

BYLAWS

for

Finnish Lutheran Church of North Texas

**BYLAWS OF
THE FINNISH LUTHERAN CHURCH OF NORTH TEXAS**
A Synodical Authorized Worshiping Community
Northern Texas -Northern Louisiana Synod of the Evangelical Lutheran Church in America

Chapter 1

**THE MISSION STATEMENT OF THE FINNISH LUTHERAN CHURCH
OF NORTH TEXAS**

We, baptized members of the Church of Christ, responding in faith to the call of the Holy Spirit through the Gospel, desiring to unite together to preach the Word, administer the sacraments, and carry out God's mission, do hereby adopt this constitution and solemnly pledge ourselves to be governed by its provisions. In the name of the Father and of the Son and of the Holy Spirit.

**Chapter 2
MEMBERSHIP**
(See Chapter 8 of the Constitution)

Participants shall be classified as follows:

- a. Occasional participants are those persons who have participated occasionally but have not communed or made a contribution of record during the current or preceding year.
- b. Regular participants are those persons who have participated regularly, communed and made a contribution of record during the current or preceding year. Maintenance by the leadership of this Chapel of a listing of regular participants shall be filed annually with the Northern Texas – Northern Louisiana Synod.
- c. Voting participants are the pastor, the members of the Executive Committee and the members of the Chapel Council.

**Chapter 3
OFFICERS**

The officers of this Chapel shall be a president, vice-president, secretary, and treasurer. The pastor ex officio is the president of the Chapel. The vice-president, secretary and treasurer will be appointed annually by the pastor and ratified by the Northern Texas-Northern Louisiana Synod. The term of the officers shall begin on January 1st following the Synod Council meeting at which their appointment was ratified, and end on December 31st. Newly appointed officers shall be installed at worship. The officers shall be voting members of the Chapel Council. These officers serve as the Executive Committee of the Chapel and as such handle the day to day affairs of the Chapel.

In accordance with Chapter 11 of the Constitution, the duties of the officers are as follows:

- a. President:
 - Preside over Chapel Council.
 - Serve as Coordinator of all committee activities.
 - Ensure that there is a representation of the Chapel with the church-at-large.
 - Provide the leadership to ensure that the charges of the Constitution and the Bylaws are fulfilled.
 - Keep books of account of the Chapel in cooperation with the treasurer.
 - Prepare annually a draft budget to the Chapel Council in cooperation with the treasurer.
- b. Vice- President:
 - Upon notification of the Chapel, take over the president's duties when the president is unable to fulfill his/her duties.
 - Coordinate volunteer services.

- c. Secretary
 - Record the minutes of the Chapel Council and inform the Chapel of the resolutions made by the Chapel Council.
 - Distribute to Chapel Council members copies of agenda and associated material needed for all meetings in cooperation with the pastor.
 - Handle Chapel Council correspondence in cooperation with the pastor.

- d. Treasurer:
 - Keep the books of account of the Chapel in co-operation with the pastor.
 - Prepare to the Chapel Council quarterly financial reports.
 - Submit to the Synod the quarterly remittance payments, which are a percentage of the the Chapel's collections.
 - Prepare annually a draft budget to the Chapel Council in cooperation with the pastor.
 - Make the financial information available for the annual audit.

Chapter 4

DUTIES AND MEMBERS OF THE CHAPEL COUNCIL

The voting membership of the Chapel Council shall consist of the pastor, the officers of the Chapel, and not less than three (3) and not more than six (6) regular participants of the Chapel.

A member's place on the Chapel Council shall be declared vacant if the member:

- a) ceases to be a regular participant of this Chapel or
- b) is absent from four successive regular meetings of the Chapel Council without cause.

Consistent with the laws of Texas the Chapel may adopt procedures for the removal of a member of the Chapel Council in other circumstances.

The members of the Chapel Council except the pastor and the officers shall, by majority vote, be appointed by the Executive Committee for one year or until their successors are appointed. Their terms shall normally begin on January 1st following the Executive Committee meeting at which they are appointed, and end on December 31st. Newly appointed Chapel Council members shall be installed at worship.

Should a member's place on the Chapel Council be declared vacant, the Executive Committee shall appoint, by majority vote, a successor.

The Chapel Council shall have general oversight of the life and activities of this Chapel, and in particular its worship life, to the end that everything be done in accordance with the Word of God and the faith and practice of the Evangelical Lutheran Church in America. The duties of the Chapel Council shall include the following:

- a. To lead this Chapel in stating its mission, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
- b. To seek to involve all participants of this Chapel in worship, learning, witness, service, and support.
- c. To oversee and provide for the administration of this Chapel to enable it to fulfill its functions and perform its mission.
- d. To maintain supportive relationships with the pastor and staff and help them annually to evaluate the fulfillment of their calling or employment.
- e. To be examples individually and corporately of the style of life and ministry expected of all baptized persons.
- f. To promote within the Chapel a climate of peace and goodwill, and, as differences and conflicts arise, to endeavor to foster mutual understanding.
- g. To arrange for pastoral service during the sickness or absence of the pastor.
- h. To emphasize partnership with the synod and the church wide organization of the Evangelical Lutheran Church in America as well as cooperation with other congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the Evangelical Lutheran Church in America.

- i. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
 - j. To seek out and encourage qualified persons to prepare for the ministry of the Gospel.
- The Chapel Council shall be responsible for the financial and property matters of this Chapel.
- a. The Chapel Council shall be the board of trustees (directors) of this Chapel, and as such shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the 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.
 - b. The Chapel Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by the Northern Texas -Northern Louisiana Synod.
 - c. The Chapel Council may enter into contracts of up to \$ 5,000 for items not included in the budget.
 - d. The Chapel Council shall approve an annual budget, and supervise the expenditure of funds in accordance therewith following its adoption. The budget shall include this Chapel's full indicated share in support of the wider ministry being carried on in partnership with the synod and church wide organization.
 - e. The Chapel Council shall ascertain that the financial affairs of this Chapel 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 .
 - f. The Chapel Council shall be responsible for this Chapel's investments and its total insurance program.

The Chapel Council shall see that the provisions of this constitution, its bylaws and the continuing resolutions are carried out.

The Chapel Council shall provide for an annual review of the list of regular participants.

The Chapel Council shall be responsible for the employment and supervision of the salaried lay workers of this congregation.

The Chapel Council shall normally meet once a month. Special meetings may be called by the pastor or the vice-president, and shall be called by the vice-president at the request of at least one-half of its members. Notice of each special meeting shall be given to all who are entitled to be present.

A quorum for the transaction of business shall consist of a majority of the members of the Chapel Council, including the pastor, except when the 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. Chronic or repeated absence of the pastor who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Chapel Council, following consultation with the synodical bishop.

Chapter 5 CHAPEL COMMITTEES

The officers of this Chapel and the pastor shall constitute the Executive Committee. By majority vote they appoint members of the Chapel Council and handle the day to day affairs of the congregation.

Other committees of this Chapel may be formed, as the need arises, by decision of the Chapel Council. Duties of committees of this Chapel shall be assigned by the continuing resolutions of the Chapel Council. See Chapter 18 of the Constitution.

Chapter 6

AMENDMENTS TO THE BYLAWS

Refer to Chapter 16 of the Constitution.

Resolution accepted in Chapel Council Meeting on April 27th, 2009:

6.1. Indemnification of Officers, Council Members, and Committee Members

Except in cases of fraud, willful malfeasance, gross negligence or bad faith of an Officer or a Council or Committee Member in the performance of duties, and subject to the provisions of the applicable Texas Law, each Officer, Council and Committee Member shall be indemnified by the Chapel and its Members against all expenses and liabilities, including attorneys' fees, reasonably incurred by or imposed upon him or her by judgment or settlement in connection with any proceeding to which he or she may be a party, or may become involved by reason of being or having been an Officer or Member of Council or Committee. The Chapel may indemnify its Officers and Council and Committee members to the extent permitted by the Texas Non-Profit Corporation Act.

The Chapel may purchase and maintain insurance on behalf of any Officer or Council or Committee member or may enter into other arrangements, such as creating a trust fund, establishing a form of self-insurance, or establishing a letter of credit, guaranty or surety arrangement, in connection with indemnification of directors and officers, provided, however, that in no event shall the grant of a security interest or other lien on the assets of the Chapel ever be given to secure an indemnity obligation under this Chapter 6.1.

Chapter 7 Audit Committee

The Audit Committee is responsible for insuring that the financial records of this Chapel are kept accurately and in accordance with accepted accounting practices and established guidelines of the Evangelical Lutheran Church in America and the Northern Texas -Northern Louisiana Synod.

The Audit Committee will conduct the audit at the end of the calendar year and make a report to this Chapel by the end of the 2nd quarter of the following year.

The Audit Committee will submit necessary reports as required to the Northern Texas -Northern Louisiana Synod.

Chapter 8 Fiscal Year

The fiscal year shall be from January 1st to December 31st.

(Approved at Chapel Council Meeting, August 29th 2002)

**CONTINUING RESOLUTION
for**

**FUNDRAISING COMMITTEE
of the Finnish Lutheran Church of North Texas**

**Chapter 1
MEMBERSHIP**

The Fundraising Committee is formed by decision of the Chapel Council of the Finnish Lutheran Church of North Texas. The Fundraising Committee shall consist of not less than five (5) and not more than ten (10) regular participants of the Chapel. A member's place on the committee shall be declared vacant if the member:

- a) ceases to be a regular participant of this Chapel or;
- b) is absent from three successive regular meetings of the Committee without cause.

The members of the Fundraising Committee shall, by majority vote, be appointed by the Chapel Council for one year or until their successors are appointed.

Should a member's place on the Committee be declared vacant, the Chapel Council shall appoint, by majority vote a new member.

**Chapter 2
DUTIES OF THE COMMITTEE**

The duties of the Fundraising Committee shall include the following:

- a) To seek ways to raise funds for this Chapel.
- b) To organize various happenings, such as garage sales, fellowship lunches, raffle drawings and babysitting services in order to raise funds.
- c) To inform the local Finnish community about the activities and financial needs of this Chapel.
- d) To mail fundraising letters.
- e) To coordinate with and have general approval of the Chapel Council on future events.

**Chapter 3
CHAIRMAN AND SECRETARY**

The Fundraising Committee shall, by majority vote, elect a chair and a secretary from its members for one year at the first meeting of each year .

The duties of the chair of the Fundraising Committee include the following:

- a) To prepare agenda for meetings.
- b) To call meetings.
- c) To function as chair at meetings.
- d) To consult with Pastor whether an issue should be presented to the Chapel Council.

The duties of the secretary of the Fundraising Committee include the following:

- a) To write memos at meetings.
- b) To inform the Chapel Council of the activities and needs of the Fundraising Committee.