

PROPOSED

LA VERNE HEIGHTS PRESBYTERIAN CHURCH BY-LAWS

Adopted by the Congregation, XXXXX XX, XXXX

FOUNDATIONAL STATEMENT

As a people committed to the Lord Jesus Christ and empowered by the Holy Spirit, we nurture and equip each other to be disciples who perceive and carry out Gods call to our mission: to share the gospel and address community and world needs to the glory of God.

I. RELATION TO THE PRESBYTERIAN CHURCH (U.S.A.)

La Verne Heights Presbyterian Church, (organized October 22, 1967), hereafter LVHPC, is a member congregation of the Presbytery of San Gabriel in the Synod of Southern California and Hawaii of the Presbyterian Church (U.S.A.), hereafter PC(USA).

II. GOVERNANCE OF THE CHURCH

This congregation shall be governed in accordance with the most recent version of the *Constitution* of the PC(USA). The most recent edition of *Robert's Rules of Order, Newly Revised* shall be used for parliamentary guidance. Should a situation arise in which the *Constitution* and *Robert's Rules* are in conflict, the *Constitution* shall have priority.

III. MEMBERS OF THE CHURCH

Session shall vote to enroll individuals as members of LVHPC. The categories of membership are: baptized members, active members, and affiliate members.

A baptized member is a person who has received the sacrament of baptism but who has not yet made a profession of faith in Jesus Christ as Lord and Savior. Baptized members are not entitled to vote in meetings of the congregation, nor to hold office.

An active member is a person who has received the sacrament of baptism and who has made a profession of faith in Jesus Christ as Lord and Savior, and who has voluntarily submitted to the government of this church, and who participates in the church's worship and common life. Active members are entitled to speak and vote in meetings of the congregation, and to hold office.

An affiliate member is an active member of another church of this denomination or of another denomination or Christian body, who has temporarily moved from the community of active membership, and who has presented Session with a letter or certificate of good standing from the appropriate governing body of

that church. Affiliate members are not entitled to vote in meetings of the congregation, nor to hold office.

IV. MEETINGS OF THE CHURCH

There shall be two stated meetings of LVHPC each year: one at a time and place specified by Session for the purpose of electing Ruling Elders, Deacons, and the Nominating Committee, as well as any other business the Session shall deem appropriate to come before the congregation; the second, as early in each new year as is practicable, at a time and place specified by Session for the purpose of receiving annual reports from Session and congregational organizations, electing Corporate Officers, and any other business the Session shall deem appropriate to come before the congregation that is in accordance with the PC(USA) constitution.

Special meetings of the congregation may be called by Session, or on the direction of the Presbytery of San Gabriel. Notice of such meetings shall state clearly the purpose of the meeting, and business shall be restricted to that which is specified in the call.

Congregational meetings shall be announced at two successive Sunday services preceding the meeting or shall be announced via written notice, such as bulletin, email, letter, and website, to all members at least one week in advance of the meeting.

Only active members are entitled to vote in meetings of the congregation.

The moderator of Session shall preside at congregational meetings. If the moderator is unavailable to preside he or she may invite another Minister of Word and Sacrament of the Presbytery of San Gabriel to preside, or another moderator as provided for in the constitution of the PC(USA).

The Clerk of Session shall act as clerk of congregational meetings, or if the clerk is unable to act, a clerk will be designated by Session.

The minutes of congregational meetings shall be attested by the moderator and the clerk, and shall be entered in the minutes book of Session. The Session shall provide copies of the minutes of congregational meetings to active members upon request.

A quorum for the transaction of business at all congregational meetings shall be as follows: if the number of active members is one hundred or less, one fourth of the active members, or if the number of active members is more than one hundred, twenty-five active members or one-tenth of the active membership, whichever is greater.

V. INCORPORATION

In accordance with the laws of the state of California, the congregation shall cause a corporation to be formed. Consistent with the laws of this state and the *Constitution* of the Presbyterian Church (U.S.A.), both ecclesiastical and corporate business may be conducted at the same meeting of the congregation.

Session shall serve as the Board of Trustees of the corporation. Session shall not sell, mortgage, or otherwise encumber or lease, any of its real property, and it shall not acquire real property subject to an encumbrance or condition, except as having received the written permission of the Presbytery of San Gabriel.

Session, subject to the limitations of these bylaws, may authorize any corporate officer or officers, agent or agents, to enter into any contract and execute any instruments, in the name of, and on behalf of, this corporation. They may be given authority in the name of this corporation to borrow money or incur indebtedness, and to cause to be executed and delivered promissory notes, deeds of trust, mortgages, pledges, or other evidence of debt and security therefrom. Unless specifically authorized, no officer, agent, or employee shall have any power or authority to bind this corporation by any contract or agreement.

VI. NOMINATING COMMITTEE

The congregation shall form a Nominating Committee in the following manner:

- (1) There shall be seven members of the Nominating Committee.
- (2) Two of the members shall be active Ruling Elders designated by Session, one of whom shall serve as chair.
- (3) One member shall be designated by and from the Board of Deacons.
- (4) Four of the members, who are not persons currently serving on Session or the Board of Deacons, shall be nominated and elected at an annual meeting of the congregation set for such purpose.
- (5) Members of the committee shall be elected annually.
- (6) The pastor shall be a member *ex officio* and without vote.
- (7) The Nominating Committee shall bring to the congregation nominations for no more than one nominee for each position to be filled. Each nominee shall have given consent to be nominated.
- (8) Additional nominations may be made from the floor at the congregational meeting.

VII. SESSION

The Session shall have authority over all the affairs and activities of this congregation, both spiritual and corporate, except in such matters accorded through the *Constitution* or these bylaws to the pastor, the congregation, or a higher judicatory of the Presbyterian Church (U.S.A.).

Session shall set its own membership between nine and fifteen Ruling Elders divided into three equal classes, one class of whom shall be elected each year for a three-year term. No Ruling Elder shall serve for consecutive terms, either full or partial, aggregating more than six years. A Ruling Elder having served a total of six years shall be ineligible for reelection to Session for a period of at least one year.

Session shall elect a President and Treasurer from within its own membership. The Session shall elect a Clerk from within or without its own membership. These officers shall be reported at the annual meeting of the congregation and will serve a one-year term. Upon election, the President, Treasurer, and Clerk will serve respectively as President, Treasurer, and Secretary of the corporation. Under no circumstances may one individual fill two or more officer positions. A vacancy in any office shall be filled as soon as practicable.

The quorum for Session shall be one half of the membership of Ruling Elders installed on Session.

Session shall meet face to face whenever practicable. When necessary, Session may meet via telephone or other electronic formats, provided there is ample opportunity for real-time deliberation and discussion.

VIII. BOARD OF DEACONS

The Board of Deacons of LVHPC shall be responsible for the performance of those duties which shall be assigned to it by Session and in accordance with the constitution of the PC(USA).

The Session shall set the number of deacons. The total number shall be divided into three equal classes, one class of whom shall be elected each year for a three-year term. No Deacon shall serve for consecutive terms, either full or partial, aggregating more than six years. A Deacon having served a total of six years shall be ineligible for reelection to the Board of Deacons for a period of at least one year.

The Board shall elect a Moderator, Treasurer, and Secretary from among its members.

The Board shall hold stated meetings on a regular basis as necessary to the performance of its duties, and shall meet annually with Session in accordance with the constitution of the PC(USA). Reasonable notice of all meetings will be provided to all members.

The quorum for the Board shall be one-third of the Board's membership.

The Board shall keep a record of its proceedings, and of the receipt and disbursement of its funds, and these records shall be submitted to Session for approval at least once a year, and at other times upon request of Session.

IX. VACANCIES

If a member of Session or the Board of Deacons is reported absent without excuse from three successive stated meetings, the Session may, after asking that person to resign, declare the position vacant.

Vacancies on Session or the Board of Deacons may be filled at a special meeting of the congregation called for such purpose, or at the regular meeting of the congregation set for such purpose, as determined best by Session.

X. AMENDMENTS

Amendments to these bylaws shall be processed through Session and submitted to the congregation for approval or disapproval. Amendments shall require a two-thirds vote of approval of those active members present. A written notice containing the proposed changes shall be given at least seven days before the meeting at which the proposed changes are to be voted upon.