

**BYLAWS OF
CARMICHAEL PRESBYTERIAN CHURCH**

ADOPTED: January 27, 2013

REVISED: June 24, 2024

The congregation of the Carmichael Presbyterian Church, Carmichael, California, was first organized as a church on December 2, 1923, and its request to become a part of the Presbytery of Sacramento was approved on September 6, 1925.

Carmichael Presbyterian Church of Carmichael, California (hereinafter referred to as the "Church"), organized and existing under and by virtue of the statutes of the State of California, is an ecclesiastical organization and a non-profit religious corporation subject to and an integral part of the Presbyterian Church (United States of America). It is subordinate to the Constitution of the Presbyterian Church (U.S.A.) and the laws of the State of California.

Parliamentary authority shall be the latest edition of *Robert's Rules of Order* (Newly Revised).

Note: All reference numbers are from the *Book of Order* 2023-2025.

I. PRINCIPAL OFFICE

Section 1.1. The principal office of the Church shall be located at 5645 Marconi Avenue, Carmichael, California.

II. MEMBERSHIP

(G-1.03 and G-1.04 with specific additions as noted)

Section 2.01. All who profess faith in Christ and desire to become part of the fellowship and ministry of Christ's church shall be welcomed as members accept the ordinances of the Church according to the Confessions of Faith and the *Book of Order of the Constitution of the Presbyterian Church (U.S.A.)* are eligible to become members of the Church on upon examination and acceptance by the Session at a regular meeting or duly called special meeting. Membership, termination of membership and transfer of membership shall be subject to the requirements of the *Book of Order*. (G-1.0302)

Section 2.02. The Session shall review the roll of members at least annually and shall counsel with those who have neglected the responsibilities of membership. (G-3.0201c)

III. THE CHURCH SESSION

(G-3.02 with specific additions as noted)

Section 3.01a. Except as otherwise provided by these Bylaws, the *Book of Order* and state law, all of the affairs and activities of the Church shall be controlled and directed by a Session consisting of the Pastor, Associate Pastor(s) and 15 ruling elders in active service. The Session shall be the Board of Directors for purposes of

California Nonprofit Corporation Law. All members of the Session are entitled to vote.

Section 3.01b. It is the duty of ruling elders, individually and jointly, to strengthen and nurture the faith and life of the congregation, **guiding its witness to God in the world, ensuring it is a community of faith, hope, love and witness.**

Section 3.02. The Session is responsible for the mission and government of the Church, for which purpose it has the following power and responsibilities:

- (a) To **examine prospective members** ~~decide who shall be members of the Church,~~ and to receive them into the communion of the Church upon profession of faith in Jesus Christ, upon reaffirmation of faith in Jesus Christ, or upon satisfactory certification of transfer of church membership. (W-4.0204)
- (b) To keep an accurate roll of the membership of the Church; **(G-3.0204a)**
- (c) To grant certificates of transfer to other churches;
- (d) To terminate membership in the Church;
- (e) To provide for the growth of its members and to equip them for ministry;
- (f) To develop and supervise the educational ministries of the Church;
- (g) To delegate and supervise the work of the Board of Deacons, and all other organizations and task forces within the Church;
- (h) To instruct, examine, ordain, install, and welcome into common ministry ruling elders and deacons after election by the members of the Church and to inquire into their faithfulness in fulfilling their responsibilities; (G-2.0402, G-2.0403)
- (i) To establish the annual budget, determine the distribution of the Church's benevolences, and order offerings for Christian purposes, providing full information to the members of the Church of its decisions in such matters;
- (j) To provide for the administration of the program of the Church, including employment of non-ordained staff, with concern for equal employment opportunity and the annual review of the adequacy of compensation for all staff;
- (k) To provide for the management of the property of the Church;
- (l) To maintain regular and continuing relationship to the higher councils of the church, including electing representatives to the Presbytery, nominating

teaching elders and ruling elders to the Presbytery who may be considered for election to the Synod or General Assembly, and observing and carrying out the instructions of the higher governing bodies consistent with the Constitution of the Presbyterian Church (U.S.A.); and

(m) To carry out all other responsibilities and exercise all other powers set forth by the *Book of Order*.

- Section 3.03. Subject to the *Book of Order*, the Pastor(s) and Session shall **be responsible for have and exercise exclusive authority over** the worship of the Church, including **the proclamation of the Word**, sharing of the Sacraments and the musical program. **The Session and Pastor(s) shall oversee and approve all public worship in the congregation. determine the times and places of preaching the Word and all other religious services.** (W-2.0303, W-2.0304 and W-2.0305)
- Section 3.03a. The Session is responsible for authorizing all services of baptism. (G-3.0201b and W-3.0403)
- Section 3.03b. The Session is responsible for authorizing all observances of the Lord's Supper and shall ensure regular and frequent celebration of the Sacrament, in no case less than quarterly. (G-3.0201b and W-3.0410 **and**)
- Section 3.04. Except as otherwise provided by these Bylaws or the *Book of Order*, the Session may from time-to-time delegate its responsibilities to the Board of Deacons, or to a committee or commission of the church, subject always to the superior authority and direction of the Session.
- Section 3.05. Should any difference of opinion arise between the Session and any board or organization of the Church, the Session, as the body having the superior responsibility for the welfare and program of the Church, shall have the final authority to make decisions, and any such decision shall prevail unless reversed or modified by a higher council.
- Section 3.06. All contributions by members and all benevolences shall be expended under the direction of the Session with due regard to benevolence budgets and policies recommended by higher councils. The Session shall carry on a program to educate the members of the Church in stewardship. The offerings **of the Church School and** all the organizations and task forces within the Church shall be reported annually to the Session.
- Section 3.07. The Session shall keep rolls of **baptized, active, and affiliate members. Session shall delete names from the roll of the congregation upon a member's death, admission to membership in another congregation or renunciation of jurisdiction. The Session may also delete names from the rolls when a member requests, has moved from the area or otherwise ceased to participate in the life of the church for a period of two years.** The Session shall also keep complete registers of marriages, **baptisms** **(with the dates of the births of the infants**

baptized), ruling elders, deacons and installed Pastors (with dates of service). G-3.0204

- Section 3.08. The Session shall hold at least eleven (11) regular stated meetings each year. The Pastor has the power to convene the Session in special meetings at any time and shall always convene it when requested to do so by any two members of the Session. The Session shall also convene when directed to do so by the Presbytery of Sacramento North Central California. Notice of special meetings shall be given at least 48 hours in advance if by telephone, written, and/or electronic communications. The Session shall open and close its meetings with a prayer.
- Section 3.09. One-third of the ruling elders in active service, with a Moderator, shall constitute a quorum, except for the reception of members, when the quorum shall be the Moderator and two (2) members of the Session.
- Section 3.10. Decisions of the Session shall be binding when passed by a majority of those present and voting. (F-3.0205)
- Section 3.11. The Pastor of the Church shall be the Moderator of the Session. Whenever the Pastor is unable to attend or other reasons make it advisable that another Moderator shall preside, a Moderator shall be chosen in accordance with the *Book of Order*. (G-3.0104) The Pastor shall be the Chairman of the Board of Directors of the Church for purposes of the California Non-profit Corporation Law.
- Section 3.12. The Session shall annually elect from its church members a President of the Corporation, who shall be an officer of the Church, shall execute contracts and agreements authorized by the Session and shall perform any and all other duties which the Session shall from time to time prescribe for that office. (G-4.01)
- Section 3.13. The Session shall annually elect a Clerk, who shall be the secretary of the Church for purposes of the California Nonprofit Corporation Law. The Clerk of the Session shall keep and be responsible for a legible and accurate record of its proceedings as required by the *Book of Order*. The minutes shall be approved by Session at a regular meeting. Such records shall be submitted to the Presbytery of Sacramento North Central California for inspection at least once a year and shall be available to the Presbytery upon request. The Clerk shall give and serve all notices of the Church required by law or these Bylaws. (G-3.0104)
- Section 3.14. The Session may create and dissolve standing or special commissions or committees, appoint members to them, and delegate to them duties and authority consistent with these Bylaws, the *Book of Order* and state law. (G-3.0109)

IV. FINANCIAL MANAGEMENT

(G-3.0113 and G-3.0205)

- Section 4.01. The Session shall make an annual report to the congregation setting forth the following:
- (a) A statement of the funds and investments of the Church;
 - (b) The receipts and disbursements for the previous year;
 - (c) An estimate of the receipts and disbursements for the ensuing year.
- Section 4.02. The Session shall cause to be kept the accounting books and records of the Church. Except as may otherwise be determined by the Session for good cause, the accounting books and records shall be open to inspection of any member at any reasonable time, for a purpose reasonably related to such person's interests as a member. The right to inspect includes the right to make extracts. (G-3.0205b)
- Section 4.03. The Session shall each year cause a full financial review to be prepared as required by the *Book of Order*.
- Section 4.04. The Session shall annually elect a Treasurer, who shall be the chief financial officer of the Church for purposes of the California Nonprofit Corporation Law.
- Section 4.05. The Treasurer shall:
- (a) have oversight of the funds of the Church
 - (b) ensure that full and accurate accounts of receipts and disbursements are made in books belonging to the Church,
 - (c) ensure that deposits of all monies and other valuable effects in the name and to the credit of the Church shall be made in such depositories designated by the Session.
 - (d) have such other powers and duties as prescribed by the Session or by law.

V. DEACONS

(G-2.02)

- Section 5.01. There shall be a Board of Deacons comprised of the Pastor and/or Associate Pastor(s), who shall be advisory members, and 24 deacons in active service.
- Section 5.02. 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. The Board of Deacons shall assume such other duties as may be delegated to it by the Session.
- Section 5.03. The Board of Deacons shall be under the supervision and authority of the Session. The Session may void or amend any action of the Board of Deacons or direct the

Board to reconsider such action.

- Section 5.04. The Board of Deacons shall hold regular meetings as fixed by resolution of the Board of Deacons, but it shall meet at least quarterly. Special meetings of the Board shall be held whenever requested by two of its members or by the Session or by the Pastor. Notice of special meetings shall be given at least 48 hours in advance if by telephone, **written, and/**or electronic communications.
- Section 5.05. A joint meeting of the Session and Board of Deacons may be held at least annually to confer on matters of common interest, with the Moderator of the Session presiding. No binding decision may be reached in such joint meeting, but the Session and the Board of Deacons may act separately on matters committed to their care.
- Section 5.06. The Board of Deacons shall determine its own quorum.
- Section 5.07. Decisions of the Board of Deacons shall be binding when passed by a majority of those present and voting except as noted in Section 5.03.
- Section 5.08. The Board of Deacons shall elect from its membership a moderator, a vice-moderator, and a secretary. The secretary, or a treasurer, if one is elected, shall keep a record of the amounts and distribution of all funds at the Board's disposal.
- Section 5.09. The secretary shall keep a record of the Board's proceedings, and the Board of Deacons shall submit its records to the Session for approval at least once a year, and at other times upon the request of the Session.

VI. QUALIFICATION, ELECTION AND VACANCY OF RULING ELDERS AND DEACONS

(G-2.04)

- Section 6.01. The ruling elders and deacons shall be elected for three-year terms by the congregation at the annual meeting or at a special meeting called for that purpose. Both ruling elders and deacons shall serve from the Ordination Sunday in June **or when ordained or installed** until the new class of officers are ordained and/or installed.
- Section 6.02. All active members of the Church in good standing, but no others, are entitled to vote in the election of ruling elders and deacons.
- Section 6.03. Ruling elders and deacons must be active members of the Church.
- Section 6.04. When a majority of all voters present and voting cast their votes for a candidate, that person shall be elected. **Voting by proxy and cumulative voting shall not be permitted.** **Present is defined as attending in person or online.**
- Section 6.05. The ruling elders shall be divided into three classes of five (5) each and the deacons shall be divided into three (3) classes of eight (8) each. The terms of

office shall be staggered so that the terms of one class of ruling elders and deacons, respectively, shall expire each year.

- Section 6.06. No ruling elder or deacon shall serve for consecutive terms, either full or partial, in the same office, aggregating more than six consecutive years. A ruling elder or deacon having been elected for consecutive terms aggregating six years shall be ineligible to serve in the same office for a further term until at least one year has elapsed from the expiration of the last term for which they were elected.
- Section 6.07. A ruling elder or deacon may resign by written notification to the Clerk of Session. On ceasing to be a member of the Church, a ruling elder or deacon ceases to be a member of the Session or the Board of Deacons, as the case may be.
- Section 6.08. If any ruling elder or deacon declines to act, resigns, dies, or ceases to be a member of the Church, the vacancy created shall be filled by the Congregation at the next annual meeting or at a special meeting called for that purpose. Those who shall be elected to fill vacancies existing for any reason shall be elected for the unexpired terms of such vacancies.

VII. THE NOMINATING PROCESS

(G-2.0401)

- Section 7.01. There shall be a Nominating Committee comprised of active members of the Church for the purpose of selecting candidates for the offices of ruling elder, deacon, and the nominating committee.
- Section 7.02. Nominees to fill vacancies on the Nominating Committee shall be chosen annually. No member of the Committee shall serve more than three (3) years consecutively.
- Section 7.03. The Committee shall consist of five (5) members. Two members of the Nominating Committee shall be ruling elders, one of whom shall be a currently serving ruling elder; one member shall be designated by and from the Board of Deacons; and the remaining two members shall be elected by the Congregation at the annual meeting or at a special meeting called for that purpose. The two at-large members shall be elected every other year for two-year terms. The Pastor shall be a member of the Nominating Committee ex officio but without vote.
- Section 7.04. The Nominating Committee shall publish the names of the members the committee has decided to place in nomination along with the notice of the Congregational Meeting at which they are to be elected.
- Section 7.05. After the Nominating Committee has presented the names of candidates for office at any meeting of the Congregation, nominations may be made from the floor.

VIII. SELECTION OF PASTOR OR ASSOCIATE PASTOR

- Section 8.01. In the event of a vacancy in the pastorate or an associate pastorate, a new pastor or associate pastor, as the case may be, shall be called in accordance with the procedure set forth in the *Book of Order*, as supplemented by these Bylaws.
- Section 8.02. The Pastor Nominating Committee shall be elected by the Congregation at the annual meeting or at a special meeting called for that purpose constituted pursuant to the requirements of the *Book of Order* and should shall consist of at least seven (7) and not more than nine (9) members and shall be elected by the Congregation at the annual meeting or at a special meeting called for that purpose. The Pastor Nominating Committee shall be representative of the whole congregation. Nominations to this Committee should shall be made in the following manner: three members shall be ruling elders nominated by the Session; one member shall be nominated by and from the Board of Deacons; and the remaining members shall be nominated by the Nominating Committee. Any member of the Church may, in addition, make other nominations from the floor. The Pastor Nominating Committee shall elect its own officers. (G-2.08)

IX. MEETINGS OF THE CONGREGATION

(G-1.05)

- Section 9.01. There shall be an annual meeting of the Congregation at a time to be designated by the Session. Notice of such annual meeting shall be given from the pulpit during public worship and published in the Church bulletin on the two preceding Sundays.
- Section 9.02. All organizations, societies, and bodies of the Church shall deliver annual written reports to the Clerk of the Session. The contents of these reports shall be made available to the Congregation at the annual meeting.
- Section 9.03. Special meetings of the Congregation may be called by the Session. Notice of special meetings shall be given from the pulpit during public worship and published in the Church bulletin on two Sundays. At such meetings no business shall be transacted except such as is named in the notice.
- Section 9.04. The Pastor shall preside at all meetings of the Congregation. The Clerk of the Session shall prepare the Minutes of these meetings, which Minutes shall be reviewed by the Session at its next regular meeting. When approved by the Session, these Minutes shall be entered into the permanent record. G-1.0505
- Section 9.05. All members of the Church are entitled to vote on congregational matters.
- Section 9.06. Ten percent (10%) of the members of the Church shall constitute a quorum for the transacting of business at either an annual or special meeting of the Congregation.

X. AMENDMENTS AND REVIEW

Section 10.01 Amendments to these Bylaws may be made at any annual or special meeting of the Congregation by a majority vote of active members, present and voting, provided that the nature of any amendment shall be given in the notice of such meeting.

Section 10.02 A review of these Bylaws shall be conducted at least every three (3) years by a committee named by the Session.