

**BYLAWS OF
THE FIRST PRESBYTERIAN CHURCH OF CARSON CITY**



ARTICLE I

The First Presbyterian Church of Carson City, NV (Church) is a particular congregation of A Covenant Order of Evangelical Presbyterians (ECO). Our ministry is conducted for, and all property of the Church is held for, the work of Jesus Christ.

ARTICLE II

The Session

Section 1. All the responsibility of this Church, both spiritual and corporate, shall be vested in the Session, which shall be composed of the pastors and elders in active service.

Section 2. Elders in Active Service.

- (A) Elders in active service shall be Covenant Partners (members) of the Church. The electors for elders in active service shall be all Covenant Partners (members) of the Church.
- (B) The election of elders shall be by ballot at a meeting of the Congregation called for that purpose by the Session. A majority vote of the Covenant Partners (members) of the Congregation present at such a meeting shall be necessary for an election.
- (C) There shall be a minimum of (12) elders and a maximum of (18) elder on the Session. The number to be elected each year shall be established and approved by the Session prior to the meeting of the Congregation called for the purpose of electing officers. After serving two three (3) year terms, persons shall be ineligible for re-election until after an interval of one (1) year from the expiration of their previous term of service, which may include one full plus one partial, unexpired term that is served either before

or following service of the full term. The goal is to elect four (4) elders each year, but such is not a mandatory requirement. Additionally, there may be at all times two (2) youth serving on the Session. These Elders shall be elected for a one-year term, renewable once.

(D) A quorum for a Session meeting shall consist of a majority of elders in active service on the Session and the pastor or the moderator who has been appointed.

~~(E) In the event an elder in active service wishes to resign from the Session, the consent of the Session shall be requested.~~

(F) Vacancies may be filled at a special meeting of the Congregation called for that purpose.

Section 3. The Session shall ensure that a complete audit of all books and records relating to finances is conducted once each year by a certified public accountant, a public accountant, or a committee of members versed in accounting procedures. Such auditors should not be related to the treasurer or treasurers.

ARTICLE III

Incorporation and Officers

First Presbyterian Church is a nonprofit religious corporation. The Church has all powers of a nonprofit corporation under applicable law including, but not limited to, the power to:

- (A) Receive, hold, encumber, manage, and transfer property, real or personal, provided that in buying, selling and mortgaging real property, the trustees shall act only after the approval of the Congregation, granted at a duly constituted meeting. The Session shall act only after an 85% favorable vote of the members present at a duly called Congregational meeting with 51% of the recorded membership being a quorum required for this particular meeting. ~~(italicized amended by congregational vote 11-22-15.)~~
- (B) Accept and execute deeds of title to such property, and hold and defend title to such property.
- (C) Manage any permanent special funds for the mission of the Congregation.

Only those on the roll of Covenant Partners (members) are members of the Congregation. The elders in active service are the trustees and/ or the corporate Board of Directors of the

Corporation. The Session shall represent the Church body as required in legal and civil matters. The Session shall annually elect a President, Vice-President, Secretary and Treasurer to serve as Officers of the Corporation. These officers shall be Covenant Partners (members) of the Church and elders, who may be members of Session.

ARTICLE IV

The Deacons

Section 1.

- (A) Deacons shall be Covenant Partners (members) of the Church. The electors for deacons shall be all Covenant Partners (members) of the Church.
- (B) The election of deacons shall be by ballot at a meeting of the Congregation called for that purpose by the Session. A majority vote of the Covenant Partners (members) of the Congregation present at such a meeting shall be necessary for an election.
- (C) There shall be a minimum of (10) and a maximum of fifteen (15) deacons composing the Board of Deacons. The number to be elected each year shall be established by the Nominating Commission and approved by the Session prior to such a meeting of the Congregation. After serving two three (3) year terms, persons shall be ineligible for re-election until after an interval of one (1) year from the expiration of their previous term of service, which may include one full plus one partial, unexpired term that is served either before or following service of the full term. A quorum shall consist of eight (8) deacons and a pastor or moderator.
- (D) The Deacons shall meet after the election of new members, and organize by the election of a Moderator, Vice-Moderator, Secretary and Treasurer.
- (E) In the event a deacon in active service wishes to resign from the Board, the consent of the Session shall be requested.
- (F) Vacancies may be filled at a special meeting of the Congregation called for that purpose.

ARTICLE V

Nominating Commission

Section 1. Nominations for elected offices shall be made by a Nominating Commission of eight (8) Covenant Partners (members) of the Church.

- (A) Two (2) members of this Commission shall be elders designated by Session, one (1) of whom shall be currently on Session and who shall serve as chair of the Commission. Session members chosen for the Nominating Committee shall serve two year terms which shall be staggered.
- (B) One (1) member of this Commission shall be designated by and from the Board of Deacons.
- (C) Five (5) other members of the Commission, ~~none of whom shall be in active service on the Session or Board of Deacons,~~ consisting of a majority thereof (exclusive of the pastor), shall be elected at large by the congregation ~~from nominees recommended by the Session recognized committees of the church.~~ **The Session** committees may each recommend one nominee. A committee is defined as one that is duly recognized by the congregation through the Session and does not include Session Commissions, committees, sub-committees, task forces, or other special study groups

Section 2. Vacancies in the membership of the Nominating Commission among those elected by the Session and the Board of Deacons shall be filled by those boards respectively. Vacancies from the congregation at large may be filled by the Session.

Section 3. The Nominating Commission shall be chosen annually, and no member of the Commission shall serve more than two (2) years consecutively. After two (2) consecutive years of service, members are eligible to serve again on the Nominating Commission after an interval of two (2) years. Further, no member of the Nominating Commission shall seek or accept nomination for election to any position considered by the Nominating Commission during that member's service on the Nominating Commission.

Section 4. Members of the Nominating Commission shall serve for the calendar year elected or until a successor Nominating Commission is duly elected.

Section 5. A majority of the members of the Nominating Commission constitutes a quorum.

Section 6. The Nominating Commission shall complete its work and submit the slate of nominees to the Clerk of Session prior to the meeting of the Congregation at which the election

of officers is to take place. During the Congregational Meeting at which officers are elected, any Covenant Partner (member) may nominate a Covenant Partner (member) for the position of elder or deacon, provided that the person being nominated has previously been contacted and has agreed to serve if elected.

Section 7. The pastor shall be an ex-officio member of the Nominating Commission and without vote.

ARTICLE VI

Pastor and Associate Pastors

The pastors shall be chosen in the manner prescribed by the Constitution of A Covenant Order of Evangelical Presbyterians (ECO). Electors for a pastor shall be all Covenant Partners (members) of the Church. The election of a pastor shall be by ballot.

Arrangements for temporary supply of the pulpit shall be made by the Session.

ARTICLE VII

Meetings

Section 1. The pastor shall be the Moderator presiding at all meetings of the Congregation and Session. If this is not practical, another Moderator shall be selected according to the provisions of the ECO Polity and Discipline.

Section 2. The Clerk of Session shall act as secretary for, and keep a record of, all the meetings of Session and the Congregation. The Session shall elect annually a Clerk who may, but need not be, a member of Session, provided, however, that the Clerk, if not a member of the Session, must have previously served as an active Session member¹.

Section 3. Congregation

(A) Annual Meeting of the Congregation. The Annual Meeting of the Congregation and Corporation shall be held during the month of ~~November~~ February each year on a date,

hour and place which shall be designated by the Session at least one (1) month in advance.

- a. Notice. Due notice shall be read from the pulpit or printed in the church bulletin on each of two (2) successive Sundays preceding the day of such meeting.
- b. A failure to hold the Annual Meeting in the month herein provided shall not operate to the prejudice of the Congregation, but said Annual Meeting shall be held as soon as possible after the discovery of the error, the two (2) notices having first been given.
- c. Quorum. The quorum of the meeting of the congregation shall be the Moderator, Secretary, and one tenth (1/10) of the active members.
- d. ~~For good cause shown, and to be recorded in the minutes of the Session, the Annual Meeting may be postponed for a period not to exceed sixty (60) days.~~
- e. At this meeting, reports may be heard and such other business transacted as properly may come before the meeting.

(B) Called Meetings

- a. Meetings of the Congregation may be called by the pastor or the Session. A meeting shall be called by the Session when requested by one-fourth (1/4) of the Covenant Partners (members) of the Church. Notice of such meeting shall be read from the pulpit and/or published in the bulletin on the two (2) successive Sundays preceding the day of such meeting.

(C) The Congregation shall review:

- a. A budget for the ensuing year, which shall be established by the Session.
- b. The annual reports of the Session, the Board of Deacons, the Church treasurer, and reports from the various church organizations.

(D) All meetings of the Congregation shall be opened and closed with prayer.

Section 4. Session

- (A) Stated meetings. The Session shall hold regular monthly stated meetings at a time and place to be fixed by the Session at its annual organizational meeting. A stated meeting may be postponed or dispensed with by the Session for good cause.
- (B) Special Meetings. Special meetings of the Session may be called by the pastor, and shall be called by the pastor when requested to do so by any two (2) of the elders on the

Session. Special meetings shall also be convened when directed to do so by the Presbytery. Due notice of such meetings shall be given.

- (C) A joint meeting of the Session and Board of Deacons shall be held at least annually to confer on matters of common interest, with the Moderator of the Session presiding.

ARTICLE VIII

Amendments

These Bylaws may be amended by a two-thirds vote of the Covenant Partners (members) of the Church present at a meeting called for that purpose, notice of which shall be read from the pulpit or printed in the bulletin on each of the two (2) successive Sundays next preceding such a meeting. Said notice shall include a list of the Articles or Sections of these Bylaws which it is proposed to change at such meeting. This list of changes shall be read, printed in the bulletin, or posted publicly.

ARTICLE IX

Tax Status

Section 1. Purpose

(A) This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

(B) No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the organization 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 document, the organization shall not carry on any other purpose not permitted to be carried on (a) by an organization exempt from the federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

(C) Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not disposed of, shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Section 2. Activity Restriction. Notwithstanding any other provision of these articles, 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 Internal Revenue Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Section 3. Political Activity. No substantial part of the activities corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

Adopted: 1-21-01

ATTEST:

Adopted: 11-22-15

Adopted: 10/9/2016

Mary Burgoon-Spradley , Stated Clerk