

LUTHERAN WOMEN'S MISSIONARY LEAGUE

WASHINGTON-ALASKA DISTRICT

BYLAWS

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BYLAWS
Lutheran Women's Missionary League
Washington-Alaska District

ARTICLE I – NAME

The name of this organization shall be the Lutheran Women's Missionary League Washington-Alaska District (hereinafter referred to as the district), 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 the LCMS).

ARTICLE II – OBJECT

The object of the organization shall be

- A. to develop and maintain a greater mission consciousness among the women of the district through mission education, mission inspiration, and mission service;
- B. to gather funds for the mission grants directly sponsored or approved by LCMS boards or LCMS district presidents, especially those for which no adequate provision has been made in the LCMS budget;
- C. to foster and support the program of the 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 – MEMBERS

SECTION 1 – SOCIETY

- A. Women's organizations within congregations of the LCMS, on campuses, in resident homes, or in other settings, shall be eligible for membership as societies.
- B. 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 LWML Executive Committee and the district Executive Committee. The central location of the society shall determine the zone membership.
- C. One (1) or more societies affiliated with the district within a congregation, on a campus, in a resident home or other setting, shall be considered one (1) unit for the purpose of representation at the LWML and district conventions.
- D. Any woman who is a communicant member of an LCMS congregation and participates by promoting the object of the LWML is eligible to be a member in her society.
- E. Society membership in the district shall be processed by:
 - 1) submitting a signed "Statement of Intent" form to the District President, indicating compliance with the LWML Articles of Incorporation and the bylaws of the district;
 - 2) emailing a copy of proposed society bylaws to the district Vice President of Organizational Resources for approval;
 - 3) submitting names and addresses of the officers to the District President;
 - 4) receiving an official membership charter.

- F. New societies will be given the *Lutheran Woman's Quarterly* at district expense for the first year.
- G. A society that resigns from membership must submit a letter of resignation to the District President and remit all mite offerings in its possession to the Financial Secretary.

SECTION 2 – INDIVIDUAL

- A. Individual membership is available to a woman in an LCMS congregation with or without a society affiliated with the district.
- B. Individual membership is not considered a society or unit, nor does it confer voting privileges at the district or LWML level.
- C. Individual membership shall be processed by:
 - 1) submitting a signed "Statement of Intent" form to the District President;
 - 2) indicating compliance with the LWML Articles of Incorporation and Bylaws and the bylaws of the district.

ARTICLE IV – ORGANIZATION

SECTION 1 – STRUCTURE

Societies within the LCMS congregations, set forth in the LWML Articles of Incorporation, shall unite to form zones that shall constitute the district.

SECTION 2 – ZONE

- A. Zones shall be formed by the district. Each zone shall consist of societies within a convenient geographical area, LCMS circuit lines preferred. A request for a variation in boundaries shall be submitted to the district Board of Directors for decision. Zones shall exist for the purpose of:
 - 1) promotion of Christian fellowship and furthering the object of the LWML;
 - 2) representation at LWML conventions in ratio established by the LWML Bylaws;
 - 3) securing a location for zone events.
- B. Each member of a society and each individual member shall have privilege of voice and vote at zone meetings.
- C. Zones may **not** have mission projects of their own. Zones may have fundraisers to help with expenses of sending delegates to district and LWML conventions.

SECTION 3 – DISTRICT

- A. The district shall be under the guidance of the LCMS Northwest District.
- B. District bylaws shall conform to the object and basic principles of the LWML Articles of Incorporation and Bylaws.
- C. All bylaw amendments shall be submitted to the LWML Structure Committee for approval **before** being presented to the district membership for adoption.
- D. The district shall:
 - 1) send requested number of copies of any amendments or revisions to the LWML Structure Chairman;
 - 2) send any change in name/address of the District President to the LWML Office.

- E. The gathering and distribution of mission offerings shall be in accordance with Article XVI – Finances – of these bylaws.
- F. The purpose and business of the district shall be accomplished through its convention body, elected officers (Executive Committee), Board of Directors, and authorized committees.

SECTION 4 – SOCIETY AND ZONE BYLAWS

Each society and each zone shall write its own bylaws which shall conform to the object and basic principles of the LWML Articles of Incorporation and Bylaws and the district bylaws. These bylaws and all subsequent proposed amendments shall be submitted to the district Vice President of Organizational Resources or her designee for district Structure Committee approval **before** being presented to the membership for adoption.

ARTICLE V – CONVENTIONS AND REPRESENTATION

SECTION 1 – DISTRICT

- A. 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.
- B. The official call to convention shall appear in the *Evergreen Echoes* winter issue prior to the convention. All members of the district may attend.
- C. The names of the unit delegate and alternate shall be in the hands of the District President at least eight (8) weeks before the convention for certification.
- D. The voting members of the convention shall be
 - 1) a certified delegate from each active unit within the district;
 - 2) voting members of the Board of Directors;
 - 3) past Washington-Alaska District Presidents;
 - 4) past presidents of other districts who are currently members of the Washington-Alaska District.
- E. Advisory members of the Board of Directors are **ineligible** to vote.
- F. A member of the voting assembly shall vote in one (1) capacity only. Proxy votes are prohibited.
- G. A majority of the registered voting assembly present shall constitute a quorum.
- H. In the event of an emergency, the Executive Committee shall have the authority to determine whether the convention shall or shall not be held. (See Article XVIII – Emergency Action.)

SECTION 2 – LWML

- A. LWML Conventions are held biennially in the odd-numbered years.
- B. The district shall have certified delegates from its zones at the LWML conventions.
- C. Each zone shall have one (1) certified delegate and one (1) certified alternate per ten (10) or less units and one (1) additional certified delegate and one (1) certified alternate for each additional ten (10) units or major fraction thereof.
- D. The names of the certified delegates and certified alternates shall be submitted to the District President by the deadline set by LWML or the spring Board of Directors' meeting prior to the LWML Convention, whichever occurs first.
- E. Zone delegates shall be encouraged to give a convention report to each society within their zone.

ARTICLE VI – OFFICERS AND ELECTIONS

SECTION 1 – OFFICERS – LISTED

The elected officers shall be:

President
Vice President of Organizational Resources
Vice President of Christian Life
Vice President of Special Focus Ministries
Vice President of Gospel Outreach
Recording Secretary
Financial Secretary
Treasurer

SECTION 2 – VOTING PRIVILEGES

Elected officers shall be voting members of the Executive Committee and Board of Directors.

SECTION 3 – ELECTIONS

- A. Elected officers shall be chosen by ballot at the biennial convention to serve for a term of four (4) years, or until their successors are elected. They shall be ineligible for election to a consecutive term in the same office.
- B. Election of officers shall be as follows:
 - 1) The President, Vice President of Organizational Resources, Vice President of Special Focus Ministries, and Financial Secretary shall be elected at one district convention.
 - 2) The Vice President of Christian Life, Vice President of Gospel Outreach, Recording Secretary, and Treasurer shall be elected at the following district convention.
 - 3) A majority vote shall elect.
 - 4) In the event that there are three (3) or more candidates for the same 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. Elected officers assume their duties at the close of the district convention. Officers shall be installed prior to the close of the district convention.
 - 1) The retiring financial officers shall deliver to their successors all materials and funds within sixty (60) days following the convention.
 - 2) All other officers shall deliver to their successors all materials pertaining to their office within thirty (30) days following the convention.

ARTICLE VII – NOMINATIONS

SECTION 1 – NOMINATING COMMITTEE

- A. A Nominating Committee of five (5) members shall be elected by ballot at each convention from a slate of seven (7) candidates from at least five (5) different zones. They shall not be eligible for re-election. Plurality vote shall elect.
- B. The candidate receiving the highest number of votes shall be the chairman and be a voting member of the Board of Directors.

- C. A vacancy on the committee shall be filled by the candidate receiving the next highest number of votes.

SECTION 2 – DUTIES

The Nominating Committee shall:

- A. receive nominations for elective offices from individual members, societies, or zones within the district by a set deadline;
- B. select candidates who are active in a society, a zone, and/or the district;
- C. obtain written consent of all candidates to serve, if elected;
- D. submit the names of at least two (2) candidates, if possible, for each elective office to be filled for the biennium;
- E. submit seven (7) candidates for the Nominating Committee; (see Section 1. A)
- F. submit a report of the candidates for publication in the *Evergreen Echoes* prior to convention;
- G. prepare printed ballots with the names listed in alphabetical order for each office.

SECTION 3 – FLOOR NOMINATIONS

Additional nominations for elected officers and Nominating Committee may be made from the floor of the convention, provided written consent of the nominee has been secured and the candidate meets the stipulated qualifications for the office.

ARTICLE VIII – ELECTED OFFICERS

SECTION 1 – PRESIDENT

The President shall:

- A. preside at all district conventions and at all meetings of the Executive Committee and the Board of Directors;
- B. be an ex-officio member of all committees, except the Nominating Committee;
- C. be responsible for appointing the following with the assistance and the approval of the Executive Committee:
 - 1) special appointed personnel;
 - 2) committee chairmen, except those held by elected officers;
 - 3) all committee members;
 - 4) special committee chairmen and members, and the Tellers and Minutes Review Committees for district conventions.
- D. sign vouchers, contracts, and other documents;
- E. submit her vouchers to the Vice President of Organizational Resources for approval;
- F. attend one (1) rally a year in each zone when possible (she may appoint another member of the Board of Directors to attend in her place);
- G. attend LWML Presidents Assembly meetings and LWML conventions in accordance with Article IV, Section 2c and Article XI, Section 1a and 2a of the LWML Bylaws;
- H. present a report to the convention assembly, including a report of the activities of the Board of Directors;
- I. prepare a report for the convention manual;
- J. provide copies of the district convention guidelines to the convention host committee chairman;
- K. report at all Executive Committee and Board of Directors' meetings;
- L. be bonded at the expense of the district in an amount determined by the Executive Committee.

SECTION 2 – VICE PRESIDENT OF ORGANIZATIONAL RESOURCES

The Vice President of Organizational Resources shall:

- A. serve as assistant to the President and perform the duties of the office of President in her absence or at the request of the President;
- B. fill the vacancy in the office of the President, until an election is held by the Board of Directors, in the event of an emergency or unexpected vacancy (see Section 9);
- C. serve as coordinator of the Department of Organizational Resources and Leader Development Committee;
- D. serve as chairman of the Structure Committee;
- E. submit a report for the convention manual;
- F. report at all Executive Committee and Board of Directors' meetings.

SECTION 3 – VICE PRESIDENT OF CHRISTIAN LIFE

The Vice President of Christian Life may:

- A. perform the duties of the office of President in the absence of or at the request of the President, and shall:
- B. serve as coordinator of the Department of Christian Life;
- C. serve as chairman of the Christian Life Committee;
- D. submit a report for the convention manual;
- E. report at all Executive Committee and Board of Directors' meetings.

SECTION 4 – VICE PRESIDENT OF SPECIAL FOCUS MINISTRIES

The Vice President of Special Focus Ministries may:

- A. perform the duties of the office of President in the absence of or at the request of the President, and shall:
- B. serve as facilitator of the Department of Special Focus Ministries: Heart to Heart Sisters Committee, Teen Committee, and Young Women Committee;
- C. submit a report for the convention manual;
- D. report at all Executive Committee and Board of Directors' meetings.

SECTION 5 – VICE PRESIDENT OF GOSPEL OUTREACH

The Vice President of Gospel Outreach may:

- A. perform the duties of the office of President in the absence of or at the request of the President, and shall:
- B. serve as coordinator of the Department of Gospel Outreach, Mission Servants Committee, Scholarship Committee, and Short Term Missions Committee;
- C. serve as chairman of the Mission Grants Committee;
- D. receive mission grant proposals for the district ballot;
- E. send mission grant monies to recipients during the biennium;
- F. submit a report for the convention manual;
- G. report at all Executive Committee and Board of Directors' meetings.

SECTION 6 – RECORDING SECRETARY

The Recording Secretary shall:

- A. record the proceedings of the conventions and meetings of the Executive Committee and Board of Directors;
- B. provide each member of the Executive Committee with a copy of the minutes of its meetings and of the convention;

- C. provide each member of the Board of Directors with a copy of the minutes of its meetings and of the convention;
- D. compile the convention manual under the direction of the President;
- E. provide a copy of the convention minutes to each society, member of the Board of Directors, and Past District Presidents;
- F. submit a report for the convention manual;
- G. report at all Executive Committee and Board of Directors' meetings;
- H. be competent in computer skills necessary to qualify to serve in this office.

SECTION 7 – FINANCIAL SECRETARY

The Financial Secretary shall:

- A. be bonded at the expense of the district in an amount determined by the Executive Committee;
- B. receive all monies and deposit them in a financial institution approved by the Executive Committee;
- C. keep an itemized account of all receipts and send duplicate copies to the Treasurer at least once a month;
- D. send a monthly financial report to the President, the Treasurer, and the Vice President of Gospel Outreach;
- E. prepare a financial report for the Executive Committee and Board of Directors' meetings;
- F. submit records for review at least thirty (30) days prior to each district convention;
- G. submit a complete financial report for the convention manual;
- H. report at all Executive Committee and Board of Directors' meetings;
- I. be competent in computer skills and have accounting experience to qualify to serve in this office.

SECTION 8 – TREASURER

The Treasurer shall:

- A. be bonded at the expense of the district in an amount determined by the Executive Committee;
- B. keep an accurate record of all duplicate deposit slips received from the Financial Secretary;
- C. keep an itemized account of all disbursements;
- D. make all payments authorized by the Executive Committee;
- E. make payments for approved mission grants, direct grants, scholarships, and convention offerings as authorized by the President;
- F. make monthly remittances of twenty-five percent (25%) or more of mite offerings (as authorized by the Board of Directors) to the LWML, retaining seventy-five percent (75%) or less for approved mission grants and the administration of the district;
- G. prepare a monthly report to be filed with the President, Vice President of Gospel Outreach, and Financial Secretary;
- H. submit a financial report to the Executive Committee and the Board of Directors;
- I. submit a complete report for the convention manual;
- J. submit records for review at least thirty (30) days prior to the district convention;
- K. present a financial report at the district convention;
- L. report at all Executive Committee and Board of Directors' meetings;
- M. determine the equalization of the delegates' expenses to the LWML convention, and the delegates' and Board of Directors' travel expenses to the district convention;
- N. be competent in bookkeeping skills and have computer bookkeeping experience to qualify to serve in this office.

SECTION 9 – VACANCIES IN OFFICE

- A. A vacancy in the office of District President shall be filled by the Vice President of Organizational Resources until a ballot vote is taken by the Board of Directors at its next meeting.
- B. Eligible for election to fill the vacancy of the President shall be the two (2) Vice Presidents who have served at least two (2) years in their office, or in another vice-presidential office at least two (2) years.
- C. Tellers for this election shall be the Recording Secretary, Treasurer, and one (1) Pastoral Counselor.
- D. Vacancies in other offices shall be filled by appointment of the Executive Committee, and the appointment shall be for the unexpired term.

ARTICLE IX – SPECIAL APPOINTED PERSONNEL

SECTION 1 – PERSONNEL LISTED

The Special Appointed Personnel shall be Archivist-Historian, Convention Chairman, Corresponding Secretary, Meeting Manager, Parliamentarian, Planner, Public Relations Director, *Quarterly* Manager, Webmaster, *Evergreen Echoes* Editor, and LWML District Store Administrator. They 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;
- C. be eligible for reappointment.

SECTION 2 – ARCHIVIST-HISTORIAN

The Archivist-Historian shall:

- A. be directly responsible to the President;
- B. keep a complete, up-to-date, and accurate history of the district;
- C. prepare a history of the activities of the district for the biennium, with one (1) copy for the district files and one (1) copy sent to the LWML Archivist-Historian;
- D. submit a report of the district history for the convention manual;
- E. be custodian of historical documents of the district;
- F. report at all Board of Directors' meetings;
- G. be eligible to vote at Board of Directors' meetings and the district convention.

SECTION 3 – CONVENTION CHAIRMAN

The Convention Chairman shall:

- A. be a member of the zone in which the convention is held;
- B. be directly responsible to the President;
- C. report at all Board of Directors' meetings;
- D. be responsible, with the assistance of the President, Executive Committee, and the Board of Directors, for organizing the district convention;
- E. be ineligible to vote at Board of Directors' meetings and the district convention.

SECTION 4 – CORRESPONDING SECRETARY

The Corresponding Secretary shall:

- A. assist the President with all district correspondence;
- B. send Mite Boxes to societies, when requested;

- C. keep a complete file of society membership and provide complete mailing lists of the district societies to the Board of Directors;
- D. send the names, addresses, and telephone numbers of all elected officers and committee chairmen to the LWML office;
- E. attend all meetings of the Executive Committee, Board of Directors, and the district conventions;
- F. report at all Executive Committee and Board of Directors' meetings;
- G. serve as an advisory member of the Executive Committee;
- H. submit a report for the convention manual;
- I. be eligible to vote at Board of Directors' meetings and the district convention.

SECTION 5 – MEETING MANAGER

The Meeting Manager shall:

- A. be directly responsible to the President;
- B. develop and administer meeting service support for all Executive Committee and Board of Directors' meetings, district retreats, and the district conventions as directed by the District President;
- C. attend all meetings of the Executive Committee, Board of Directors, and the district conventions;
- D. serve as an advisory member of the Executive Committee;
- E. be responsible for crisis management at meetings and conventions;
- F. be bonded at the expense of the district in an amount determined by the Executive Committee;
- G. submit a report for the convention manual;
- H. be eligible to vote at Board of Directors' meetings and the district convention.

SECTION 6 – PARLIAMENTARIAN

The Parliamentarian shall:

- A. advise the President and any other officer or member on parliamentary procedure, upon request;
- B. serve as an advisory member of the Executive Committee and Board of Directors, and an ex-officio member of the Structure Committee;
- C. attend all meetings of the Executive Committee, Board of Directors, and the district convention;
- D. serve as chairman of the convention Minutes Review Committee;
- E. submit convention rules for the convention manual;
- F. supervise the tellers at the district convention;
- G. be ineligible to vote.

SECTION 7 – PLANNER

The Planner shall:

- A. be directly responsible to the President;
- B. be responsible for focusing the LWML vision, goals, and primary targets through the planning process;
- C. attend all meetings of the Executive Committee, Board of Directors, and the district conventions;
- D. serve as an advisory member of the Executive Committee;
- E. report at all Executive Committee and Board of Directors' meetings;
- F. submit a report for the convention manual;
- G. be eligible to vote at Board of Directors' meetings and the district convention.

SECTION 8 – PUBLIC RELATIONS DIRECTOR

The Public Relations Director shall:

- A. be directly responsible to the President;
- B. be chairman of the Public Relations Committee;
- C. attend all meetings of the Executive Committee, Board of Directors, and the district conventions;
- D. serve as an advisory member of the Executive Committee;
- E. submit a report for the convention manual;
- F. be eligible to vote at Board of Directors' meetings and the district convention.

SECTION 9 – QUARTERLY MANAGER

The *Quarterly* Manager shall:

- A. be directly responsible to the President;
- B. receive *Lutheran Woman's Quarterly* subscription monies from all societies within the district;
- C. keep a complete subscription list for the district;
- D. actively promote use of the *Lutheran Woman's Quarterly* throughout the district;
- E. submit a report for the convention manual;
- F. report at all Board of Directors' meetings;
- G. be eligible to vote at Board of Directors' meetings and the district convention.

SECTION 10 – WEBMASTER

The Webmaster shall:

- A. be directly responsible to the Public Relations Director;
- B. manage the district website;
- C. submit a report for the convention manual;
- D. report at all Board of Directors' meetings;
- E. be ineligible to vote at Board of Directors' meetings and the district convention.

SECTION 11 – EVERGREEN ECHOES EDITOR

The Evergreen Echoes Editor shall:

- A. be responsible to the Public Relations Director and the District President;
- B. solicit LWML news;
- C. be responsible for the publication and distribution of the *Evergreen Echoes* with editorial privilege;
- D. keep a complete subscription list for the district;
- E. report at all Board of Directors meetings and submit a report for the convention manual.
- F. be ineligible to vote at Board of Directors' meetings and the district convention.

SECTION 12 – LWML DISTRICT STORE ADMINISTRATOR

- G. The LWML District Store Administrator shall:
 - A. be directly responsible to the Public Relations Director;
 - B. manage the LWML store at all district functions;
 - C. maintain the store inventory;
 - D. order additional items from LWML;
 - E. report at all Board of Directors meetings and submit a report for the convention manual.
 - F. be ineligible to vote at Board of Directors' meetings and the district convention.

ARTICLE X – EXECUTIVE COMMITTEE

SECTION 1 – MEMBERS

- A. The Executive Committee shall be the elected district officers. The Corresponding Secretary, Meeting Manager, Parliamentarian, Pastoral Counselors, Planner, and Public Relations Director shall be advisory members.
- B. Standing committee chairmen, other chairmen, and other special appointed personnel may attend Executive Committee meetings upon request of the President.

SECTION 2 – MEETINGS

- A. Regular meetings of the Executive Committee shall be called by the President.
- B. Time and place for meetings shall be determined by the President or by a majority of the Executive Committee. A majority vote is necessary to complete the business.
- C. Business may be conducted by mail, electronic messaging, or phone. The result of the mail, electronic messaging, or phone meeting shall be recorded by the Recording Secretary and sent to each member of the Executive Committee. A majority vote is necessary to complete business. Any approved motions shall be ratified at the next Executive Committee meeting.
- D. The Executive Committee shall hold a meeting to consider business to be brought before the convention voting body.
- E. Special meetings of the Executive Committee may be called by written request of three (3) members of the committee.

SECTION 3 – QUORUM

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

SECTION 4 – DUTIES

The Executive Committee shall:

- A. transact business as may be necessary in the interim between Board of Directors' meetings;
- B. fill all vacancies occurring in the elected officers, except the President (See Article VIII – Elected Officers, Section 9);
- C. approve all appointments made by the President, as well as special committees as needed for the program of the district, unless otherwise provided for in the bylaws;
- D. consider recommendations and requests for presentation to convention;
- E. determine the dates of the convention whenever necessary;
- F. plan and supervise the agenda of the convention;
- G. keep all members of the Board of Directors informed of its transactions;

- H. determine amount of the bond for the President, Financial Secretary, Treasurer, and Meeting Manager;
- I. approve all membership applications.

ARTICLE XI – BOARD OF DIRECTORS

SECTION 1 – MEMBERS

- A. The Board of Directors shall consist of the elected officers of the district, the zone presidents, the chairmen of the standing committees, Archivist-Historian, Corresponding Secretary, Meeting Manager, Planner, Public Relations Director, and *Quarterly* Manager as voting members. The Parliamentarian and Pastoral Counselors shall be advisory members.
- B. When the Zone President is unable to attend a Board of Directors' meeting or district convention, any zone Executive Committee member shall be authorized to attend as the zone representative and shall have the privilege of voice and vote.
- C. The immediate past District President shall be an advisory member for at least one year, or longer at the discretion of the District President, and shall be ineligible to vote at Board of Directors' meetings.
- D. If a voting member of the Board of Directors cannot attend the meeting, she may send a representative who shall have the privilege of voice and vote.

SECTION 2 – MEETINGS

- A. Two (2) meetings of the Board of Directors shall be held annually.
- B. Prior to the biennial district convention, a pre-convention meeting shall be held in the convention city.
- C. Time and place of meetings shall be determined by the President with the approval of the Executive Committee.
- D. Special meetings shall be called by the President, Executive Committee, or by written request of five (5) voting members of the Board of Directors.

SECTION 3 – ELECTRONIC MEETINGS/VOTES

- A. The Executive Committee, Board of Directors, all committees, and the district convention body 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 or committee chairman will determine if the district or committee meeting, respectively, will be held in person, electronically, or both.
- C. Electronic meetings shall conform with Standing Rules as set forth in the Procedures Manual.
- D. Votes may be taken electronically outside of meetings but shall be ratified at the next in-person or electronic meeting.

SECTION 4 – QUORUM

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

SECTION 5 – DUTIES

The Board of Directors shall:

- A. promote the work of the district;

- B. transact the business of the district in the interim between conventions;
- C. in case of a vacancy in the office of the President, elect a new President from among the eligible Vice Presidents. (See Article VIII – Elected Officers, Section 9)

SECTION 6 – ZONE FUNCTIONS

A member of the Board of Directors shall represent the President at zone rallies and other functions when requested to do so by the President.

ARTICLE XII – PASTORAL COUNSELORS

SECTION 1 – ELECTION

- A. The Pastoral Counselors shall be two (2) Pastors of the LCMS within the district, one (1) from the east and one (1) from the west side of the district.
- B. One (1) Pastoral Counselor shall be elected at each convention, alternating one from the east side and one from the west side of the district.
- C. They shall serve for a term of four (4) years and be ineligible for reelection to a consecutive term.
- D. Nominations for Pastoral Counselor may be submitted by individual members, societies, or zones within the district to the Nominating Committee by a set deadline. Names of nominees shall be submitted to the LCMS Northwest District President for review.
- E. In case of a vacancy, a replacement shall be appointed by the District President, with the approval of the Executive Committee, to complete the unexpired term. If the unexpired term is less than one-half (1/2) the term, election to a consecutive term may occur.

SECTION 2 – DUTIES

The Pastoral Counselors shall:

- A. serve the district in an advisory capacity;
- B. serve as spiritual leaders to officers and members of the district;
- C. prepare devotions and worship services as requested;
- D. serve as doctrinal advisors to committees as appointed by the President;
- E. attend all Executive Committee and Board of Directors' meetings, the district conventions, and the district retreats;
- F. be responsible for the installation and/or rededication of elected officers prior to the close of the convention;
- G. attend the LWML Convention, on an alternating basis, with preference given to the junior Pastoral Counselor;
- H. be ineligible to vote.

ARTICLE XIII – COMMITTEES

SECTION 1 – LISTED

- A. Standing Committees shall be Structure, Leader Development, Christian Life, Heart to Heart Sisters, Teen, Young Women, Mission Grants, Mission Servants, Scholarship, Short Term Missions, Publication (*Evergreen Echoes*), and Public Relations.
- B. Special Committees shall be Minutes Review and Tellers.

SECTION 2 – APPOINTMENT

- A. All standing committee chairmen and members shall be appointed for a term of two (2) years and be eligible for reappointment.
- B. Special committees and other committee chairmen and members are appointed for a term of two (2) years. The exception shall be the Tellers and Minutes Review Committees which are appointed for each district convention.
- C. All committees shall have, at most, four (4) members, in addition to the chairman.

SECTION 3 – VOTING PRIVILEGES

- A. Each standing committee chairman or her representative committee member shall be eligible to vote at Board of Directors' meetings and the district convention.
- B. Special and other committee chairmen are ineligible to vote.

SECTION 4 – DUTIES OF STANDING COMMITTEES

A. STRUCTURE

The Structure Committee, with the Vice President of Organizational Resources as chairman, and Parliamentarian as an ex-officio member, shall:

- 1) study the district bylaws and submit to the membership for consideration proposed amendments as deemed advisable, provided they have been approved by:
 - a) the district Executive Committee;
 - b) the district Board of Directors;
 - c) the LWML Structure Committee;
- 2) give written notice of proposed amendments to societies at least six (6) weeks prior to the district convention;
- 3) present proposed amendments to the convention body for adoption in accordance with Article XXI – Amendments;
- 4) send requested number of copies of the amended district bylaws to the LWML Structure Committee Chairman immediately after adoption;
- 5) receive and examine bylaws and proposed amendments for zones and societies, and approve those not in conflict with the policies and object of the district and LWML.

B. LEADER DEVELOPMENT

The Leader Development Committee shall:

- 1) be directly responsible to the Vice President of Organizational Resources;
- 2) encourage and equip women to reach out in love;
- 3) use opportunities to share materials and available training to enable each member to increase leadership skills in Kingdom work;
- 4) provide materials, techniques, and resources to enrich and stimulate individuals to increase membership within their societies;
- 5) maintain communication with the zone Leader Development Chairmen;
- 6) have the chairman report at all Board of Directors meetings;
- 7) have the chairman submit a report for the convention manual.

C. CHRISTIAN LIFE

The Christian Life Committee, with the Vice President of Christian Life as chairman, shall:

- 1) plan programs, provide materials, conduct workshops and seminars with district, zones, or societies, as requested, to enable women of the church to grow spiritually and become active participants in spiritual development programs;

- 2) with the approval of the Executive Committee, arrange JoyShops, workshops, and/or retreats, especially in the year between the district conventions;
- 3) plan and conduct convention Christian growth segments when requested to do so;
- 4) communicate with zone Christian Life Chairmen at least two (2) times annually for the purpose of inspiration and encouragement.

D. HEART TO HEART SISTERS

The Heart to Heart Sisters Committee shall:

- 1) be directly responsible to the Vice President of Special Focus Ministries;
- 2) encourage women of diverse ethnic backgrounds of the district LCMS congregations to become active participants in LWML;
- 3) be responsible for the Heart to Heart Sisters program at the district convention;
- 4) have the chairman report at all Board of Directors' meetings;
- 5) have the chairman submit a report for the convention manual.

E. TEEN

The Teen Committee shall:

- 1) be directly responsible to the Vice President of Special Focus Ministries;
- 2) encourage teens (age 14-17) of the district LCMS congregations to become active participants in LWML through teen programs;
- 3) have the chairman report at all Board of Directors' meetings;
- 4) have the chairman submit a report for the convention manual;
- 5) be responsible for the teen program at the district convention;
- 6) complete a background check on all teen committee members, to be paid by and kept on file with the district.

F. YOUNG WOMEN

- 1) The Young Women Committee shall:
 - a) be directly responsible to the Vice President of Special Focus Ministries;
 - b) encourage young women of the district LCMS congregations to become active participants in LWML;
 - c) have the chairman report at all Board of Directors' meetings;
 - d) have the chairman submit a report for the convention manual;
 - e) select one (1) or two (2) Young Woman Representatives to attend the LWML convention;
 - f) be responsible for the young women program at the district convention.
- 2) The two Young Woman Representatives selected to attend the LWML Convention shall:
 - a) attend the Board of Directors' meeting in the spring preceding the convention;
 - b) serve on a district committee, as appointed by the District President.

G. MISSION GRANTS

The Mission Grants Committee, with the Vice President of Gospel Outreach as chairman, shall function in the manner described in Article XV – Mission Grants, Direct Grants and Convention Offerings, and shall:

- 1) encourage each society and zone to study the mission needs in their community, district, LCMS, and world;
- 2) prayerfully investigate and evaluate each mission grant and convention offering proposal presented for consideration;

- 3) give written notice of the approved list of mission grant proposals to each society at least six (6) weeks prior to the district convention;
- 4) submit a list of approved mission grant proposals with descriptions and resolutions for printing in the convention manual;
- 5) make an impartial presentation of approved mission grant proposals at the district convention;
- 6) prepare and print ballots for voting for the mission grants and convention offering recipients at the district convention and give them to the chairman of the tellers for mission grants and to the chairman of the tellers for convention offering recipients respectively at least thirty (30) minutes prior to voting;
- 7) encourage mite offerings.

H. MISSION SERVANTS

The Mission Servants Committee shall:

- 1) be directly responsible to the Vice President of Gospel Outreach;
- 2) provide ingathering and servant event opportunities at district events;
- 3) encourage active participation by members, and provide materials and suggestions to assist those who are need;
- 4) provide helps and resources to societies and zones, assisting them to carry out programs of care ministry;
- 5) have the chairman report at all Board of Directors' meetings;
- 6) have the chairman submit a report for the convention manual.

I. SCHOLARSHIP

Scholarships shall be awarded annually to students preparing for full-time LCMS church work, enrolled in an LCMS synodical school. The student is a communicant member of an LCMS congregation within the LWML Washington-Alaska District.

The Scholarship Committee shall:

- 1) be directly responsible to the Vice President of Gospel Outreach;
- 2) send a letter annually to all societies (by a date to be determined by the Scholarship Committee), enclosing a copy of the scholarship application and recommendation forms by the deadline as stated in the Standing Rules to these bylaws;
- 3) process completed forms received by required postmarked date annually as stated in the Standing Rules to these bylaws;
- 4) select scholarship recipients and determine the monetary amount to be given;
- 5) present names of proposed scholarship recipients and proposed scholarship amounts to the Executive Committee by the date specified in the standing rules for approval;
- 6) disburse the scholarship monies within thirty (30) days before the beginning of each academic term, divided by the number of terms the student will attend annually;
- 7) have the chairman report at all Board of Directors' meetings, and to the district convention body;
- 8) have the chairman submit a report for the convention manual.

J. SHORT TERM MISSIONS

The Short-Term Missions Committee shall:

- 1) be directly responsible to the Vice President of Gospel Outreach;
- 2) encourage members to serve in the mission field at home or away;
- 3) offer resources and assistance to create and plan short term missions;
- 4) offer consulting on funding short term missions;
- 5) have the chairman report at all Board of Directors meetings;

- 6) have the chairman submit a report for the convention manual.

K. PUBLIC RELATIONS

The Public Relations Committee, composed of the Public Relations Director as chairman, the *Evergreen Echoes* Editor, the Webmaster, the *Quarterly* Manager, the LWML District Store Administrator, a Pastoral Counselor, and other members as appointed (plus the Convention Host Public Relations Chairman during convention planning) shall:

- 1) be directly responsible to the District President;
- 2) share LWML news and events with societies and zones;
- 3) have editorial privilege;
- 4) send news releases, both advance and follow-up stories of district conventions, retreats, and other events to all appropriate LCMS and secular publications;
- 5) have the chairman report at all Board of Directors' meetings;
- 6) have the chairman submit a report for the convention manual;
- 7) distribute bulk mailings for the Board of Directors, and may:
 - a) monitor the district website and district logo, with the approval of the Executive Committee;
 - b) assist the President with publicity to be distributed at zone rallies;
 - c) assist the President with publicity and booth at LCMS functions;
 - d) arrange to have the President's banner made for the LWML convention.

SECTION 5 – DUTIES OF SPECIAL COMMITTEES

TELLERS

The Tellers Committees, composed of a chairman and no less than four (4) members, shall:

- 1) be directly responsible to the Parliamentarian;
- 2) be responsible for distributing and collecting ballots, and tallying the votes at the district convention;
- 3) report the tally of votes to the district convention body.

MINUTES REVIEW

The Minutes Review Committee, composed of the Parliamentarian as chairman and two (2) members, shall:

- 1) be directly responsible to the District President;
- 2) note proceedings of all district convention business;
- 3) review and verify Recording Secretary's minutes and send any corrections to the Recording Secretary.

SECTION 6 – OTHER COMMITTEES

There may be such other committees as the Executive Committee and Board of Directors deem necessary to carry out the work of the district. The assembly authorizing the committee shall determine the authority, term, and responsibility of the committee.

ARTICLE XIV – OFFICIAL PUBLICATION

SECTION 1 – EVERGREEN ECHOES

The official publication of the district shall be the *Evergreen Echoes*. It shall be published quarterly with the assistance of the Editor and be under the general supervision of the Public Relations Director, District President, and the Executive Committee.

SECTION 2 – PURPOSE

The *Evergreen Echoes* shall:

- A. promote the object of the district;
- B. inform the membership of the work of the officers and committees;
- C. publish LWML news of interest to the district;
- D. be distributed at no charge.

ARTICLE XV – MISSION GRANTS AND CONVENTION OFFERINGS

SECTION 1 – MISSION GRANT PROPOSALS

- A. Mission grant proposals to be considered shall be submitted by district members, societies, or zones.
- B. By the date determined by the Mission Grants Committee chairman, proposed mission grants shall be submitted on the "Proposed Mission Grant Proposal" form to be sent to each society.
- C. Each submitted mission grant proposal shall be investigated by the Mission Grants Committee which shall present its findings and recommendations to the Executive Committee.
- D. Mission grant proposals shall meet the following criteria:
 - 1) be mission in emphasis – extending the ministry of the Word;
 - 2) fit into the plans and projections of the LCMS;
 - 3) be current and ready for implementation within the next two (2) years;
 - 4) be well documented;
 - 5) assure continued maintenance of the grant.
- E. No mission grant shall be adopted that necessitates a permanent subsidy from the district.
- F. No mission grant shall be adopted to cover deficits or shortages in an LCMS district or the LCMS treasury.
- G. The Board of Directors shall select the mission grant proposals that are to appear on the ballot.
- H. Mission grant proposals shall be printed in resolution form in the convention manual and shall include a description and monetary amount.
- I. The amount of the mission grant to help full-time, church-worker students shall not exceed twenty percent (20%) of the mission grant goal.

SECTION 2 – MITE GOAL

The Board of Directors will recommend a biennial mite goal, that includes the mission grant goal, to the convention body. The voting assembly shall adopt a monetary mite goal for the upcoming biennium.

SECTION 3 – MISSION GRANT SELECTION

- A. The voting assembly of the district convention shall adopt as many mission grants as the mission grant goal will allow. (See standing rule #2)
- B. The number of projects to be selected by each delegate will be determined by the Executive Committee based on the number of grants eligible for adoption.
- C. If there is a tie vote for the last chosen mission grant, the tie shall be broken by a simple majority of the voting assembly in attendance.

SECTION 4 – APPORTIONMENT OF FUNDS

- A. Each mission grant adopted shall receive the amount proposed.
- B. In the event there are not sufficient funds for the last mission grant adopted, that mission grant shall receive the amount remaining of the mission grant goal.

SECTION 5 – DISBURSEMENT OF MISSION GRANT MONIES

- A. Monies designated for full-time church-worker students shall be transferred to the Scholarship Fund before the beginning of each academic term in the amount needed for the current term scholarship payments as directed in the schedule determined by the Scholarship Committee. The other grant recipients have the option of receiving their monies in a lump sum or in a series of payments at their request. The total disbursement shall be with funds available and may not exceed the amount allocated to each mission grant.
- B. The first disbursement of funds shall be made as soon as funds become available following the district convention. The Treasurer will send the checks to the Vice President of Gospel Outreach for disbursement to the projects.
- C. Funds voted for the mission grant must be disbursed or put to use within a two (2) year period from the time of the vote or be returned to the district treasury for reallocation. The Executive Committee shall have the authority to extend the time in case of extenuating circumstances.
- D. After disbursement of mission grant funds, the responsibility of the district to the grant recipient ceases.
- E. In the event that changes in a mission grant arise, the Executive Committee is authorized to act.

SECTION 6 – CONVENTION OFFERINGS

Convention offering proposals shall:

- A. be chosen from approved convention offering proposals submitted by the district members, societies, or zones to the Vice President of Gospel Outreach by a date to be determined by the Mission Grants Committee of the convention year;
- B. be approved by the Mission Grants Committee based on the mission grant criteria for mission grant proposals;
- C. be determined by vote of the convention body;
- D. follow the same guidelines for mission grant proposals, except the deadline for submission will be set by the Executive Committee (See Article XV – Section 1);
- E. not be used to cover deficits or shortages in an LCMS district or the LCMS treasury;
- F. be disbursed within thirty (30) days of the district convention.

After the convention offering monies have been disbursed, the responsibility of the district to the offering recipient(s) ceases.

SECTION 7 – LWML MISSION GRANT PROPOSALS

LWML Mission Grant Proposals shall:

- A. be submitted to the district by members, societies, or zones in accordance with Article XVII of the LWML Bylaws. The requested number of copies for each proposal must be submitted to the District President by the required date in the even-numbered years (see standing rules);
- B. be approved by the district Executive Committee;
- C. have the approval of the Northwest District President;
- D. be sent to the LWML Vice President of Gospel Outreach before the required date in the even-numbered years, as stated in the Standing Rules to these bylaws.

ARTICLE XVI – FINANCES

SECTION 1 – MISSION OFFERINGS

- A. All regular mission offerings in the societies within the district shall be collected through Mite Boxes or other voluntary means and remitted to the Financial Secretary.
- B. Zones shall send all Mite Box offerings to the Financial Secretary.
- C. Immediately following zone rallies or other zone functions, the zone treasurer shall remit to the Financial Secretary one hundred percent (100%) of mite offerings, if one was taken.
- D. A zone may retain one hundred percent (100%) of the registration or other special offering monies in its treasury.

SECTION 2 – ADMINISTRATIVE EXPENSES

- A. Expenses for travel by car to district meetings shall be reimbursed at a rate decided by the Executive Committee and as stated in the standing rules to these bylaws.
- B. Travel expenses shall be reimbursed to district officers, zone presidents, Pastoral Counselors, standing committee chairmen and others requested by the President to attend Executive Committee, Board of Directors, and/or special meetings.
- C. The district shall reimburse travel expenses of an Executive Committee member, or other appointed personnel, attending a zone function in an official capacity.
- D. The expense of printing and mailing the *Evergreen Echoes* shall be paid by the district.
- E. Expenses of meetings of the Executive Committee, Board of Directors, committees, and other routine administration expenses incurred in the management of the district shall be paid from the district treasury.
- F. Any expenses incurred by district personnel may be donated to the district. If requested, the Treasurer will supply a receipt for such donated funds.

SECTION 3 – DISTRICT CONVENTION EXPENSES

- A. Delegate travel expenses to the district convention shall be reimbursed through equalization fees assessed each society according to membership.
- B. New and reactivated societies shall not be assessed district equalization for a period of one (1) year after approval of membership by the Executive Committee.
- C. An accurate accounting shall be kept by the Host Convention Committee. A final accounting shall be given to the District President before the fall Board of Directors' meeting. (See Article VIII – Elected Officers – Section 7G.)
- D. Any surplus funds shall be placed into the district treasury. Any deficit shall be met by the district treasury.

- E. The registration fee shall be paid in full by all persons attending the convention, whether on a full-time or part-time basis.
- F. Only those articles, such as LWML pins and other official LWML materials, Bibles, or Christian growth materials which pertain to the promotion of or are directly related to the LWML, or other material from LCMS sources (i.e., Concordia Publishing House, etc.) may be sold at the district convention.

SECTION 4 – LWML CONVENTION EXPENSES

- A. LWML convention expenses shall be paid by the societies, equalized according to the membership in addition to the amount prorated for travel expense by the LWML. (See District Procedures Manual.)
 - 1) New and reactivated societies shall not be assessed equalization for a period of one (1) year after approval of membership by the Executive Committee.
 - 2) The district may request the zones to assist with the delegate expenses.
- B. Whenever the name of a district member or Pastoral Counselor shall appear as a candidate on the ballot at an LWML convention, this person shall receive an expense allotment equal in amount to that of a delegate, and this expense shall be paid by the societies equalized according to the membership, in addition to the amount prorated for travel by the LWML along with the regular delegate expenses.
- C. The specific expenses paid through equalization are stated in the standing rules appended to these bylaws.

ARTICLE XVII – FISCAL YEAR

The fiscal year of the district shall be from April 1 to March 31 inclusively.

ARTICLE XVIII – EMERGENCY ACTION

In the event of any great emergency such as war, epidemic, disaster, or other prevailing conditions making the holding of the convention inadvisable, the Executive Committee shall:

- A. have the authority to determine whether the convention shall or shall not be held by a two-third (2/3) vote which may be taken by mail, electronic messaging, or telephone;
- B. have the authority to plan procedures, which shall be approved by the Board of Directors, for conducting the routine convention business, in the event that the convention is not held.

ARTICLE XIX – DISSOLUTION

It is expressly declared that this organization is not organized for business purposes and that no dividend or pecuniary profits shall ever be shared by its members. In the event of this organization's dissolution, all assets shall be conveyed to the LWML.

ARTICLE XX – PARLIAMENTARY AUTHORITY

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

ARTICLE XXI – AMENDMENTS

- A. These bylaws may be amended by a two-thirds (2/3) vote of the eligible voting members present and voting at the district convention.
- B. The proposed amendments shall have been approved by the LWML Structure Committee and presented for approval to the district Executive Committee and the district Board of Directors with written notice given to each society at least six (6) weeks prior to convention.
- C. The proposed amendments may also be published in the *Evergreen Echoes* in an issue prior to the district convention.
- D. By unanimous vote a proposed amendment may be presented to the district convention assembly without notice, if it has been approved by the LWML Structure Committee. A three-fourths (3/4) vote shall be required for adoption.

Date of Original Bylaws – 1968

Date Revised - 1984

Date Amended – 1978, 1980, 1982, 1990, 1992, 1994, 1996, 2002, 2004, 2006, 2008, 2010, 2011, 2012, 2013, 2014, 2016, 2017, 2018, 2020, 2022

STANDING RULES

1. Expenses shall be reimbursed at a rate determined by the Executive Committee for EC and board meetings.
 - a. mileage \$.35/mile (Rev. 08-18)
 - b. housing, to be determined (Rev. 03-21)
2. Each elected officer, appointed personnel, and committee chairman shall have guidelines which shall be incorporated into the *District Procedures Manual*. (7-94)
3. The deadline for the Scholarship Committee to send a letter to all societies to ask for names for scholarship recipients for the following year is September 30. (Rev. 11-12)
4. The deadline for completed scholarship forms to be postmarked for the Scholarship Committee is March 15 of each year. (Rev. 11-12)
5. The Scholarship Committee will determine award amounts of accepted applicants depending on factors such as year in school, financial need, and availability of funds. Seminary students and graduate students will receive up to \$2000 annually and undergraduate students will receive up to \$1000 annually. (11-12)
6. The deadline for submitting the requested number of copies for mission projects for LWML to the District President is August 1 in the even-numbered years. (Rev. 3-11)
7. The deadline for submitting mission projects for LWML to the LWML Vice President Gospel Outreach is September 30 in even-numbered years. (6-02)
8. Delegates must purchase airline flights to the national LWML convention by the deadline stated by the District President to be fully reimbursed. Tickets purchased after the deadline date shall be reimbursed at the price available on the deadline date. (9-05)
9. The Executive Committee and Board of Directors meetings are closed. Exceptions to this require prior approval from the District President. (9-05)
10. The Structure Committee has the authority to make housekeeping changes to the bylaws between conventions. (3-06)
11. The district will pay the expenses for the following people who attend the LWML convention:
 - a. District President: travel, housing, registration fee, and meals
 - b. Certified Delegates: travel and a percentage of housing (Rev. 03-21)
 - c. District Pastoral Counselor: travel, housing, registration fee, and meals (11-18)
 - d. Young Woman Representatives: travel, housing, registration fee, meals, and servant event
 - e. Nominees for National Office: travel and housing (Rev. 11-15)
 - f. The Executive Committee will determine the amount the district will pay for housing at the LWML convention for certified delegates, the amount to be included in equalization fees. (03-21)

12. The district will pay the expenses for the following people who attend the district convention:
 - a. District President: travel, housing, registration fee, and meals
 - b. Certified Delegates: travel
 - c. District Pastoral Counselors: travel, housing, registration fee, and meals (11-18)
13. Mission grant proposals may not exceed \$10,000. This excludes the Washington-Alaska District Scholarship fund. (09-20)