

**Restated Articles of Incorporation
of The South Dakota District
of The Lutheran Church – Missouri Synod**

(Revised by the 2021 Convention of the District.)

ARTICLE I

NAME

The name of the corporation shall be “THE SOUTH DAKOTA DISTRICT OF THE LUTHERAN CHURCH – MISSOURI SYNOD.”

ARTICLE II

PERIOD OF DURATION

The period of duration of this corporation is perpetual.

ARTICLE III

OBJECTIVES AND PURPOSES

This corporation is formed for the following objectives and purposes:

- A. To unite in a corporate body the congregations, and ordained and commissioned ministers of religion, who are members of The Lutheran Church – Missouri Synod, situated or residing within the geographical boundaries of The South Dakota District; and to perpetuate the good work of disseminating the Gospel of Jesus Christ throughout the world.
- B. To carry out within the South Dakota District the objectives of The Lutheran Church—Missouri Synod (The Synod), to-wit:
 - 1. Conserve and promote the unity of the true faith (Eph. 4:3-6; I Cor. 1:10), work through its official structure toward fellowship with other Christian church bodies, and provide a united defense against schism, sectarianism (Rom. 16:17), and heresy;
 - 2. Strengthen congregations and their members in giving bold witness by word and deed to the love and work of God, the Father, Son, and Holy Spirit, and extend that Gospel witness into all the world;
 - 3. Recruit and train pastors, teachers, and other professional church workers and provide opportunity for their continuing growth;
 - 4. Provide opportunities through which its members may express their Christian concern, love, and compassion in meeting human needs;
 - 5. Aid congregations to develop processes of thorough Christian education and nurture and to establish agencies of Christian education such as elementary and secondary schools and to support Synodical colleges, universities, and seminaries;

6. Aid congregations by providing a variety of resources and opportunities for recognizing, promoting, expressing, conserving, and defending their confessional unity in the true faith;
 7. Encourage congregations to strive for uniformity in church practice, but also to develop an appreciation of a variety of responsible practices and customs which are in harmony with our common profession of faith;
 8. Provide evangelical supervision, counsel, and care for pastors, teachers, and other professional church workers of the Synod in the performance of their official duties;
 9. Provide protection for congregations, pastors, teachers, and other church workers in the performance of their official duties and the maintenance of their rights; and
 10. Aid in providing for the welfare of pastors, teachers, and other church workers, and their families in the event of illness, disability, retirement, special need, or death.
- C. As a District of The Lutheran Church – Missouri Synod to carry out Synodical resolutions affecting the District.
 - D. To purchase or otherwise acquire, own, hold, use, lease (as lessee or lessor), pledge, invest in, encumber, exchange, transfer, and dispose of real or personal property.
 - E. To borrow money, to issue, sell, or pledge its obligations, notes, bonds, and other evidences of indebtedness, and to mortgage or pledge its property to secure the payment thereof.
 - F. To receive by gift, devise, bequest, or otherwise any money or other property absolute or in trust.
 - G. To have such powers as are permitted to it under the Statutes of the State of South Dakota, as from time to time amended, except that said corporation shall be organized and operated exclusively for the purposes specified in and qualified under Section 501 (C) (3) of the Internal Revenue Code of 1954, as the same may hereafter be amended and supplemented, and that said corporation shall operate exclusively for religious, educational, charitable, and other non-profitable purposes, no part of the net earnings of which inures to the benefit of any member. This corporation is specifically restricted to engage otherwise than as an insubstantial part of its activities, in activities which are in furtherance of one or more of the exempt purposes set out for such exempt organizations under the Internal Revenue Code.

ARTICLE IV

MEMBERSHIP AND VOTING PRIVILEGE

- A. Membership: The membership of this corporation is comprised of the congregations and the ordained and commissioned ministers of religion of The Lutheran Church—Missouri Synod who have affiliated with this District.
- B. Voting Members: At the meetings of the District, every congregation or parish is entitled to two votes: one cast by one of its called and installed pastors and the other by the voting lay delegate. These delegates shall be accredited, in accord with the Constitution and Bylaws of The Lutheran Church—Missouri Synod and the District.

- C. **Advisory Delegates:** All nonvoting ordained and commissioned ministers who are individual members of the Synod within the District shall serve as advisory delegates. Each congregation in a multi-congregation parish that does not supply the voting lay delegate may be represented by an advisory lay delegate. Advisory delegates are entitled to voice and vote on a floor committee, if appointed, and to voice in the District Convention. Individual members of the Synod who qualify to be advisory delegates are expected to attend the District Conventions, unless excused in accordance with the Bylaws.

ARTICLE V

MEETINGS

- A. An annual meeting of the members shall be held as may be provided by the Bylaws.
- B. This corporation shall have a District Convention, in the years prescribed by the Constitution and Bylaws of The Lutheran Church—Missouri Synod. The District Convention may be considered an annual meeting. District Conventions are the principal legislative assemblies, which amend the District's Articles of Incorporation and Bylaws, consider and take action on reports and overtures, and handle appropriate appeals.
- C. Special meetings may be called in such manner as may be provided by the Synod or, if a meeting is necessary or advisable under South Dakota state law, as provided in this corporation's Bylaws.

ARTICLE VI

BOARD OF DIRECTORS: OFFICERS

- A. The Board of Directors, of not less than three, shall be constituted as specified in the Bylaws and shall be elected by ballot by the voting delegates at that District Convention called for such purpose in the Bylaws of this corporation.
- B. The officers of this corporation shall consist of a president, vice-presidents as specified by the Bylaws of this corporation, a secretary, a treasurer and such other officers as Bylaws may identify and shall be elected by ballot by the voting delegates at that District Convention called for such purpose in the Bylaws.
- C. The duties of officers and directors and such other regulations and prohibitions regarding the qualifications of officers, as may be deemed necessary or expedient are or may be provided for in the Bylaws.
- D. The property and affairs of The South Dakota District of The Lutheran Church – Missouri Synod shall be managed by the Board of Directors, which may exercise all the powers granted it in its efforts to realize the objectives of this organization, subject to the Bylaws of said corporation and the decision of its members at Convention or other meetings assembled.

ARTICLE VII

INDEBTEDNESS: LIABILITY

- A. The highest amount of indebtedness which this corporation shall incur shall in no event exceed the value of the assets owned by this corporation.
- B. All indebtedness contracted by this corporation shall be made and concurred in by the President and Treasurer of this corporation, and the President and Secretary of this corporation shall make all conveyances of real estate, and shall execute all encumbrance, if any, of property owned by this corporation, and shall likewise release any and all mortgages and liens now existing or hereafter created in favor of this corporation.
- C. Private property of the members of this corporation shall not be subject to the payment of the corporate debts but shall be exempt from all liability therefore.

ARTICLE VIII

BYLAWS

- A. The Constitution of the Synod shall be a part of this corporation's Bylaws and the Bylaws of the Synod shall be primarily the Bylaws of this corporation.
- B. This corporation may adopt additional Bylaws and such rules and regulations for its own conduct as are not in conflict with these Articles of Incorporation, the laws of the State of South Dakota, or the Constitution, Bylaws, and resolutions of the Synod. These Bylaws and regulations and any subsequent changes shall be submitted to the Synod's Commission on Constitutional Matters for review and approval.
- C. Such additional Bylaws shall be adopted, altered, amended or repealed by a majority vote of the voting delegates present in the District Convention or at any special District meeting. However, District Conventions are intended as the principal legislative assemblies for amendment of the Bylaws.

ARTICLE IX

RELATIONSHIP TO THE SYNOD

This corporation, as part of The Lutheran Church—Missouri Synod, acknowledges its allegiance to the Synod and to the convention of the Synod. It submits to the authority of the Synod and the convention. It accedes, recognizes, and accepts the doctrine taught and practiced in the Synod (Art. II). All provisions of this corporation's Articles of Incorporation and Bylaws are subject to the provisions of the Constitution, the Bylaws, and the resolutions of the Synod in convention.

Neither The Lutheran Church—Missouri Synod nor The Lutheran Church—Missouri Synod Incorporated is responsible for the debts or other obligation of this corporation nor do they represent or endorse the fiscal solvency of this corporation.

ARTICLE X

DISSOLUTION

- A. In the event of dissolution, other than by direction from the Synod in convention, the assets of this corporation, subject to its liabilities, shall be transferred, consistent with applicable state and federal laws, to The Lutheran Church—Missouri Synod, as may be more specifically described in the Bylaws of this corporation.
- B. If, however, on the date of such proposed dissolution, The Lutheran Church—Missouri Synod, a Missouri Corporation, or its successor, is no longer in existence, the assets of this corporation may distributed to any other Section 501(C)(3) organization as designated by the District's Board of Directors.

ARTICLE XI

AMENDMENTS

Amendments to these Articles of Incorporation may be made at any time at a regularly called meeting of this corporation by a majority of the voting delegates present at such meeting, provided such amendments are not inconsistent with the Constitution or the laws of the United States or the State of South Dakota or the Constitution or Bylaws of The Lutheran Church—Missouri Synod, and with prior approval of the Commission on Constitutional Matters of the Synod. However, District Conventions are intended as the principal legislative assemblies for amendment of Articles of Incorporation.

Amendments to the Articles of Incorporation shall be made in the following manner:

- A. Unless an amendment is proposed directly by the members, the Board of Directors shall adopt a Resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of members entitled to vote thereon, after obtaining prior approval of the Synod's Commission on Constitutional Matters.
- B. Written or printed notice stating the place, day and hour of the meeting and setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each member entitled to vote at such meeting not less than ten nor more than fifty days before the date of the meeting, either personally or by mail.
- C. If the members adopt a Resolution setting forth a proposed amendment, written notice shall also be provided to the Board of Directors, as provided above.
- D. The proposed amendment shall be adopted upon receiving at least a majority of the votes which members present at such meeting are entitled to cast after obtaining prior approval of the Synod's Commission on Constitutional Matters.
- E. The District in convention may vote to amend its articles or bylaws provided the resolution is contingent on approval by the Commission on Constitutional Matters. The amended articles or bylaws become effective immediately upon, and only upon, approval of the Commission on Constitutional Matters. Should the Commission on Constitutional Matters not approve the adopted changes, the District Board of Directors may modify the amendments to comply with the Commission on Constitutional Matters' requirements upon their two-thirds vote.

Bylaws Governing The South Dakota District of The Lutheran Church–Missouri Synod (2021 Revision)

I. BOARD OF DIRECTORS

1.01 Membership

Members of the Board of Directors shall each be a member of a voting congregation of the District and shall be the following:

- a. The President who shall be an ordained minister of the Synod.
- b. Two Vice-Presidents who shall be ordained ministers of the District.
- c. The Secretary who shall be an ordained minister of the District.
- d. The Treasurer who shall be a layperson.
- e. Two additional laypeople from the District at Large.

1.03 Parish Limitations

- a. No more than one member of a parish (parish defined as one or more congregations who are served jointly by a called pastor) shall serve as a member of the Board of Directors.

1.05 Succession to Office

- a. All elected members of the Board of Directors, except the President, the First Vice-President, and the Treasurer, may succeed themselves to the same office only once after having served one full term.
- b. The President, First Vice-President, and Treasurer are not limited as to tenure of office.

1.07 Vacancies

- a. A vacancy on the Board of Directors occurs as soon as a member ceases to be a member of a voting congregation of the District.
- b. Vacancies may be filled until the next regular election by the affirmative vote of a majority of the remaining Directors. A Director so appointed by the Board to fill the vacancy shall be appointed to the unexpired term of his predecessor in office.

1.11 Organization

- a. The Board of Directors shall elect or appoint its own Chairman, Vice-Chairman and such other officers and committees of the Board as may be necessary.

1.15 General Duties

- a. The property and affairs of The South Dakota District of The Lutheran Church – Missouri Synod, shall be managed by the Board of Directors which may exercise all the powers granted in its efforts to realize the objectives of this organization, subject to the Bylaws of said corporation, and the decision of its members at Convention or other meetings assembled.

1.17 Duties of Officers

- a. The President shall perform the duties as prescribed in Section II, 2.05 of these Bylaws.
- b. The Secretary shall keep accurate minutes of District Conventions for the permanent records of the District and shall perform such other duties as are in keeping with his office. He, together with the President, shall make and concur in conveyances of real estate, and execute all encumbrance, if any, of property owned by said corporation, and shall likewise release any and all mortgages and liens now existing or hereafter created in favor of said corporation.
- c. The Treasurer shall be responsible for the receipt and disbursement of all monies of the District in keeping with sound modernized accounting procedure. The Treasurer, together with the President, shall make and concur in all indebtedness contracts by the District. The Treasurer shall confer with the Business Manager of the Board on all fiscal transactions of the District and the Synod.
- d. Additional duties and guidelines not inconsistent herewith shall be prescribed and provided by the Board of Directors.

1.21 Meetings

- a. The Board of Directors shall meet a minimum of four times a year. A majority of the Board shall constitute a quorum, provided that all members have been duly notified as to the time and place of the meeting. Generally accepted rules of parliamentary procedure administered in Christian love shall prevail.

1.25 Responsibility

- a. The Board of Directors shall be responsible to the District for its official actions and shall render a report of its activities to the District Convention or as often as the District may call upon it to do so.
- b. The Board of Directors shall consult and plan with the Executive Secretary regarding all matters of program development, especially in the area of missions, stewardship and education, and the Business Manager regarding financial development.
- c. The setting of the budget shall be done by the Board of Directors taking into consideration the recommendations of the Planning Process of the District.

1.27 Relationship with Synod

- a. Where operating committees exist they shall cooperate with the respective Office of the Synod..

III. DISTRICT PRESIDENT

2.01 Office

- a. The Office of President shall be a full-time position.

2.05 Duties (In keeping with the spirit of Articles XI and XII of the Constitution of the Synod, the following be regarded as the definition of the Office of District President:)

- a. Administration The District President is the chief executive officer of the District. He shall be responsible for:
 - (1) Supervision and coordination, together with the Board of Directors, the work of all committees and personnel of the District.
 - (2) Making and concurrence of all indebtedness of the District, in conjunction with the Treasurer.
 - (3) All conveyances of real estate, and the execution of all encumbrance, if any, of property owned by said corporation, and shall likewise release any and all mortgages and liens now existing or hereafter created in favor of said corporation, in conjunction with the Secretary.
- b. Ecclesiastical Supervision The District President shall, as further defined in the Constitution and Bylaws of the Synod, provide evangelical supervision, counsel, and care for the members of the Synod in the District, especially by acquainting himself with the religious conditions of and arranging for official visits to the congregations of the District, and by supervising the doctrine, life and administration of office of the ordained and commissioned ministers of the District.
- c. Creative Planning The District President shall keep abreast of developments affecting the church and recommend suitable action to meet the challenges of our day.
- d. Representation The District President shall represent the Synod in the District, as further defined in Synod Bylaw 4.4.
- e. He shall not serve a congregation as its Vacancy Pastor.

2.07 Election

- a. His election shall conform to Section V of these Bylaws. The District Board of Directors shall present his Diploma of Election. His term of office shall be three years. He may succeed himself without limitation as to terms.

2.09 Vacancy in Office

- a. If the President is unable to serve because of illness or disability, or should he decline the Diploma of Election offered pursuant to his election, the duties of his office shall be assumed by the First Vice-President, as herein provided. Disability or illness sufficient to cause a vacancy shall be determined by the Board of Directors.

- b. In the event of vacancy as defined herein, the First Vice-President shall immediately assume the duties of the President on a part-time basis. If the unexpired term of the President is more than a calendar year and the vacancy is filled by the First Vice-President who was elected to his office, the same Vice-President may elect to resign his pastorate and become full-time President. In all other cases, the Vice-President assuming the duties of the Office of the President shall serve on a part-time basis until the next regular Convention of the District, when a full-time President shall be elected to the unexpired term.

2.11 Salary

- a. The initial salary of the President shall be set by the Convention on the recommendation of the Board of Directors.
- b. The Board of Directors shall make an annual review of the salary and compensation and may adjust the same.

2.15 Miscellaneous

- a. The Board of Directors shall determine the extent of vacation, leaves of absences and such activities of the President as are not specified in the Constitution and Bylaws of the Synod and the Bylaws and Articles of Incorporation of this corporation.

III. EXECUTIVE SECRETARY

3.01 Appointment and Responsibility

- a. The Executive Secretary of the Board is appointed by the Board of Directors with the approval of the then District President, to be its Executive Officer, and as such shall be under its supervision. The Board of Directors shall provide him with a job description and guideline of his duties.

3.03 Term of Office

- a. His term of office shall be for three years, reckoned from the first regular meeting of the Board of Directors, following an election Convention.

IV. BUSINESS MANAGER

4.01 Appointment and Responsibility

- a. The Business Manager of the Board is appointed by the Board of Directors to be its Fiscal Officer, and as such shall be under its supervision. The Board of Directors shall provide him with a job description and guidelines of his duties.

4.03 Term of Office

- a. His term of office shall be prescribed by the Board of Directors and his performance shall be examined periodically on a merit basis.

V. ELECTION PROCEDURE

5.01 Time of Election and Term of Office

- a. The President, Vice-Presidents, the Secretary, the Treasurer and the two laymen on the Board of Directors shall be elected in the District Convention.
- b. All officers and members of the Board of Directors shall serve for terms of three years or until their successors shall have qualified.

5.03 Order of Election

- a. The order for electing District officers shall be as follows:
 1. President
 2. Vice-Presidents
 3. Secretary
 4. Treasurer
 5. Two Laymen for Board of Directors
 6. Circuit Visitors
 7. District Member of Synodical Nominating Committee (as required)
 8. Other committees (as necessary).

5.05 Nominations and Election of President and Vice-Presidents

- a. Nominations for the Office of President of the District shall be made in the following manner:
 1. Each voting congregation shall be entitled to nominate one ordained minister from the clergy roster of the Synod as a candidate for President.
 2. The Secretary of the District shall mail to each voting congregation of the District ballots for nominating these candidates.
 3. Each nominating ballot shall be signed by the President and the Secretary of the voting congregations and shall be sent to the Secretary of the District not later than two months prior to the opening date of the Convention.
 4. The Secretary of the District together with the Chairman of the Committee on Nominations shall tabulate the nominations and shall report to the Convention by means of the Convention's manual the names of all ordained ministers who have received at least five nominating votes for the Office of President.
- b. Candidates for the Office of President
 1. Candidates for the Office of President shall be in each instance the three ordained ministers receiving the highest number of votes in the nominating ballots of the congregations.

2. The Secretary of the District shall notify each candidate and shall secure his approval in writing, within 10 days, for inclusion of his name on the convention ballot and indicate willingness to serve if elected.
3. In the event of the death, declination, or unavailability of any candidate, the nominee having the next highest number of votes shall become a candidate.
4. In the event of a tie for the third position among the candidates, all names involved in the tie shall be listed as candidates.
5. The Secretary of the District shall publish in the Convention Manual brief biographies of the three candidates for President giving adequate information on each candidate. This report shall contain such pertinent information as age, residence, number of years in the District, present position, District or Synodical offices previously held, year of ordination, former pastorates, involvement in community, government, or inter-church affairs, and any other specific experience and qualification for the office.
6. The Convention shall have the right to alter each slate at the proper time by amendment. Any delegate making a nomination from the floor shall have secured prior written consent of the candidate whom he wishes to nominate. Such delegate shall immediately submit to the Secretary of the District this document and written pertinent information concerning his nominee as detailed in 5.05 b.5.

c. Election of President

1. Each voting delegate shall be entitled to vote for one of the candidates for President.
2. The candidate receiving a majority of the votes cast shall be declared elected.
3. If no candidate receives a majority of the votes cast, the candidate with the lowest votes is removed for the next ballot. This will continue until a candidate receives a majority.

d. Nominations for Vice-Presidents

1. Each congregation shall be entitled to nominate one ordained minister from the clergy of the District as a candidate for Vice-Presidents.
2. The Secretary of the District shall mail to each voting congregation of the District ballots for nominating these candidates.
3. Each nominating ballot shall be signed by the President and the Secretary of the voting congregation and shall be sent to the Secretary of the District not later than two months prior to the opening date of the Convention.
4. The Secretary of the District together with the chairman of the committee on Nominations shall tabulate the nominations and report to the convention by means of the convention's manual the names of the ordained ministers who have received least five nominating votes for the office of Vice-President.

e. Candidates for the Office of Vice-president

1. Candidates for the Office of Vice-President shall be in each instance the four ordained ministers receiving the highest number of votes in nominating ballots of the congregations.

2. The secretary of the District shall notify each candidate and shall secure his approval in writing within 10 days, for inclusion of his name on the convention ballot and indicate willingness to serve if elected.
3. In the event of a tie for the fourth position among the candidate, all names involved in the tie shall be listed as candidates.
4. The Secretary of the District shall publish in the convention manual brief biographies of the four candidates for Vice-Presidents giving adequate information on each candidate.
5. The Secretary of the District shall publish in the Convention Manual brief biographies of the four candidates for Vice-President giving adequate information on each candidate. This report shall contain such pertinent information as age, residence, number of years in the District, present position, District or Synodical offices previously held, year of ordination, former pastorates, involvement in community, government, or inter-church affairs, and any other specific experience and qualification for the office.
6. The Convention shall have the right to alter each slate at the proper time by amendment. Any delegate making a nomination from the floor shall have secured prior written consent of the candidate whom he wishes to nominate. Such delegate shall immediately submit to the Secretary of the District this document and written pertinent information concerning his nominee as detailed in 5.05 e.5.

f. Election of Vice-Presidents

1. Each voting delegate shall be entitled to vote for one candidate for First Vice-President.
2. The candidate receiving a majority of the votes cast shall be declared elected.
3. If no candidate receives a majority of the votes cast, the candidate with the lowest votes is removed for the next ballot. This will continue until a candidate receives a majority.
4. The Ballot for Second Vice-President will be comprised of the Vice-President candidates who were not elected to First Vice-President.
5. Each voting delegate shall be entitled to vote for one candidate for Second Vice-President.
6. The candidate receiving a majority of votes cast shall be declared elected.
7. If no candidate receives a majority of votes cast, the candidate with the lowest votes is removed for the next ballot. This will continue until a candidate receives a majority.

5.07 Election of Circuit Visitors

- a. The process for the election of Circuit Visitors by District Conventions and the appointment of Circuit Visitors when vacancies occur shall be the process established by the Bylaws of the Synod, as from time to time promulgated by the Synod and incorporated herein by this reference.

5.09 Elections of Other Officers

- a. Elections of all officers other than District President, Vice-Presidents, and Circuit Visitors shall be from the slate of candidates developed by the Committee on Nominations or as otherwise specified.
- b. Names of candidates are to be placed on the slate in alphabetical order without distinctive marks, subject to approval by the Convention. Additional candidates may be placed in nomination by the Convention, such nominations to include the written consent of the nominee to serve.
- c. A majority of all votes cast (disregarding voided ballots) shall be required to elect.
- d. In the event that no candidate receives the required majority vote, balloting shall continue until there is an election, in which case the candidate(s) receiving the smallest number of votes shall be eliminated from the balloting in each instance.
- e. There shall be no balloting during recess or after adjournment.

5.11 Committee on Nominations

- a. The Committee on Nominations for each Convention in which an election is held shall be elected at the preceding Convention. The District President shall recommend to the Convention a list of candidates for the Committee on Nominations consisting of four ordained ministers and five laypeople. Additional candidates may be placed in nomination by the Convention. Of these candidates, the Convention shall elect by ballot two ordained ministers and three laypeople.
- b. It shall be the duty of the Committee on Nominations to recommend at least two candidates for each of the elective District offices, except as otherwise provided in these Bylaws. Qualifications of candidates as to age, occupation or profession, experience, and place of residence, shall be gathered by the Committee on Nominations and presented to the Convention. The Committee on Nominations shall obtain the consent of persons nominated for the various offices.
- c. Vacancies on the Committee on Nominations shall be filled by alternates (in the respective classifications of pastors or laypeople) in the order of the number of votes received by the nominees in the election of the Committee; or if none, by the Board of Directors.

5.21 Committee on Elections

- a. The District President shall appoint a Judge of Elections in the first business session of the Convention in which an election is to be held. It shall be the duty of the Judge of Elections to prepare ballots, conduct the balloting, count the votes cast, and report without delay the results of the voting to the Convention. The Judge of Elections shall have the right of the floor of the assembly whenever his duties may demand, and he shall have the privilege to appoint his assistants.
- b. All ballots, valid or void, shall be preserved by the Judge of Elections separately, according to the order of balloting, until the Convention is adjourned.

VI. AMENDMENTS

6.01 How Made

- a. Changes in, and additions to, these Bylaws may be made, provided they have received prior approval by the Commission on Constitutional Matters of the Synod, and provided they are –
 - (1) Not contrary to the Articles of Incorporation of the District, the Constitution and Bylaws of the Synod, or the Laws of the State of South Dakota;
 - (2) Presented in writing as an overture to the District Convention;
 - (3) Specified as Bylaw amendments and considered by a Convention Floor committee; and
 - (4) Adopted by a majority vote of the Convention.

- b. Amendments arising in the course of a convention, or during the course of a convention being made to previously approved proposals, may be adopted by a majority vote of the convention, provided the resolution is contingent on approval by the Commission on Constitutional Matters. The amended Bylaws become effective immediately upon, and only upon, approval of the Commission on Constitutional Matters. Should the Commission on Constitutional Matters not approve the adopted changes, the District Board of Directors may modify the amendments to comply with the Commission on Constitutional Matters' requirement, upon their two-thirds vote.

- c. Changes in, and additions to, these Bylaws may also be adopted by a two-thirds majority of the District Board of Directors, when necessitated by amendments to the Synod Constitution or Bylaws or otherwise expressly directed by a resolution of the Synod in Convention. Such amendments shall have been drafted by the Secretary of the District and approved in advance by Synod's Commission on Constitutional Matters.

6.03 Former Bylaws

- a. All Bylaws governing this corporation are herewith repealed and these Bylaws adopted in lieu thereof.