

BYLAWS
OF
HOPE LUTHERAN CHURCH, INC.

ARTICLE I

Purposes

The primary purpose of this Congregation is to fulfill Christ's Great Commission to make disciples of all people (Matthew 28:18-20) through a ministry of worship, service, fellowship, stewardship and growth in Christian faith and life.

We therefore dedicate ourselves to the task of (1) witnessing our faith in Jesus in the community in which we live, with each other, and to the nation and world, (2) modeling a life of service marked by acts of mercy, kindness and concern, (3) celebrating fellowship with one another so that a spirit of unity and joy exist among us, (4) growing in grace and knowledge of God's will through study of His Word, (5) managing, both as individuals and as a group, our lives and resources in such a way that we serve God's mission and purpose for us, and (5) remaining faithful in worship and reception of the Sacraments.

ARTICLE II

Membership

The membership of the Congregation shall include Baptized and Communicant Members. Baptized Members shall include all persons who have been baptized "in the name of the Father, and of the Son, and of the Holy Spirit", and have been placed under the spiritual care of this congregation. Communicant Members shall include those who are Baptized Members and have been received through the rite of youth or adult confirmation, by transfer from partner Lutheran congregation, by profession or reaffirmation of faith.

ARTICLE III

Meetings of the Members

1. ANNUAL MEETINGS OF THE MEMBERS: The annual meeting of the members shall be held each year at the Congregational Assembly with a time and place to be selected by the Ministry Leadership Team. A report of the affairs of the Corporation and a financial report shall be made to the members at the annual meeting.

2. SPECIAL MEETING OF MEMBERS: A special meeting of the members may be called by the Ministry Leadership Team upon its own motion, by the Congregational Chairperson, by the Pastor, or upon the written request of at least four (4) Voting Members, said written request to be given to any of the aforementioned. Notice of the time and place of any special meeting of the members shall be publicized in writing at least two (2) weeks prior to such meeting.

3. VOTING OF MEMBERS: Voting Members shall include Communicant Members who have attained the age of 18 years. Each Voting Member having voting rights shall be entitled to one vote on each matter submitted to a vote at a meeting of Members, including the election of the Ministry Leadership Team.

The vote of a simple majority of the Voting Members voting on any matter at a meeting of Voting Members at which a quorum is present shall be the act of the Voting Members on that matter, unless the vote by a greater number is required by the charter, Constitution or By-laws of this Congregation.

Voting on all matters shall be by voice vote, by a show of hands, or by ballot.

Absentee voting or voting by proxy is not permitted in any action requiring vote of the Voting Members.

The Voting Members present shall constitute a quorum at all congregational meetings.

ARTICLE IV

Ministry Leadership Team

1. GENERAL POWERS: The management of the Corporation shall be vested in the Board of Directors, which shall be called the Ministry Leadership Team. The Ministry Leadership Team shall, with the Pastor, be responsible to the Congregation for the leadership and administration of the church as described in Article VIII of the Charter Constitution ("Constitution"). The procedure for the election of the Ministry Leadership Team shall be as described in Article VIII of the Constitution.

ARTICLE V

Meetings of Ministry Leadership Team

1. ANNUAL MEETINGS: The annual meeting of the Ministry Leadership Team shall be held each year at the time of the Congregational Assembly. Regular meetings of the Team shall be held as called by the Chairperson.

2. SPECIAL MEETINGS: Special meetings of the Team may be called by or at the request of the Chairperson of the Team or two (2) Team members.

3. NOTICE OF MEETINGS: The Chairperson of the Team may call a regular meeting of the Team by giving notice thereof by any usual means of communication. The person or persons calling a special meeting of the Team shall, at least five (5) days prior to the meeting, give notice thereof by any usual means of communication.

4. QUORUM: A majority of the members of the Team shall constitute a quorum for the transaction of business at any meeting of the Team.

5. VOTING: Except as otherwise provided in this Section, the act of the majority of the Team members present at a meeting at which a quorum is present shall be the act of the Team.

ARTICLE VI

Committees

1. CREATION: The Ministry Leadership Team by resolution adopted by a majority of the members present at a meeting at which a quorum is present may designate committees as it deems necessary.

2. TERM OF OFFICE: Each member of a committee shall continue as such until resignation or removal with or without cause by the Team, or until such member shall cease to qualify as a member thereof.

3. CHAIRMAN: One member of each committee shall be appointed chairman by the person or persons authorized to appoint the members thereof.

4. VACANCIES: Vacancies in the membership of any committee may be filled by appointment made in the same manner as provided in the case of the original appointments.

5. QUORUM: Unless otherwise provided in the resolution of the Team designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority

of the members present at a meeting at which a quorum is present shall be the act of the committee.

ARTICLE VII

Officers

1. NUMBER: The officers of the Corporation shall consist of a Chairman, a Vice Chairman, a Secretary, a Treasurer.

2. ELECTION AND TERM: The officers of the Corporation shall be elected by the Ministry Leadership Team. Such election shall be held at any regular or special meeting of the Team. Each officer shall hold office for a period of one year.

3. CHAIRPERSON: The Chairperson shall organize, provide leadership, and preside as chairperson for meetings of the Congregation and the Ministry Leadership Team, prepare the agenda for meetings of the Congregation and Ministry Leadership Team. Counsel with the Pastor and assist in addressing the Pastor's needs and concerns, represent the Congregation at events as needed, facilitate communication of important among the Congregation, its Council, and its committees, organize Council retreats and functions as needed.

4. VICE CHAIRPERSON: The Vice Chairperson shall in the absence of the Chairperson, preside at meetings of the Congregation, fill the Chairperson's office if the Chairperson is unable to serve.

5. SECRETARY: The Secretary shall in the absence of the President, preside at meetings of the Congregation, fill the Chairperson's office if the Chairperson is unable to serve.

6. TREASURER: The Treasurer shall keep the books of account of the Congregation and shall be responsible for all funds deposited by the Financial Secretary and disburse them on proper orders, make written summary report of financial transactions to the Ministry Leadership Team and to the Congregation, together with a satisfactory audit, and its annual meetings. submit to the Council by a monthly financial summary report of all receipts and disbursements of funds.

ARTICLE VIII

Loans

The Voting Members shall retain and not delegate the right of the congregation to borrow money or incur debt which exceeds \$10,000.

ARTICLE IX

Forbidden Activities

The Corporation is organized as a nonprofit Corporation exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"). No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its officers, Directors, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its charitable purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this Article XI, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Code, or the corresponding provision of any future United States Internal Revenue Law or (b) by a corporation the contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE X

Amendment of Bylaws

These Bylaws may be amended by the Voting Members of the Congregation at either the annual Congregational Assembly or at a special meeting called for that purpose. The vote of a two-thirds majority of the Voting Members at a meeting of Voting Members at which a quorum is present shall be required to amend these Bylaws.

