

**BYLAWS**  
**OF**  
**TREE OF LIFE LUTHERAN CHURCH**  
**CONROE, TEXAS**

**Article I.**  
**CONGREGATION MEETING**

**Section 1.01 Annual Meeting**

- (a) The congregation will have one annual meeting to be held in January. The Congregation Council will propose the agenda for each annual meeting.
- (b) The agenda for each annual meeting shall include Congregation Council election and budget approvals for the up-coming year.
- (c) Members of the congregation may recommend agenda items for the annual meeting by notice to the Congregation Council not later than four weeks prior to the meeting. Agenda items brought before the Congregation Council upon request of ten percent of the voting members shall be added to the agenda.
- (d) Voting shall be by verbal vote or written ballot as deemed appropriate by the President of the congregation or presiding officer at the meeting.

**Article II.**  
**OFFICERS**

**Section 2.01** The officers of this congregation shall be a President, Vice President, Secretary, and Treasurer and the Pastor.

**Section 2.02** In addition to the officers of the council, the council may put forth additional candidates for at-large positions on the council to be elected by the congregation. Officers and at-large members of the council shall be voting members of the congregation.

**Section 2.03** Election of Officers shall be limited to considering the persons nominated by the Nominating Committee and any persons nominated from the floor. Each voting member may make one vote for each open position non-cumulatively. In each election, those nominees

equal to the number of open positions receiving the highest total number of votes shall be declared the winners. In the event of a tie for a single council position, a run-off election shall be held between those persons tying. Their terms shall begin at the close of the annual meeting at which they are elected.

**Section 2.04** All officers and at-large members of the council shall have a voice and vote on the council.

**Section 2.05** The term of office for officers and at large members of the council shall be 3 year(s) with the exception of the president who shall have a term of 2 years. The terms of the officers shall be staggered so that one-third of the terms expire annually.

**Section 2.06** If the pastor is a member of the congregation then the pastor shall be voting member of the Congregation Council.

**Section 2.07** A council member shall be elected to the position of Vice President at the first meeting of the Council after the Annual Congregation Meeting.

**Section 2.08** No officer shall hold more than one office at a time. No elected officer shall be eligible to serve more than two consecutive terms in the same office.

**Section 2.09** Duties of officers shall be:

- (a) President: The president shall preside at meetings of the congregation and the Congregation Council and shall set the agenda in accordance with Bylaw. The president shall execute such official acts and legal documents as required from time to time by the Congregation Council or the congregation. The president shall report to the congregation annually.
- (b) Vice President: The vice president shall have all duties of the president in the event of the president's absence or inability to serve. The vice president shall assist the president in any of the president's duties at the president's discretion.
- (c) Secretary: The secretary shall keep accurate minutes of all meetings of the congregation and of the Congregation Council in a volume provided by the congregation, which shall be preserved permanently in its archives at the church building. If not a member of the Congregation Council, the secretary shall be accorded the privilege of voice without vote at meetings of the Congregation Council.
- (d) Treasurer: The treasurer shall keep the books of account of the congregation; and shall receive all funds and disburse them on proper orders, making monthly remittance of benevolence receipts to the treasurer of the synod. The treasurer

shall report monthly to the Congregation Council and annually to the congregation. If not a member of the Congregation Council, the treasurer shall be accorded the privilege of voice without vote at meetings of the Congregation Council.

- (e) The president will provide Congregation Council members with a listing of the official agenda to be considered at the Council Meetings. The president shall list an agenda topic provided by a congregation member provided it is not duplicative of prior or present action and is submitted to the president two weeks before the scheduled meeting. Agenda items must be submitted in writing, defining both the issue and listing the champion(s) for the cause.

**Section 2.10** The duties of the at-large members of the council shall be defined in the Continuing Resolutions.

### **Article III. CONGREGATION COUNCIL**

**Section 3.01** The voting membership of the Congregation Council shall consist of the pastor(s), the officers of the congregation, and not more than 9, nor fewer than 3, at-large members of the congregation. Any voting member of the congregation may be elected, subject only to the limitation on the length of continuous service permitted in that office.

**Section 3.02** A council member's place on the Congregation Council shall be declared vacant if the member: a) ceases to be a voting member of this congregation, b) is absent from three successive regular meetings of the Congregation Council without cause, c) presents his/her resignation either verbal or written to the Congregation Council, or d) via Recall. Any member of the Congregation Council may be recalled by a three-fourths vote of the Congregation Council, with said member abstaining, and a two-thirds vote of the congregation. Any non-voting officer may be recalled by a three-fourths vote of Council. Upon recall, the position shall be considered vacant and filled according to the constitution and bylaws. Consistent with the laws of the state in which this congregation is incorporated, the congregation may adopt procedures for the removal of a member of the Congregation Council in other circumstances.

**Section 3.03** If an officer or council member at-large ceases to be qualified to hold office, or if for any other reason the officer or member at-large resigns from the council, that resignation shall be considered a request to be excused from duty and shall be handled by *Robert's Rules of Order*. If the vacated position is the president of the council then the vice president will assume the duties of the president until a new president can be elected at the next annual congregation meeting. If any other council position becomes vacant the council may appoint a voting member of the congregation to fill that position until the next annual congregation meeting.

**Section 3.04** Should a member's place on the Congregation Council be declared vacant, the Congregation Council shall elect, by majority vote, a successor until the next annual meeting.

**Section 3.05** The pastor(s) shall not be entitled to vote at any Congregation Council meeting on any matter relating to their own performance or compensation, and may be excused from any such meeting during the discussion and voting thereof at the discretion of the presiding officer.

**Section 3.06** The Congregation Council shall annually adopt, with or without modifications, an evaluation summary, compensation package, and specific duties and goals for the pastor(s). During such proceedings, the Congregation Council shall remain cognizant of the pastor(s) office as set forth in the constitution and bylaws, and shall defer to the pastor(s) on matters of doctrine. Although the Congregation Council may meet in closed session to discuss or adopt, it is anticipated such discussions and adoption will be cooperative. A pastor shall have the right to be heard by the Congregation Council prior to adoption of the foregoing.

**Section 3.07** The Congregation Council may enter into contracts of up to \$1000 for items not included in the budget.

**Section 3.08** The Congregation Council shall prepare an annual budget for adoption by this congregation, shall supervise the expenditure of funds in accordance therewith following its adoption, and may incur obligations of no more than \$1000 in excess of the annual budget only after approval by a Congregation Meeting. The budget shall include this congregation's full indicated share in support of the wider ministry being carried on in partnership with the synod and churchwide organization.

**Section 3.09** The Congregation Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies to the synodical treasurer.

**Section 3.10** The Congregation Council shall be responsible for this congregation's investments and its total insurance program.

**Section 3.11** The annual report of the Congregation Council shall be drafted by the president and presented to the Congregational Council for approval at not later than the January meeting.

**Section 3.12** The Congregation Council is responsible for making available for review by the congregation, any and all minutes of the Congregation Council, congregational, or committee meetings.

**Section 3.13** The Congregation Council shall provide for an annual review of the membership roster.

**Section 3.14** The Congregation Council shall be responsible for the employment and evaluation of the staff of this congregation. Nothing in this provision shall be deemed to affect the congregation's responsibility for the call, terms of call, or termination of call of any employees who are on a roster of this church.

**Section 3.15** A quorum for the transaction of business shall consist of either a majority of the members of the Congregation Council, including the pastor or interim pastor, except when the pastor or interim pastor requests or consents to be absent and has given prior approval to the agenda for a particular regular or special meeting, which shall be the only business considered at that meeting or the Pastor, President, one other officer of the congregation and one at large member of the council. Chronic or repeated absence of the pastor or interim pastor who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Congregation Council, following consultation with the synodical bishop.

**Section 3.16** Any baptized member of the congregation shall normally be afforded the privilege of attendance at the Congregation council meeting and by vote of the Congregation Council may be afforded voice privileges for an allotted time period. However, the Congregation Council may reserve the right, under circumstances it deems necessary, to meet in executive session giving full account of the meeting's proceedings in the minutes.

**Section 3.17** Unless otherwise provided in the constitution or these Bylaws, a majority vote of the Congregation Council members present and voting at legally held meeting shall be sufficient for adoption of action by Congregation council.