

Charter and By-Laws of _____ Presbyterian Church
By Resolution at the Annual Congregational Meeting, _____(date)

THE CHARTER

RESOLVED: That the Charter of _____Presbyterian Church be as follows:

1. The name of the corporation shall be _____Presbyterian Church.
2. The address of the registered office of the corporation shall be _____
3. The purpose of the corporation is to receive, hold, and transfer the property of, and to facilitate the management of, the temporal affairs of the said _____Presbyterian Church.
4. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.
5. The term for which the corporation is to exist is in perpetuity.
6. The corporation is organized on a non-stock basis.
7. The corporation shall have members who shall be one and the same as the active membership of _____Presbyterian Church.
8. The corporation shall be managed by the Board of Trustees whose number and qualifications shall be set forth in the By-Laws
9. Any amendment or amendments to this charter shall be proposed at a meeting of the corporation called for that purpose; and if agreed to by a majority of the qualified voters then present, shall be entered upon the minutes of the said meeting with the number of votes given in favor or against the same. The said amendment or amendments shall be again laid before a special meeting of the said corporation called for that purpose not less than one (1) month nor more than three (3) months thereafter, at which time the said amendment or amendments shall be proposed, and if the same shall be adopted by two-thirds (2/3) of the qualified voters present, such amendment or amendments shall be considered as finally agreed to; and it shall be the duty of the Trustees, or nay of them, to procure the ratification and sanction thereof by the proper authority.

THE BY-LAWS

_____ Presbyterian Church, located in the township of _____, a congregation of the Presbyterian Church (USA), recognizes that the Constitution of said Church, consisting of the *Book of Confessions* and the *Book of Order*, is obligatory in all provisions upon it and its members. The By-Laws of _____ Presbyterian Church, as a corporation, shall always be subject to the Constitution and the Laws of the Commonwealth of Pennsylvania.

I. CONGREGATIONAL AND CORPORATE MEETINGS

1. There shall be an Annual Congregational Meeting and an Annual Corporation Meeting at a time and place designated by the Session of the Church for the transaction of ecclesiastical and corporate matters properly coming before such a meeting
2. Special Meetings may be called by Session or by the Presbytery of Philadelphia. Such calls shall state clearly the purpose or purposes of such special meeting. No other matter save that specified in the call may be considered. **A Special Congregational Meeting shall be held prior to Annual Meeting, for the purpose of Electing Elders and Deacons for their terms of office.**
3. Public notice of the call of all meetings of the congregation including their time, place, and purpose, shall be made at a service of worship on at least two Sundays preceding the day of the meeting **prior to the meeting which can include the Sunday of the meeting** and by any other means as determined by Session.
4. The pastor shall be the moderator of all meetings of the congregation. When the Church is without a pastor, the moderator of the Session appointed by Presbytery shall preside. If it is impractical or inadvisable for the pastor or the moderator of Session appointed by Presbytery to preside, he or she shall invite, with the concurrence of the Session, another minister of the presbytery to preside. When this is not expedient, and when both the Pastor or the moderator of the Session and the Session concur, a member of Session may be invited to preside.
5. The President of the Board of Trustees shall preside at all meetings of the corporation. In his or her absence the Session shall designate a substitute.
6. The Clerk of Session shall be secretary of the meetings of the congregation and the corporation. In his or her absence the Trustees may designate a substitute.
7. All meetings shall be opened and closed with prayer.
8. Meetings shall be conducted in accordance with the Constitution of the Presbyterian Church (USA). ***Robert's Rules of Order, Newly Revised (most current edition) is the parliamentary authority for congregational meetings***

II. MEMBERSHIP AND VOTING ELIGIBILITY

1. All [active] members of whatever age in good standing according to the current Church Register of the Session shall be eligible to vote at any meeting of the congregation and corporation, with the following exception: that upon matters affecting the corporate business of the Church only those of full legal age may vote.
2. Voting by proxy is not allowed.
3. A quorum shall consist of the moderator, secretary, and at least ten percent (_____%) of the eligible voters as described in paragraph II-1.
4. All elections shall be by ballot unless there is no contest, and a majority of the votes cast shall be necessary to elect. This rule, insofar as it deals with the ballot in the election of Elders and Deacons, may be suspended by a three-fourths (3/4) vote of the electors at any meeting. It cannot be suspended in connection with the election of a pastor.

III. THE SESSION

1. All responsibility for the mission and government of this church, both spiritual and corporate, shall be lodged in one body, which shall be the Session
2. The duties and powers of the Session shall be those set forth in The Form of Government of the Presbyterian Church (USA)-Part G of the *Book of Order*; especially, but not limited to Chapter X, "The Session," and Section 4 of Chapter VII "The Particular Church": 'Incorporation and Trustees.'
3. The Session shall be comprised of _____ (#) **Elders divided into three (3) equal classes**. A class shall be elected each year at the Annual Meeting for a three-year (3) term. However, when electing one or more Elders or Deacons who are under the age of 25, the congregation may choose to elect them to serve for term of one, two, or three years. No Elder shall serve on the Session for consecutive terms, either partial or full, aggregating more than six (6) years; but shall be ineligible to be elected to a new term until (1) year shall have elapsed. When requested by the Session, Presbytery's Committee on Ministry may waive the one year ineligibility requirement.
4. The Session, under the direction of the Pastor, shall be responsible for the training and examination of Elders and Deacons.
5. The Pastor of the Church is both Moderator of Session and a voting member thereof.
6. All persons enrolled as active members of this Church shall be eligible for nomination and election as Elders
7. [The Session shall review the roll of members at least annually to determine those who are participating in the church's work and worship, and shall counsel with those who have neglected the responsibilities of membership, moving to the inactive roll those who are unresponsive.] **No longer have inactive roll it is now Other Participants**
Those members shall be deemed active who:
 - a. Attend Sunday worship at least 12 times per year;
 - b. Support the Church through contributions that are more than nominal; and
 - c. Participate in the Church's common life and ministry

Session shall apply these standards annually as criteria to keep the Church rolls accurate, and shall do so with sensitivity, giving due consideration to any special circumstances of which they are aware.

8. The Session may make such rules with respect to its meetings, its records and books of account as are not inconsistent with the Form of Government prescribed by the Constitution of the Presbyterian Church (USA) in its *Book of Order*, or these By-Laws.
9. The Session, being the governing body and superior authority in the Church, shall assign and review periodically the work of the Board of Deacons and all other organizations of the Church.
10. The Session shall report annually to the congregation and corporation a statement of receipts and expenditures for current expenses and the general mission as well as all special receipts and expenditures, an estimate of expenses and income for the coming year, and an exhibit of real property, trust funds, and other resources of the congregation. The Session shall also call all agencies, organizations and committees of the Church to report through it to the congregation at the Annual Meeting.
11. A full financial review of all the books and records relating to the funds of the Church and its organizations shall be conducted annually by a public accountant or public accounting firm, or by a committee of members versed in accounting procedures, and reported to the congregation at the annual meeting. The Session shall be responsible for procuring auditors to conduct said review, and those who conduct such review should not be related to the Treasurer(s).
12. Attendance of all in-term Elders at all meetings of Session is expected. In case of inability to attend, the Moderator or the Clerk shall be informed in advance of the meeting. Three (3) unexcused or unauthorized absences in any one year shall be cause for disciplinary action by the Session and could result in removal from the Board of Session.
13. Vacancies on the Session shall be filled at the next Annual Meeting of the congregation unless the Session may decide by resolution to convene a special meeting for such purpose.
14. One-third (1/3) of the members of Session, with the Pastor, shall constitute a quorum.
15. **There shall be a minimum of (number)_____ stated meetings of Session during the course of each year.** Special meetings may be called at the discretion of the Pastor, by the request of two (2) members of the Session through the Pastor, or by the Presbytery through its Committee on Ministry
16. Meetings of Session shall be conducted in accordance of the Constitution of the Presbyterian Church (USA).
17. An Elder-Commissioner(s) shall be elected to attend each stated meeting of the Presbytery of Philadelphia, as requested.

IV. BOARD OF TRUSTEES

1. The members of the Board of Trustees shall be the same persons as the members of the Session. They shall serve as Trustees by virtue of their election as Elders, occupying the same classes and lengths of terms; and with the same provisions governing their reelection. These “Elder-Trustees” are hereinafter referred to simply as Elders
2. The Session shall recess its first meeting after the new election of the new Elders for the purpose of meeting as a Board of Trustees to elect a President who shall be the Chair of the Finance of the Session, and to elect a Vice President. The Clerk of Session shall be elected as Secretary of the Board of Trustees. The Board of Trustees shall also appoint a Financial Secretary and a Church Treasurer who will normally be active members of the congregation in good standing, but need not be members of the Session or the Board of Trustees. In meetings of the Board of Trustees, or when Session deals with corporate issues, Elders on Session under the age of 21 may have voice but not vote.

3. Authorized signatories in corporate matters shall be any combination of at least two (2) officers of the corporation with the following exception; withdrawals from the checking accounts in the form of checks may be done solely on the Church Treasurer's signature and deposits to all accounts may be done solely on either the Church Treasurer's signature or the Financial Secretary's signature.
4. Vacancies on the Board of Trustees shall be filled by the election of one or more Elders at the next Annual Meeting of the corporation, unless Session may decide by resolution to convene a special meeting of the congregation to elect a new Elder(s)
5. One-third (1/3) of the members of the Board of Trustees shall constitute a quorum.
6. The Board of Trustees may make such rules with respect to its meetings, its records and books of account, and those of the Church Treasurer, as are not inconsistent with the Form of Government prescribed by the Constitution of the Presbyterian Church (USA) in its *Book of Order* or with the laws of the Commonwealth of Pennsylvania, or with these By-Laws.

V. BOARD OF DEACONS

1. **There shall be six (6) Deacons divided into three (3) equal classes**, one class of whom shall be elected each year at the Annual Meeting for a three-year (3) term. No Deacon shall serve on the Board of Deacons for consecutive terms, either full or partial, aggregating more than six (6) years; but shall be ineligible to be elected to a new term until (1) year shall have elapsed. As in the case of Elders, when requested by the Session the Presbytery's Committee on Ministry may waive this one year ineligibility requirement.
2. Any active member of the Church in good standing shall be eligible for election to the office of Deacon.
3. The Board of Deacons shall minister to those in need, to the sick, to the friendless, and to any who may be in distress, in accordance with the Scriptural duties of the office and as provided in the *Book of Order*. The Board of Deacons shall assume such further duties as may be delegated to it by the Session.
4. The Pastor shall be the Moderator of the Board of Deacons. With his consent, the Session may authorize the Board of Deacons to elect a Moderator from its membership. The Board of Deacons may also elect from its membership a Vice-Moderator, a Secretary and a Treasurer of the funds of the Board.
5. One-third (1/3) of the members of the Board of Deacons shall be necessary to constitute a quorum.
6. The Board of Deacons shall hold stated meeting. It shall also hold special meetings when requested by two (2) of its members, or by the Session, or by the Pastor. The Board shall keep record of its proceedings; and all of its funds at its disposal, and their distribution; and once a year, at a joint meeting of Session and the Deacons, the Board shall submit its records to Session for approval; and shall do so at other times upon the request of Session.
7. Meetings of the Board of Deacons shall be conducted in accordance with the Constitution of the Presbyterian Church (USA).

VI. COMMITTEES OF SESSION---Their Purpose and Structure

The Standing Committees of Session may consist of, but need not be limited to the following: Worship, Christian Education, Outreach and membership, Finance, Benevolence and Stewardship, Property, Administration. Each committee shall be headed by an Elder, with the exception of the Administrative Committee, which may be chaired by the Pastor. In case of need, an Elder not then serving on Session may serve as Chair of a particular committee.

The pastor is an *ex officio* member of all committees of the Church and as such is entitled to voice but not vote. He or she shall appoint all Committee Chairs, with the concurrence of Session. Committee Chairs shall confer with the Pastor before selecting members of their committees.

Standing committees shall consist of active Elders but may include Elders not on Session and other active members of the church. They may divide into appropriate sub-committees in order to carry out their assigned responsibilities. These sub-committees shall also consist of Elders, and normally be chaired by an Elder, but may also include Elders not on Session and other active members from the congregation. In the absence of the Chair at a particular meeting, a substitute Chairperson shall preside. The Session is authorized to appoint special committees or task forces to deal with particular concerns that may arise from time to time. Each committee shall prepare and submit an annual report to the Administration Committee for distribution at the Annual Congregational and Corporation Meeting.

1. **The Worship Committee** shall be concerned with the total worship program of the Church and assume responsibility for the following:
 - A. Determine the time and place of worship and special services; secure supply preachers.
 - B. Oversee the work of preparation for the Sacrament of Communion, to arrange for the proper distribution of the elements in the service of worship and among the sick or shut-in, and make arrangements for the Sacrament of Baptism.
 - C. Arrange for the ushers, greeters, and acolytes at Sunday worship and special worship services.
 - D. Be responsible for the overall music program of the Church in consultation with the Pastor, including policy regarding the salary, duties, and direction of the Director of Music and members of the Church choir(s). They shall also be responsible for the upkeep of the organ, pianos, and other musical instruments of the Church, and for the sound system.
 - E. Secure sanctuary supplies, such as altar candles, bulletins, guest register, communion supplies, hymnals, Bibles, vestments, paraments, baptismal flowers, etc.
 - F. Act as liaison with the Deacons concerning Suppers, Refreshments after services, etc.
 - G. Prepare the Worship Ministry Budget and submit it to the Finance Committee **by (month and day determined by finance committee)**_____

2. **The Christian Education Committee** shall be responsible for the oversight, promotion, and coordination of the Christian Education Program of the Church including the following:
 - A. Oversee the Church School Program from Nursery through Senior High and Adult.
 - B. Assume the responsibility for the overall Youth Program for junior and senior high youth, including salary, duties and direction of the Youth Director.
 - C. Coordinate the various Adult Christian Education Programs in the Church and initiate new ones as the need is perceived. A representative of each group may be designated as a member of the Christian Education Committee, and through the committee report periodically to the Session on its work.
 - D. Develop and maintain the Church Library
 - E. Prepare the Christian Education Ministry Budget and submit it to the Finance Committee **by (month and day determined by finance committee)**_____

3. **The Outreach and Membership Committee** shall be responsible for ways and means of bringing people to Christ and his Church, and for the assimilation, care, and continued participation of the members of the Church and thus shall:

- A. Develop ways to welcome visitors, encourage them to return, and help them become involved in the life of the congregation
 - B. Assist the congregation in finding ways to communicate the Good News of Jesus Christ to those in this community who do not know God, encouraging them to become intentional disciples of Jesus Christ in the context of his Church.
 - C. Develop and implement a program to reach **inactive members** [other participants], and those in danger of becoming **inactive** [other participants], with a view to encouraging their renewed or enhanced participation in the life of the Church.
 - D. Determine the **inactive members** [other participants] of the Church through worship attendance records and with the assistance of the Financial Secretary, for Session action.
 - E. Prepare the Outreach Ministry Budget and submit it to the Finance Committee by **(month and day determined by finance committee)**_____
4. **The Benevolence and Stewardship Committee** shall assume the responsibility for the following:
- A. Prepare, interpret, and promote Mission Programs for this local congregation; for appropriate programs of the denomination at the General Assembly, Synod, and Presbytery levels; and for worthy non-denominational mission programs and individuals, both locally and internationally.
 - B. Coordinate ways and means of obtaining financial support for both the denominational and non-denominational mission programs mention in A. above, through such vehicles as the “Every Member Canvas,” and promotion of gifts, legacies, endowments, regular and special offerings, plate offerings, etc.
 - C. Determine the duties of the Benevolence Treasurer.
 - D. Prepare the annual Benevolence Budget for presentation to the Session **by (month and day determined by finance committee)**_____
5. **The Finance Committee** shall assume the responsibility for the temporal affairs of the Church as follows:
- A. Be responsible for the general supervision of the financial affairs of the corporation and the congregation. **Need a discussion on the election of the Church Treasurer, term of office, etc.** The Church Treasurer may be a voting member of this committee; but if not he or she shall be an *ex-officio* member of it. The Benevolence and Church School Treasurers shall be *ex-officio* members as well.
 - B. Maintain a Memorial Records Book containing policies and procedures for the receipt and expenditure of Memorial Funds, including preferences indicated for the disposition of funds by the families of memorialized individuals. This task may be delegated to a Memorials Committee. The Treasurer of Memorial Funds shall normally be the Church Treasurer, and he or she shall be a member of this committee.
 - C. Recommend to Session procedures for an annual financial review of the funds of the Church, arrange for said review accordingly, and report on the same to the Session.
 - D. Prepare annual and monthly financial reports for the Session.
 - E. Determine the duties of the Financial Secretary and Church Treasurer, as well as their salaries, if applicable.
 - F. Coordinate the annual review of the Pastor’s performance and compensation.
 - G. Oversee preparation of the General Fund Budget for presentation to the Session, and Assist the Benevolence and Stewardship Committee in obtaining the financial support required to carry on the various ministries of the Church.
 - H. Be responsible for the investment of Church funds.

6. **The Property Committee** shall assume responsibility for Church property as follows:
 - A. Be responsible for the maintenance, housekeeping, alteration and repair, and the proper use of the physical property of the Church, both real and personal; and the manse and cemetery.
 - B. Be responsible for granting permission and making arrangements for the use and care of the Church property by all Church and non-church organizations and individuals.
 - C. Be responsible for the insurance and protection of the Church property, of Church employees, and of the public using the same.
 - D. Be responsible for all other legal matters in connection with Church activities, Church properties, or Church personnel.
 - E. Supervise the work and review the salary of the sexton.
 - F. Be responsible for the duties and salaries of all cemetery employees.
 - G. Prepare the Property Ministry Budget and submit it to the Finance Committee **by (month and day determined by finance committee)**_____

7. **The Administration Committee**, which may be chaired by the Pastor as head of staff, shall assume responsibility for the following:
 - A. Determine the duties and salary of the Church Secretary and secure Church Office supplies as needed.
 - B. Be responsible for the annual and special Congregation and Corporation Meeting arrangements, including collecting committee reports for the Congregational Meeting.
 - C. Serve as a clearinghouse for various communications not directed to other specific committees and as liaison with other Church agencies.
 - D. Maintain close contact with the Presbytery of Philadelphia in regards to matters affecting the local Church, especially any constitutional changes, bills, or overtures.
 - E. Be responsible for continual review of the Charter and By-Laws.
 - F. Be responsible, with the oversight and concurrence of the Pastor, for all congregational communication, including the publication of a Church newsletter; also for interpretation and publication of the overall policies and programs of the Church to its members and the community at large.
 - G. Be responsible for continual review and updating the Church Directory, with the assistance of the Clerk of Session.
 - H. Be responsible for the recognition of the fifty (50) year members of the church
 - I. Act as a clearinghouse for the annual review of Staff Job Descriptions with the appropriate committees.
 - J. Prepare the Administration Ministry Budget and submit it to the Finance Committee **by (month and day determined by finance committee)**_____

8. The Records Committee is chaired by the Clerk of Session elected by Session
(Include election process including term, status as a ruling elder, etc.)

Responsibilities

Secretary for Session Meetings

Secretary for Congregational Meeting

Update the *Church Registry and Minutes Book*

Have books annually read by Presbytery

Communications to Presbytery, members, non- Church correspondences when necessary

VII. CONGREGATIONAL NOMINATING COMMITTEE

1. This committee shall consist of two (2) members designated by and from the Session, one of whom shall be named by the Session as Chair; one (1) member designated by and from the Board of Deacons; and four other members elected by the congregation---enough to constitute a majority thereof, exclusive of the Pastor---none of whom may be in active service on the Session or the Board of Deacons.
2. The Pastor shall be a member of this committee *ex-officio* but without vote.
3. This committee shall be chosen annually, and it shall be permissible for the committee to nominate its own members for office. But no member of the committee may serve for more than three consecutive years until a year –off shall have been observed.
4. This committee shall be responsible to prepare, for the appropriate congregational meetings, the slate of candidates for the offices of Elder and Deacon, for members of the Audit Committee, and members of the Congregational Nominating Committee.

VIII. POLICIES

a. Sexual Misconduct Policy

1. Our ‘Sexual Misconduct Policy’ shall be that of the Presbytery of Philadelphia including but not limited to definitions and training as provided for Teaching Elder[s]. [See G-3.0106]
2. What is required by the Book of Order [of the PCUSA] for mandatory reporting is our requirement.
3. The session is required by these By Laws and the Book of Order [of the PCUSA] to enforce these requirements.

IX. AMENDMENT OF BY-LAWS

1. Sections I through VIII of these By-Laws may be amended upon recommendation of the Session at any annual congregational meeting or any special meeting called for that purpose by a two-thirds (2/3) vote of the voters present, provided that a full reading of the proposed changes or printed distribution of the same shall have been made in connection with the call of the meeting.
2. Section VI of the By-Laws (“Committees of Session---Their Purpose and Structure”) may also be amended by Session without Congregational approval at any meeting, provided the Session shall have at least two (2) weeks prior notification of the proposed changes.
3. These By-Laws or the Charter of the Corporation may not be amended contrary to, or so as not to include, the provisions of the Constitution of the Presbyterian Church (USA)

X. EFFECTIVE DATE

These By-Laws shall become effective upon congregational approval