

BYLAWS

St. Martin's Ev. Lutheran Church Austin, Texas

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ST. MARTIN'S EVANGELICAL LUTHERAN CHURCH OF AUSTIN, TEXAS

Section I. Congregational meetings.

Regular congregational business meetings shall be held annually on the last Sunday in January. Time of day, place, and format shall be determined by the Congregation Council no later than their preceding December meeting.

Section II. Elections.

A. Officers, Congregation Council and Lutheran School Board members.

Officers, Congregation Council members and Lutheran School Board members of the congregation shall be elected at the annual business meeting of this congregation, as provided in Section II.C. Each newly elected officer, Congregation Council member and Lutheran School Board member shall be installed and begin his/her term on the first Sunday of February or as soon thereafter as possible. The normal term of any officer, Congregation Council member or Lutheran School Board member shall expire upon the installation of officer's or member's duly-elected successor.

B. Nominations.

At least one nomination for each office to become vacant is to be made by the Nominating Committee at the annual business meeting. All members of this congregation shall have the privilege of making suggestions to the chairperson of the Nominating Committee or to make nominations from the floor; provided, however, that no name shall be submitted for nomination either by the Nominating Committee or from the floor without the prior consent of the nominee who shall promise to serve in the Spirit of Christ, if elected. The Nominating Committee shall make arrangements for the printing of any necessary ballots.

C. Order of election.

The order of election shall be:

1. the president-elect, secretary and treasurer, each to serve for two years, the secretary to be chosen in even-numbered years, the treasurer in odd-numbered years and the president-elect each year, with the president-elect becoming president at the end of the president's first year in office and serving as president for the remaining year of the president's term;

2. six Congregation Council members, each to serve for a term of two years, three Congregation Council members to be chosen in even-numbered years, and three Congregation Council members to be chosen in odd-numbered years; and

3. six members of the Lutheran School Board, each to serve for a term of two years, three members to be chosen in even-numbered years and three members to be chosen in odd-numbered years. At the first meeting of the Lutheran School Board each year, the Board shall choose a Chair, who shall be the seventh member of the Congregation Council.

D. Appointment to the Endowment Fund Board.

1. A majority of the Endowment Fund Board shall fill vacancies on the Board, with the consent of the Congregation Council.

2. A term of office shall be for a period of five years. A Board member may serve successive terms as long as the member is re-elected by the Endowment Fund Board and approved by the Congregation Council.

3. The Board shall be comprised of a minimum of six members and a maximum of nine; the number of members to be fixed according to the Bylaws of the Board.

Section III. Duties of officers, Congregation Council members and board members.

A. Special duties of the officers, Congregation Council members and board members.

The officers, Congregation Council members and board members of this congregation are expected to set an example to other members by regular participation in divine services, are to be "doers of the Word and not hearers only," and are to participate regularly in the Lord's Supper.

B. Special duties of the Congregation Council.

1. The Congregation Council shall be responsible for management of the business and fiscal affairs of this congregation. It shall have powers and be subject to the obligations that pertain to such boards under the laws of the State of Texas, except as otherwise provided herein.

2. 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. The Congregation Council will prepare a budget each year, which shall be presented to the congregation for adoption at the annual business meeting.

3. The Congregation Council shall see that the provisions of this constitution, its bylaws, and its manual of operations are carried out.

4. The officers and other Congregation Council members shall assist in the administration of Holy Communion as the pastors may direct.

5. The Congregation Council shall establish a Lutheran School Board and standing committees to assist the Congregation Council, the pastors and the congregation in the congregation's mission to share God's love through Worship, Witness, Learning, Service and Support. The duties of the Lutheran School Board and the standing committees shall be specified in the manual of operations. At the first meeting of the new Congregation Council each year, the Executive Committee shall appoint one or more Congregation Council members to serve as ex officio members of each standing committee.

6. The Congregation Council may establish such other committees and special task forces as are required to fulfill the mission of the congregation. Duties of the committees shall be specified in the manual of operations. Duties and terms of special task forces shall be specified in the resolution creating the task force.

7. The Congregation Council shall adopt any policies that are necessary and convenient for the operations of this congregation. Such policies shall be included in the manual of operations.

C. Special duties of the officers.

1. The officers with the senior pastor shall be responsible for the legal affairs of this congregation.

2. President. The president shall preside at all meetings of this congregation and of the Congregation Council, and shall perform all other duties and exercise such authority as ordinarily falls to such office.

3. President-elect. During the first year of the term for which the president-elect was elected, the president-elect shall act in the capacity of a vice-president, performing all duties of the president in the latter's absence and otherwise assisting the president in every possible way. The president-elect shall automatically succeed to the presidency after serving one year as president-elect, or in the event of a vacancy in the president's office. If the president-elect assumes the office of the president due to a vacancy, the president-elect shall serve out the previous president's term as well as the one year term for which the president-elect was elected.

4. Secretary. The secretary shall be responsible for keeping and preserving a record of all meetings of this congregation and of the Congregation Council, and is to act as custodian of all official documents and to perform all such other duties as ordinarily falls to that office.

5. Treasurer. The treasurer shall receive all monies belonging to this congregation and be responsible therefor, and shall administer the same only under the direction of the Congregation Council. At the annual meeting of this congregation and at such other times as this congregation or the Congregation Council shall demand, the

treasurer shall submit an exact report of the receipts and disbursements of all funds under the treasurer's supervision and control. The treasurer shall also be the custodian of and be responsible for the safekeeping of all bonds, notes and other financial papers of this congregation.

D. Special duties of the Board of Directors of St. Martin's Endowment Fund.

a. They shall elect a president, vice-president, secretary and treasurer of the Endowment Fund from their number.

b. They shall be responsible for the management and control of the property and affairs of the Endowment Fund and shall have such other rights, powers and duties as are usually incident to the office of Director of a non-profit corporation under the laws of Texas.

c. They shall meet at such times as are required or authorized by the Bylaws of the Endowment Fund, and their secretary shall submit a copy of their minutes to the president, the Congregation Council and the pastors.

d. They shall make an annual report at the business meeting of this congregation.

Section IV. Termination of Membership.

The membership of any member may be terminated by one of the following actions.

A. Resignation.

Members of this congregation may resign their membership by giving due notice of their intention to a pastor who shall bring the matter to the attention of the Congregation Council together with the pastor's recommendation. The Congregation Council, acting in Christian charity and wisdom, is hereby authorized to act upon the request.

B. Transfer.

Upon their request, members of this congregation may transfer to another congregation and be released from membership in this congregation in order to join another congregation. The pastor is hereby authorized to furnish letters of transfer or release.

C. Death.

No Congregation Council action is required for the transfer of members to their heavenly home.

D. Inactivity.

The Congregation Council may remove members from the membership rolls of this congregation because of inactivity.

1. Inactivity is to be defined as having neither worshiped or communed for twelve (12) consecutive months. Members may restore their active membership by worshiping or communing.

2. Inactive members may not be removed from the membership rolls until this congregation has made every effort to restore them to active membership through prayer and personal visits.

E. Temporary separation.

A member who is temporarily removed from our midst shall not by that fact be considered to have forfeited membership.

F. Expulsion.

For disciplinary reasons, a member may be either suspended for a definite time or excluded from membership. (Procedures are specified in the Constitution, Chapter 15.)