

**The Bylaws of First Presbyterian Church of
Salina, Kansas
A Religious Corporation of Kansas**

November 1988

Revised: July, 1990; January, 1997; June, 1999; June, 2009; February, 2015; December, 2015

Article I - Name

The name of this organization shall be the First Presbyterian Church of Salina, a non-profit corporation chartered by the State of Kansas.

Article II - Corporate Purposes

The Church shall be organized and incorporated for the purpose of conducting the usual ecclesiastical and temporal affairs of such an organization. The congregation and corporation shall be governed as one body under one set of Bylaws and in accordance with the Constitution of the Presbyterian Church (U.S.A.), with the Standing Rules of the Presbytery of Northern Kansas, and with the statutes of the State of Kansas.

Article III - Membership

Membership categories (Active, Baptized and Affiliate), definitions, and privileges shall conform to G-1.04 of the Book of Order of the Presbyterian Church (U.S.A.).

Article IV - Meetings of the Church

Section 1. Annual Meeting

The Annual Meeting of the congregation and corporation shall be held in the buildings of the Church on a Sunday in January; notice of the meeting shall be given specifically to the congregation on the two (2) preceding Sundays. At the Annual Meeting the congregation may transact any business of the Church (corporate or ecclesiastical) properly coming before it. (G-1.0501; G-1.0503)

Section 2. Meeting to Elect Ordered Ministry* and Leadership Positions

A meeting for the election of Ruling Elders, Deacons, and Trustees, First Presbyterian Church of Salina Endowment Fund Trustees, and Nominating Committee members of the congregation/corporation shall be held annually in the buildings of the Church on a Sunday before the last Sunday in October ~~or on such, such~~ date to be determined by the Session and the meeting called in accordance with G-1.0502. Notice of the meeting shall be called to the attention of the congregation on the two (2) preceding Sundays. Nominations may be made by the Nominating Committee, the Trustees (for the First Presbyterian Church of Salina Endowment Fund Trustee position), or from the floor by active members providing nominees are active members who have been contacted previously and have agreed to serve.

Section 3. Special Meetings

Special meetings of the congregation and/or corporation may be called by the Session, the Presbytery or by one-fourth (1/4) of the members on the active roll of the* congregation when requested in writing (G-1.0502). Notice of the meetings shall be called to the attention of the congregation on the two (2) Sundays prior to the meeting specifying the business to be proposed and restricting the business of the meeting to that proposed in the notice.

Section 4. Quorum

A quorum for the transaction of business at a meeting of the Church shall consist of twenty-five (25) members or one-tenth (1/10) of the active members, whichever is greater, and the Moderator.

Section 5. Voting by Email

Voting by email may be utilized by all Church committees and by the Session, the Board of Deacons, the Board of Trustees, and the Endowment Fund Trustees, although such votes shall within reason be limited matters believed to be relatively non-controversial and/or which may be time-sensitive and arising between regular meetings; such votes by email shall constitute the binding votes of the Session or such board or committee.

Section 65. Conduct of Meetings

- A. All meetings of the Church shall be opened and closed with prayer.
- B. All active members shall be entitled to vote at all Church, ecclesiastical and corporate, meetings.
- C. Voting by proxy is not allowed.

Section 76. Moderator

The Moderator shall preside at all meetings of the congregation and corporation. The Pastor shall be the Moderator. In the absence of the Pastor, the Moderator shall be selected in accordance with G-1.0504 of the Book of Order of the Presbyterian Church (U.S.A.).

Section 87. Minutes

- A. The Clerk of the Session shall be the Secretary of the congregation. If the Clerk is unable to attend, a substitute Clerk shall be elected.
- B. The minutes of each meeting shall be read and approved by the Session at its first meeting following that congregational meeting.

Article V - Ordered Ministry and Trustee Positions

Ordered Ministries shall consist of twelve (12) Ruling Elders, and fifteen (15) members of the Board of Deacons. There shall also be ~~nine~~ at least nine (9) members of the Board of Trustees and three (3) members of the First Presbyterian Church of Salina Endowment Fund Trustees. Ordered Ministry and Trustees shall be elected for a term of three (3) years, one-third (1/3) of each to be elected each year by the congregation. They shall be active members. They may be re-elected but may not serve more than six (6) consecutive years after which they shall be ineligible for election to the same board for one (1) year, although Deacons who have completed their sixth consecutive year of service may, upon the approval of the Session, remain on the Board of Deacons as non-voting Off Term Deacons for not longer than one year.

Article VI - The Session

Section 1. Meetings and Records

The Session is made up of the Installed Pastor, Installed Associate Pastor(s) and active ruling elders. The Session shall meet monthly and may hold called meetings in accordance with G-3.0201 and G-3.0203 of the Book of Order of the Presbyterian Church (U.S.A.). All meetings are open to members of the congregation unless the Session votes to meet in executive session. A quorum for the transaction of business is one-third (1/3) of the members of the

Session. The Session shall keep a full and accurate record of its proceedings as provided in the Book of Order G-3.0204.

Section 2. Moderator and Clerk

- A. The Pastor shall be Moderator of the Session. In case of illness or absence of the Pastor, another Moderator may be selected in accordance with G-3.0201 of the Book of Order of the Presbyterian Church (U.S.A.).
- B. The Session shall elect a clerk from among the members of the Session or from among Ruling Elders in the congregation not actively serving on the Session. The Clerk shall be elected each year.

Section 3. Duties and Powers

The Session shall be responsible for the mission and government of the Church. It therefore has the responsibility to supervise the work of all other boards, committees, and organizations of the Church. The Session shall organize itself into committees to carry out effectively the Church's program and to maintain authority over its parts.

Article VII - The Board of Deacons

Section 1. Moderator and Secretary

The Board of Deacons shall elect annually a Moderator and a Secretary from its members.

Section 2. Meetings

The Board of Deacons shall hold stated meetings no less frequently than quarterly. Special meetings may be called by the Moderator, when requested by any two (2) Deacons, or when directed by the Session. A quorum for the transaction of business is one-third (1/3) of the members of the Board of Deacons. The Board shall keep a complete record of its proceedings. The minutes of the Board of Deacons shall be submitted regularly to the Session for approval.

Section 3. Duties and Powers

The Board of Deacons shall minister to those who are in need, to the sick, to the friendless, and to any who may be in distress. They shall assume such other duties as may be delegated to them by the Session.

Article VIII - The Board of Trustees

Section 1. Officers of the Board of Trustees

The Board of Trustees shall elect annually from its members a Chairperson, Vice-Chairperson and a Secretary who shall serve as officers* of the corporation. The Board of Trustees shall present annually to the Session a nomination for Treasurer who shall be elected by the Session. The Treasurer need not be an active member of the Church or the Board of Trustees.*

Section 2. Meetings

The Board of Trustees shall hold stated meetings. Special meetings may be called by the Chairperson, when requested by two (2) members of the Board of Trustees, or at the direction of the Session. A quorum for the transaction of business is one-third (1/3) of the members of the Board of Trustees. The Board shall keep a complete record of its

proceedings and of all funds of the church and their distribution. The minutes of the Board of Trustees shall be submitted regularly to the Session for approval.

Section 3. Duties and Powers

- A. The Board of Trustees shall constitute the Board of Directors of the Church corporation and shall have the powers and duties as defined in G-4.0101 of the Book of Order of the Presbyterian Church (U.S.A.): to receive, hold, encumber, manage and transfer property, real or personal, for the congregation, providing that in buying, selling, and mortgaging real property, the trustees shall act only after the approval of the congregation, granted in a duly constituted meeting* to accept and execute deeds of title to such property; to hold and defend title to such property; to manage any permanent special funds for the furtherance of the purposes of the congregation, all subject to the authority of the Session and under the provisions of the Constitution of the Presbyterian Church (U.S.A.), and shall have such other powers and duties as are prescribed by the laws of the State of Kansas for Trustees (or directors) of non-profit corporation acting with the concurrence of the Session.
- B. The Board of Trustees shall present ~~to the annual meeting to elect ordered ministry and leadership positions~~ a nominee for Trustee of the First Presbyterian Church of Salina Endowment Fund prior to the meeting to elect ordered ministry and leadership positions for approval by the congregation. The nominee must be an active member of the congregation and approved by the Session.

Article IX - The Nominating Committee

The Nominating Committee shall be a representative committee chosen annually and in accordance with G-2.0401 of the Book of Order of the Presbyterian Church (U.S.A.). Two (2) members shall be designated by and from the Session, one (1) of whom shall be named by the Session as Chairperson; one (1) member designated from the Board of Deacons; one (1) member designated from the Board of Trustees; and five (5) members elected annually at the meeting to elect ordered ministry and leadership positions from the active membership of the congregation at large. None of the members at large may be in active service as ruling elder, deacon, or trustee of the Church. The Pastor shall be a member of the Committee ex-officio and without vote. The Nominating Committee shall present nominations of one (1) active member only for each position to be filled ~~to-at~~ the ~~annual~~ meeting to elect ordered ministry and leadership positions, and to special meetings called to fill vacancies, ~~nominations of one (1) active member only for each position to be filled~~. Additional nominations for elective positions may be made from the floor by active members, provided that the nominees are active members and have consented previously to their nomination.

The Nominating Committee shall in its nominations seek to express the rich diversity of the congregation's membership and to implement the church's commitment to inclusiveness and representation (G-2.0401 and F-1.0403).*

Article X - Finances

Section 1. The Fiscal Year

The Fiscal Year shall be the calendar year.

Section 2. The Budget

All ordinary fiscal affairs of the Church shall be governed by a budget adopted by the Session annually and submitted to the congregation for its support. The Session may adjust the budget as needed during the fiscal year and shall make an annual financial report to the congregation at the Annual Meeting.

Section 3. The Offerings

The offerings received shall be apportioned among the boards, agencies and committees of the Church and among other benevolent and Christian causes by the Session, according to the annual budget approved by the Session and submitted to the Congregation for its support. G-3.0205.

Article XI - Amendments

These Bylaws may be altered or amended at the Annual Meeting of the corporation or special meeting called for that purpose, provided the proposed amendments shall have been stated in the notice of such meeting for two (2) Sundays preceding the meeting, two (2) of which notices shall be called specifically to the attention of the congregation from the pulpit. Text of proposed changes shall be provided to the congregation in writing. The Bylaws may be amended by a majority of the active members of the corporation present and voting. Amendments shall take effect immediately.

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