

BYLAWS
THE MICHIGAN DISTRICT
OF
THE LUTHERAN CHURCH-MISSOURI SYNOD
(As Amended by the 2003 Convention -- June 22 - 25, 2003)

ARTICLE I - MEMBERSHIP AND ORGANIZATION

- 1.1** Membership in the District shall consist of those congregations, Ministers of Religion, Ordained and Commissioned, who have been admitted to membership in the Synod and received by the District or the Synod.
- 1.2** The District shall establish an organizational structure for the effective operation of its program and conduct of its affairs, which structure shall embrace the Convention, Regional Assemblies, the Board of Directors, and such other Boards, Commissions, Committees, officers and functionaries as may from time to time be established.
- 1.3** The governance and control of the District's affairs shall be conducted on the basis of four (4) levels of organization.
- a.** The Convention which shall consist of the District at large through its delegates in Convention assembled and shall be the governing body of the District subject to the Constitution, Bylaws, and Resolutions of Synod, and to these Bylaws.
- b.** The Regional Assemblies (4) shall meet prior to the District Convention, at which time delegates shall consist of the regularly elected and delegated representatives, cf 2.3, of said regions. The purpose of the Regional Assemblies shall be to evaluate their Regional as well as District needs, and to nominate for District elections.
- c.** The Board of Directors shall be construed as District in constant session to establish policy and direct the affairs of the District subject to the Constitution, Bylaws and Resolutions of Synod, and to these Bylaws and the Resolutions of the District in Convention.

ARTICLE II - CONVENTIONS

- 2.1** District Conventions shall be held and conducted as prescribed by the Constitution and Bylaws of Synod.
- 2.2** The Convention shall be governed by Robert's Rules of Order, except as otherwise provided in these Bylaws or the Bylaws of Synod.
- 2.3** Representation - The District Convention shall be composed of regularly elected and delegated representatives and of certain individual persons, as

follows:

- a.** Representatives of congregations entitled to vote. Every congregation or parish is entitled to two (2) votes, one (1) of which is to be cast by the pastor and the other by the lay delegate.
- b.** The advisory members of the Synod (Synodical Handbook, V.B.).
- c.** Advisory representatives of the Board of Directors, other boards, commissions, and educational institutions and such as by virtue of their office are required to attend District Conventions.
- 2.4** QUORUM. For a legal Convention, a constitutional convocation of the meeting and the presence of at least one-fourth of the constitutionally-elected voting representatives are necessary.

ARTICLE III - REGIONAL ASSEMBLIES

- 3.1** Regional Assemblies shall meet on the first Saturday in May prior to the Convention of the Michigan District. The Regional Vice-President shall call at a place of his choosing an assembly of his region.
- 3.2** The Regional Assembly shall be governed by Robert's Rules of Order, except as otherwise provided by these Bylaws or the Bylaws of Synod.
- 3.3** Representation: Each congregation shall be represented at this assembly as it is at District Conventions; namely, by two voting delegates (one pastor and one layperson) and by the advisory members of Synod (cf 2.3).
- 3.4** The Regional Vice-President shall chair the assembly and shall appoint a secretary to record the proceedings.
- 3.5** QUORUM. For a legal assembly of the Region, the presence of at least one-fourth of the voting representatives shall be present.
- 3.6** The purpose of the Regional Assembly shall be:
- a.** To study the needs of the Region in mission and ministry;
- b.** To hear and discuss the total needs of the District;
- c.** To be informed about major issues to come

before the District Convention;

- d. To nominate from its Region two (2) pastors for election by the District Convention to the office of Regional Vice-President in accordance with the provisions of Bylaw 5.12 and the Schedule of Elections.
- e. To nominate from its Region two (2) ordained ministers, two (2) commissioned ministers, from the roster of the district and four (4) lay persons from a slate prepared by the Regional Nominating Committee for election by the District Convention to the Board of Directors of the District.
- f. To nominate as specified in 5.8 c. and d.

ARTICLE IV - QUALIFICATIONS FOR OFFICERS AND BOARD MEMBERS

- 4.1 Officers and board members shall meet all qualifications established from time to time by the Constitution and Bylaws of the Lutheran Church-Missouri Synod and such other qualifications as may be established from time to time by these Bylaws.
- 4.2 Officers and members of the Board of Directors must be members in good standing of congregations which are members of the Michigan District of the Lutheran Church-Missouri Synod, except as noted in Bylaw 5.11 a. No congregation of the District shall have more than one (1) member from its congregation as a voting member of the Board of Directors of the district.

ARTICLE V - ELECTIONS AND VACANCIES

- 5.1 Elective Officers. The Elective Officers of the District shall be the President, four Vice-Presidents (one from each Region), a Secretary, a Treasurer and the Circuit Counselors.
- 5.2 The Elective Board of the District shall be the Board of Directors.
- 5.3 Term of Officers and Board Members.
 - a. The term of office of each elected officer shall be three (3) years. All officers other than Circuit Counselors may be elected or appointed to the same office for four (4) consecutive terms after which a period of three (3) years shall elapse before such person is again eligible for election or appointment to the same office, unless otherwise provided by these Bylaws. An officer, elected or appointed to fill an unexpired term, who serves two (2) or more years, shall be considered to have completed one (1) term. Circuit Counselors may serve an unlimited number of terms.
 - b. The term of office of each board member shall

be six (6) years. All board members may be elected or appointed to the same office for two (2) consecutive terms after which a period of six (6) years shall elapse before such person is again eligible for election to the same board, unless otherwise provided by these Bylaws. A board member, elected or appointed to fill an unexpired term, who served four (4) or more years, shall be considered to have completed one (1) term.

- c. The President may be elected to succeed himself in office no more than three (3) times.
- d. The Board of Directors shall be composed of four (4) ordained ministers, four (4) commissioned ministers, and eight (8) laypersons with equal representation from each Region of the District.

The size of the Church Extension Board of Trustees shall be determined by its bylaws.

- e. District board members who move inter-Regionally may complete their term of office.

5.4 Salaried Executives Without Vote.

Executive Level staff of the District and the Chief Executive Officer for the Church Extension Board of Trustees are not eligible for voting membership on any board of the District. They shall not at the same time hold an executive position to which they have been called and the office of President, Vice-President, Secretary, or Treasurer of the District. If such staff is elected by the Convention to one of these positions, he must resign his executive office to accept such an election.

5.5 If President is Unable to Serve.

The duties and responsibilities of the Office of President shall be assumed by the First Vice-President whenever the Board of Directors determines that the President is unable to serve in that capacity because of his prolonged illness or disability, and the First Vice-President shall remain as the Acting President until the Board of Directors determines such illness or disability has been removed.

5.6 Vacancies.

- a. A vacancy in the office of Vice-President shall be filled by advancing the lower ranking Vice-Presidents. An acting Vice President for the resulting vacancy may be appointed by the President, with the advice and consent of the Board of Directors, until the elections at the next District Convention.
- b. A vacancy in the Board of Directors shall be filled by the Board unless otherwise provided in these Bylaws or the Bylaws of the Lutheran

Church-Missouri Synod. The appointee shall serve the unexpired term.

- c. A vacancy in any other elective office (Secretary, Treasurer, etc.) shall be filled by appointment by the Board of Directors. The appointee shall serve the unexpired term to which he is appointed.
- d. The Church Extension Board of Trustees will fill vacancies in accordance with its own Bylaws.

5.7 Time of Elections.

- a. The election of the President, the Vice-Presidents, the Secretary, the Treasurer, the District elected members of the Board of Regents of Concordia University, Ann Arbor, approximately one-half of the Board of Directors members and the ratification of the Circuit Counselors shall take place at each District Convention.
- b. Regional Assemblies shall nominate for all positions with the exception of District President, District Secretary, District Treasurer, Church Extension Board of Trustees, and the Board of Regents of Concordia University, Ann Arbor.
- c. At their Regional Assemblies prior to the Convention held in even-years, the Metro-East Region and the West Region shall nominate for the Board of Directors.
- d. At their Regional Assemblies prior to the Convention held in odd-years, the Metro-West Region and the North and East Region shall nominate for the Board of Directors.

5.8 Committee on Nominations.

- a. The District Convention shall elect a 12-member nominating committee consisting of one (1) ordained minister, one (1) commissioned minister, and one (1) layperson from each Region of the District and the President shall designate the chairman thereof. The three committee members from each Region shall serve as the Regional Nominating Committee.
- b. The Committee on Nominations shall meet at the call of the President of the District.
- c. The Regional Nominating Committee shall draw up from its Region a list of candidates and alternates for the Board of Directors and the Nominating Committee in accordance with the provisions of Bylaw 5.8 and 5.9 and the Schedule of Elections. The Regional Nominating Committee shall obtain the consent

of the persons it proposes to nominate, as well as biographical data, and supply the Regional Assembly with this information. Following the Regional Nominations, the biographical data of persons nominated shall be transferred to the District Nominating Committee so that the District Ballot may be drawn up.

- d. The District Nominating Committee shall draw up a list of candidates and alternates for all other District offices, namely, the District Secretary, Treasurer, Church Extension Board of Trustees, and the Board of Regents of Concordia University, Ann Arbor. The Nominating Committee shall obtain the consent of the persons it proposes to nominate, and transmit its final report to the Secretary of the District in ample time to provide for its publication in a pre-convention issue of the District's official publication and also in the official Convention Book of Reports and Overtures. This report shall contain the occupation or profession, residency, and specific experience and qualifications for the proposed office.
- e. The Chairman or his designate shall submit the Committee's Report to the District Convention.
- f. If between the Regional Assembly and the District Convention a nominee becomes ineligible for election, the Nominating Committee will fill the slate with a qualified candidate.
- g. The Convention shall have the right to alter the ballot by amendment. The amendment procedure shall include a motion, a second, and a majority vote on the amendment. Any delegate making a nomination for the floor shall have secured prior written consent and biographical data from the candidate whom he wishes to nominate as detailed in 5.8 c., d. This material shall then be submitted to the District Secretary.
- h. The Chairman shall have on hand at the Convention a reserve list of nominees, approved by his Committee, for use if required if a new board is to be elected. Whenever possible, however, the Committee on Nominations should be informed in advance if any new board is likely to be elected at a District Convention, so that it may have a slate of candidates in readiness.

5.9 Floor Committee on Elections.

- a. Elections, other than those held in Regional Caucus, shall be conducted by a Floor Committee on Elections, appointed by the President before the Convention. The Secretary of the District shall furnish the Committee a

copy of suggested election procedures.

- b. The Committee shall consist of one (1) ordained minister, one (1) commissioned minister and two (2) laypersons.
- c. The Committee may appoint tellers, who need not be voting delegates, to assist in conducting the elections. The Chairman shall give the list of tellers to the Secretary of the District, who shall announce them to the Convention.
- d. A Regional Floor Committee on Elections shall be appointed by the Vice-President of that Region to conduct the nominating elections at the Regional Assemblies and whose duties shall be consistent with the District Floor Committee on Elections.

5.10 Majority and Plurality of Votes.

A majority of all votes cast shall be required to elect.

5.11 Election of the President.

- a. The Michigan District of the Lutheran Church-Missouri Synod shall elect a President from among the clergy of the Synod.
- b. Every voting member congregation of the Michigan District may nominate one pastor as a candidate for the Office of District President.
- c. The nomination of each member congregation shall be submitted to the District Secretary by a time determined by the District Secretary to meet deadlines for publication to the District before the convention.
- d. Candidates for the Office of President shall be the five (5) persons receiving the largest number of nominations in this congregational action.
- e. The District Secretary shall notify each candidate and shall secure his approval in writing for inclusion of his name on the Convention ballot.
- f. The District Secretary shall prepare biographical information on the five candidates, which is to be published in District periodicals no later than May 1, and in the Convention Book of Reports and Memorials.
- g. The District Secretary shall submit the names of the five candidates for election of District President to the District Convention.
- h. The Convention shall have the right to alter the slate at the proper time by majority amendment as outlined in Synodical Bylaw 3.961 f.
- i. If no candidate receives a majority vote on the

first ballot, the name of the candidate who receives the smallest number of votes shall be dropped from the list and a new ballot taken. The procedure shall be continued until one (1) candidate has received a majority of the votes cast.

5.12 Nominations and Elections of Vice Presidents.

- a. The Michigan District shall elect four (4) Regional Vice-Presidents from among the clergy of the District.
- b. Every voting congregation of a Region may nominate one pastor from its Region as a Regional Candidate for the Office of Vice-President for its Region.
- c. The nomination shall be submitted to the District Secretary no later than four (4) months prior to the opening of the District Convention.
- d. The District Secretary shall notify each nominee, secure his approval in writing, and secure biographical information for the inclusion of the five (5) names receiving the most nominations on the Regional nominating ballot.
- e. At the Regional Assemblies each Region shall choose by ballot two (2) pastors as nominees for election by the District Convention to the office of regional Vice-President.
- f. Each voting delegate in the Region may vote for two (2) nominees for Vice-President, indicating his first and second choice. The tellers, appointed by the Chairman, shall score two (2) points for each first choice and one (1) point for each second choice. The two (2) nominees receiving the largest number of points shall be candidates. The tellers shall report the results of the meeting to the Chairman.
- g. The Chairman of the Regional Assemblies shall report to the Secretary of the District the names of the persons nominated for the office of Vice-President along with the biographical data. The District Secretary shall transmit such names to the Floor Committee on Elections.
- h. The Committee on Elections shall recap the information provided on qualifications and experience for each candidate and shall submit such information together with the ballot on which such election is to take place.
- i. The Convention shall have the right to alter the slate at the proper time by majority amendment as outlined in Bylaw 5.8g.
- j. The Convention shall elect one Vice-President from each Region.

- 5.13** Ranking of Vice-Presidents. After the regional Vice-Presidents have been elected, balloting will continue to determine their rank. The names of all four (4) vice-presidents will constitute the ballot for the First Vice-President, and voting continues until one is elected by majority vote. (If one is not elected on the first ballot, the name of the candidate who receives the smallest number of votes shall be dropped, and the balloting continues in this fashion until one is elected by majority vote.) The remaining three names constitute the ballot for Second Vice-President and the balloting continues as above. The two remaining names constitute the ballot for Third Vice-President, and the one not elected becomes Fourth Vice-President.
- 5.14** Election of Circuit Counselors. The Convention shall elect the Circuit Counselors as provided by the Bylaws of the Lutheran Church-Missouri Synod.
- 5.15** The Convention shall elect one (1) ordained minister, one (1) commissioned minister, and one (1) layperson to the Board of Regents of Concordia University, Ann Arbor, as provided by the Bylaws of the Lutheran Church-Missouri Synod.
- 5.16** Election of Other Officers.
- a.** Election of all officers other than the President and Vice-Presidents will be held at a special period of the Convention session determined and announced by the President in advance.
 - b.** The Committee on Elections shall submit one (1) ballot containing the nominees furnished by the Committee on Nominations for all elective offices.
 - c.** The list of nominees for each respective office, together with their experience and qualifications, shall be distributed.
- 5.17** Order of Names on the Ballot. The names of all candidates in all elections shall be placed on the ballot regionally and in alphabetical order but without any distinctive mark, unless otherwise stipulated by these Bylaws.
- 5.18** Notifications of Election to Office. At the close of the Convention, the Secretary of the District shall notify every officer and board member in writing of election.
- 5.19** Exception of Church Extension Board of Trustees. Notwithstanding any of the other provisions of these Bylaws, the Church Extension Fund being a separate corporation created by the District, members of the Church Extension Board of Trustees shall be elected as provided by the Bylaws of the said Church Extension Fund and not by the provisions of these Bylaws.
- 5.20** Induction and Beginning of Term of Office.

- a.** All officers elected at the Convention shall be inducted into their respective offices in an installation ceremony (service) at the Convention.
- b.** All officers shall begin their terms of office on October 1.

ARTICLE VI - SUCCESSION IN OFFICE

- 6.1** In the event that the office of President of the District becomes vacant, the First Vice-President shall succeed to the office of President and shall serve until the District Convention.
- 6.2** The successor need not terminate his position as pastor of the congregation while completing the unexpired term unless and until he is elected President by a Convention.
- 6.3** Any Vice-President, who by the terms of this Article succeeds to the office of President, may decline such office; in which event:
- a.** The next ranking Vice-President shall become President of the District.
 - b.** All other Vice-Presidents shall move up one rank.
 - c.** The declining Vice-President shall fill the last ranking vacant Vice-Presidency.

ARTICLE VII - BOARD OF DIRECTORS

- 7.1** The Board of Directors shall carry into execution the policies adopted by the District in Convention with full authority to carry them out and shall create and monitor compliance to policies which govern the District and the performance of the District President who shall be in charge of all District operations and staff. The Board of Directors shall carry out its functions as described by Synodical Bylaw 4.91.
- 7.2** The Board of Directors is authorized to elect from its membership a Chairman, Vice Chairman and Secretary and to appoint such committees as needed to carry out its work.
- 7.3** The Board of Directors is authorized to extend calls on behalf of the District.
- 7.4** The membership of the Board of Directors shall be divided into two classes, the voting members and advisory members:
- a.** The voting members of the Board of Directors shall consist of one (1) ordained minister, one (1) commissioned minister and two (2) laypersons elected from each of the Regions within the District.
 - b.** The Advisory members shall consist of all the

other officers of the District elected by the Convention and the Chairman of the Circuit Counselors.

- 7.5 The Board of Directors shall meet at least five (5) times per year.
- 7.6 Special meetings of the Board of Directors may be called by the President of the District, the chairman of the Board or any three (3) voting members of the Board upon written notice to all voting and advisory members.
- 7.7 A quorum shall consist of a majority of the voting members and the majority of those present and voting shall be sufficient to carry a motion or resolution.
- 7.8 All commissions and committees of the District shall report regularly to the Board of Directors. Such report may be made in writing or by a representative in person, provided, however, that the Board of Directors may require the report to be made by a representative in person.

ARTICLE VIII - OFFICERS AND ADMINISTRATION

- 8.1 President. The President shall be the chief executive officer of the District, and between conventions and in the recess of the Board of Directors, shall have the general control and management of its business and affairs, subject to these Bylaws. He shall preside at all District conventions. The President shall carry out the duties and responsibilities assigned to his office by the Constitution and Bylaws of Synod. He shall be an ex-officio member of all commissions or committees in the District with the right to speak but not to vote. He shall have the right to designate any one of the Vice-Presidents to sit in his place at meetings of the Board of Directors or any of the District's commissions or committees. As the chief executive officer, he shall manage and supervise the District staff. The office of District President shall be full-time. He shall not be in charge of a congregation, nor hold a chair at any educational institution or fill any other full-time executive office of the District. This prohibition does not apply when a Vice President assumes the office of District President to complete an unexpired term.
- 8.2 Vice Presidents. In the event that the office of President shall become vacant or in the event of the absence of the President or his disability to discharge the duties of his office, such duties shall for the time being devolve upon the Vice-Presidents in order according to their ranking as further provided in these Bylaws. The Vice-Presidents shall do and perform such other acts as the Convention or Board of Directors may from time to time authorize them to do.
- 8.3 Secretary. The Secretary of the District shall keep the minutes of the Conventions of the District in books provided for that purpose; he shall attend to the giving and receiving of all notices of the District; he shall

sign, with the President or a Vice-President, in the name of the District, all contracts authorized by the Board of Directors, and when necessary shall fix the corporate seal of the District thereto; and his minutes and records shall be opened to examination to any member of the District at all reasonable times; and he shall have such additional duties as may be delegated to him by the Convention or the Board of Directors.

- 8.4 Assistant Secretaries. The Board of Directors may appoint Assistant Secretaries who shall have the authority of the Secretary when delegated by the Secretary or the Board of Directors, or when the Secretary is unavailable due to disability or absence from the District.
- 8.5 Treasurer. The Treasurer shall have oversight of all funds and securities of the District and shall report to the Board of Directors and the District convention the financial status of the District. The Treasurer, the President of the District and/or the President's designated staff persons shall have authority to sign on behalf of the District all checks, notes, or other official documents. The Treasurer shall also require on behalf of the board of Directors the annual audit of all District funds. He shall be bonded for the discharge of all his duties as Treasurer, the bond being of such character, form and in such amount as the Board of Directors may require.
- 8.6 Circuit Counselors. Circuit Counselors shall have the primary responsibility of establishing and maintaining Circuit Forums, as provided by the By-laws of the Lutheran Church-Missouri Synod. During the year when there is no Synodical or District Convention, Circuit Convocations will be held, under the leadership of the Circuit Counselors and members of the Circuit Forum.

ARTICLE IX - FISCAL AND AUDITING

- 9.1 District Budget. The District Budget shall be determined by the Board of Directors through its policies, but no budget shall be approved which allows for expenditures greater than receipts and other funds projected to be available in any given year.
- 9.2 Auditing. All the District's financial accounts shall be audited at least once every year by a firm of Certified Public Accountants designated by the Board of Directors.
- 9.3 No commission or committee of the District except the Church Extension Fund which is a subsidiary corporation of the District, shall maintain a separate bank account without the consent of the Board of Directors. In the event such consent is given by the Board of Directors, such account or accounts shall be audited at the same time and in the same manner as heretofore provided.
- 9.4 The Board of Directors shall develop its own Board Policy Manual for proper governance of the District.

9.5 Those directors duly elected or appointed to the Board of Directors who do not receive anything of value from this corporation for serving as a director other than reasonable per diem compensation and/or reimbursement for actual, reasonable and necessary expenses incurred by such director in service of the capacity as a director shall be deemed a "volunteer director" for all purposes hereunder.

9.6 A volunteer director shall not be personally liable to the corporation or its membership and/or members for monetary damages for any breach of the director's fiduciary duty except for liability arising from or relating to:

- a. A breach of director's duty of loyalty to the corporation or its members;
- b. Actual omissions not in good faith or the involvement of intentional misconduct or a knowing violation of law;
- c. An act in violation of the provisions of Michigan law, specifically MCLA 450.2551 (1);
- d. Any transaction from which a director derives an improper personal benefit.
- e. Any act or omission resulting in liability occurring before January 1, 1988;
- f. Any act or omission that is grossly negligent.

9.7 The corporation shall assume all liability to any person or entity other than the corporation or its members for all acts or omissions of a volunteer director occurring on or after January 1, 1988.

9.8 The corporation, by adoption of a resolution in accordance with its Articles of Incorporation and Bylaws, and pursuant to the provisions of Public Act 170 of the Michigan Public Acts of 1986, shall have the power to indemnify those persons serving in the position of, or at the request of the corporation as director, officer, trustee, employee or agent against expenses, including attorney fees, judgments, penalties, fines and amounts paid in settlement actually and reasonably incurred by a person in connection with any actions, suits or proceedings, formal or informal, relating to the service of said individual on behalf of the corporation if such person acted in good faith and in a manner that the person reasonably believed to be in or not opposed to the best interest of the corporation or its members, or with respect to any criminal action or proceeding if the person had no reasonable cause to believe that the conduct engaged in was unlawful. The corporation, through its Board of Directors, shall have such further or other authority to indemnify directors, officers, employees or agents consistent with the provisions of Public Acts 170, Michigan Public Acts of 1987.

ARTICLE X - THE CHURCH EXTENSION FUND

10.1 The Church Extension Fund shall adopt rules to govern its proceedings not inconsistent with these Bylaws.

10.2 The Church Extension Board of Trustees shall:

- a. Consist of nine (9) elected members: (3) ordained ministers, four (4) lay persons, and two (2) commissioned ministers.
- b. Conduct regular meetings and keep accurate records of its proceedings.
- c. Have as its purpose to establish a fund and acquire assets to assist, by means of loans, the Michigan District and congregations of the Michigan District to acquire property, to erect buildings and to purchase equipment.

(See Bylaws of the Church Extension Fund attached to Bylaws of the Michigan District.)

ARTICLE XI - RECONCILIATION AND DISPUTE RESOLUTION

11.1 The District shall follow the principles, structures, procedures, and membership described in the Synod Handbook, Bylaw VIII, with regards to Reconciliation and Dispute Resolution.

ARTICLE XII - COMMITTEES

12.1 The District Convention and Board of Directors may create standing committees to carry out its responsibilities, as well as temporary committees or task forces for special purposes.

12.2 Standing Committees are sub-units of and are appointed by their governing board; the three-year appointments are limited to three consecutive terms.

ARTICLE XIII - COMMISSIONS

13.1 The Convention by resolution may from time to time create commissions for special purposes.

13.2 The commissions existing at the time of the adoption of these Bylaws shall continue their powers, duties and jurisdiction until further resolution of the Convention.

13.3 The Convention resolution creating a commission shall define its powers, duties and jurisdiction and establish its budget.

13.4 A commission shall make a report of their activities to the Convention and between Conventions to the Board of Directors upon request.

13.5 Members of commissions shall be members in good standing of congregations which are members of the

Michigan District of the Lutheran Church-Missouri Synod.

provisions of these Bylaws, or amendments thereto, shall continue in full force and effect.

ARTICLE XIV - REGIONS

- 14.1 The Convention by resolution shall establish no less than four (4) Regions within the Michigan District.
- 14.2 Regions shall consist of circuits designated by the enabling resolution.
- 14.3 Regions existing at the time of the adoption of these Bylaws shall continue until further resolution of the Convention.
- 14.4 Circuits are created, aligned, and/or realigned by convention resolution.

ARTICLE XV - HANDBOOK

- 15.1 The Board of Directors shall cause to be prepared, within three (3) months after the adjournment of each District Convention, a District Handbook.
- 15.2 The Handbook shall include:
 - a. The current Bylaws of the District as they may be amended.
 - b. The names of all officers and board members.
 - c. Such other information as the Convention and/or the Board of Directors may direct.
- 15.3 A copy of the Handbook shall be furnished to:
 - a. Each member congregation of the District.
 - b. Each officer and board member.
 - c. Such other persons as the Convention and/or the Board of Directors may direct.

ARTICLE XVI - REPEAL AND SAVING CLAUSE

- 16.1 Any and all Bylaws previously adopted by the Convention of the Michigan District of the Lutheran Church-Missouri Synod are hereby repealed.
- 16.2 If any section, paragraph, clause or provision of these Bylaws or any amendments thereto, shall be held invalid under the Constitution and Bylaws of the Lutheran Church-Missouri Synod, or under the laws of the State of Michigan, the invalidity of such paragraph, section, clause or provision shall not affect any of the other provisions of these Bylaws or Amendments thereto.
- 16.3 All acts, resolutions or orders or parts thereof in conflict with the provisions of these Bylaws, and any amendments thereto, to the extent of such conflict, are hereby repealed and all other acts, resolutions or orders or parts thereof not in conflict with the

ARTICLE XVII - AMENDMENTS

- 17.1 Amendments may be made to the Bylaws by the District in Convention providing they are not contrary to the Constitution and Bylaws of Synod.
- 17.2 Proposed amendments shall be presented in writing to a Convention of the District.
- 17.3 Proposed amendments shall be specified as Bylaws amendments.
- 17.4 Proposed amendments shall be submitted to the District Committee on New and Revised Constitutions and they shall report to a Convention Floor Committee.
- 17.5 Proposed amendments to the Bylaws may be adopted by an affirmative vote of a majority of the delegates present and voting.
- 17.6 All proposed amendments to these Bylaws, before they are given effect, shall first be submitted to the Synodical Commission on Constitutional Matters for review and the approval of that Commission obtained as provided in the Bylaws of Synod.