

**Bylaws
Of the
Congregation and Corporation
Of
First Presbyterian Church of Lansing
510 West Ottawa street
Lansing, Michigan**

I. Statement of Purpose or Mission

First Presbyterian Church of Lansing has been called by God and organized to proclaim the good news of Jesus Christ, to minister to the needs of members of the congregation and residents of the community, and to promote peace and justice in the world.

II. Relation to the Presbyterian Church (U.S.A.)

First Presbyterian Church is a member church of the Presbytery of Lake Michigan in the Synod of the Covenant of the Presbyterian Church (U.S.A.).

III. Governance of the Church

This church shall be governed in accordance with the *Constitution of the Presbyterian Church (U.S.A.)*. Consistent with that *Constitution*, these bylaws shall provide specific guidance for this church. The most recent edition of *Robert's Rules of Order* shall be used for parliamentary guidance.

IV. Membership

The membership of this church includes the Baptized Members, Active Members, and Affiliate Members. The Members eligible to vote at any meeting and to hold office in the church shall be those persons listed on the Active Membership Roll of the church and defined as the congregation within these bylaws. (G_1.04)

V. Meetings of the Church

Congregation meetings and Place of Meetings – There shall be two regularly constituted meetings of the members of the congregation each calendar year, designated as the Annual Meeting and a Special meeting for elections respectively. All Meetings of the congregation shall be held in the church building.

The Annual Meeting shall be held between January 15 and March 15 of each year at a date and time to be set by the Session at which at least the following business shall be presented: annual reports from organizations and the Session (information only), financial reports for the preceding year, budgets for the current year (information Only), and such other business as may properly come before such a meeting, including business of the Corporation. (G_1.0501)

Special Meeting and Place of Meetings – Special Meetings may be called by the Session. Such calls shall state clearly the purpose of such Meetings, and business shall be restricted to that which is specific to the call for the meeting.

A Special meeting for elections shall be held during the month of October each year at a date and time set by the Session. The purpose of this meeting is to hear and act upon the report of the Church

Nominating Committee for the election of church officers (Elders and Deacons) (G_30104), and members of the Church Nominating Committee and changes in the Terms of Call for the Pastor(s).* No other business may be transacted unless prior notice of such business has been included in the call for the meeting.

*The pastor may also be referred to as Head of Staff and/or Teaching Elder are interchangeable. (G_30104)

VI. Notice of Meetings

Public notice of the meetings shall be given in printed and verbal form at least one Sunday prior to the meeting. (G_1.0502)

VII. Moderator

The pastor shall moderate the Meetings. If there are co-pastors, they shall alternately preside at meetings. When the church is without a pastor, the Moderator appointed by the Presbytery shall preside. If it is impractical for the pastor or the Moderator of the Session appointed by the 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 the pastor or the moderator concur, a member of the Session may be invited to preside. (G_3.0104)

Since the pastor or moderator is not a member of the Corporation, consistent with Article IV the President of the Corporation or designated Corporation Officer shall be invited to moderate the meeting when corporate matters appear on the agenda.

VIII. Secretary/Clerk

The Clerk of Session shall be an elder elected by the Session for such term as it may determine. The Clerk shall serve as secretary of the congregation and corporation. If the Clerk is not present or is unable to serve, the Congregation shall elect a Secretary Pro Tem for Congregational/Corporation Meetings or Moderator shall select a Secretary Pro Tem. (G_1.0505)

IX. Minutes of the Meeting

The minutes of the Annual meeting or Special Meeting, recorded by the secretary shall be approved by the Session, recorded in the Minute book of Session. (G_3.0204) Minutes may then be posted on a bulletin board outside the church office. Other monthly Session minutes are to be recorded in the Minute book of Session and items reported in the "First Epistle" as "Session Digest".

X. Quorum for the Meeting

The quorum of a meeting of the congregation shall be the moderator, secretary and one tenth of the active members of the congregation. Consistent with the laws of the State of Michigan, the same quorum of active members shall be required for Annual Meetings of the church corporation on corporate matters.

The secretary shall determine that a quorum is present. (G_3.0203) Session (G_1.0501) Congregation.

XI. Voting

Only Active Members of the congregation (G_1.0501), regardless of age, may vote in the congregation meeting. (2nd paragraph) All active members of the congregation present at either annual or special meetings are entitled to vote. Congregations shall provide by rule the quorum necessary to conduct business.

XII. Incorporation

In Accordance with the *Book of Order*, the congregation shall cause a corporation to be formed. Consistent with the laws of this State of Michigan, the church may cause Articles of Association to be formed.

Both ecclesiastical and corporate business may be conducted at the same meeting of the congregation.

The elders serving on the Session shall serve at the same time as trustees.

When the Session is voting on matters of corporation business, such as buying, selling, or encumbering property, only Trustees who are eighteen years or older and citizens of the United States of America may vote.

XIII. Officers of the Corporation

The officers of the corporation shall be the President, who shall be the Chairman of Finance, Secretary, who shall be the Clerk of Session and the Treasurer, who shall be the Church treasurer, all of whom shall be elected by the Session acting as Trustees.

XIV. Nominating Committee

The congregation shall form a nominating committee in the following manner.

1. There shall be seven members on the nominating committee.
2. Two of the members shall be elders designated by the Session, one of who shall be currently serving on the Session and shall serve and moderator of the committee.
3. One member shall be designated by and from the Board of Deacons.
4. Four of the members, not persons currently serving on the Session or the Board of Deacons, shall be nominated and elected at the Annual Election Meeting of the congregation called for that purpose.
5. Members of the committee shall be elected annually.
6. No member shall serve more than three years consecutively.
7. The pastor shall be a member ex officio and without vote.
8. The nominating committee shall bring to the congregation nominations only for the number of positions to be filled.
9. The floor shall be open for nominations at the Special meeting of the congregation called for that purpose. (G?)

XV. Session

The Session is the governing body of the church as set forth in the *Book of Order*. (G_3.02)

The Session shall be composed to those persons elected by the congregation... as ruling elders, together with all installed pastors and associate pastors. All members of the Session are entitled to vote. The pastor shall be moderator of Session, and the Session shall not meet without the pastor or designated moderator. If there is not an installed pastor, the presbytery shall make provisions for a moderator.” (G_20301)

The Session shall, at its first meeting following the ordination and installation of a new class of officers; 1) elect an elder to serve as Clerk of Session for such term as the Session may determine and 2) form such committees as the Session deems necessary to carry out its charge by the *Book of Order*.

“ The Session shall hold stated meetings at least quarterly. The moderator shall call a special meeting when he or she deems it necessary or when requested in writing by any two members of the session. The business to 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. The Session shall also meet when directed by Presbytery.” (G_3.0203)

A quorum for the meetings of the Session shall consist of the moderator, (Pastor, Co-Pastors, Associate Pastor) or other presiding officer, and one-third of the elders of the Session (G_10501)

XVI. Ruling Elders

The congregation shall elect no fewer than fifteen and no more than eighteen ruling elders. These will be divided into three equal classes, one class to be elected each year for a three-year term at the Annual Meeting called for that purpose. No ruling elder may serve for more than six consecutive years. One year must have elapsed before an elder is eligible for reelection to the Session.

XVII. Deacons

The congregation shall elect no fewer than eighteen deacons, divided into three equal classes, one class of whom shall be elected each year at the Annual meeting called for that purpose for a three-year term. No deacons shall serve for consecutive terms, either full or partial, aggregating more than six years. A deacon having served a total of six years shall be ineligible for reelection to the Board of Deacons for a period of a least one year.

The Board of Deacons, at its first meeting following the ordination and installation of deacons shall elect a moderator, vice moderator, secretary and a treasurer from among its members and shall form such committees as necessary to carry out its work.

The pastor, co-pastors or associate pastors shall be advisory members of the Board of Deacons. A quorum for the Board of Deacons shall be one third of the members including the moderator.

XVIII. Vacancies

Vacancies on the Session or the Board of Deacons may be filled at a meeting of the congregation called for that purpose of electing officers, at a Special Meeting of the congregation, or at the Annual Meeting, as the Session may determine.

Removal from any office or termination of church membership shall be as provided for in the *Book of Order*.

A person desiring to no longer serve as a member of the Session or any board or committee of the church shall convey his/her desire in writing to the Session.

XIX. Property

All matters pertaining to church property are detailed in G-4.02 of the *Book Of Order*.

XX. Voting

Proxy votes are not permitted at meetings of the congregation or at meetings of boards, committees and sub-committees. Voting by telephone, video or other electronic conferencing is permitted at meetings of boards, committees and sub-committees.

Any action taken or permitted at an Annual meeting or a Special Meeting of the congregation shall only be taken at a proper meeting at which the required quorum is present and no such action may be taken without a meeting or ratification following a meeting. Meetings of boards, committees and sub-committees may take action or ratify the same as is convenient for their purposes.

XXI. Amendments

These by laws may be amended subject to the Articles of Association, the laws of the State of Michigan and the *Constitution of the Presbyterian Church (U.S.A.)* by a vote of two thirds of the voters present, provided that the proposed changes have been distributed in printed form at the time of the call of the meeting at which the changes are subject to vote. The by laws may contain any provision for the regulation and management of the affairs of the congregation or corporation not inconsistent with the governing documents or laws.

XXII. Bylaws Review

The bylaws shall be reviewed, endorsed or amended within ten years from adoption or revision. These by laws were approved by the Session on Wednesday, November 18, 2015 and on the recommendation of the Session and Trustees the bylaws were approved by the congregation and corporation at a Special Meeting of the Congregation on Sunday the 21st of February 2016.