

BYLAWS

of

OKLAHOMA DISTRICT

LUTHERAN WOMEN'S MISSIONARY LEAGUE

ARTICLE I - NAME

The name of this organization shall be the Oklahoma District (hereinafter referred to as the District) of the Lutheran Women's Missionary League (hereinafter referred to as LWML) composed of societies and individuals within the congregations of the Oklahoma District of the Lutheran Church—Missouri Synod (hereinafter referred to as LCMS).

ARTICLE II - OBJECT

The object of the District LWML shall be:

- a. to develop and to maintain a greater mission consciousness among the women of the District LWML through MISSION EDUCATION, MISSION INSPIRATION, and MISSION SERVICE;
- b. to gather funds for mission projects sponsored or approved by LCMS and District Boards;
- c. to encourage and support participation at society, zone, district, and LWML levels;
- d. to implement the program and policies of the LWML in the Oklahoma District.

ARTICLE III - MEMBERS

Section 1

- a. Women's organization within congregations of the LCMS, on campuses, in resident homes, or other settings shall be eligible for membership as societies.
- b. One (1) or more societies affiliated with the District within a congregation, on a campus, in a resident home, or in other single settings, shall be considered one (1)

unit.

- c. A woman who is a communicant member of an LCMS congregation is eligible for membership.
- d. Women who hold communicant membership in an LCMS congregation may form a society in a setting other than a congregation, a campus, or a resident home upon approval of the District.
- e. Individual membership is available to a woman who is a communicant member of an LCMS congregation, with or without a society. Individual membership is not considered a society or a unit. Membership must be approved by the District Board of Directors.

Section 2

- a. A society or individual may join the District by making application to the District President.
- b. A society or individual may sever membership with the District by submitting a written resignation to the Zone President or District President. This withdrawal shall be acted upon at the next called session of the District Board of Directors.

ARTICLE IV - DISTRICT ORGANIZATION

Section 1

Societies shall be formed into zones following LCMS circuit lines as closely as possible. The zones shall:

- a. promote the object of the LWML-- Mission Education, Mission Inspiration, and Mission Service;
- b. facilitate rallies, workshops, and special gatherings, within the geographic area of the zone;
- c. elect delegates to LWML conventions.

Section 2

Zones shall be united to form the District which shall be under LCMS district guidance.

ARTICLE V - CONVENTIONS AND REPRESENTATION

Section 1

A district convention shall be held biennially in even-numbered years for the purpose of transacting the business of the District.

- a. The official call to convention shall appear in the official District publication, in the spring issue prior to the convention.
- b. The voting assembly of the convention shall be
 1. three (3) certified delegates from each unit having twenty (20) members or fewer and one (1) certified delegate for each additional ten (10) unit members or a major fraction thereof;
 2. voting members of the District Board of Directors;
 3. all past presidents of the District who are currently members of the District.
- c. A member of the voting assembly shall vote in one (1) capacity only. Proxy votes are prohibited.
- d. Each certified delegate shall have a certified alternate.

- e. The credentials of certified delegates and alternates shall be in the hands of the Registration Chairman at least four (4) weeks prior to the convention.
- f. In the event neither the delegate nor the alternate is able to serve, another member of the same unit may serve as delegate upon certification in writing by the president of a society in that unit, or the Zone President, and upon presentation to the convention registrar.
- g. One-third (1/3) of affiliated units shall constitute a quorum.

Section 2

- a. The District voting members at LWML conventions shall be 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 preceding the convention.
- b. Each certified delegate shall have a certified alternate.
- c. The names of the delegate and the alternate shall be presented to the District President for certification six (6) months prior to convention.
- d. The names of the certified delegates and alternates shall be in the hands of the LWML Recording Secretary by March 1 in the 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 Convention Registrar.
- f. The District President shall attend and vote as a member of the LWML Board of Directors. In the event the President is unable to attend, an elected District officer may attend in her stead and have voice, but not vote. * (see footnote, page 14)

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 Human Care

Vice President of Servant Resources

Recording Secretary

Corresponding Secretary

Treasurer

Financial Secretary

Section 2

- a. The elected officers shall be elected by ballot at the District 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 election of officers shall be as follows:
 1. the President, the Vice President of Human Care, the Vice President of Servant Resources, the Corresponding Secretary, and the Financial Secretary shall be elected in one (1) convention;
 2. the Vice President of Christian Life, the Vice President of Communication, the Vice President of Gospel Outreach, the Recording Secretary, and the Treasurer shall be elected in the following convention;
 3. a majority vote shall elect;
 4. in the event that there are three (3) or more candidates for 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.
- a. Elected officers shall assume their duties at the close of the convention at which they are elected.
- b. All officers, elected or appointed, who in the exercise of their duties handle LWML funds, shall be covered by the Crime Bond carried by the LWML.
- c. All retiring officers shall, within thirty (30) days following the election, deliver to their successor all materials pertaining to their office.

ARTICLE VII - DUTIES OF OFFICERS

Section 1

The President shall:

- a. preside at conventions of the District and at all meetings of the Board of Directors;
- b. be responsible for appointing standing committees, appointed officers, and special personnel, with the approval of the Board of Directors;
- c. be responsible for the execution of all resolutions passed by the convention, Board of Directors, and resolutions of LWML as they pertain to the District;
- d. approve and authorize payment of all legitimately incurred expenditures and bills;
- e. attend all Zone Rallies or provide a representative;
- f. be an ex-officio member of all committees, except the Nominating Committee;
- g. be a voting member of the LWML Board of Directors; (In the event the President cannot attend a LWML Board meeting, she may send an elected District Officer in her stead. Such a substitute shall have a voice, but not vote.) * (see footnote, page 14)
- h. be authorized to make necessary payments, in the event of an emergency, and be bonded at the expense of the District;
- i. present a report to the convention, including the activities of the Board of Directors;
- j. be responsible for a mail or electronic message ballot when necessary.

Section 2

The Vice President of Christian Life may:

- a. perform the duties of the office of the President in the absence or at the request of the President;
- b. together with the other Vice Presidents plan retreats and workshops; and shall:
 1. serve as chairman of the Christian Life Committee;

2. present a report to each regular meeting of the Board of Directors;
3. prepare a report for the District convention manual.

Section 3

The Vice President of Communication may:

- a. perform the duties of the office of the President in the absence or at the request of the President;
- b. together with the other Vice Presidents plan retreats and workshops; and shall:
 - 1 1. serve as chairman of the Communication Committee;
 2. be coordinator of all District publicity;
 - 1 3. maintain contact with the LWML Department of Communication;
 - 2 4. present a report to each regular meeting of the Board of Directors;
 - 3 5. prepare a report for the District convention manual;
 6. review the District guidelines once each biennium and request updates;
 7. be responsible for the publication of the District convention manual.

Section 4

The Vice President of Gospel Outreach may:

- a. perform the duties of the office of the President in the absence or at the request of the President;
- b. together with the other Vice Presidents plan retreats and workshops; and shall:
 1. serve as chairman of the Mission Grants Committee;
 2. receive mission grant proposals for the convention ballot;
 3. requisition and disburse grant funds, monitor their progress and report to the Board of Directors;
 4. present a report to each regular meeting of the Board of Directors;
 5. prepare a report for the District convention manual.

Section 5

The Vice President of Human Care may:

- a. perform the duties of the office of the President in the absence or at the request of the President;
- b. together with the other Vice Presidents plan retreats and workshops; and shall:
 1. serve as chairman of the Human Care Committee;
 2. present a report to each regular meeting of the Board of Directors;
 3. prepare a report for the District convention manual.

Section 6

The Vice President of Servant Resources may:

- a. perform the duties of the office of the President in the absence or at the request of the President;
- b. together with the other Vice Presidents plan retreats and workshops; and shall:
 1. serve as President in the event of an emergency or unexpected

vacancy in the office of the President, until an election is held by the Board of Directors;

2. serve as chairman of the Leader Development Committee and ex-officio member of the Structure Committee;
3. be authorized to make necessary payments in case of an emergency in the office of the Treasurer and be bonded at the expense of the District;
4. present a report to each regular meeting of the Board of Directors;
5. prepare a report for the District convention manual;
6. serve on the Special Gifts Committee.

Section 7

The Recording Secretary shall:

- a. record convention proceedings and meetings of the Board of Directors;
- b. provide a copy of all minutes to each member of the Board of Directors, LWML President, the LCMS District President, and others as directed by the President;
- c. furnish each society president with the approved proceedings of the convention;
- d. issue Certificates of Membership;
- e. be responsible for mailing the ballots to the Board of Directors when filling a vacancy in the office of President. She shall receive the ballots and tally them together with a Pastoral Counselor.

Section 8

The Corresponding Secretary shall:

- a. conduct the official correspondence of the District;
- b. provide each member of the Board of Directors a list of officers of each affiliated society of the district and their membership numbers once a year;
- c. keep the membership lists up-to-date;

- d. issue convention Delegate Credentials to each unit;
- e. be responsible for the updated subscription list of the official LWML publication.

Section 9

The Treasurer shall:

- a. receive transactions report from the Financial Secretary and keep an itemized account of all deposits and disbursements;
- b. pay all vouchers as approved by the President;
- c. prepare a financial report for each regular meeting of the Board of Directors;
- d. prepare a financial report for the District convention manual;
- e. submit records for financial review at close of each biennium;
- f. serve on the Special Gifts Committee.

Section 10

The Financial Secretary shall:

- a. receive all monies and deposit them in a bank or financial institution approved by the Board of Directors;
- b. keep an itemized account of all deposits;
- c. report regularly to the Treasurer all funds received and deposited;
- d. prepare a financial report for each regular meeting of the Board of Directors;
- e. prepare a financial report for the District convention manual;
- f. submit records for financial review at close of each biennium.

ARTICLE VIII - NOMINATIONS

Section 1

- a. The Nominating Committee shall consist of one (1) elected member from each zone.
- b. Zone Nominating Committee members shall be elected at the Fall Zone Rally in even-numbered years.
- c. The Board of Directors shall elect a Chairman from members of the Nominating Committee.
- d. The Chairman shall attend the Board of Directors meetings at the request of the President.

Section 2

The Nominating Committee shall:

- a. begin functioning one year prior to the convention;
- b. present to the November meeting of the Board of Directors, prior to convention, the names of at least two (2) and no more than four (4) candidates for each office to be filled;
- c. obtain the written consent of the candidates to serve;
- d. prepare an alphabetized list of candidates for each office to be published in the official publication of District, prior to the convention;
- e. select candidates for President who have served on the Board of Directors;
- f. select two (2) candidates for Pastoral Counselor who are currently serving a parish within the District. These two (2) shall be chosen from a list of four (4) nominees provided by the District Board of Directors, and approved by the President of the Oklahoma District LCMS;
- g. prepare printed ballots, with the names listed in alphabetical order, for each office.

Section 3

With the exception of the Pastoral Counselors, additional nominations may be made from the floor of the convention, with the written consent of the nominee, provided that she meets the stipulated qualifications for the office.

ARTICLE IX - SPECIAL APPOINTED PERSONNEL

Section 1

The appointed special personnel shall be an Editor, a Public Relations Director, an Archivist-Historian, a Parliamentarian, a Resource Chairman, a Special Gifts Chairman, and a Web Servant; who shall:

- a. be appointed by the President with approval of the Board of Directors;
- b. serve a term of two (2) years;
- c. be eligible for reappointment;
- d. attend meetings in an advisory capacity, at the request of the President.

Section 2

The Editor shall:

- a. serve as a member of the Communication Committee;
- b. serve as the Editor of the official publication of District;
- c. be directly responsible to the Vice President of Communication;
- d. present a report to each regular meeting of the Board of Directors;
- e. publish District convention information;
- f. be responsible for publishing and mailing the official publication of the Oklahoma District;
- g. publish a resume of each candidate for office, in the official publication of the District, prior to the convention.

Section 3

The Public Relations Director shall:

- a. serve as a member of the Communication Committee;
- b. serve as coordinator of the convention publicity;
- c. direct the program of Public Relations for the District, making the program known to the membership, the church at large, and the general public;

- d. be directly responsible to the Vice President of Communication;
- e. present a report to each regular meeting of the Board of Directors.

Section 4

The Archivist-Historian shall:

- a. compile and maintain a history of the District;
- b. submit an up-to-date history to the LWML when requested;
- c. prepare a report for the convention manual;
- d. be directly responsible to the President.

Section 5

The Parliamentarian shall:

- a. advise the President or members on parliamentary procedure upon request;
- b. attend the convention;
- c. be an ex-officio member of the Structure Committee;
- d. be directly responsible to the President.

Section 6

The Resource Chairman shall:

- a. serve as a member of the Communication Committee;
- b. make LWML materials available to societies;
- c. prepare a 'Resource' Booth (table) with items for sale at district events;
- d. be directly responsible to the Vice President of Communication;
- e. present a report to all regular meetings of the Board of Directors.

Section 7

The Special Gifts Chairman shall:

- a. serve as Chairman of the Special Gifts Committee;
- b. be directly responsible to the President;
- c. report to the Board of Directors;
- d. report to the convention.

Section 8

The Web Servant shall:

- a. be a member of the Communication Committee;
- b. maintain the official web site of the District;
- c. be directly responsible to the Vice President of Communication.

ARTICLE X – BOARD OF DIRECTORS

Section 1

- a. The Board of Directors shall be the elected officers and the Zone Presidents. No member shall hold more than one (1) voting position on the Board of Directors.
- b. Any elected Zone officer shall be authorized to attend meetings of the Board of Directors as the representative of the Zone President and shall have voice and vote.
- c. Special appointed personnel, standing committee members and Pastoral Counselors shall be advisory members.

Section 2

The Board of Directors shall:

- a. transact the business of the District between conventions;
- b. promote the work and program of the LWML;
- c. meet at least three (3) times a year, at a time and place determined by the President with the approval of the Board of Directors;

- d. approve the program for the District convention;
- e. appoint officers to fill any vacancy that may occur on the Board of Directors with the exception of the President and Zone Presidents;
- f. elect a President in the event a vacancy occurs in that office. The vacancy shall be filled by a ballot vote. The candidates eligible to fill the vacancy shall be the 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 of Directors within thirty (30) days of the vacancy, the vote shall be by mail ballot;
- g. select four (4) nominees for Pastoral Counselors to be submitted to the Nominating Committee;
- h. determine the amount of the bond of the Financial Secretary, Treasurer, President, and Vice President of Servant Resources.

Section 3

Special meetings of the Board of Directors may be called by the President or by majority request of the Board of Directors.

Section 4

A majority of the voting members shall constitute a quorum.

ARTICLE XI - PASTORAL COUNSELORS

Section 1

The Pastoral Counselors shall be two (2) pastors of the LCMS serving in the parish ministry within the geographical boundaries of the District. They shall serve a term of four (4) years and be ineligible for re-election. One (1) Counselor shall be elected at each convention.

Section 2

Pastoral Counselor nomination shall be conducted in the following manner. The Board of Directors shall:

- a. obtain names of candidates from Zone Presidents;
- b. submit names of these candidates to the LCMS District President for approval;
- c. select four (4) nominees from the approved list of candidates to be submitted to the Nominating Committee.

Section 3

In the event of a vacancy, a Pastoral Counselor may be appointed by the President upon approval of the LCMS Oklahoma District President and the District Board of Directors.

Section 4

The Pastoral Counselors shall:

- a. serve the District in an advisory capacity;
- b. attend the meetings of the Board of Directors and convention as non-voting members;
- c. serve in an advisory capacity to committees, as assigned by the District President.

Section 5

The Junior Pastoral Counselor shall attend the LWML Convention and serve as advisor to the delegates, with expenses paid by the District.

ARTICLE XII - STANDING COMMITTEES

Section 1

- a. The Standing Committees are Christian Life, Communication, Human Care, Leader Development, Mission Grants, and Structure.
- b. With the exception of the Communication Committee, the members of these committees shall serve a term of two (2) years or until their successors are appointed and shall be eligible for one (1) reappointment.
- c. Members of the Communication Committee serve a term of two (2) years, but are eligible for unlimited reappointment.
- d. Appointments are made by the President and are subject to approval by the Board of Directors.

Section 2

The Christian Life Committee shall have the Vice President of Christian Life as chairman, together with two (2) or more members, and shall:

- a. encourage active participation and provide materials for spiritual growth programs;
- b. plan programs, present suggestions, and offer advice for spiritual growth to the District, zones, and societies;
- c. provide Bible studies to the Zone Christian Life/Christian Growth Chairmen prior to rallies and workshops;
- d. report to each regular meeting of the Board of Directors.

Section 3

The Communication Committee shall have the Vice President of Communication as chairman, together with the Editor, the Resource Chairman, the Public Relations Director, and the Web Servant as members, and shall:

- a. publicize and promote programs and events of the LWML;
- b. promote and market LWML products;
- c. encourage and assist Zones to publicize their programs and events;
- d. report to each regular meeting of the Board of Directors.

Section 4

The Human Care Committee shall have the Vice President of Human Care as chairman, together with two (2) or more members, and shall:

- a. encourage sensitivity towards those who are hurting and in need;

- b. encourage active participation, and provide resources to give knowledgeable, biblical, hands-on assistance and comfort to others;
- c. report to each regular meeting of the Board of Directors.

Section 5

The Leader Development Committee shall have the Vice President of Servant Resources as chairman, together with two (2) or more members, and shall:

- a. encourage and equip women to reach out in love;
- b. provide materials and training to enable each member to increase skills for leadership in the LWML;
- c. create and provide ideas, techniques, and resources which will enrich and stimulate individuals to increase membership within their societies;
- d. report to each regular meeting of the Board of Directors.

Section 6

The Mission Grants Committee shall have the Vice President of Gospel Outreach as chairman, together with two (2) or more members, and shall:

- a. encourage and equip women to share the Gospel with all people;
- b. provide materials and suggestions to encourage greater mission consciousness and active participation among the women of the District;
- c. receive and evaluate proposed mission grants for the convention ballot to be submitted to the Board of Directors and the LCMS District President for approval;
- d. present approved grants to the convention;
- e. prepare printed ballots of mission grant proposals for the convention;
- f. report to each regular meeting of the Board of Directors.

Section 7

The Structure Committee consisting of a chairman, one (1) or more members, the Vice President of Servant Resources and the Parliamentarian, as ex-officio members shall:

- a. study the bylaws of the District LWML;
- b. submit to the Board of Directors for approval such amendments as it deems advisable;

- c. send designated number of copies of proposed amendments to the LWML Structure Committee for approval, prior to convention;
- d. submit proposed amendments to the convention body;
- e. make adopted changes available to all societies and members;
- f. send designated number of copies of adopted amendments to the LWML Structure Committee;
- g. report to the Board of Directors and convention.

ARTICLE XIII - SPECIAL COMMITTEES

Section 1

The Financial Review Committee consisting of a chairman and one (1) member shall:

- a. review the records of the Financial Secretary and the Treasurer at the close of each biennium;
- b. review the records of the Special Gifts Fund at the close of each biennium;
- c. submit a signed financial review statement for each biennium to the convention.

Section 2

The Special Gifts Committee shall consist of the chairman, appointed by the President; the Vice President of Servant Resources; and the Treasurer.

This Committee shall:

- a. receive and invest special gifts and bequests;
- b. promote the Special Gifts Fund;
- c. meet no less than two (2) times a year;
- d. manage and maintain this Fund to enhance this organization;
- e. submit an annual financial statement of the Fund to the Board of Directors;
- f. develop and implement guidelines and procedures for the Special Gifts Committee to

follow;

- g. submit records for financial review by the Financial Review Committee at the close of each biennium.

Section 3

Other committees considered essential for the efficient execution of the LWML program may be appointed by the President with the approval of the Board of Directors with the responsibilities and tenure of office determined according to the nature of the committee.

ARTICLE XIV – MISSION GRANT PROPOSALS

Section 1

Mission grant proposals:

- a. may be submitted to the Vice President of Gospel Outreach by individual members, societies, zones, or districts;
- b. shall be approved by the Board of Directors at least two (2) months prior to the convention and submitted to the delegates for election.

Section 2

- a. Grants shall not be made for any project that necessitates a permanent subsidy of funds.
- b. The responsibility of the District shall cease after grants are made.
- c. In the event that changes in mission grant plans occur, the Board of Directors shall be authorized to act, either in session or by mail.

ARTICLE XV - VACANCIES

Section 1

In case of a vacancy in the office of Pastoral Counselor, the President may, with the approval of the Board of Directors and LCMS District President, appoint a replacement to fill the unexpired term. If term is less than two (2) years, the replacement may be eligible for election to a regular four (4) year term.

Section 2

Should a vacancy occur in the office of President, the Vice President of Servant Resources shall fill the temporary vacancy until an election is held by the Board of Directors. If the unexpired term is less than two (2) years, the newly elected President shall be eligible for election to a regular term.

Section 3

Should a vacancy occur in any other elected office, the President may, with the approval of the Board of Directors, appoint a replacement to serve until the next convention.

- a. If the vacancy occurs in the first two (2) years of term, the replacement may be eligible for election at the next convention to serve for two (2) years.
- b. If the vacancy is less than two (2) years, the replacement may be eligible for election to a regular four (4) year term of office.

ARTICLE XVI - OFFICIAL PUBLICATION

The official publication of the District shall be published quarterly.

ARTICLE XVII – FINANCES

Section 1

- a. Mite offerings in the societies shall be collected through Mite Boxes or other means.
- b. Mite offerings shall be remitted to the District Financial Secretary** quarterly.
- c. Twenty-five (25) percent or more of the mite offerings shall be sent to the LWML by the District Treasurer at least four (4) times a year.
- d. Contributions or offerings not designated by the donor and received by the District Financial Secretary** shall be deposited in the general fund of the District.
- e. LWML Convention Delegate Fund money is remitted by societies to the District Financial Secretary** annually, based on membership.

Section 2

The expenses of meetings of the Board of Directors and other routine administrative expenses incurred in the management of the District shall be paid from the treasury.

ARTICLE XVIII - MEMORIALS, THANK-OFFERINGS, AND SPECIAL GIFTS

Special gifts of money, property, or bequests and devises under Wills and Trusts shall be placed in a special fund. A Special Gifts Committee consisting of a chairman, the Vice President of Servant Resources, and the Treasurer shall maintain and manage the Fund, subject to the approval of the Board of Directors.

ARTICLE XIX - FISCAL YEAR

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

ARTICLE XX - DISSOLUTION

The Oklahoma District LWML shall not be dissolved so long as five (5) units demand its continuance. In the event of the dissolution of this organization, its assets shall be conveyed to an organization exempt from federal tax under the provisions of Section 501(c)(3) Internal Revenue Code of 1986, as amended.

ARTICLE XXI - 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 bylaws, guidelines, or Christian principles.

ARTICLE XXII - AMENDMENTS

These bylaws may be amended by a two-thirds (2/3) vote of the members present and voting in convention. The proposed amendments shall have been presented for approval to the Board of Directors and published in the official publication in an issue previous to the convention or in a mailing to the delegates postmarked at least twenty-one (21) days prior to the convention. By unanimous vote a proposed amendment may be presented to the convention without prior notice. A three-fourths (3/4) vote shall be required for adoption.

* Footnote: The law of Missouri in which state LWML is incorporated requires this stipulation in regards to a District officer who is representing the District LWML President.

** Footnote: The voting body of the 2008 convention unanimously passed the addition of the office of Financial Secretary with duties designated.