

STRUCTURE

Do Bylaws Need Revising?

Bylaws should be reviewed in compliance with your existing bylaws or if your operational structure or procedures have changed and are in conflict with your bylaws. At a minimum, bylaws must be reviewed every five years. Contact the District Structure Committee Chairman for guidance at structure@lwmltxdist.org.

Bylaws are not set in stone. Bylaws are a permanent document, intentionally difficult to change, but should be current. They can be changed and *ought to be* if the language has proven to be confusing and ambiguous or the structure is outdated and impractical. Bylaws need to live and breathe, reflecting the group's thinking and present practice.

Keep things simple and flexible. Use standing rules for items that may need frequent changing such as meeting information, ad hoc committees, convention expenses for delegates, etc.

Compare sample bylaws with current bylaws. Use the sample (barebones) bylaws for groups and zones found on the LWML Texas District website lwmltxdist.org/structure-committee-bylaws in both Word format and PDF. Included in this section are:

- *Sample Bylaws for Groups* (barebones)
- *Sample Bylaws for Zones* (barebones)

Articles on name, object, membership, and parliamentary authority **MUST** conform to national bylaws. For zones, in addition, the article on representation at the LWML convention must conform to national bylaws.

Be sure to use current terms. Use of the *LWML Style Guide* (found on our website under structure and bylaws) is recommended as titles and committees are changing often. **Changing group or zone office titles is OPTIONAL.** Be careful of wording and correct punctuation for clarity.

When referring to LWML district officers, departments, and committees, use current titles (refer to the most recent bylaws of the district found on the website).

OLD TITLE

First Vice President/Mission Education
Member Development Committee
Bylaws Committee
Second Vice President/Mission Inspiration
Christian Growth Committee
Third Vice President/Mission Service
Fourth Vice President/Mission Projects
Mission Advocacy & Grants Committee
District Public Relations Director
Public Relations Committee

CURRENT TITLE

Vice President of Organizational Resources
Leader Development Committee
Structure Committee
Vice President of Christian Life
Christian Life Committee
Mission Service Committee Chairman
Vice President of Gospel Outreach
Mission Grants Committee
Vice President of Communication
Communication Committee

I am the Bylaws Chairman . . . What to Do Next . . .

1. Form a committee.
2. Review current bylaws and write proposed amendments (use sample bylaws for guidance). Options:
 - Present proposed amendments to zone or group executive committee for discussion and possible further suggested changes.
 - Present proposed amendments to zone or group membership for discussion (not for a vote to adopt).
3. Send (preferably by email structure@lwmltxdist.org) copy of the proposed bylaws amendments to the District Structure Committee Chairman for approval by her committee.
4. Upon receipt of District Structure Committee's response, consider those recommended changes.
5. Present to zone or group membership the District Structure Committee's recommended changes, following guidelines stated in your bylaws article on amendments.
6. Zone or group membership votes on adoption (may vote on each individual amendment or on all revisions as a whole). A two-thirds majority is needed for adoption.
7. Record at the end of bylaws the original date of adoption and dates of subsequent amendments (month and year).
8. Distribute approved bylaws to zone or group membership as soon as possible.
9. Send computer file of adopted bylaws to District Structure Committee Chairman when approved.

REMEMBER:

- Write flexible bylaws.
- Be brief, use sample (barebones) bylaws as a guide.
- Use standing rules for items that may need frequent changing, such as meeting information, ad hoc committees, convention expenses for delegates, etc.

Ways to Help Your District Structure Committee in Its Review:

1. When submitting bylaws proposals send one copy to the District Structure Committee Chairman via email (structure@lwmltxdist.org).
2. Always include a detailed message with your bylaws proposals directing the District Structure Committee Chairman as to what you wish her committee to do (i.e. review, approve changes, file, etc.)
3. Always include the name, address, telephone number, and email address of the person who is to receive a reply from the District Structure Committee.
4. When submitting bylaws proposals indicate in some way the changes you are proposing such as strike thru, underline or bold font.
5. Use the sample (barebones) bylaws as a guide. For a more detailed bylaws sample, contact the District Structure Committee Chairman.
6. After you receive the District Structure Committee's response and your zone or group has adopted the amendments, notify the District Structure Committee Chairman by email.
7. ALWAYS FEEL FREE TO CALL UPON YOUR DISTRICT STRUCTURE COMMITTEE CHAIRMAN FOR HELP.

REMEMBER AMENDMENTS TO THE BYLAWS MUST BE APPROVED BY THE LWML DISTRICT STRUCTURE COMMITTEE BEFORE THEY CAN BE ADOPTED AND IMPLEMENTED BY YOUR ZONE OR GROUP.

There are other articles and tools available at lwml.org/structure.

Words and Meanings Used in Bylaws for LWML Districts, Zones and Groups

Bylaws

The bylaws of a group are the fundamental rules that relate to it as an organization and prescribe how the group functions, rather than to the parliamentary procedure that it follows. Bylaws define the primary characteristics of an organization and include all rules considered important enough that they cannot be changed without previous notice to the members and the vote of a specified majority and cannot be suspended.

Caucus

In the LWML, a caucus is a meeting of LWML zone or LWML district delegates with their president prior to a convention. The purposes of the caucus are:

1. receive instruction or information from the board of directors meeting
2. become familiar with qualifications of candidates up for election
3. receive information and answer questions regarding matters up for vote (i.e. mission grants)
4. field any questions regarding meeting procedures and the agenda in general.

Chairman/Chairperson

"Chairman" is the correct title of the office, the same as the title of president or secretary.

Constitution

A document that generally contains the most essential provisions relating to an organization's name, object, members, meetings, officers, parliamentary authority and dissolution. It would also contain a provision for amendments, but one that would make it more difficult to amend them than a set of bylaws. Today, organizations combine a constitution and bylaws into bylaws, and especially so when the organization is incorporated and has several levels in its structure. The national level would thus have a charter or set of "Articles of Incorporation" (just like the LWML) allowing the other levels to have just a set of bylaws.

Delete/Strike

"Delete" is not a preferred parliamentary term; use "strike".

Elected/Elective

In describing officers or committee members, use "elected", it modifies personal nouns. In describing offices or committees, use "elective"; it modifies impersonal nouns.

Financial Review

An "audit" requires a Certified Public Accountant to examine the treasurer's books. A "financial review" is the preferred alternative and can be conducted by a member or members familiar with the business of the district, zone, or group.

Free-Will/Voluntary

"Voluntary" means something given freely and without compulsion. "Free-will" has the same basic meaning but is an older, no longer used term. These terms are redundant as adjectives for "offerings".

LWML Group/Unit

"Group" in the LWML is a group of women with a congregation, on a campus, in a resident home, or in other settings affiliated with the LCMS that has been accepted into membership in the LWML. "Unit" is a term in the LWML used to designate all the LWML groups with a congregation of the LCMS. It is used for the purpose of representation at national convention. A "unit" does not have bylaws, officers, or activities and is often misused when "group" is meant.

LWML Individual Membership

Individual membership is available to a woman who is a communicant member of The Lutheran Church—Missouri Synod with or without a group affiliated with the LWML. Individual membership is designed for women who have an interest in the mission and ministry of the LWML organization, but cannot, for a variety of reasons, attend group meetings (see bylaws for LWML and LWML Texas District).

LWML Member

A woman who is a communicant member of The Lutheran Church—Missouri Synod and is committed to the object and ministry of the LWML is eligible for membership as an individual or in a group.

Nominee/Candidate

A "nominee" is a person who is suggested/recommended for an office. A "candidate" is a person who has been selected for placement on a slate for an election. Because candidates are asked prior to placement on a slate as to their willingness to serve if elected, they are seeking office.

Object/Purpose

"Object" (not objectives) is the preferred term for stating an organization's purpose in a set of bylaws. "Purpose" is not the preferred parliamentary term in bylaws.

Offering/Collection

"Offering" is something sacrificed, given freely, something presented for acceptance. "Collection" is something brought together into one place.

Policies/Guidelines/Procedures

"Policies" is a definite course or method of action selected to guide and determine present and future decisions. "Guidelines" are indications or an outline of policy or conduct. "Procedures" are particular ways of doing something or a series of steps followed in a regular order. These are used to give the details of responsibilities and procedures. They help to keep the bylaws simple and concise.

Pastoral Counselor/Counselor

Use of "Pastoral Counselor" provides a clear understanding of who the counselor is to be. Use of "counselor" alone could be misconstrued with other advisors.

Shall/May

"Shall" is an auxiliary verb used to state a command — thus, it is to be used with a statement that must be done. "May" is an auxiliary verb to express a wish or desire.

Slate/Ballot/Ticket

A "slate" is a list of candidates presented for election. A "ballot" is a piece of paper used to cast a vote. A "ticket" is often used when slate is meant, but because this definition is not a primary one in the dictionary, it is not the best usage for slate, especially within a set of bylaws.

Standing Rules

Rules that relate to details of the administration of an organization rather than to a parliamentary procedure. They can be adopted by a majority vote at any business meeting without previous notice and remain in effect until rescinded or amended. They can be suspended for the duration of any session, but not for longer, by a majority vote.