of Christian Life
- Vice President of Communication
- Vice President of Gospel Outreach
- Vice President of Special Focus Ministries
- Secretary
- Treasurer
- Financial Secretary

Section 2

- a. The elected officers shall be elected by ballot at the convention to serve for a term of four (4) years, or until their successors are elected, and shall not be eligible for re-election to the same office.
- b. The Vice President of Communication, Vice President of Special Focus Ministries, Financial Secretary and Secretary shall be elected in one (1) convention, and the President, Vice President of Christian Life, Vice President of Gospel Outreach, and Treasurer shall be elected in the following convention.
- c. A majority vote shall elect.
- d. In the event that there are three (3) or more candidates for office and a majority vote has not been reached, the candidate with the lowest number of votes shall be removed from each successive ballot.
- e. Newly elected officers shall assume their duties immediately after the convention.
- f. The retiring Financial Secretary and Treasurer shall, within sixty (60) days following the

election turn over to their respective successors all materials pertaining to their offices. All other retiring officers shall within thirty (30) days following election turn over to their successors all materials pertaining to their offices.

Section 3

- a. In the event of incapacity or other situation creating a vacancy in the office of President, the Vice President of Gospel Outreach shall fill the temporary vacancy until the President is able to resume her duties or until an election is held by the Board of Directors. The election shall be by ballot vote. The candidates eligible to fill the permanent vacancy shall be Vice Presidents who are serving in the third or fourth year of their term of office. If there is no regularly scheduled meeting of the Board within thirty (30) days of the permanent vacancy in the office of President, a special election shall be called by the Vice President of Gospel Outreach within thirty (30) days of such vacancy for the express purpose of electing a new President. This election may be a vote by mail or electronic messaging.
- b. In the event a vacancy occurs in any other elective position, other than Pastoral Counselor, such a vacancy shall be filled by ballot vote of the Board of Directors. If there is no scheduled meeting of the Board within thirty (30) days of the vacancy, the vote shall be by mail or electronic messaging.
- c. In the event of a mail or electronic ballot, the secretary and a pastoral counselor will be responsible for receiving the ballots and tallying the results. The tallying of the votes may be done in person or by video conference call. The results will be given to the President or vacancy chairman to be shared.

ARTICLE VII – NOMINATIONS

Section 1

- a. The Nominating Committee of three (3) members shall be elected by ballot at each convention from a slate of five (5) candidates. A member is not eligible to serve consecutive terms. Plurality vote shall elect.
- b. The candidate receiving the highest number of votes shall be the chairman.
- c. The chairman shall attend Board of Directors' meetings at the request of the President, in an advisory capacity only.
- d. A vacancy on the committee shall be filled by the candidate receiving the next highest number of votes.

Section 2

The Nominating Committee shall:

- a. Submit to the District President by January 1 prior to the convention, a slate consisting of at least two (2) nominees for each elective office.
 1. Suggestions for nominees for elective offices may be made by any member of the District.
 2. Further nominations may be made from the convention floor provided the nominee meets qualifications for office and has given written consent to serve if elected.
- b. Submit five (5) candidates for the Nominating Committee.

- c. Obtain either written or electronic messaging consent of all nominees to serve if elected.
- d. Submit report to the Vice President of Communication to be published in the Call to the convention.
- e. Submit for publication in the convention manual a resume of each nominee.
- f. Prepare ballots with the names listed in alphabetical order for each office.

ARTICLE VIII – DUTIES OF OFFICERS

Section 1

Duties of officers can be found in the *District Procedures Manual*.

ARTICLE IX – SPECIAL APPOINTED PERSONNEL

Section 1

The special appointed personnel shall be Archivist-Historian, Meeting Manager, News Editor, Parliamentarian, Special Gifts Fund Chairman, and Webmaster and shall:

- a. Be appointed by the President, with the approval of the Executive Committee.
- b. Serve two (2) years, or until their successors are appointed, and be eligible for reappointment.
- c. Perform duties as set forth in the procedure section of the *District Procedures Manual*, and as requested by the President.
- d. Shall have voice and vote with the exception of the Parliamentarian who will serve in an advisory capacity.

ARTICLE X – PASTORAL COUNSELORS

Section 1

The Pastoral Counselors of this District shall be two (2) pastors of the South Dakota LCMS who are serving in the parish ministry in this District. Each Counselor shall:

- a. Serve for a term of four (4) years.
- b. Be ineligible for re-election to consecutive terms.
- c. Perform other duties as included in the *District Procedures Manual* and as requested by the President.

Section 2

- a. One (1) Pastoral Counselor shall be elected at each convention, with previously elected pastoral counselor to serve as senior pastoral counselor.
- b. Two (2) pastors who have been selected by the South Dakota LCMS President and have consented to serve if elected shall be the candidates for election.
- c. A majority vote shall elect.
- d. In case of a vacancy, the South Dakota LCMS President shall appoint a Counselor to fill the unexpired term.

Section 3

The Pastoral Counselors shall:

- a. Serve the District in an advisory capacity.
- b. Attend District conventions and meetings of the Board of Directors and Executive Committee at the expense of the District and attend LWML conventions as directed by the Executive Committee.

ARTICLE XI – EXECUTIVE COMMITTEE

The Executive Committee shall be composed of elected District officers, with the Pastoral Counselors as advisory members.

Section 1

The Executive Committee shall:

- a. Meet at the call of the president.
- b. Transact the business of the Board of Directors between meetings of that body.
- c. Plan and supervise the program of the biennial convention.
- d. Determine the amount of the bond of the Financial Secretary, Treasurer and President.
- e. Approve appointment of standing committee chairmen, committee members, and other appointed officers.
- f. Review recommendations, resolutions, and appeals which may be submitted for consideration to a convention by individual members, groups, or zones.
- g. Plan a retreat or seminar program in the non-convention year.
- h. Serve as the Mission Grants Committee (See Article XIII, Section 4b1).
- i. Approve programs and expenditures submitted by the Special Gifts Fund Committee (See Article XIII, Section 7e).

Section 2

- a. Two (2) regular meetings shall be held annually; action may be taken via electronic messaging, if necessary.
- b. Special meetings may be called by the President or at the request of two (2) members of the Executive Committee.

Section 3

A majority of members of the Executive Committee shall constitute a quorum.

ARTICLE XII – BOARD OF DIRECTORS

Section 1

The Board of Directors shall consist of all elected officers of the District, the Zone Presidents (or their proxy), pastoral counselors, and Special Appointed Personnel. Pastoral counselors and parliamentarian shall be non-voting members.

Section 2

- a. Three (3) regular meetings shall be held annually.
- b. Special meetings of the Board of Directors may be called by the Executive Committee or by written request of five (5) members of the Board of Directors.

Section 3

The Board of Directors shall:

- a. Transact the business of the District between conventions.
- b. Elect a President in the event a vacancy occurs in that office (See Article VI, Section 3.a.).
- c. Determine, with the Meeting Manager, the site of District conventions (See Article V, Section 1, a. 1.).
- d. Consider and approve proposed bylaw amendments before presentation to the convention.
- e. Consider and approve in session, by mail, or electronic messaging, amended mission grants or fund allocation that occurs after selection of recipients in convention.

Section 4

A majority of voting members of the Board of Directors shall constitute a quorum.

ARTICLE XIII – DEPARTMENTS AND STANDING COMMITTEES

Section 1

The departments may be Christian Life, Communication, Gospel Outreach, and Special Focus Ministries, with a Vice President serving as coordinator of each department. The coordinator, unless serving as chairman, shall be an ex officio member of the committees in the department.

- a. The standing committees may include Christian Life, Christian Resources, Committee on Young Women, Communication, Gospel Outreach, Heart to Heart Sisters, Mission Grants, Special Focus Ministries, Special Gifts, and Structure.
- b. The standing committee members may serve a term of two (2) years or until their successors are appointed. Exceptions for reappointment will be made at the discretion of the Executive Committee if special expertise is required.

Section 2

The Christian Life Department may include the Christian Life Committee and the Christian Resources Committee. The Vice President of Christian Life shall be coordinator of the department and serve as chairman of the two (2) committees.

Section 3

The Communication Department may include the Communication Committee, News Editor, and Webmaster. The Vice President of Communication shall serve as coordinator of the department and chairman of the Communication Committee.

Section 4

The Gospel Outreach Department may include the Gospel Outreach Committee and the Mission Grants Committee. The Vice President of Gospel Outreach shall be coordinator of the department and Chairman of the Mission Grants Committee.

- a. The Gospel Outreach Committee may consist of two (2) or more members, plus a chairman appointed by the President
- b. The Mission Grants Committee shall:
 1. include all members of the Executive Committee.

Section 5

The Special Focus Ministries Department may include the Committee on Young Women, Heart to Heart Sisters Committee, Special Focus Ministries Committee, and the Structure Committee. The Vice President of the Special Focus Ministries shall serve as coordinator of the departments and Chairman of the Special Focus Ministries Committee.

Section 6

The Special Gifts Fund Committee shall consist of the chairman, appointed by the President, the Vice President of Gospel Outreach, the Treasurer, and may include additional members, as needed.

ARTICLE XIV – MISSION GRANTS

Section 1

Mission grants proposals may be submitted by LWML members, groups, zones, RSO's (recognized service organizations), and LCMS organizations. Grant proposals shall be submitted to the Vice President of Gospel Outreach in the year preceding the District convention as outlined in the *District Procedures Manual*.

Section 2

Mission grant selection shall be determined as follows:

- a. The Mission Grants Committee shall investigate and evaluate the proposed mission grants and present its recommendations to the South Dakota LCMS Board of Directors.
- b. After ratification of proposed grants by the South Dakota LCMS Board of Directors, and approved by the District LWML Board of Directors, written information shall be sent to groups within the District.
- c. The grants shall be selected by ballot at the District convention, from the approved list. Mission Grants will be paid in order of request date, availability of funding, and approval of the LWML SD President and Treasurer.
- d. In the event that changes in mission grants occur after the recipients have been selected in Convention, the Board of Directors shall be authorized to approve the amended grant or reallocate the funds either in session, by mail, or electronic messaging.
- e. In the event that excess funding is available for mission grants, the Board of Directors shall be authorized to allocate the funds.
- f. In the event that funding is not available for mission grants in the said biennium, the unpaid grant (s) will be added to the next biennium and paid first before newly selected grants.

ARTICLE XV – FINANCES

Section 1

Mission offerings in groups shall be gathered through Mite Boxes or other means.

- a. All mission offerings shall be remitted to the District Financial Secretary.
- b. The District shall remit twenty-five (25) percent or more of such mission offerings to the LWML for the approved mission grants and administration of LWML.
- c. The District shall retain seventy-five (75) percent or less in its treasury for approved mission grants and administration.

Section 2

- a. The expenses of the Executive Committee, special appointed personnel, Pastoral Counselors, Standing Committee chairmen, and appointed officers for routine District business shall be paid from the treasury.
- b. Expenses for Standing Committee meetings shall be preapproved by the Executive Committee.

Section 3

Zones within the District shall gather offerings for the purpose of administration, travel, and/or Mites.

Section 4

Lutheran Woman's Quarterly subscription and District *HiLites* publication expenses shall be paid from the administration funds of the District. Each group is encouraged to remit an annual subscription donation to the District Financial Secretary.

ARTICLE XVI – FISCAL YEAR

The fiscal year of the District shall be from April 1 to March 31 inclusive.

ARTICLE XVII – DISSOLUTION

All monies, materials and files, goods, etc., shall revert to the LWML if the district dissolves.

ARTICLE XVIII – 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 the LWML Bylaws, applicable law, or Christian principles.

ARTICLE XIX – AMENDMENTS

Section 1

These Bylaws may be amended by a two-thirds (2/3) vote at the District convention. The proposed amendments shall have been approved by the LWML Structure Committee and the District Board of Directors and published in the *HiLites* in an issue prior to the District convention or in a mailing to the voting assembly.

Section 2

The bylaws and any subsequent proposed amendments shall be submitted in the required number of copies to the LWML Structure Committee Chairman for approval by the LWML Structure Committee before being presented to the District membership for adoption.

Section 3

By unanimous agreement of the voting delegates, a proposed amendment may be presented to the convention without previous notice. A three-fourths (3/4) vote shall be required for adoption of said amendment.

District became a member of LWML January 1943
Adopted May 1943
Amended June 2010
Amended June 2012
Amended June 2016
Amended June 2018
Amended June 2020