

**BYLAWS
OF
THE TUSTIN PRESBYTERIAN CHURCH**

In order to provide for orderly administration of the affairs of this congregation, we, the members of The Tustin Presbyterian Church (hereinafter referred to as "Church") do ordain and establish the following bylaws.

ARTICLE I NAME AND RELATIONSHIP

Section 1: **NAME.** The name of this Church shall be The Tustin Presbyterian Church, Tustin City, California. This Church was organized by the Presbytery of Los Angeles in October, 1884, and incorporated by the State of California on December 23, 1884.

Section 2: **CONNECTION.** This Church is connected with and under the authority of the Presbyterian Church (U.S.A.) and its constitution. This Church is subject to the guidance and direction of the General Assembly of the Presbyterian Church (U.S.A.), the Synod of Southern California and Hawaii and the Presbytery of Los Ranchos, or their successors. Nothing in these bylaws shall be construed as contrary to the Constitution of the Presbyterian Church (U.S.A.). All property held by or for this congregation is held in trust for the Presbyterian Church (U.S.A.) and/or its successor. (Book of Order G-4.0203)

Section 3: **ADMINISTRATION.** All of the administrative responsibility of this Church, both spiritual and corporate, shall be in one body, the Session. (Book of Order G-3.0201)

Section 4: **FISCAL YEAR.** The fiscal year of this Church shall be the calendar year.

Section 5: **PRINCIPAL OFFICE.** The principal office for the transaction of the business of this Church, including its corporate affairs, shall be at 225 West Main Street, Tustin, California 92780-4319.

ARTICLE II OBJECTIVES AND NONPARTISAN ACTIVITIES

Section 1: **OBJECTIVES.** The objectives of this congregation shall be:

A. To bear witness to Jesus Christ; to communicate the doctrines and teachings of the Reformed faith; and to promote fellowship among God's people.

B. To receive, hold, and disburse gifts, bequests, devises, and other funds for these purposes.

C. To own and maintain or to lease available real estate and buildings, and any personal property which is deemed necessary for its purposes; to enter into, make and perform, and carry out contracts of every kind for any lawful purposes, without limit to amount. (Book of Order G-4.0101 & G-4.0206)

Section 2: **NONPROFIT AND NONPARTISAN.** This corporation has been formed under the California Nonprofit Religious Corporation Law for the religious purposes described above, and it shall be nonprofit and nonpartisan. No substantial part of the activities of the corporation shall consist of the publication or dissemination of materials with the purpose of attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign on behalf of any candidate or measure being submitted to the people for a vote. The corporation shall not, except in insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purpose described above.

ARTICLE III SESSION

Section 1: **MEMBERSHIP.** The Session shall consist of all installed pastors and associate pastors and the ten ruling elders in active service. Each member, including the pastor(s), is entitled to one vote. (Book of Order G-3.0201)

Section 2: **RESPONSIBILITIES.** The Session is responsible for the mission and government of this particular Church. It therefore has the responsibilities and powers to direct all the affairs of the congregation, including the following: to receive and dismiss members; to lead in mission; to provide for worship; to provide for the growth of its members; to develop and supervise the Christian education program; to lead the congregation in ministries of personal and social healing and reconciliation; to challenge the people with Christian stewardship; to establish the annual budget; to plan for change, renewal, and reformation; to instruct, examine, ordain and install ruling elders and deacons; to delegate and supervise the work of the Board of Deacons and all other organizations and task forces within the congregation; to provide administration of the Church program including employment of non-ordained staff; to provide for management of the property of the Church and to maintain a regular and continuing relationship to the higher governing bodies of the Church. (Book of Order G-3.0201)

Section 3: **MODERATOR.** The pastor of the Church shall be the moderator of the Session. If there is no installed pastor, or if the installed pastor is unable to invite another moderator, the presbytery shall make provisions for a moderator. (Book of Order G-3.0201)

Section 4: **CLERK OF SESSION.** The Session shall elect a ruling elder as Clerk of Session from within or without its own membership. (Book of Order G-3.0104)

Section 5: **CHURCH TREASURER.** The church treasurer shall be elected annually by the Session from its number. (Book of Order G-3.0205)

Section 6: **MEETINGS.** The Session shall hold stated meetings at least monthly at a time and place designated by it, unless canceled by the Session's previous action. The moderator shall call a special meeting when he or she deems necessary or when requested in writing by any two members of the session. The business to be transacted at special meetings shall be limited to items specifically listed in the call for the meeting. There shall be reasonable notice given of all special meetings. (Book of Order G-3.0203)

Section 7: **SIGNATURE AUTHORITY.** The Session shall determine, annually, the persons authorized to sign checks. Those persons shall be bonded or covered by insurance.

Section 8: **ANNUAL FINANCIAL REVIEW OR AUDIT.** The Session shall have an annual financial review or audit of all the books and records relating to the finances of the church. The Session shall approve the persons or firm that performs the review or audit. (Book of Order G-3.0113)

ARTICLE IV CORPORATE ACTIVITIES

Section 1: **CORPORATE STRUCTURE.** Since the State of California does not forbid incorporation of religious bodies, the ruling elders serving on the Session shall hold those powers exercised by trustees under civil law. The membership of the corporation shall be the communicant membership of this Church. The Session shall be responsible to the congregation according to the laws of the state and these bylaws. (Book of Order G-4.0101 & G-4.0102)

Section 2: **OFFICERS.** The Session shall elect the following corporate officers annually: President, Vice President, Secretary and Treasurer. It shall elect the President and Vice President from its number. It shall elect the Clerk of Session as Secretary and the Church Treasurer as Treasurer.

Section 3: **POWERS.** The corporation shall have the following powers: to receive, hold, encumber, manage, and transfer property, real or personal, for the Church, all subject to the authority of the Session. In buying, selling, and mortgaging real property, the trustees shall act only after the approval of the congregation granted in a duly constituted meeting and with approval of the Presbytery. (Book of Order G-4.0101)

Section 4: **CONTRACTS AND OTHER LEGAL DOCUMENTS.** All contracts and other legal documents shall be signed by the President of the corporation, or in the President's absence, by another corporate officer.

ARTICLE V BOARD OF DEACONS

Section 1: **DEFINITION.** For these bylaws the term "deacon" means an individual, a married couple, or two individuals elected to a single deacon office.

Section 2: **MEMBERS.** There shall be a Board of Deacons. The number of deacons shall be a function of the size of the congregation, with the goal of one deacon for every fourteen (14) households. The pastor(s) shall serve as advisor(s).

Section 3: **RESPONSIBILITIES.** The office of deacon is one of compassion and service. The Board of Deacons shall have the responsibility to minister to those in need, to the sick, to the friendless, and to any who may be in distress. The Board is under the supervision and authority of the Session. The Board shall assume such other duties as may be delegated to it by the Session. (Book of Order G-2.0201 & G-2.0202)

ARTICLE VI CONGREGATIONAL MEETINGS

Section 1: **APPROPRIATE SUBJECTS.** All congregational meetings may deal with both corporate and ecclesiastical matters. (Book of Order G-1.0503)

Section 2: **ELIGIBILITY TO VOTE.** All Church members who are on the active roll and are present shall be eligible to vote on all matters that come before the congregation. Voting by absentee ballot or by proxy is not permitted. (Book of Order G-1.0501)

Section 3: **MEETINGS.** An Annual Meeting of the congregation shall be held by mid-February, at a time and place specified by the Session, for the purpose of distributing copies of the annual report and such other matters as may be appropriate. After report of the prior review by the Session, the congregation shall review the adequacy of the compensation of the pastor(s). (Book of Order G-1.0503) Members of the Nominating Committee will also be elected at the annual meeting.

A Fall Meeting of the congregation shall be held by mid-October, at a time and place specified by the Session, for the purpose of electing ruling elders and deacons. Action shall also be taken on any other matters that may be referred to the Fall Meeting by the Session. (Book of Order G-1.0503)

A special meeting of the congregation may be called by the Session, or at the direction of the Presbytery. Such calls shall state clearly the purpose of the meeting and no other matter save that specified in the call may be considered. (Book of Order G-1.0501 & G-1.0502)

Section 4: **NOTICE OF MEETINGS.** Prior public notice of all congregational meetings shall be given, from the pulpit, on two successive Sundays. (Book of Order G-1.0502)

Section 5: **QUORUM.** A quorum for the transaction of business at all congregational meetings shall consist of a minimum of 10% of the membership (Book of Order G-1.0501).

Section 6: **MODERATOR.** The installed pastor shall be the Moderator of all meetings of the congregation. If it is impractical for the installed pastor to preside, he or she shall invite another teaching elder who is a member of the presbytery or another person authorized by the presbytery to serve as moderator. If there is no installed pastor, the presbytery shall make provision for a moderator. (Book of Order G-1.0504)

Section 7: **SECRETARY.** The Clerk of Session shall be the secretary of meetings of the congregation. If the Clerk is unable to serve, the congregation shall elect a secretary. (Book of Order G-1.0505).

Section 8: **MINUTES.** The minutes of each meeting of the congregation shall be attested to be the secretary and shall be referred to the Session for approval at its next stated meeting and incorporated in the minute book of the Session.

Section 9: **RULES OF ORDER.** Meetings of the congregation shall be conducted in accordance with the most recent edition of *Robert's Rules of Order Newly Revised*, except in those cases where the constitution of the Presbyterian Church (U.S.A.) provides otherwise. (Book of Order G-3.0105).

ARTICLE VII NOMINATING COMMITTEE AND ELECTION OF OFFICERS

Section 1: **NOMINATING COMMITTEE.** Nominations to the offices of ruling elder, deacon and member-at-large of the Nominating Committee shall be made by a representative Nominating Committee of four (4) active members of this Church. This committee shall give fair representation to gender, all age groups, all racial ethnic groups, and persons with disabilities. (Book of Order G-2.0401)

Section 2: **NOMINATING COMMITTEE MEMBERSHIP.** One member of this committee shall be a ruling elder who is currently on the Session and who will serve as Moderator of the Committee. Three additional members shall be from the congregation-at-large. All four of the members of the committee shall be elected at the annual meeting of the congregation. The installed pastor and the moderator of the

Board of Deacons shall be members of this committee, serving ex-officio and without vote. (Book of Order G-2.0401)

Section 3: **TERM OF COMMITTEE MEMBERSHIP.** The members of the Church Officer Nominating Committee shall be chosen annually, and no member of the Committee shall serve more than three years consecutively.

Section 4: **TENURE OF RULING ELDERS AND DEACONS.** There shall always be three classes of ruling elders and deacons as nearly equal in number as possible. The term of each class shall normally be for three (3) years, except when it is necessary to fill vacancies, provided, however, the congregation may by vote in a congregational meeting choose to elect one or more persons to the office of ruling elder or deacon to serve on the Session or Board of Deacons for a term of one or two years. Only the term of one class shall expire in any given year. No ruling elder or deacon shall be elected for a term of more than three (3) years, nor for consecutive terms either full or partial aggregating more than six (6) years. (Book of Order G-2.0404) Terms of elders or deacons shall expire when their successors have been ordained and installed.

Section 5: **NOMINATION PROCEDURE.** The Nominating Committee shall present a minimum of one eligible candidate for each office to be filled (ruling elders, deacons and Nominating Committee members-at-large). Written notice of the names of the nominees shall be published at least one week prior to the election. Additional nominations, from the active roll, shall be entertained from the floor, provided each nominee has given consent to be nominated. All nominations shall be made subject to the principles of inclusiveness and participation for which all governing bodies of the Church are responsible. (Book of Order F-1.0403 & G-2.0401)

Section 6: **ELECTION.** Ruling elders and deacons shall be elected at the Fall Meeting of this congregation. Members of the Nominating Committee shall be elected at the Annual Meeting of this congregation. Election may be by acclamation if there is but one candidate for each office. With two or more candidates, election shall be by written ballot. A majority vote of those present and voting elects. (Book of Order G-2.0401)

Section 7: **INSTALLATION.** Elected ruling elders and deacons shall be installed and ordained, if required, in a regular Sunday morning Church service on the first Sunday practicable. A term of service shall begin the following January first or immediately upon installation if January first of the first year of the term has already passed.

Section 8: **VACANT OFFICE.** An office may become vacant for good reason. A ruling elder or deacon may resign from office with the consent of the Session. When a ruling elder or deacon has been absent from three successive meetings, without excuse, the Session

may declare the office vacant. Term of office terminates automatically upon termination of Church membership. When a vacancy occurs, the Nominating Committee shall present at least one eligible candidate for each vacancy for consideration by the congregation at a special meeting or a regular meeting, whichever will occur sooner. Officers elected to fill vacancies shall be installed, and ordained if required, in a regular Sunday morning worship service on the first Sunday practicable after their election to office. Their term of service shall begin immediately upon installation.

ARTICLE VIII MEDIATION AND ARBITRATION

It is the policy of this Church that disputes between members or between a member and the Church itself that cannot be amicably resolved be resolved through mediation or arbitration.

ARTICLE IX INDEMNIFICATION OF RULING ELDERS, DEACONS, OFFICERS, EMPLOYEES, AND OTHER AGENTS

The ruling elders, deacons, officers, employees, and other agents may be indemnified to the extent allowed by the nonprofit corporation law of the State of California then in effect.

ARTICLE X CONSTRUCTIONS AND DEFINITIONS

Unless the context requires otherwise, the general provisions, rules of construction, and definitions in the California Nonprofit Corporation Law shall govern the construction of these bylaws. Without limiting the generality of the above, the masculine gender includes the feminine and neuter, the singular number includes the plural, the plural number includes the singular, and the term "person" includes both the corporation and a natural person.

ARTICLE XI AMENDMENTS

Amendments or additions to these bylaws, not in conflict with the Constitution of the Presbyterian Church (U.S.A.) or with the laws of the state of California, may be made at any meeting of the congregation at which a quorum is present, by a two-thirds (2/3) vote of those present and voting, providing notice of such proposed amendment or addition is included in the call of the meeting.

CERTIFICATION OF CLERK

I, the undersigned, certify that I am the presently elected and acting Clerk of the Session of Tustin Presbyterian Church, a California nonprofit corporation, and the above bylaws, consisting of eight (8) pages, are the bylaws of this congregation as adopted at a meeting of the congregation held on ????????????????

Dated _____

Executed at Tustin, California.

Richard B. Loeble, Clerk of Session

Note: Book of Order section references are from the 2011/2013 issue.