

**THE BYLAWS
OF**

WOODLANDS LUTHERAN CHURCH OF LAKE COUNTY, INC.

1.0 PROCEDURE FOR CALLING MINISTERS OF RELIGION

1.1 When a pastor or commissioned minister is to be called, every member of the congregation shall be provided the opportunity to suggest one or more names for consideration. The Call Committee, appointed by the Governance Board for the purpose of receiving and screening the names, shall submit all names to the President of the Florida-Georgia District, ask him for further recommendations, and receive from him information on and evaluation of all candidates.

1.2 After the screening process, the Call Committee shall present to the congregation by public announcement its proposed list of at least two preferred candidates together with a biographical sketch of each.

1.3 At the Voters Assembly, properly called for the purpose of electing a new pastor or commissioned minister, the list of preferred candidates shall be presented. Balloting shall proceed by means of a secret ballot vote. A two-thirds majority vote is required in order to determine the disposition of the Call. After a two-thirds majority vote is reached, a subsequent vote shall be taken to render the vote unanimous.

2.0 VOTERS ASSEMBLY

2.1 Membership

The Voters Assembly shall consist of those communicant members who have passed their eighteenth (18th) birthday.

2.2 Meetings

2.2.1 The Voters Assembly shall meet in May and in November on a day determined by the Governance Board and announced one week prior to the meeting.

2.2.2 At the November meeting the Voters' Assembly shall elect the Governance Board as defined in Section 3 of these Bylaws and by policy, and adopt the following year's church budget.

At the May meeting, the Voter's Assembly shall adopt the following school year's Early Learning Center budget.

2.2.3 Special meetings may be called by the President, Pastor(s), or by a signed petition of at least ten voting members. Such special meetings shall be announced on two

consecutive Sundays before the meeting.

2.2.4 In addition to principles laid down in Holy Scripture, the latest edition of *Robert's Rules of Order* shall be followed.

2.3 Quorum

2.3.1 All voting members present at a validly called meeting shall constitute a quorum.

2.3.2 There shall be no voting by proxy.

2.4 Authority

2.4.1 The Voters Assembly shall be the governing body of this congregation and shall be empowered to administer and manage all its affairs.

2.4.2 All matters shall be decided by a majority vote of those voting members present, unless otherwise specified by this Constitution or Bylaws.

2.4.3 A two-thirds majority vote of those voting members present shall be required for the adoption of resolutions pertaining to:

- 2.4.3.1** Amending the Constitution,
- 2.4.3.2** Construction of buildings or major alterations thereto, or
- 2.4.3.3** Calling or removing a pastor or other called worker.

2.4.4 Matters of doctrine and conscience shall be decided only on the basis of the Word of God.

3.0 GOVERNANCE BOARD

3.1 Membership

3.1.1 The Governance Board shall consist of the four officers: President, Vice-President, Secretary, and Treasurer; and the chair of each of the following ministries: Elders, Christian Education and Support and any other ministries established by the congregation.

3.1.2 The members of the Governance Board shall be elected by the Voters Assembly according to the process described in the Governance Policy.

3.1.3 The Pastor(s) shall be an advisory member of the Governance Board, all Ministries, and all Committees.

3.1.4 The length of term for each position on the Governance Board shall be two years.

3.1.5 Governance Board members may not serve more than two consecutive terms in a given position.

3.1.6 In the event of a vacancy on the Governance Board, the Governance Board shall appoint a successor for the remaining term. The only exception to this is when the office of President is vacant, in which case the Vice-President shall assume the responsibilities of President. Service by appointment does not constitute a term.

3.1.7 The Governance Board shall be installed during a worship service as determined by Policy.

3.2 Meetings

3.2.1 The Governance Board shall meet quarterly on a day determined by the Governance Board members. The President, in consultation with the Pastor(s) and other Governance Board members, may cancel a given month's meeting.

3.2.2 Special meetings may be called by a Pastor, or any two members of the Governance Board. Such special meetings shall be announced at least twenty-four hours in advance.

3.2.3 Any member of the congregation may attend and participate in a Governance Board meeting; however, only those members holding a position on the Governance Board may vote at such meetings.

3.2.4 The rules of order shall follow those described in Section 2.2.4 of these Bylaws.

3.3 Quorum

3.3.1 At least five or more of the Governance Board membership must be present at a validly called Governance Board meeting to constitute a quorum.

3.3.2 There shall be no voting by proxy.

3.4 Authority

3.4.1 The Governance Board shall have power to act on behalf of the congregation between meetings of the Voter's Assembly, except for those actions reserved to a two-thirds majority of the Voter's Assembly as noted in Section 2.4.3 of these Bylaws.

3.4.2 All matters of the Governance Board shall be decided by a majority vote of those Governance Board members present, unless otherwise specified by this Constitution or Bylaws.

3.4.3 Matters of doctrine and conscience shall be decided only on the basis of the Word of God.

4.0 MINISTRIES

The following ministries shall exist to assist the Governance Board in carrying out its responsibilities: Elders, Christian Education, Support.

4.1 Membership

4.1.1 Each ministry shall consist of at least three members.

4.1.2 Any communicant member or associate member of this congregation may serve on a ministry.

4.1.3 Appointed membership on a ministry expires upon the first meeting of the Governance Board in January of each year and may be renewed as described in Section 4.1.4 of these Bylaws.

4.1.4 The chair of the ministries or, in the case of a vacancy, the President of the congregation, in consultation with the Pastor(s) and existing ministry members, shall recommend to the Governance Board for approval eligible members for their respective ministries. Reappointment of and adding new members shall normally be done at the January meeting. Additional members may be added throughout the year following the same process.

4.2 Meetings

All ministries shall strive to meet once per month prior to each quarterly Governance Board meeting or Voter's Assembly meeting.

4.3 Quorum

A quorum shall consist of those ministry members present at a properly called meeting.

4.4 Authority

It is the responsibility of each ministry:

- 4.4.1** To establish policies and procedures, make enhancements for the ministry, and supervise the area of ministry assigned to it as described in Section 6 of these Bylaws.
- 4.4.2** To present a written report of its activities at each Governance Board meeting or Voters Assembly meeting, and
- 4.4.3** To make recommendations to the Governance Board or Voters Assembly for the enhancement or advancement of ministry.

5.0 DUTIES OF THE OFFICERS AND CHAIRS

5.1 President (officer)

- 5.1.1** Prepare the agenda for and preside at all meetings of the Governance Board and Voters Assembly.
- 5.1.2** Be an ex-officio member of all ministries and committees.
- 5.1.3** Appoint all delegates and committees with the approval of the Governance Board.

5.2 Vice President (officer)

- 5.2.1** Perform the duties of the President in his absence.
- 5.2.2** In accordance with Policy, Chair the Nominating Committee.

5.3 Secretary (officer)

- 5.3.1** Record all meetings of the Governance Board and Voters Assembly.
- 5.3.2** Prepare all official correspondence of the Governance Board and the Voters Assembly.

5.4 Treasurer (officer)

5.4.1. Maintain a set of permanent well-kept financial records.

5.4.2 In consultation with staff, Officers and Ministry Chairs prepare the Early Learning Center Budget (July 1 – June 30) for presentation at the May Voter’s Assembly Meeting and the Congregational Budget (January 1 – December 31) for presentation at the November Voter’s Assembly Meeting.

5.4.3 Submit a quarterly financial report to the Governance Board or Voters Assembly

5.4.4 Be prompt in the payment of all authorized bills and forwarding of all mission and charitable monies.

5.4.5 Arrange for an internal control audit every five years.

5.4.6 Prepare annual statements in January to be submitted to members of the congregation.

5.5 Elders Ministry

5.5.1 Support the pastor(s) and be his (their) extension in the congregation; concerned primarily with the spiritual welfare of the members.

5.5.2 Approve all worship-related activities including, but not limited to, music, choirs, ushers, altar guild, and acolytes.

5.5.3 Members of this ministry shall be at least twenty-one years old.

5.5.4 In consultation with the Ministry of Support, supervise and evaluate pastor(s). as well as supervise the hiring, evaluation and termination of paid musicians and nursery staff.

5.5.5 Provide physical, emotional and spiritual support for the staff and congregation.

5.5.6 Organize and supervise the mission activity of the congregation.

5.6 Christian Education Ministry

5.6.1 Foster, promote, and organize Christian education in the congregation.

5.6.2 Prescribe and approve, with pastoral guidance, all Bible study curriculum.

5.7 Ministry Support

5.7.1 Provide for daily operations to include, but not be limited to: communications, HR/personnel, volunteer management, facilities, staff training, budget and financial planning, event management, marketing, contract management, safety.

5.7.2. Provide administrative and operational support for congregational and ministry events/activities.

6.0 AMENDMENTS TO THE BYLAWS

The voting members of Woodlands Lutheran Church may amend any section of these Bylaws. Proposed amendments shall be presented in writing at any properly called meeting of the Voter's Assembly. Adoption of proposed amendments shall require a simple majority vote of those present at a properly called subsequent meeting. The revised Bylaws shall, as a condition of continued membership in The Lutheran Church-Missouri Synod, be submitted to the Florida-Georgia District's Constitution Committee for review and favorable action by the District's Board of Directors before being implemented by the congregation.