



Board of Directors By-Laws

White Bear Lake United Methodist Church

February 19, 2019

Section 1.1 - Number, Composition of Board

The Board of Directors shall consist of seven Directors and the Lead Pastor. Board members must be members of White Bear Lake United Methodist Church.

Section 1.2 - Selection of the Board

Board of Directors candidates may be nominated by members of the congregation and by the church's Nominating Committee. A slate of nominees for one or more open positions will be presented to the Church Conference for a vote.

The nomination and election of the Board of Directors shall provide for reasonable rotation of Board members to ensure that at least one-third of the members shall be new members over every three-year period. The nominating process shall be handled by the Nominating Committee, which shall present the proposed slate of Board members to the Church Conference. Church membership should be notified not less than eight weeks before the Church Conference as to how to submit names to the Nominating Committee for consideration for Board membership. If such notice is not provided, nominations for Board membership may be accepted from the floor at the Church Conference.

Section 1.3 – Nominating Committee

A member of the Board of Directors will serve on the Nominating Committee. The position of Nominating Committee Chair can be filled by a Board member. The term for the Nominating Committee members shall be three years. There will be at least five other members on the Nominating Committee. One of the pastors will serve as ex-officio on the Nominating Committee.

Section 1.4 – Selection of Board Chair

The Board Chair and shall be proposed by the Lead Pastor at the last meeting of the current Board (in June) and voted on by that group.

Section 1.5 – Quorum

At all meetings of the Board of Directors, at least four Directors shall be necessary and sufficient to constitute a quorum.

Section 1.6 – Number Required for Action by Directors

Except where otherwise required by the Book of Discipline, the Articles, or these By-Laws, the affirmative vote of four or more Directors at any duly held meeting shall be sufficient for any action, including the revision of these By-Laws.

Section 1.7 – Terms for the Board of Directors

Board of Directors will serve terms of three years. Terms will be staggered to provide continuity and direction. Directors may not serve more than two consecutive terms.

Terms will run from July 1 through June 30.

Section 1.8 – Resignation of Directors

A Director may resign at any time by giving notice to the Board Chair. The resignation is effective when the notice is given unless a later effective time is provided.

Section 1.9 – Resignation of the Board Chair

The Board Chair may resign at any time by giving notice in writing to the Lead Pastor. The resignation will be effective at the time specified in writing, or at a different time discussed and agreed upon with the Lead Pastor.

Section 2.0 – Removal of Directors

Any member of the Board of Directors, including the Chair, may be removed from the Board by an affirmative vote of at least four members present at a duly held meeting of the Board of Directors. Notice of such meeting must be provided to all Board of Director members at least five days in advance of the meeting, and the notice must state that the removal of such Board member is on the meeting agenda. Meeting notification must be made to each Board member via customary communication channels.

Section 2.1 – Filling Vacancies

In the event a vacancy exists on the Board of Directors, a successor to fill the unexpired term shall be identified by the Nominating Committee, and the election process outlined in Section 1.2 shall be followed.

Section 2.2 – Regular Meetings/ Attendance

Board members are expected to attend all duly called Board meetings and actively participate in carrying out the mission of the Board and White Bear Lake United Methodist Church. Meetings will be held on a consistent basis (e.g. monthly), with dates and times provided in advance to Board members. Board members have an obligation to fulfill the responsibilities of the church's governance.

Section 2.3 – Electronic Communications

Board of Directors' business may be transacted by meeting in person or via telephonic or electronic means. A Board meeting must include a means through which the Directors may simultaneously hear or correspond with each other in order to qualify as a duly called Board meeting.