

BYLAWS OF
SHEPHERD OF THE HILLS LUTHERAN CHURCH OF AUSTIN, TEXAS
For Ratification by Congregation, August 25, 2024

Chapter 1.

MEETINGS OF THE CONGREGATION

Cl.10.01.01. All meetings of the congregation shall be held at the church site or in near proximity including or by Remote Communications Technology (as defined in the Texas Business Organization Code, Title 2, Chapter 22) and as specified by the Church Council.

Cl.10.01.02. The annual meeting of the congregation shall be held in two parts, normally during the months of August and November, on dates set by the Church Council.

Chapter 2.

DUTIES OF OFFICERS

C2.11.01.01. The president shall execute bonds, mortgages, and other contracts, except where permitted by law to be otherwise signed and executed and except where the signing and execution thereof shall be expressly delegated by the Church Council to some other officer or agent of the congregation. The president's signature may be attested to by the secretary or other officers as designated by the Church Council. The president shall perform such other duties and have such other powers as the Church Council may from time to time prescribe. The president shall have a voice, but no vote, on the Church Council. The President shall give, or cause to be given, notice of all meetings of the congregation and Church Council

C2.11.01.02. The vice-president shall, in the absence or disability of the president, perform the duties and exercise the powers of the president and shall perform such other duties and have such other powers as the Church Council or president may from time to time prescribe. The vice president shall receive notice of all meetings of the Church Council. The vice-president shall have a voice, but no vote, on the Church Council.

C2.11.01.03. The secretary shall attend all meetings of the Church Council and all meetings of the congregation and record all the proceedings of the meetings of the Church Council and of the congregation. The secretary shall also attest or witness legal and other documents as required and shall perform such other duties as may be prescribed by the Church Council or president. In the absence or disability of the Secretary, the Church Council shall appoint a secretary for the absence or disability period.

C2.11.01.04. The treasurer shall present financial reports to the Church Council and to the congregation at the annual meeting, and provide general financial oversight as required by law, regulatory agencies, the church constitution or these bylaws. The treasurer shall review, certify and report the annual financial review of the financials for the Church Council and congregation.

Chapter 3.

CHURCH COUNCIL

C3.12.01.01. The voting membership of the Church Council shall consist of nine (9) elected members of the Church Council. The Council Chairperson, or the Council Vice-Chairperson, shall preside at all meetings of the Church Council and the congregation. The Church Council, at the first Church Council meeting after Church Council election defined in C3.12.01.02 below, shall elect a Council Chairperson and a Council Vice-Chair person.

C3.12.01.02. Elected members of the Church Council shall be selected from the voting membership of the congregation, recommended by the Nominating Committee, approved by the Church Council, and chosen by written ballot by a majority vote at the second part of the annual meeting. Their term of office shall be for two (2) years with an option for reelection to serve a second two (2) year term, beginning on January 1st and ending on December 31st. After completion of a second term of service, that member is eligible to serve on council once again after five (5) years.

C3.12.01.03. If all the Church Council vacancies are not filled by a majority on the first ballot, those vacancies not filled shall be filled by additional ballots. The number of candidates for the subsequent ballots shall be twice the number of the vacancies and shall consist of those candidates with the highest number of votes.

C3.12.01.04. An elected member's place on the Church Council shall at once be declared vacant if the member 1) resigns 2) dies 3) ceases to be a voting member of the congregation 4) is absent from three regular meetings of the Church Council within a year unless excused by the Council Chairperson.

C3.12.01.05. Should a member's place on the Church Council be declared vacant, the Church Council shall elect, by majority vote, a successor until the next annual meeting.

Chapter 4.

STANDING CONGREGATIONAL COMMITTEES

C4.13.01.01. The Church Council may appoint as many standing committees as local and wider concerns of the congregation shall require. Although appointed by and responsible to the Church Council, these committees shall be recognized as representatives of the interest of, in performing essential services for, the congregation as a whole. The pastors shall have voice and vote on all committees.

C4.13.01.02. The duties of all committees shall be assigned by the Church Council along with such instructions as in its judgment are in the best interest of the congregation. All other actions of the committees shall be subject to review by the Church Council.

Chapter 5.

AMENDMENTS

C5.17.01.01. These bylaws may be altered, amended, or repealed or new bylaws may be adopted at any regular or special meeting of the congregation at which a quorum is present by the affirmative vote of a majority of the voting members present. Notice of the proposed alteration, amendment, or repeal shall be contained in the notice of such meeting.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting Secretary of the Congregation and that the foregoing Constitution and Bylaws constitute the Constitution and Bylaws of the Congregation. The foregoing Bylaws were duly adopted at a meeting of the members of the Congregation held on _____, 2024

Attested: _____

Printed Name: _____
Secretary, Shepherd of the Hills Lutheran Church of Austin, Texas