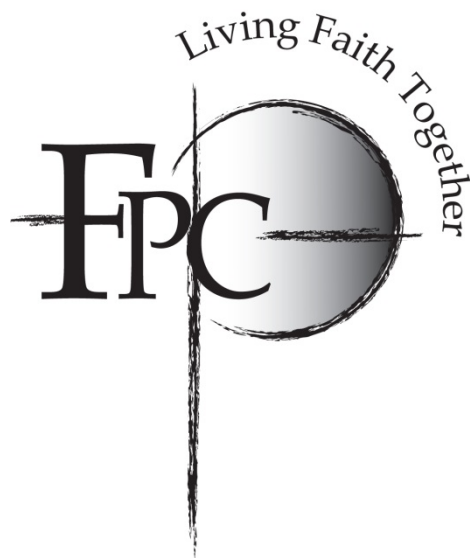


BYLAWS of  
The First Presbyterian Church of Waunakee, WI



Adopted: January 26, 1986

(Containing revisions through June 4, 2023)

## **Article I. Name and Government**

Section 1. Name. The name of this church shall be "The First Presbyterian Church of Waunakee, Inc."

Section 2. Purpose. The purpose of this church shall be in accordance with the Book of Order, proclaiming the gospel of Jesus Christ for the salvation of humankind; sheltering, nurturing, and providing spiritual fellowship for the children of God; maintaining divine worship; preserving the truth; promoting social righteousness; and exhibiting the Kingdom of Heaven to the world.

Section 3. Government. The government of this corporation shall, at all times, be in consonance with the Constitution of the Presbyterian Church (U.S.A.), and shall be subject to the jurisdiction of the higher courts of the same in order of Session, Presbytery, Synod, and General Assembly.

Section 4. The fiscal year of this church shall coincide with the calendar year.

## **Article II. Membership**

Section 1. The membership of this church corporation shall consist of all members who have been or may hereafter be regularly received into the church by the Session and not dismissed or otherwise terminated.

Section 2. A faithful member accepts Christ's call to be involved responsibly in the ministry of his/her church. Such involvement includes: proclaiming the good news, taking part in the common life and worship of a particular church, praying and studying the Scripture and the faith of the Christian church, supporting the work of the church through the giving of money, time, and talents, participating in the governing responsibilities of the church, demonstrating a new quality of life within and through service to others, living responsibly in the personal, family, vocational, political, cultural, and social relationships of life, working in the world for peace, justice, freedom, and the advancement of the kingdom of God.

Section 3. As required by the laws of the State of Wisconsin, only members of full age (18 years) shall be eligible to vote on questions dealing with property and matters that are strictly the business of the corporation. Otherwise, all active members of the church are eligible to vote at all stated and special meetings of the church. Voting by proxy is not allowed.

Section 4. Changes of membership. Membership may be changed by action of the Session through dismissal from the active roll or by establishment of an affiliate membership in accordance with the Book of Order, G-1.0403.

### **Article III. Pastor, Officers & Boards**

Section 1. The Pastor. The pastor of this church shall be elected by the congregation and installed by the John Knox Presbytery. All relations between this church and its pastor shall be in accordance with the Constitution of the Presbyterian Church (U.S.A.), and under the jurisdiction of the John Knox Presbytery.

Section 2.1. The Session. The Session is the only judicatory of this church. The Session shall consist of the pastor, who is the Moderator, and the ruling elders duly elected to it by the congregation.

Section 2.2. Jurisdiction of Session. All officers, boards, committees, and organizations of the church shall be subject to the jurisdiction of the Session, in the manner and to the extent set forth in the Book of Order of the Presbyterian Church (U.S.A.). The session shall at all times maintain and effectively control the government of the church.

Section 2.3. Organization of the Session. The Session shall confirm the election of a Clerk, who shall be a ruling Elder, for such term as it may determine. (G-3.0104) The Session shall elect a Treasurer for such term as the Session shall decide. He/she shall serve directly under the direction of the Session. One year must elapse after the Treasurer has served six consecutive years in order to be eligible for election again. (G-3.0205). Session shall elect such other officers as it may desire. The Session shall organize as many standing committees as it sees fit. Each standing committee is ordinarily to be chaired by a Session member and may include both church members and "friends of the church" who are active in its fellowship and work. The Moderator of the Session, or his/her designee, shall be considered an ex-officio member of all church boards and committees. The elders of this church are also duly installed as Trustees of the Corporation, administering both spiritual and corporate powers. This one board system shall be known as the unicameral system, which is in accord with the Book of Order of the Presbyterian Church (U.S.A.). (G-4.0102)

Section 2.4.a. Elders shall ordinarily be elected to the Session at the June meeting of the congregation and shall be ordained and/or installed prior to the July meeting of the Session. Retiring elders shall serve until their successors have been installed.

Section 2.4.b. Vacancies. A vacancy in the office of Elder or any other elected church office shall be filled by an election to be held at a special meeting of the congregation for which adequate notice has been provided. The election shall be conducted in accordance with Article IV – Nominations and Article VI – Meetings of these Bylaws.

Section 3.1. Corporation. Since the corporate affairs of the church are handled by the Session, it shall administer all the property, real and personal, of the church. Conveyances, leases and mortgages of real property and conveyances, transfers, assignments, pledges, and disbursements of personal property, including monies and securities, shall be made in the name of the church by such officers as the Session may designate. The Session Clerk and/or Church Treasurer shall act as official signatories on

behalf of The Church as directed by The Session. No sale, mortgage or lease of any real property belonging to the church shall be made except with the proper authorization of the membership granted at a regularly constituted meeting of the membership and shall be cleared through the proper channels of Presbytery when necessary. (This provision shall not include rental agreements which from time to time may be made by the Session with community or civic or service groups using a part of the church facilities for their meetings or operation.) In accordance with G-4.0203 of the Constitution of the Presbyterian Church (U.S.A.), Part II, Book of Order, all property held by the church is held by the Trustees\* thereof, in trust nevertheless, for the use and benefit of the Presbyterian Church (U.S.A.). The Trustees shall do each and every act, matter, or thing, necessary or incidental to carry out the purpose of the resolution in conformity with the said Constitution and Book of Order.

\*The Trustees in our church are the members of the Session (See Section 2.3 above.)

Section 3.2. The pastor shall be, by reason of office, President of the Board of Trustees and shall preside at meetings of the church corporation. The Clerk of Session shall be, by reason of office, Secretary of the Board of Trustees, and the corporation.

Section 3.3. At the January/February meeting of the congregation, the Session shall report to the congregation receipts and payments for the year last ensuing, presenting an estimate and budget of expenses and expenditures for the current year and presenting any new business to be undertaken for the welfare of the congregation.

Section 3.4. It is recommended that the finances of the church be reviewed annually under the direction of the Session. The financial review should be conducted by two qualified persons who are not presently serving as officers of the church and are unrelated to the finance officers. Others involved in the review should be the Finance Elder, the Treasurer, and The Church Business Administrator. (G-3.0113). If the Finance Elder determines that it is not necessary to hold a financial review for a particular year, Session approval will be needed to defer the review.

**Section 3.5.** At the June meeting of the congregation, Deacons shall be elected to a ministry of sympathy and service in the Church, as provided in the Book of Order of The Presbyterian Church (U.S.A.) They shall be ordained and/or installed prior to taking office and shall serve until their successors have been installed.

#### **Article IV – Nominations**

Section 1. Officers of the church, including Ruling Elders and Deacons, shall be nominated for offices by a representative nominating committee consisting of two ruling elders, chosen by the Session, at least one of whom is currently serving on the Session; two deacons, chosen by the Board of Deacons; and four members from the congregation at large, elected at the June meeting of the congregation. The pastor will be, by reason of office, a member of this committee, but without vote. This

committee shall ordinarily convene at least thirty days before the June meeting of the congregation to prepare a slate of nominees for the meeting. The work of the committee shall not prevent nominations from the floor by any eligible voter.

Section 2. Chair. The Session shall have the authority to appoint the chair of this committee.

Section 3. The nominating committee may, but shall not be required to, present its slate of nominees to the Session for review prior to the June meeting.

### **Article V – Terms**

Section 1. Elders elected to the Session, and Deacons elected to the Board of Deacons, shall be set up into three classes, serving terms of three years.

Section 2. Having completed a term, an elder or a deacon shall be eligible for election to another three-year term.

Section 3. No elder or deacon shall be elected to a third consecutive term. One year must elapse after two full terms to be eligible for election again.

Section 4. No one shall be elected as elder or deacon who is not a member in good standing in this church.

### **Article VI – Meetings**

Section 1. There shall be two regular meeting of the congregation. The first shall take place on either the fourth or fifth Sunday in January or the first Sunday in February and shall deal with annual reports, matters related to Article III, Section 3.3, and any other business properly brought before the meeting. The second meeting of the congregation shall take place on any Sunday in June and shall have as its primary business the elections mentioned earlier in these bylaws. Other business may be properly brought to this meeting as well. The Clerk of Session shall provide adequate notice of said meetings.

Section 2. Special meetings may be called by the Session when deemed advisable. The Clerk of Session shall provide adequate notice of called meetings and only those matters mentioned in the call for the meeting may be considered.

Section 3. All meetings shall be opened and closed with prayer.

Section 4. The Pastor shall ordinarily moderate all meeting of the congregation. The Clerk shall keep an up-to-date record of all meeting of the congregation.

Section 5. A quorum for a congregational meeting shall consist of at least FIVE PERCENT OF THE MEMBERSHIP OF THE CHURCH. If a quorum is not present at any special or regular meeting, all efforts shall be made to contact members to arrive at a quorum. If this fails, the meeting shall be rescheduled for the earliest possible date within the bounds of notification requirements.

Section 6. Regular meetings of the Session shall be held. Such meetings shall be published in the weekly church bulletin.

Section 7. Session Quorum. A quorum of the Session shall be the pastor or other presiding officer and one third of the elders but no fewer than two, except for the reception and dismissal of members, when the quorum shall be the moderator and two members of the Session.

### **Article VII – The Pastor**

Section 1. According to the requirements of the Constitution of the Presbyterian Church (U.S.A.) the adequacy of the pastor's salary shall be reviewed annually and shall be submitted by the Session for approval by the congregation at its January/February meeting (G-2.0804).

Section 2. When there is a vacancy in a pastoral position, the Session and the congregation shall seek the guidance from the Committee on Ministry of the John Knox Presbytery in securing a pastor.

### **Article VIII – Amendments**

Section 1. These bylaws may be amended subject to the charter of the corporation, the laws of the State of Wisconsin, and the constitution of the Presbyterian Church (U.S.A.) at any regular meeting or at any special meeting by a two-thirds (2/3) vote of the voters present provided that a full reading of the proposed changes or a printed distribution of the same shall have been made in connection with the call of the meeting.

### **Article IX – Effective Date of Bylaws**

Section 1. This revision of the Bylaws takes effect at the close of the regular meeting of the congregation on Sunday, June 4, 2023.

Section 2. All former Bylaws or codes of regulation or any amendments thereto are hereby abrogated.