

**LUTHERAN WOMEN'S MISSIONARY LEAGUE
SOUTH WISCONSIN DISTRICT
BYLAWS**

ARTICLE I - NAME

The name of this organization shall be the Lutheran Women's Missionary League, South Wisconsin District (hereinafter referred to as LWML SWD), a subordinate organization of the Lutheran Women's Missionary League. The Lutheran Women's Missionary League (hereinafter referred to as LWML) is an integrated auxiliary of The Lutheran Church - Missouri Synod (hereinafter referred to as LCMS)

ARTICLE II - OBJECT

The object of this organization shall be

- A. to develop and maintain a greater mission consciousness among the women of the LWML SWD through **MISSION EDUCATION, MISSION INSPIRATION, and MISSION SERVICE;**
- B. to gather funds for the support of mission grants which have been approved by the LWML SWD Board of Directors (hereinafter referred to as BOD) and the SWD LCMS District Mission Executive or LCMS World Mission, especially those for which no adequate provision has been made in LCMS budgets.

ARTICLE III - MEMBERS

- A. A woman who is a communicant member of an LCMS congregation shall be eligible for membership.
- B. Women's organizations of the LCMS, whether already existing or specifically organized for the purpose of affiliation with the LWML SWD, shall be eligible for membership as societies.
- C. Women's societies within the LCMS congregations, on a campus, in a resident home, or in another setting shall be the unit of membership. Multiple societies in a single setting shall be considered one (1) unit.
- D. Women who hold 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 SWD Executive Committee (hereinafter referred to as EC). Such societies shall be assigned to a zone by the EC.
- E. Individual membership is available to a woman who is a communicant member of an LCMS congregation with or without a society affiliated with the LWML. Application shall be made to the LWML SWD Corresponding Secretary. Individual membership is not considered a society or a unit. An individual member may hold district office or hold zone office when permitted by zone bylaws. A local society or unit may choose an individual member to represent them at LWML SWD conventions as designated for all other members in the zone bylaws.

ARTICLE IV - DISTRICT ORGANIZATION

- A. Society Organization
Every affiliated society is encouraged to hold meetings at least quarterly and be devoted to:
 - 1. Christ-centered programs with emphasis on missions;
 - 2. the receiving of Mite Box offerings;
 - 3. the work of the LWML.

B. Zone Organization

1. Zones shall promote the object of the LWML: MISSION EDUCATION, MISSION INSPIRATION, and MISSION SERVICE.
2. Zones shall provide an opportunity for spiritual development and Christian fellowship through zone rallies and may offer workshops and/or prayer services.
3. Zones of the LWML SWD shall be defined by the LWML SWD BOD.

C. District Tax-exempt Status

The LWML SWD, in order to remain a qualified tax-exempt organization, shall:

1. maintain the sales tax-exempt number assigned by the State of Wisconsin (LWML SWD *Guidelines*, Section I,C);
2. maintain the Federal Employer Identification Number assigned by the United States Internal Revenue Service. (LWML SWD *Guidelines*, Section I, D).

ARTICLE V – CONVENTIONS AND REPRESENTATION

A. The LWML SWD Convention (hereinafter referred to as the District Convention) shall meet biennially, in the even-numbered years. The BOD shall arrange for the District Conventions through the establishment of a convention committee.

B. District Conventions

The District Convention shall be a delegate body organized in the following manner.

1. Each society affiliated with the LWML SWD shall choose two (2) delegates to represent them at convention and two (2) alternate delegates who will represent the society if the delegates are unable to attend. Societies are also encouraged to send one (1) or two (2) Young Woman Representatives.
2. Delegates shall preferably be society officers or well-informed members.
3. Members of the convention who have a voice and vote therein shall be
 - a. two (2) certified delegates representing each affiliated society in the LWML SWD;
 - b. voting members of the BOD;
 - c. past LWML SWD presidents who are currently LWML SWD members.
4. Names of delegates and alternates and other required information shall be sent to the Convention Registrar before the announced deadline.

C. LWML Conventions

The LWML SWD shall be represented at the LWML Convention in the following manner:

1. 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.
 - a. each zone president shall be that delegate, if possible;
 - b. each delegate shall have an alternate to the convention;
 - c. the alternate shall be from the slate of other zone officers or be chosen by the zone president with the approval of that zone's BOD.
2. The LWML SWD President (hereinafter referred to as President) attends in her capacity as a member of the BOD. In the event the President cannot attend, she may send as her substitute an elected district officer who shall have voice, but no vote.
3. One (1) LWML SWD Pastoral Counselor (hereinafter referred to as Pastoral Counselor) serves in an advisory capacity, selected on a rotating basis. (See Article, XII, B)

ARTICLE VI – ELECTED OFFICERS

- A. The officers of the LWML SWD shall be President, Vice President of Organizational Resources, Vice President of Gospel Outreach and Christian Life, Vice President of Special Focus Ministries and Mission Grants, Vice President of Communication, Recording Secretary, Corresponding Secretary, Financial Secretary, and Treasurer.
- B. All officers shall hold office for four (4) years or until their successors are elected. No officer shall be eligible for consecutive re-election to the same office.
- C. The President, Vice President of Special Focus Ministries and Mission Grants, Vice President of Communications, Corresponding Secretary and Treasurer shall be elected at one District Convention. The Vice President of Organizational Resources, Vice President of Gospel Outreach and Christian Life, Recording Secretary, and Financial Secretary shall be elected at the next District Convention.

ARTICLE VII – NOMINATION AND ELECTION OF OFFICERS

- A. The Nominating Committee shall be composed of zone presidents, rotating through the zones as stipulated in the *Guidelines*. In her absence, a zone president may send an alternate from her zone, preferably another zone officer.
- B. Candidates for LWML SWD office shall:
 - 1. be members of LWML SWD;
 - 2. have served as an LWML zone officer, zone standing committee chairman, or as a BOD member.
- C. The Nominating Committee shall:
 - 1. obtain potential candidates for officers and Pastoral Counselors at least seven (7) months prior to the district convention;
 - 2. obtain at least three (3) nominations for Pastoral Counselor and secure approval of nominees from the LCMS SWD president
 - 3. obtain written consent of the potential candidates to serve if elected;
 - 4. select two (2) candidates for each office;
- D. Additional nominations may be made from the floor, provided the person has given written consent and meets the qualifications for office. Floor nominations for Pastoral Counselor must have prior written approval from the candidate and the LCMS District President.
- E. All elections shall be by printed ballot. The candidate receiving the majority of votes for each office shall be declared elected. If there are three (3) or more candidates for the same office the one (1) receiving the fewest number of votes shall be removed from each successive ballot.
- F. Officers shall assume their duties at the close of the District Convention. Retiring officers shall transfer to their respective successor all materials pertaining to the office within thirty (30) days after the close of the fiscal year.

ARTICLE VIII – DUTIES OF OFFICERS

- A. The **President** shall:
 - 1. preside at the District Convention and at all meetings of the EC and BOD;
 - 2. be responsible for the implementation of all LWML SWD resolutions;
 - 3. appoint standing committees and appointed personnel with the approval of the EC, for a period of two (2) years, unless otherwise indicated in the LWML SWD Bylaws;

4. appoint task force chairmen as needed, with approval of the EC;
 5. be the voting representative of the LWML SWD at LWML Board of Directors' meetings, conventions, and other meetings, and in the event that she cannot attend, she may send, as a substitute, an elected SWD officer, who shall have voice but no vote;
 6. approve payment of legitimately incurred expenses as outlined in the LWML SWD *Guidelines* and forward to the Treasurer for payment;
 7. be an ex-officio member of all departments and committees, except the Nominating Committee;
 8. request the Vice President of Organizational Resources, Vice President of Gospel Outreach and Christian Life, Vice President of Special Focus Ministries and Mission Grants, or Vice President of Communication to perform duties of the office as necessary;
 9. be responsible for the vision of the LWML SWD;
 10. prepare a written report for each EC and BOD meeting and for the district convention manual.
- B. The **Vice President of Organizational Resources** shall:
1. be bonded at the expense of the District LWML for an amount determined by the National LWML insurance policy.
 2. perform duties of the office of the President in the absence of, or at the request of the President;
 3. fill a temporary vacancy in the office of the President until an election is held by the BOD;
 4. coordinate and advise the Organizational Resources Department;
 5. be authorized to sign checks, in the absence of the Financial Secretary or the Treasurer;
 6. prepare a written report for each EC and BOD meeting and for the district convention manual.
- C. The **Vice President of Gospel Outreach and Christian Life** shall:
1. perform the duties of the office of the President in the absence of, or at the request of, the President;
 2. coordinate and advise the Gospel Outreach and Christian Life Department;
 3. prepare a written report for each EC and BOD meeting and for the District Convention Manual.
- D. The **Vice President of Special Focus Ministries and Mission Grants** shall:
1. perform the duties of the office of the President in the absence of, or at the request of the President;
 2. coordinate and advise the Special Focus Ministries and Mission Grants Department
 3. prepare a written report for each EC and BOD meeting and for the district convention manual.
- E. The **Vice President of Communication** shall:
1. perform the duties of the office of the President in the absence of, or at the request of, the President;
 2. coordinate and advise the Communication Department;
 3. prepare a written report for each EC and BOD meeting and for the district convention manual.
- F. The **Recording Secretary** shall:
1. keep minutes of the District Convention, BOD, and EC meetings;
 2. send a copy of minutes to the LWML President and all SWD BOD members;
 3. prepare a written report for the district convention manual and, upon request by the president, for BOD meetings.
- G. The **Corresponding Secretary** shall:

1. act on all correspondence at the direction of the President;
 2. notify the EC and BOD of time and place of upcoming meetings;
 3. keep membership records;
 4. receive applications for membership;
 5. prepare a written report for each EC and BOD meeting and for the district convention manual.
- H. The **Financial Secretary** shall:
1. be bonded at the expense of the District LWML for an amount determined by the National LWML insurance policy;
 2. receive all monies and deposit them in a financial institution approved by the EC;
 3. advise the treasurer of all deposits made;
 4. keep an itemized account of all receipts;
 5. prepare a financial report for the EC and BOD meetings;
 6. present a report at the District Convention;
 7. act as advisor to the Special Funds Coordinator;
 8. prepare a written report for each EC and BOD meeting and for the district convention manual;
 9. submit books for financial review at the end of each fiscal year.
- I. The **Treasurer** shall:
1. be bonded at the expense of the District LWML for an amount determined by the National LWML insurance policy.
 2. receive funds from the Financial Secretary through the financial institution approved by the EC;
 3. keep an itemized account of all receipts and disbursements;
 4. make authorized payments for expenses;
 5. forward at least twenty-five percent (25 %) of mite box offerings monthly to the LWML office, retaining the balance for LWML SWD grants; (Article XVIC)
 6. prepare a report of the delegate expenses to the LWML Convention for the EC;
 7. make payments for adopted mission grants as authorized by the President;
 8. prepare and present financial reports for each EC and BOD meeting and the district convention;
 9. submit books for financial review at the end of each fiscal year.
 10. prepare the district budget and submit it to the EC for review.

ARTICLE IX – APPOINTED PERSONNEL

- A. All Appointed personnel shall:
1. be appointed by the President, with the approval of the EC
 2. serve two (2) years, or until their successors are appointed, and shall be eligible for reappointment.
 3. prepare a written report for the District Convention Manual
 4. perform any other duties set forth in the LWML SWD *Guidelines Manual*.
- B. Voting appointed personnel shall attend all BOD meetings and prepare a written report for each BOD meeting.
1. The *Mission Lamp* Editor shall:
 - a. be responsible to the Vice President of Communication
 - b. be responsible for editing the *Mission Lamp* and coordinate the information with the Webmaster or other publication editors

2. The Public Relations Director shall:
 - a. be responsible to the Vice President of Communication,
 - b. present goals and objectives of the LWML to the public and general membership through publicity and public relations,
 - c. compose LWML SWD rally information for the Mission Lamp,
 - d. assist with publicity for LWML SWD events, if requested.
 3. The Website Administrator shall:
 - a. be responsible to the Vice President of Communication.
 - b. maintain the LWML-SWD website; keeping all information up to date.
 - c. coordinate information with the *Mission Lamp* editor.
- C. Non-voting appointed personnel shall attend at least one BOD meeting each biennium , attend additional BOD meetings at the request of the President and have the option to prepare a written report for each BOD meeting or prepare such report at the request of the President. Non-voting appointed personnel may include, but is not limited to, the Archivist-Historian, District Convention Chairman, Email Prayer Request Manager, Fall Retreat Chairman, Graphic Arts Consultant, Heart to Heart Sisters Chairman, Parliamentarian, *Quarterly* Manager, Scholarship Chairman, Special Funds Coordinator, TLC Fund Review Coordinator and Winter Getaway Chairman.

ARTICLE X BOARD OF DIRECTORS

- A. The Board of Directors shall consist of the elected officers of the LWML SWD, all zone Presidents, chairmen of the LWML SWD Standing Committees, LWML SWD Voting Appointed Personnel, and SWD Pastoral Counselors as advisory members.
- B. The **Board of Directors** shall:
 1. meet at the request of the President at least twice annually;
 2. meet at the request of nine (9) members of the BOD;
 3. notify the Corresponding Secretary of their alternate if unable to attend a meeting;
 4. be responsible for reallocating mission grant funds not used within the allotted time. (Article XVII, E)
- C. When necessary, business may be conducted by phone, mail, or electronic messaging.
- D. Two-thirds (2/3) of the voting members shall constitute a quorum of the BOD.
- E. In the event a person holds more than one (1) voting position on the BOD, she may only vote in one (1) position. She may choose in which position she shall vote. She may send a substitute to fill the other position, and the substitute may vote.
- F. In the event of incapacity or other situation creating a vacancy in the office of the President, it shall be filled by a ballot vote of the BOD. The candidates eligible to fill the vacancy shall be one of the Vice Presidents. If there is no regular meeting of the BOD scheduled within thirty (30) days of the vacancy, the vote shall be by email ballot. The vote shall be ratified by the EC.
- G. BOD members shall perform other duties as outlined in the LWML SWD *Guidelines Manual*.

ARTICLE XI EXECUTIVE COMMITTEE

- A. The Executive Committee (EC) shall consist of the elected officers as voting members, with the Pastoral Counselors as advisory members.
- B. The EC shall meet prior to all BOD meetings and/or at the call of the President or four (4) members of the EC.
- C. Five (5) voting members shall constitute a quorum of the EC.
- D. The Executive Committee shall:
 - 1. transact business of the BOD between board meetings;
 - 2. act in an advisory capacity to the President when requested;
 - 3. fill all vacancies occurring in the elective offices, except in the office of the President;
 - 4. approve appointments made by the President;
 - 5. perform other duties as outlined in the LWML SWD *Guidelines Manual*.

ARTICLE XII PASTORAL COUNSELORS

- A. The Pastoral Counselors shall be two (2) ordained pastors of the LCMS who are serving/retired and residing in the SWD. One (1) counselor shall be elected at each convention.
- B. Pastoral Counselors shall be advisory members of the BOD and the EC. At least one (1) of the Pastoral Counselors should attend conventions and meetings of the BOD and EC. During a four (4) year term, each Pastoral Counselor shall attend one (1) LWML Convention.
- C. Pastoral Counselors shall perform other duties as outlined in the LWML SWD *Guidelines Manual*.
- D. In the event of a vacancy in the office of the Pastoral Counselor, the vacancy shall be filled by the LWML SWD President from the list of previous nominees, subject to the approval of the SWD LCMS President and the following:
 - 1. Candidate's consent to serve shall be secured.
 - 2. The EC shall approve the final appointment.

ARTICLE XIII DEPARTMENTS AND STANDING COMMITTEES

- A. The departments shall be Communication, Gospel Outreach and Christian Life, Organizational Resources, Special Focus Ministries and Mission Grants, with a Vice President serving as coordinator of each department.
The **Department Coordinators** shall:
 - 1. function as liaison between the respective committees in each department and the EC;
 - 2. attend meetings of the committees in the department, in an advisory capacity, except when representing the President, at which time she shall be ex-officio;
 - 3. call meetings of the department, when necessary, to plan for the development of the department;
 - 4. keep the President informed of the business being transacted in the various departments;
 - 5. keep zones and societies informed through the district publication(s) and the LWML SWD website;
 - 6. perform other duties as set forth in LWML SWD *Guidelines Manual*.
- B. The **Standing Committees** shall be Christian Life, Leader Development, Mission Grants, Missionary Outreach and Education, Renewal, Special Focus Ministries, Structure, and the Young Woman's Committee.
The **Standing Committee Chairmen** shall:
 - 1. be active members of the LWML;
 - 2. be appointed by the President, with the approval of the EC;

3. be eligible to vote on the BOD;
 4. serve a term of two (2) years, or until their successors are appointed, and shall be eligible for one (1) reappointment
 5. appoint members of her committee;
 6. keep zones and societies informed of the committee's programs and resources;
 7. prepare a written report for each BOD meeting and for the District Convention Manual.
- C. The **Communication Department** may include the E-Mail Prayer Request Manager, Graphic Arts Consultant, Mailing Director, *Mission Lamp* Editor, Public Relations Chairman, *Quarterly* Manager, Website Administrator, and any other committee necessary for Communication.
- D. The **Gospel Outreach and Christian Life Department** may include the Christian Life Committee, Fall Retreat Committee, Young Woman's Committee, Winter Getaway Committee and any other committees necessary for Gospel Outreach and Christian Life.
- E. The **Special Focus Ministries and Mission Grants Department** may include the Deaf Liaison, Heart to Heart Sisters Chairman, Mission Grants Committee, Missionary Outreach and Education Committee, Special Focus Ministries Committee, and any other committees necessary for Special Focus Ministries and Mission Grants.
- F. The **Organizational Resources Department** may include the Archivist-Historian, Leader Development Committee, Nominating Committee, Renewal Committee, Structure Committee and any other committees necessary for Organizational Resources.

ARTICLE XIV DISTRICT PUBLICATION(S)

- A. For the purpose of attaining closer contact, inspiration, and information regarding LWML work, the LWML SWD shall publish the *Mission Lamp*. The *Mission Lamp* Editor shall be responsible for producing and editing this publication.
- B. A website shall be maintained to provide up to date information to members and prospective members.

ARTICLE XV RALLIES

- A. Zone rallies shall be held twice annually (spring and fall) for mutual encouragement and inspiration and to conduct zone business. All society and individual members shall be encouraged to attend and may have voting privileges if zone bylaws permit.
- B. An offering shall be taken at zone rallies. If food is served, an additional freewill offering may be received to cover the cost, with any excess amount added to the rally offering. No other monetary offerings shall be gathered. Article XVI, C
- C. Rally offerings, less expenses and a twenty-five dollars (\$25) zone treasury balance, are to be sent to the District Financial Secretary to be applied to District administrative expenses.
- D. Speaker fee and mileage cost shall be paid to a speaker at a zone rally. (See LWML SWD Standing Rules)

ARTICLE XVI FINANCES

- A. All mission funds of the LWML SWD shall be raised by freewill offerings. Contributions shall be made through Mite Boxes or any other voluntary means.

- B. Societies shall forward their Mite Box offerings to the District Financial Secretary as soon as possible after collection of the mites.
The District Treasurer shall forward at least twenty-five percent (25%) of the Mite Box offerings monthly to the LWML and retain the balance for LWML SWD grants. The BOD shall determine the percentage of mites to be sent to the LWML if greater than twenty-five percent (25%).
- C. All zone rally, prayer service, and workshop offerings, in excess of expenses and the twenty-five dollars (\$25) to be retained in the zone treasury, shall be forwarded to the District Financial Secretary for District administration expenses.
- D. Apportionment and recipients of the discretionary portions of District retreat and convention offerings shall be approved by the EC, upon recommendations from the event committees. (See LWML SWD Convention and Retreat Guidelines).
- E. Any special gifts may be apportioned by either the donor or the BOD.
- F. Excess mites gathered in each biennium shall be disbursed at the direction of the District convention delegates, considering recommendations by the EC and BOD.

ARTICLE XVII MISSION GRANTS

- A. A mission grant is a monetary project in the interest of missions and adopted by the delegates at the District Convention.
- B. In carrying out the approved mission grants of the LWML SWD, no indebtedness shall be incurred.
- C. Selection of mission grants;
 - 1. Mission Grant proposals for consideration by the LWML SWD may be submitted by any SWD LCMS member, society, or zone. Suggestions shall be sent as directed on the mission grant form to the SWD Vice President of Special Focus Ministries and Mission Grants (Coordinator of the Mission Grants Department) seven (7) months prior to convention and shall be signed by the person or group submitting the proposal and counter-signed by a pastor or zone Pastoral Counselor.
 - 2. The Mission Grants committee shall study the proposals and eliminate any which are not complete or did not meet the printed deadline date.
 - 3. All proposed mission grants to groups within the district shall be approved by the SWD LCMS President after being submitted to and reviewed by the SWD LCMS District Mission Executive.
 - 4. All proposed mission grants to groups outside the district shall be approved by LCMS World Mission.
 - 5. The EC, including the Pastoral Counselors, shall prayerfully and thoroughly review all proposals which are approved by the SWD LCMS President or LCMS World Mission, eliminating any which do not meet the criteria as printed on the mission grants proposal application form.
 - 6. The BOD, together with the Pastoral Counselors, shall study all mission grant proposals and select five (5) or more for consideration by the District convention.
 - 7. Each delegate at the District Convention shall vote, by ballot, for five (5) grants from the list submitted to the convention by the BOD.
 - 8. There shall be no mission grants to endowment funds not established and/or administered by the LWML SWD.
- D. The BOD, with input from the Vice President of Special Focus Ministries and Mission Grants, Mission Grants Committee and EC, shall establish the total grant goal for each biennium. The total dollar amount of mission grants on the ballot should be at least one and one-half times the grant total.
- E. Mission Grant Funds:

1. Funds voted for a mission grant must be disbursed or put to use within a four (4) year period from the time of the vote. The BOD has authority to extend the time in case of extenuating circumstances, or to reallocate the funds.
2. In the event that changes in mission grant plans occur, the BOD shall be authorized to act, either in session, by mail, or by electronic messaging.

ARTICLE XVIII FISCAL YEAR

The fiscal year of the LWML SWD shall be from July 1 to June 30, inclusive. The financial officers shall close their books June 30.

ARTICLE XIX EMERGENCY ACTION

In the event of an emergency, such as war, epidemic, disaster, or prevailing condition which makes holding a District Convention inadvisable, the BOD shall have authority to determine whether the convention should or should not be held.

- A. A two-thirds (2/3) vote of the members of the BOD shall decide, and the vote may be taken by phone, mail, or electronic messaging.
- B. In the event the convention is not held, the BOD shall have authority to plan the procedure for conducting the routine convention business.

ARTICLE XX PARLIAMENTARY AUTHORITY

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

ARTICLE XXI AMENDMENTS

- A. LWML SWD bylaws may be amended by a two-thirds (2/3) vote at the LWML SWD Biennial Convention, provided the proposed amendments have been presented to the delegates prior to the convention.
- B. By unanimous vote of the delegate body, a proposed amendment may be presented to a convention without previous notice. A three-fourths (3/4) vote of the delegates shall be required for adoption.
- C. Proposed amendments to the bylaws shall be submitted to the LWML SWD Structure Committee eleven (11) months prior to the date of the convention.
- D. Zone bylaws shall be in accordance with LWML and LWML SWD bylaws and shall be submitted to the LWML SWD Structure Committee for approval before adoption.

LUTHERAN WOMEN'S MISSIONARY LEAGUE

SOUTH WISCONSIN DISTRICT

STANDING RULES

1. The Treasurer of the LWML SWD shall be authorized to pay travel expenses at the rate of thirty (30) cents per mile.
2. The honorarium for speakers at zone rallies and zone workshops shall be twenty-five dollars (\$25), plus thirty (30) cents per mile expense.
3. The LWML SWD shall have a *Guidelines Manual* that is maintained by the President and reviewed each biennium.
4. The LWML SWD Conventions shall be held biennially in the even-numbered calendar year, between LWML Conventions, during the month of June.
5. Any proposed mission grant shall be removed from the ballot if, after one warning, any distribution of literature or materials is made which might influence the delegates' vote.

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