

BYLAWS OF TRIUMPHANT LOVE LUTHERAN CHURCH

TABLE OF CONTENTS

REVISION HISTORY.....	2
Section 1. DUTIES OF OFFICERS & APPOINTED POSITIONS	3
Section 2. CONGREGATION COUNCIL COMMITTEES.....	4
Section 3. EXECUTIVE DIRECTOR.....	5
Section 4. BOARD OF MINISTRIES.....	5
Section 5. CONGREGATIONAL ENDOWMENT FUNDS	6
Section 6. ANNUAL MEETING	6
Section 7. FISCAL YEAR.....	6
Section 8. INDEMNIFICATION	6

REVISION HISTORY

Date	Changes
May 2003	<p>Removed date from document title. Added table of contents. Added revision history. In B1.05, changed Support Ministry to Ministry of Support. In Section 2, moved definition of standing ministries to constitution. In B2.03, changed Ministry of Worship to Ministry of Worship and Music. In Section 3, moved standing committees from constitution to bylaws. Changed name of Audit Committee to Financial Compliance Review Committee. Corrected the membership of the Personnel Committee.</p>
Jan 2004	Ratified by congregation
Jan 2009	<p>Removed B3.08 In B2.09 changed Ministry of Property to Ministry of Facilities Management and added Furnishings Amended B2.01, removed "Memorial Funds" Changed B2.10 to Ministry of Endowment/Memorials and Honoraria. 2nd modification The Memorial and Honoraria Committee shall operate within the Endowment Ministry and any Memorial and Honoraria Funds shall be administered separately from the Endowment Fund.</p>
Jan 2009	Ratified by congregation
2009-12-15	Incorporated changes necessary to address new governance structure
2010-01-31	Ratified by congregation
2010-02-27	Approved by SWT Synod Council

Section 1.

DUTIES OF OFFICERS & APPOINTED POSITIONS

B1.01. The **president** shall meet with the senior pastor prior to regular meetings of the Congregation Council to coordinate development of the agenda for the Council meeting and shall preside at meetings of the Council and at Congregation Meetings. The president shall be responsible for developing the written annual report of the Congregation Council. As the chief lay officer of this congregation, the president shall serve as one of this congregation's voting members at the synod assembly and at Austin Conference meetings whenever possible.

B1.02. The **president-elect** shall serve in support of the office of president as outlined by the Constitution and Bylaws of this congregation.

B1.03. The **secretary** shall be appointed by the president and shall keep accurate minutes of all meetings of this congregation and of the Congregation Council in a volume provided by this congregation that shall be preserved permanently in its archives. The secretary shall be selected from the six at-large congregational representatives to the Congregational Council.

B1.04. The **financial secretary** shall be appointed by the Congregation Council to receive and keep records of all income from contributing members and other sources. The financial secretary shall attend meetings of the Congregation Council at the request of the president. The financial secretary shall also interact with related activities of the Board of Ministries.

B1.05. The **treasurer** shall be appointed by the Congregation Council to keep the books of account of this congregation; and shall receive from the financial secretary all funds and disburse them on proper orders, making monthly remittances of benevolence receipts to the treasurer of the synod. The treasurer shall make a monthly written report of all financial transactions to the Congregation Council and to this congregation, together with a satisfactory audit, at its annual meetings. The treasurer shall attend meetings of the Congregation Council at the request of the president. All financial officers shall give corporate surety, in amounts approved by the Council, for which this congregation shall pay the premium. Fidelity coverage provided by the Evangelical Lutheran Church in America shall be deemed a fulfillment of this requirement. The treasurer shall also interact with related activities of the Board of Ministries.

Section 2. CONGREGATION COUNCIL COMMITTEES

B.2.01. There shall be a **Nominating Committee** whose objectives shall be to present at the Congregation Annual Meeting the name of a nominee for president-elect and names for any vacant positions on the Congregation Council. The committee shall consist of five voting members of this congregation, two of whom, if possible, shall be outgoing members of the Congregation Council. The Nominating Committee shall be elected by the Congregation Council for a one-year term. Members of the Nominating Committee are not eligible for consecutive re-election.

B2.02. There shall be a **Financial Compliance Review Committee** whose objectives shall be to review the financial procedures of the church annually to verify that proper and accurate accounting and reporting procedures are being followed as well as to inspect insurance policies for proper coverage and premiums. These reports will be submitted directly to the Congregation Council with a copy to the treasurer and to the area being audited. The committee shall consist of three voting members elected by the Congregation Council. Committee members shall not be members of the Congregation Council. Term of office shall be three years, with one member elected each year. Members shall be eligible for re-election.

B2.03. There shall be a **Mutual Ministry Committee** whose objectives shall be to minister to the called and paid staff of Triumphant Love Lutheran Church. The committee shall consist of six members appointed jointly by the president and the pastor(s). The Mutual Ministry Term of office shall be two years, with three members to be appointed each successive year. Committee members will hold no other office in this congregation during their term.

B2.04. There shall be a **Call Committee** whose objectives shall be to fill any pastoral vacancy. A committee of at least six voting members shall be elected by the Congregation Council when a pastoral vacancy occurs. Term of office will terminate upon installation of the newly called pastor.

Section 3. EXECUTIVE DIRECTOR

B3.01. The Executive Director shall have primary responsibility for the overall management and day-to-day operations of the congregation's ministries and its non-clergy staff. This person will implement the plan and budget approved annually by the Congregation Council, and will lead the staff as it seeks to translate the church's vision into specific ministries. This individual will be directly responsible for leading the staff members and volunteers as they seek to fulfill TLLC's mission.

B3.02. The Executive Director shall report to and be reviewed by the Congregation Council.

B3.03. The Executive Director shall be responsible for hiring, supervising, evaluating, and (as necessary) discharging non-clergy staff. If necessary, the Executive Director is authorized to appoint a Human Resources Committee to help in this effort.

Section 4. BOARD OF MINISTRIES

B4.01. The Board of Ministries shall serve at the direction of the Executive Director, and shall have operational (i.e., day-to-day) oversight of the life and activities of this congregation, 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 Board of Ministries shall include the following:

- A) To facilitate the mission of this congregation as outlined by the Congregation Council.
- B) To establish, maintain, and discharge specific ministries as necessary to accomplish the mission of Triumphant Love, under the oversight of the Executive Director. This mission specifically includes the following: "to worship together;" "to study together;" "to rejoice and celebrate together;" "to labor together;" "to make the condition of others our own;" and "to reach out to all people."

B4.02. The Board of Ministries shall be appointed by the Executive Director. The Executive Director shall serve as chair of all meetings of the Board of Ministries. Lay staff shall be invited and encouraged to attend all meetings of the Board of Ministries. The Executive Director shall report to the Congregational Council regarding the activities of the Board of Ministries. The Board of Ministries shall meet as needed.

Section 5.
CONGREGATIONAL ENDOWMENT FUNDS

B.5.01. Each congregational endowment fund shall be managed in accordance with its congregationally approved charter.

Section 6.
ANNUAL MEETING

B6.01. The annual meeting of this congregation shall be held in January. Additional meetings may be called as designated in Chapter Ten of the constitution. The annual meeting agenda shall include election of this congregation's president-elect and Congregation Council members; annual committee program reports; annual financial reports; and approval of the budget.

B6.02. The Nominating Committee shall submit to the annual congregation meeting at least one name for each vacancy on the Congregation Council. The report of the Nominating Committee shall be included with the notice of the annual meeting. Voting members of this congregation may submit nominations, with prior consent of the proposed nominee, before the date set by the Council for such nominations.

Section 7.
FISCAL YEAR

B.7.01. This congregation's fiscal year shall be January 1 through December 31. The approved draft budget shall be operative from January 1 until fiscal budget approval.

Section 8.
INDEMNIFICATION

B.8.01. The Congregation Council is authorized to pay or reimburse any present or former Officer, Council Member, employee, agent or other member of any committee of this congregation, any costs or expenses actually and necessarily incurred by him in

any action, suit, or proceeding to which they are made a party by reason of holding such position; provided, however, that they shall not receive such indemnification if they be finally adjudicated therein to be liable for misconduct in office. The indemnification herein provided shall also extend to good faith expenditures incurred in anticipation of, or preparation for, threatened or proposed litigation. The Congregation Council may, in proper cases, extend the indemnification to cover the good faith settlement of any such action, suit, or proceeding, whether formally instituted or not.