

Bylaws of the First Presbyterian Church of Brighton

Approved by the Session – August 28 2017

Approved by the Congregation – November 12, 2017

1. Purpose

The purposes for which the First Presbyterian Church of Brighton is formed are set forth in the Constitution of the Presbyterian Church (U.S.A.), including the Great Ends of the Church. They are:

- The proclamation of the gospel for the salvation of humankind;
- The shelter, nurture, and spiritual fellowship of the children of God;
- The maintenance of divine worship;
- The preservation of the truth;
- The proclamation of social righteousness; and
- The exhibition of the kingdom of heaven to the world.

In furtherance of the Constitution of the Presbyterian Church (U.S.A.) and the purpose stated above, the corporation shall exercise powers as set out herein.

2. Congregation

2.1. Congregation. The congregation is comprised of the members of the church and is governed by the current version of the Presbyterian Church (U.S.A.) Book of Order. Members of the congregation put themselves under the leadership of the session and the higher councils (Presbytery, Synod, and General Assembly).

2.2. Active Members. The roll of active members established and maintained by the session as prescribed by the Book of Order shall determine those individuals who are active members.

2.3. Historical Membership Record. A membership record roll of inactive members may be kept by session based on criteria established by session.

2.4. Congregational Meetings. Business to be transacted at meetings of the congregation shall be limited to items specifically listed in the call for the meeting and are matters related to the following:

2.4.1. Electing ruling elders, deacons, and persons to serve on the nominating committee;

2.4.2. Calling a pastor, co-pastor, or associate pastor;

2.4.3. Changing existing pastoral relationships, by such means as reviewing the adequacy of and approving changes to the terms of call of the pastor or pastors, or requesting, consenting to, or declining to consent to dissolution;

2.4.4. Buying, mortgaging, or selling real property;

2.4.5. Requesting the Presbytery to grant an exemption as permitted in the Constitution of the Presbyterian Church (U.S.A.).

2.5. Annual Meetings of the Congregation

2.5.1. There shall be a meeting of the congregation in the fall, called by the session to be held on a date it designates, for the election of ruling elders and deacons. The Pastor's terms of call will be voted on at this meeting .

2.5.2. There shall be an annual meeting of the congregation in January, called by the session to be held on a date it designates, to receive the reports of the ruling elders and to transact any business properly coming before such meeting. Reports to be presented at the annual meeting shall include all councils, committees, and boards. The session shall present the annual budget to the congregation, for information only, and other financial

matters. Opportunity shall be given for business from the floor at the meeting.

2.5.3. All meetings shall open and close with prayer.

- 2.6. Special Meetings.** Special meetings of the congregation may be called by session, by the Presbytery of Denver, or by the session when requested in writing by one fourth of the active members on the roll of the congregation. The purpose of the special meeting and the business to be transacted shall be limited to items specifically listed in the call for the meeting.
- 2.7. Notice of Meetings.** The time, place, and purpose of all meetings of the congregation shall be publicized at least two successive Sundays prior to the meeting. The Sunday of the congregational meeting is not considered in this two week requirement.
- 2.8. Electors.** All active members of the congregation present are entitled to vote in any meeting of the congregation. Voting by proxy is not permitted.
- 2.9. Quorum.** A quorum shall be at least one tenth of the active members. If the membership of the congregation is 250 or fewer, a quorum shall be twenty-five members.
- 2.10. Rules of Order.** Meetings shall be conducted in accordance with the latest edition of Robert's Rules of Order, except in those cases in which the Constitution or these bylaws provide otherwise.

3. Session and Board of Deacons

- 3.1. Session.** The session shall consist of 9-12 ruling elders in active service and the installed pastor. No two members of the same household or immediate family shall serve on the session together.

The installed pastor shall serve as the moderator of the session. In the event that the installed pastor cannot moderate the session, or there is no installed pastor, the Presbytery shall make provisions for a moderator.

- 3.2. Board of Deacons.** The board of deacons shall consist of 6-10 deacons in active service. A moderator shall be elected from within the board of deacons. The pastor shall be an ex officio member of the board of deacons.

- 3.3. Terms of Service.** Ruling elders and deacons shall be elected for a regular term of three years.

Elections for full terms shall be held annually at a duly called meeting of the congregation. Unexpired terms may be filled either at a congregational meeting or at a duly called special meeting of the congregation.

There shall be three classes of ruling elders and deacons as numerically equal as possible, one class of which shall be elected at the duly called meeting of the congregation.

No ruling elder or deacon shall serve for more than one full term without one year having elapsed, unless an elder or deacon is filling an unexpired term, in which case, an elder or deacon is eligible for another term, aggregating no more than five years, and then shall be ineligible to be elected to a new term until one year has elapsed. No two members of the same household shall serve as a ruling elder on session at the same time.

- 3.4. Youth Ruling Elder or Deacon.** The nominating committee may choose to bring to the congregation for election the names of youth to serve as ruling elders or deacons for a one year term, according to the guidelines of the Book of Order. In the event a youth ruling elder or deacon is elected, the members of session or deacons shall be increased accordingly.

3.5. Electronic Voting. The session and deacons may take action by electronic voting (e-mail) if:

3.5.1. All members of the session or board of deacons are accessible by e-mail and are included in the polling;

3.5.2. No member of the session or board of deacons objects to a particular vote being taken electronically.

4. Nominations, Elections

The following procedures shall apply to the nominations, elections, and filling of vacancies for the session, the board of deacons, and nominating committee.

4.1. Nominating Committee, Members. The nomination and election of ruling elders and deacons shall express the rich diversity of the congregation's membership and shall promote participation and inclusiveness. The nominating committee is made up of active members of the church consisting of:

- Two ruling elders designated by the session, one of whom shall be named as moderator;
- One member from the board of deacons;
- 3-4 members chosen by the congregation, none of whom may be in active service in the session or the board of deacons; and
- The pastor shall serve ex officio, without vote, and without undue influence.
- No two members of the same household or immediate family shall serve on the nominating committee together.

4.2. Duties of the Nominating Committee. The nominating committee shall make nominations for persons to serve on the Session and the Board of Deacons, the Nominating Committee, and the Pastoral Nominating Committee, when needed.

4.3. Notice of Nominations. The nominating committee shall announce nominations publicly two successive Sundays prior to the congregational meeting. The second Sunday of the congregational meeting is not considered in the two week requirement.

4.4. Elections. The nominating committee shall report, at a duly called meeting of the congregation, nominations of persons for each office to be filled. Elections may proceed after nominations have been properly closed. Full opportunity shall always be given to the congregation for nomination from the floor of the congregational meeting by any active member of the congregation. No person's name shall be placed in nomination for any office unless the person so nominated shall have given his/her approval to his/her name being placed in nomination and shall have agreed to serve if elected.

A majority of all active members present and voting shall be required to elect.

5. Incorporation

5.1. Formation. The corporation is formed by First Presbyterian Church of Brighton pursuant to the Constitution of the Presbyterian Church (U.S.A.) and laws of the State of Colorado. The First Presbyterian Church of Brighton is a member church of the Presbytery of Denver in the Synod of Rocky Mountains. The active roll of the congregation comprises the members of the corporation. Sitting ruling elders in active service will serve as trustees of the corporation.

5.2. Purpose. The purpose of the corporation is to act as the agent of the First Presbyterian Church of Brighton in civil matters.

5.3. Authority. The corporation shall be under the authority of the session and the congregation and shall, at all times and in all respects, conform to and support the Constitution of the Presbyterian Church (U.S.A.) as it is now or shall be, from time to time amended, established, made, and declared by the authority of the Presbyterian Church (U.S.A.).

5.4. Membership and Meetings of the Corporation. Only members on the active roll of the church shall be members of the corporation. Ministers, being members of the Presbytery, are not members of the congregation.

5.5. Limitation of Powers and Duties. The congregation shall have the powers and duties granted by the Constitution of the Presbyterian Church (U.S.A.). They are:

- To receive, hold, encumber, manage, and transfer property, real or personal, for the congregation, provided 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; and
- To manage any permanent special funds for the furtherance of the purposes of the congregation.
- In addition, to the extent not included in the above and not inconsistent with the Constitution of the Presbyterian Church (U.S.A.), the congregation shall have all of the general powers of a nonprofit religious corporation organized under Colorado law.

5.6. All Property Held in Trust. All property, both real and personal, is held in trust for the use and benefit of the Presbyterian Church (U.S.A.).

5.7. Particular Property Requirements. When buying, selling, and mortgaging real property, the session shall act only after the approval of the congregation granted in a duly constituted meeting. The congregation shall not sell, mortgage, or otherwise encumber any of its real property and it shall not acquire real property subject to an encumbrance or condition without the written permission of the Presbytery transmitted through the session. The congregation shall not lease its real property used for purposes of worship, or lease for more than five years any of its other real property, without the written permission of the Presbytery transmitted through the session.

6. Corporation Board of Trustees

6.1. Board of Trustees. The ruling elders in active service, by reason of their office, are the trustees of the corporation. The trustees also carry out such other lawful acts as the trustees may, from time to time, authorize, delegate or direct. The trustees shall have the following powers: to receive, hold, encumber, manage, and transfer property, real or personal, for and at the direction of the session as approved by the congregation.

6.2. Corporate Officers. The trustees shall elect from among their number the President and Vice President of the corporation. The officer's sole function shall be to execute such legal documents and instruments as require official signature, as follows:

6.3. President of the Corporation shall:

- Preside at the portion of the meeting of the corporation which includes the pastor's annual terms of call;
- Execute any and all documents of whatsoever kind and nature necessary to carry out the purpose and functions of the corporation;

- Be responsible for carrying out the directives and requirements of applicable law, these bylaws, and the articles of incorporation;
- Perform all duties incident to the office of president; and
- Perform such other duties as may from time to time be assigned.

6.4. Vice President of the Corporation shall:

- Assist the president in the exercise of his or her duties;
- In the absence or inability of the president, execute the duties of the president;
- Perform all duties incident to the office of vice president; and
- Perform such other duties as may from time to time be assigned.

6.5. The Clerk of Session shall be the Secretary of the corporation.

6.6. The Treasurer of the congregation shall be the Treasurer of the corporation.

6.7. Moderator. The installed pastor shall ordinarily moderate all meetings of the congregation. If it is impractical for the pastor to preside, he or she shall invite another teaching elder who is a member of the Presbytery or a person authorized by the Presbytery to serve as moderator. If there is no installed pastor, or the installed pastor is unable to moderate and/or to name another moderator, the session shall request the Presbytery make provision for a moderator.

6.8. Clerk of Session. The Clerk of Session shall be elected by the session and commissioned by the congregation. The Clerk shall serve as secretary for all meetings of the congregation,

as well as the Secretary of the corporation. If the clerk is unable to serve, the congregation shall elect a secretary. The secretary shall record the actions of the congregation in minutes of the meeting.

6.9. Treasurer. The Treasurer of the congregation shall be elected by the session and commissioned by

the congregation. The Treasurer, or treasurers, shall be supervised by, and be responsible to the session. The Treasurer shall be elected annually at the congregational meeting.

7. Amendment

The power to adopt new bylaws and to alter, amend, or repeal the above bylaws, with the exception of those provisions required by the Constitution of the Presbyterian Church (U.S.A.) or the laws of the State of Colorado, is hereby vested in the congregation. Any changes to the bylaws must be approved by the congregation at a regular or special congregational meeting with two-thirds vote of the voters present.