

BY-LAWS OF  
NORTH COMO PRESBYTERIAN CHURCH

ARTICLE I  
GOVERNING LAWS

Section 1. Relation of By-Laws to Law of Church and State. The North Como Presbyterian Church, being a particular congregation of the Presbyterian Church (U.S.A.) recognizes that the Constitution of said Church, in all its provisions, and the laws and directives of the General Assembly enacted pursuant thereto, are obligatory upon it and its members. These By-Laws shall also always be subject to the Constitution and laws of the State of Minnesota and the United States of America. The By-Laws are enacted pursuant to the provisions of Minnesota Statutes, Chapter 315 and where applicable are subject thereto.

ARTICLE II  
MEMBERSHIP AND MEETINGS

Section 1. Members Entitled to Vote. All members on the active roll of North Como Presbyterian Church are entitled to vote at any meetings of the congregation (ecclesiastical or corporate). Each eligible voter shall have one (1) vote. Voting by proxy or by mail is not permitted. (G-7.0301).

Section 2 Annual Meeting. There shall be an annual meeting of the congregation (ecclesiastical and corporate) in the church each year on a date established by the Session, and made known in the notice required for such meeting, for the purpose of hearing official reports and transacting all business which may properly come before such meeting. (G-7.0302).

Section 3. Special Meetings. There shall be at least one special meeting each year, on a date established by the session, called for the purpose of electing elders, deacons and other church officers. Other special meetings of the congregation (ecclesiastical or corporate) may be called by action of the Session or by order of The Presbytery of the Twin Cities Area. All such calls for special meetings of the congregation shall clearly state the purpose thereof. No other matter than that specified in the call may be considered at such special meeting. (G-7.0302).

Section 4. Notice of Meetings. Public notice of all meetings shall be given on two successive Sundays prior to the meeting. (G-7.0303).

Section 5 Quorum. A quorum for a congregational meeting shall consist of the Moderator and ten percent (10%) of the members entitled to vote at the meeting. (G-7.0305).

Section 6. Prayer at Meetings. All meetings of the congregation and all meetings of its elected and appointed working organizations shall be opened and closed with prayer.

Section 7. Rules of Order. The meetings of the congregation shall be conducted in accordance with Robert's Rules of Order, Newly Revised.

Section 8. Moderator. The pastor shall be the moderator of all meetings of the congregation. When the church is without a pastor, the moderator of the Session appointed by the Presbytery shall preside at all congregational meetings. If it is impractical for the moderator to preside, the moderator shall invite, with the concurrence of the session, another minister of the Presbytery to preside. (G-7.0306).

Section 9. Secretary. The clerk of Session shall be the Secretary of the meetings of the congregation. If the clerk is unable to serve, the congregation shall elect a secretary. The minutes of the meeting shall be attested by the moderator and the secretary, and shall be entered in the minutes book of the Session. (G-7.0307).

A minister is not a member of the congregation and may not vote in the meeting of the congregation. When there is a tie vote, a minister presiding shall put the question a second time. If there is a tie vote again, the motion is lost. (G-7.0308).

### ARTICLE III ELECTION OF CHURCH OFFICERS

#### Section 1. Number, Election and Terms of Office of Nominating Committee.

Each year a Nominating Committee shall be elected to serve for one year, from one congregation annual meeting to the next annual meeting. It shall consist of both women and men, giving fair representation to persons of all age groups and of all racial ethnic members of that congregation. Two members of this committee shall be Elders designated by the session, one of whom shall currently be on session and serve as moderator of the committee. One member of this committee shall be designated by and from the board of deacons. Five members of the committee shall be chosen by the congregation, none of whom may be in active service on the session. A pastor shall be a member of this committee, serving ex officio and without vote. The nominating committee shall be chosen annually and no member of the committee shall serve more than three years consecutively. All nominating procedures shall be subject to the principles of participation and representation as stated in G-4.0403 and G-9.0104 of the Book of Order. (G-14.0201).

Section 2. Function. The Nominating Committee shall present nominations to the congregation for the offices of Elder, Deacon, Nominating Committee, and Auditing Committee, and when necessary, Pastor Nominating Committee. One (1) person shall be nominated for each vacancy.

Section 3. Other Nominations. Full opportunity shall always be given at congregational meetings for nominations by any eligible voter.

Section 4. Unexpired Vacancies. Unexpired vacancies shall be filled at a special meeting of the congregation called for the purpose of electing officers or filling vacancies, or at the annual meeting. Elected officers wishing to resign, do so to the Session. A resignation is effective upon its acceptance by the Session.

### ARTICLE IV THE SESSION

Section 1. Number, Election and Terms of Office. The Session shall be comprised of fifteen (15) Elders in active service and the Pastor and Associate Pastors. Elders shall be divided into three (3) classes. Each class shall be comprised of five (5) members. At each succeeding special meeting called for the purpose of election of officers, the successor to the class of Elders whose term shall expire that year, shall be elected to hold office for a term of three (3) years so that the term of one (1) class of Elders shall expire each year. Elders who have served one full term shall be ineligible to be elected for a new term until a period of one (1) year shall have elapsed, but an Elder who has been elected to fill a vacancy shall be eligible for a full term. The beginning and expiration of office of each elder shall be at the first regular meeting of the Session after the installation of officers elect. Election of elders shall be in accordance with the provisions of the Book of Order. (G-14.0204) New elders are to be ordained and installed on a date determined by the Session. (G-14.0201).

Section 2. Qualifications. All active members are eligible for election to the office of Elder. No person shall be elected a member of the Session who is not also elected an active Elder.

Section 3. Powers, General. The duties of the Session shall be those delegated to them by the Constitution of the Presbyterian Church (U.S.A.). (G-10.0102).

Section 4. Powers, Specific. Without limiting in any way the generality and scope of the powers granted in the preceding Section, the Session shall have the following Powers:

- (a) Subject to the provisions of the Constitution of the Presbyterian Church (U.S.A.), the Session shall have and exercise exclusive authority over the worship of the congregation, including

the musical service; and shall determine the time and place of preaching the Word and all other religious services. It shall also have exclusive authority over the uses to which the Church building and properties may be put, but may temporarily delegate the determination of such uses, subject always to the superior authority and direction of the Session.

- (b) The Session shall have authority over all the affairs and activities of the church, except such matters as are specifically accorded to the pastor, to the congregation, or to a higher governing body by the Constitution of The Presbyterian Church (U.S.A.).
- (c) The Session may from time to time delegate administrative responsibilities in respect to the care and management of church properties and in respect to the financial affairs of the church, subject always to the superior authority and direction of the Session, it may add additional members to any of its committees and may set up special committees responsible to it.

Section 5. Annual Report. The Session shall report annually to the congregation in regard to the following matters:

- (a) The receipts and expenditures for the previous fiscal year.
- (b) An estimate of income and expenses for the ensuing year.
- (c) New business to be undertaken for the welfare of the congregation.
- (d) An exhibit of the real property, trust funds, and other resources of the congregation.

Section 6. Meetings and Records of the Session. Each session shall keep a full and accurate record of its proceedings, which shall be submitted at least once a year to the Presbytery for its general review and control (G-10.0300). Every session shall keep and maintain rolls of its members and registers, all as defined in the constitution of The Presbyterian Church (U.S.A.).

Section 7. Moderator. The Pastor of the church shall be the Moderator of the Session. When, for practical reasons, it may appear advisable that some other Minister of the Word should be invited to preside, the Pastor shall, with the concurrence of the Session, invite another member of The Presbytery of the Twin Cities Area to preside. In the case of sickness or absence of the pastor, the same expedient may be used; or the Session, the approval of the Pastor having first been obtained, may convene and elect one of its own members to preside. (G-10.0103).

Section 8. Other Church Officers.

- (a) The Clerk of Session shall be an elder elected by the Session for such term as it may determine. (G-9.0203). The Clerk shall perform such duties as the Session shall assign, including the recording of its transactions. Minutes and all other official records of the Session, which includes the records of the other boards of the church, are the property of Session.
- (b) The Treasurer shall be elected by the session for a one-year term and may be re-elected to subsequent terms. (G10.0401). The Treasurer shall be Treasurer of the corporation and shall have charge and custody of and be responsible for all funds, assets and securities of the congregation, shall receive and give receipts for monies due and payable to the congregation from any source whatsoever, and shall deposit all such monies in the name of the congregation in such banks, trust companies or other depositories as shall be selected by the Session and, in general, shall perform all of the duties of the office of the Treasurer. The Session shall be responsible for the annual audit of the Treasurer's books and accounts and shall report the results to the congregation at its annual meeting.

The following minimum standards of financial procedure shall be observed:

- a. The counting and recording of all offerings by at least two duly appointed persons.
- b. The keeping of adequate books and records to reflect all financial transactions, open to inspection by authorized church officers at reasonable times.
- c. Periodic reporting of the financial activities to the board or boards vested with financial oversight at least annually, preferably more often.
- d. Complete audit of all books and records relating to finances once each year by a public accountant or public accounting firm or a committee of 3 members versed in accounting

procedures. Such auditors should not be related to the Treasurer. One Auditor shall be elected each year upon nomination by the Nominating Committee to serve for a period of 3 years.

- (c) The Session shall annually elect such other officers, employed or unemployed, as it deems are necessary and expedient for the orderly operation of the congregation's affairs. The election shall be held at the first regular meeting of the Session following the installation of officers elect. The term of said officers shall be from the time of their election until their successors are elected. In the event of the inability of an officer to serve, the Session shall appoint a substitute.
- (d) Because of the spiritual implications involved, when, under the administrative authority of the Session, lay employees are employed on a permanent basis in any capacity, such employees shall be constituted a staff, of which the Moderator of the Session shall be recognized as the head. All matters relating to their conduct or duties shall be decided in consultation with said Moderator and shall be approved by the Session in accordance with the provisions of the personnel manual.
- (e) All pledges for financial support and the record of contributions thereto are confidential records and shall not be divulged to anyone, except to the Session or a duly appointed committee.

Section 9. Quorum. A quorum shall consist of the Moderator and one-third (1/3) of the Elders making up the Session. (G-10.0202).

Section 10. Meetings. The Session shall hold regular stated meetings according to a Standing Rule adopted by the Session. The meeting of the Session shall be held in the church, unless by majority vote another place is deemed advisable. Special meetings may be called by the Moderator; by any two (2) or more Elders through the Moderator, who shall convene the Session when so requested; or by the Presbytery of the Twin Cities Area.

Section 11. Rules of Order. The meetings of the Session shall be conducted in accordance with the Robert's Rules of Order, Newly Revised.

## ARTICLE V THE BOARD OF DEACONS

Section 1. Number, Election and Terms of Office. The Board of Deacons shall be comprised of twenty-four (24) persons. The Deacons shall be divided into three (3) classes. One class shall be elected each year for a three (3) year term. Deacons who have served one (1) full term shall be ineligible to be elected for a new term until a period of one (1) year shall have elapsed. The beginning and expiration of the office of Deacon shall be at the first regular meeting of the Board of Deacons after the installation of officers-elect. Election of Deacons shall be in accordance with the provisions of the Book of Order. (G-14.0204) New Deacons are to be ordained and installed on a date determined by the Session. (G-14.0201)

Section 2. Qualification. All active members are eligible for election to the office of Deacon.

Section 3. Powers, General. The duties of the Board of Deacons shall be those delegated to them by the Constitution of The Presbyterian Church (U.S.A.) and those delegated or authorized by the Session. (G-6.0402)

Section 4. Power, Specific. The Board of Deacons is especially charged with visitation of those who are sick or in need or distressed; to extend to such, within its limitation, such assistance as may be urgently needed; to promote the social welfare and Christian fellowship of the congregation; and to do such other tasks as may be directed by the Session. Deacons may be invited by the Session to distribute the elements of the Lord's Supper.

Section 5. Meetings. The board of Deacons shall hold stated meetings according to a Standing Rule adopted by the Board of Deacons. Such meetings shall be held in the church, unless by majority vote another place be deemed advisable. Special meetings may be called by the Pastor; by any two (2) Deacons, through the Pastor, who shall convene the Board when so requested; or by the Session. A joint meeting with the Session shall be held annually in accordance with the provisions of the Book of Order. (G-6.0405)

Section 6. Quorum. A quorum shall consist of one-third (1/3) of the Board of Deacons.

Section 7. Officers. The Board of Deacons shall elect a Moderator and a Secretary. The Board of Deacons may, from time to time, elect such other officers as it finds needful for the efficient operation of the Board of Deacons. (G-6.0403)

Section 8. Reports. The Board of Deacons shall report annually to the Session as to meetings held, a summary of its activities, and recommendations to the Session. (G-6.0404)

#### ARTICLE VI AMENDMENTS

Section 1. Amendments. These By-laws may be amended subject to the Articles of Incorporation, the laws and statutes of the State of Minnesota, and the Constitution of The Presbyterian Church (U.S.A.) at any annual meeting of the congregation or at any special meeting of the congregation called for the purpose, by a majority vote of those present and voting, 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 VII EFFECTIVE DATE

Section 1. Effective Date. These By-laws must be approved by the congregation at a meeting by a majority vote of those present and voting. These By-laws shall become effective the day following the 1987 annual meeting.

Approved: 2/2/87  
Amended: 2/1/88  
Amended: 2/6/89  
Amended: 1/20/98  
Amended: 2/19/02  
Amended: 11/17/02