

Bylaws
Congregation of
Collegiate Presbyterian Church
Located in Ames, Iowa

Preamble

The Collegiate Presbyterian Church includes two integrated entities: 1) Collegiate Presbyterian Church, a Congregation of the Presbyterian Church (U.S.A.), hereinafter the **Congregation**, and 2) the Collegiate Presbyterian Church of Ames, Iowa, a corporation of the State of Iowa, hereinafter the **Corporation**. These Bylaws relate to the Congregation.

The Congregation was organized in 1911 by the Home Missions Committee of the Presbytery of Waterloo to promote Christianity as revealed in the Holy Bible and in accordance with the Constitution of the United Presbyterian Church in the United States of America. The Presbyterian Church (U.S.A.), hereinafter **PC(USA)**, is a successor in interest. The Constitution of the Presbyterian Church (U.S.A.) consists of the *Book of Order* and the *Book of Confessions*.

As a part of the PC(USA), Collegiate Presbyterian Church is connected to the larger structure of church governance. This mutual interconnection is an expression of the unity within the PC(USA). These Bylaws are intended to be in accordance with the Constitution of the PC(USA), which governs all affiliated entities; citations from the *Book of Order* are given throughout these Bylaws. If conflict between these Bylaws and the Constitution of the PC(USA) occurs, the Constitution as defined by the current *Book of Order* shall prevail.

ARTICLE I. The Congregation

Section 1. Purpose: The Congregation is the church engaged in the mission of God in its particular context. Through the Congregation, God's people carry out the ministries of proclamation, sharing the Sacraments, and living in covenant life with God and each other (G-1.0101).

Section 2. Membership: Membership in the Congregation includes baptized members, active members, and affiliate members (G-1.04).

A. **Baptized Member (G-1.0401):** This member has received the Sacrament of Baptism, whether in this Congregation or elsewhere, and has been enrolled as a baptized member by the Session, but has not made a profession of faith in Jesus Christ as Lord and Savior. A baptized member may participate in the life of the Congregation in the same manner as an active member, except that a baptized member may not vote in Congregational meetings or be elected to ordered ministry or other office in the Congregation.

B. Active Member (G-1.0402): This member has made a profession of faith in Christ, has been baptized, has been received into membership of the church, and participates in the church's work and worship. Persons may enter into active membership by (G-1.0303):

- public profession of faith, made after examination by the Session in the meaning and responsibilities of membership; if not already baptized, the person making profession of faith shall be baptized;
- certificate of transfer, when a person is a member of another Christian church at the time of transfer; or
- reaffirmation of faith, for persons previously baptized in the name of the triune God and having publicly professed their faith.

Members so received have voluntarily submitted to the government of this church and may vote at meetings of the Congregation and otherwise participate fully in the governance of the Congregation.

C. Affiliate Member (G-1.0403): This member is a member of another congregation of this denomination or of another denomination or Christian body who has temporarily moved from the community where the congregation of membership is situated, has presented a certificate of good standing from the appropriate council or governing body of that congregation, and has been received by the Session of Collegiate Presbyterian Church as an affiliate member. An affiliate member may participate in the life of the Congregation in the same manner as an active member, except that an affiliate member may not vote in Congregational meetings or be elected to ordered ministry or other office in the Congregation.

D. Ministers of Word and Sacrament (Teaching Elders): Holding membership in the Presbytery, Ministers are not members of the Congregation.

Section 3. Authority and Responsibilities: The Congregation's authority derives from Part G in the *Book of Order*. The Congregation has responsibility for (G-1.0503):

- electing Ruling Elders, Deacons, and Trustees;
- calling a Pastor, Co-Pastor, or Associate Pastor;
- changing existing pastoral relationships, by such means as reviewing the adequacy of and approving changes to the terms of call of the Pastor(s) or requesting, consenting to, or declining to consent to dissolution;
- buying, selling, or mortgaging real property, a power which, in accordance with G-4.01, the Congregation delegates to the Corporation;
- approving a plan for the creation of a joint congregational witness or amending or dissolving the joint congregational witness (G-5.05).

In carrying out these responsibilities, the ecclesiastical body of Collegiate Presbyterian Church shall be governed by these Bylaws.

Section 4. Limitations: The Congregation shall at all times be subject to the provisions of the Constitution of the PC(USA) and the rulings of councils having authority over this Congregation. These councils are the Session of the Collegiate Presbyterian Church, the

Presbytery of North Central Iowa or its successor, the Synod of Lakes and Prairies or its successor, and the General Assembly of the PC(USA) or its successor.

Section 5. Meetings of the Congregation

- A. Annual Meeting: The Congregation shall hold an annual stated meeting the second Sunday in February, unless changed by the Session with notice.
- B. Special Meetings: The Congregation may hold special meetings for the purposes of items within its authority specifically listed in the call for the meeting (G-1.0501). These meetings shall be called by the Session, by the Presbytery, or by the Session when requested in writing by one-tenth (10%) of the active members on the roll of the Congregation (G-1.0502). Notice shall be given in all worship services on two successive Sundays prior to the meeting.
- C. Moderator: The Moderator of Session shall ordinarily preside at all meetings of the Congregation. If it is impractical for the Moderator of Session to preside, he or she shall invite another Minister of Word and Sacrament who is a member of the Presbytery or a person authorized by the Presbytery to serve as Moderator. If the Moderator of Session is unable to moderate and/or to name another Moderator, the Presbytery shall make provision for a Moderator (G-1.0504).
- D. Quorum: To conduct business at a meeting of the Congregation attendance of one-tenth (10%) of the active members of the Congregation shall be required.
- E. Voting: All active members and only active members of the Congregation present at either annual or special meetings are entitled to vote (G-1.0501). The affirmative vote of a majority of the active members voting at a meeting at which a quorum is present shall be required to adopt a proposal at any meeting of the Congregation unless a greater majority is required by these Bylaws. Voting may be by ballot, voice, standing, or show of hands, at the discretion of the Moderator and in line with the usual parliamentary procedure. Ballots must be used if requested by any member.
- F. Records: Minutes shall be taken at all meetings. They shall be made available to the members and kept with those of the Session.

Section 6. Council, Boards, and Committees of the Congregation

- A. Organization: Session is the Council of the Congregation. The boards of the Congregation are the Board of Deacons and the Board of Trustees (each a “**Board**” and, jointly, the “**Boards**”). The Congregation shall have a Nominating Committee and may establish other committees as needed.
- B. Session and Boards
 - 1. Membership: Terms and numbers for the Session and for the Boards are specified in this subsection B and in Articles II, III, and IV of these Bylaws. All Session and Board members who know they will be unable or unwilling to complete their terms shall be responsible for tendering a written resignation to the Session. In the event a member of Session or one of the Boards has three (3) consecutive unexcused absences, the member shall have effectively resigned from the Session or Board. When the latter occurs, the Board shall notify the Session.

2. **Term Limits:** Members of the Session and the Boards may be elected to successive terms, however, no member shall serve terms in the same body, either full or partial, aggregating more than six (6) consecutive years. After serving six (6) consecutive years, a member must wait one (1) year before being eligible to serve on that respective body again.
3. **Election of Members:** Election of Session and Board members shall occur at a meeting of the Congregation. The Nominating Committee shall nominate a slate of qualified candidates for each respective body for consideration by those present at the meeting of the Congregation. Nominations may be made from the floor, providing the nominee is present to agree to serve if elected or has previously so agreed. The Congregation then elects the required number for each body.

C. The Nominating Committee

1. **Purpose:** The Nominating Committee shall identify, verify willingness to serve, and nominate the most qualified members of the Congregation to serve on the Session, Boards, and Committees of the Congregation. The nominations shall represent the diversity of the membership of the Congregation (G-3.0103).
2. **Membership:** The Session, the Board of Deacons, and the Board of Trustees shall each select one of their members annually to serve on the Nominating Committee. Five (5) members shall be elected by the Congregation from the active members of the Congregation who will not be serving on the Session or one of the Boards. The Nominating Committee shall nominate the five (5) at large members for election by the Congregation. Alternatively, the Congregation may choose to form a three-member committee to nominate the five (5) at large members. All members of the Nominating Committee serve one-year terms and may be reappointed or re-elected for up to six (6) successive years of service on the Committee. The Session's representative shall serve as Moderator of the Nominating Committee.

ARTICLE II. The Session

Section 1. Purpose: The Session is the council for the Congregation. The Session shall have responsibility for governing the Congregation and guiding its witness to the sovereign activity of God in the world, so that the Congregation is and becomes a community of faith, hope, love, and witness (G-3.02).

Section 2. Authority and Responsibilities: As specified in G-3.02, the Session has responsibility and power to

- provide that the Word of God may be truly preached and heard;
- provide that the Sacraments may be rightly administered and received;
- nurture the covenant community of disciples of Christ;
- have eligible members of the Session serve as the Board of Directors of the Corporation.

As a council, the Session, also has the responsibilities and powers held by all councils specified in G-3.01. Accordingly, the Session

- shall oversee and approve all public worship in the life of the congregation with the exception of those responsibilities delegated to the Pastor (W-1.4004);
- shall promote the mission of the Congregation (G-3.0106);
- shall participate in the life of the whole church through participation in other councils (G-3.0202);
- may designate such committees and commissions as deemed necessary and helpful for the accomplishment of the mission of the church (G-3.0109);
- may delegate aspects of its tasks to such entities as it deems appropriate, providing that those entities remain accountable to the Session (G-3.0109);
- shall keep a full and accurate record of its proceedings (G-3.0107);
- shall determine the uses for church property in accordance with the congregation's mission (G-3.0201c);
- shall maintain the required rolls and registers (G-3.0204);
- shall prepare and adopt a budget and distribute the Congregation's benevolences (G-3.0205);
- shall arrange for an annual financial review.

Section 3. Membership: The Session shall be composed of those active members of the Congregation elected and installed by the Congregation to active service as Ruling Elders, together with all installed Pastors and Associate Pastors (G-3.0201). There shall be sixteen (16) Ruling Elders on the Session, serving in three classes of five, with one class elected each year to serve a three-year term, plus the President of the Board of Trustees. The Trustees shall elect their President as specified in Article IV, Section 4, and this individual shall be nominated by the Nominating Committee and elected by the Congregation to serve a one-year term on the Session. Those elected to serve on the Session shall be examined by the Session before installation and shall be ordained as Ruling Elders if not previously so ordained. The terms run from the installation of the elected individual to the installation of a successor. Should a vacancy occur, the Session may continue with a reduced number in active service until the vacancy is filled.

Section 4. Officers

A. Moderator: The Pastor shall be the Moderator. If there are Co-Pastors, they shall be Co-Moderators and share the duties. The Pastor may invite another Minister of Word and Sacrament who is a member of the Presbytery or a person authorized by the Presbytery to moderate. If there is no Pastor, the Presbytery shall make provision for a Moderator (G-3.0104).

- B. Clerk: A Ruling Elder shall be elected by the Session to serve for such term as it may determine (G-3.0104). The Clerk shall
- record the transactions of the Session and Congregation;
 - keep the Congregation's rolls of membership, as authorized by the Session;
 - maintain required registers, as authorized by the Session;
 - preserve the records;
 - furnish extracts from the records when required by another council of the PC(USA).
- C. Treasurer: A member of the Congregation shall be elected by the Session to serve for such term as it may determine (G-3.0205). The Treasurer shall ensure at a minimum that these practices are followed:
- All offerings shall be counted and recorded by at least two duly appointed persons.
 - Financial books and records adequate to reflect all financial transactions are kept and shall be open to inspection by authorized officers at reasonable times and shall be made available for financial review or audit.
 - Periodic, and in no case less than annual, reports of all financial activities are made to the Session.

Section 5. Meetings

- A. Stated Meetings: The Session normally holds stated meetings monthly, though a meeting may be canceled by the Moderator if no matters need attention at that time. The requirement, however, that the Session shall hold stated meetings at least quarterly (G-3.0203) must be met.
- B. Special Meetings: The Moderator shall call a special meeting when he or she deems necessary, when requested in writing by any two members of the Session, or when directed by the Presbytery.
- C. Moderator: The Pastor or the Minister of Word and Sacrament so designated by the Pastor or the Presbytery shall be the Moderator, and the Session shall not meet without the Moderator (G-3.0201).
- D. Quorum: The quorum for a meeting shall be a majority of the Ruling Elders in active service plus a Moderator, except for meetings to receive or dismiss members, for which the quorum shall be two Ruling Elders in active service plus a Moderator.

Section 6. Nomination and Election of Pastors: When needed, the nomination and election of a candidate for Pastor shall be made by a Pastor Nominating Committee. Said Committee shall be elected by the Congregation and nominate one candidate for the position of Pastor to be voted on by the Congregation. All of this is to be done according to the rules and procedures of the Presbytery and outlined in the *Book of Order* G-2.08. The nomination and election of an Associate Pastor shall follow the same procedure.

ARTICLE III. The Board of Deacons

Section 1. Purpose: The Board of Deacons is the organizational structure through which the Congregation carries out the ministry (G-2.0201), set forth in Scripture, of compassion, witness, and service, sharing in the redeeming love of Jesus Christ for the poor, the hungry, the sick, the lost, the friendless, the oppressed, those burdened by unjust policies or structures, or anyone in distress.

Section 2. Authority and Responsibilities: As specified in G-2.0202, the ministry of the Deacons is under the supervision and authority of the Session. Responsibilities include

- providing sympathy, love, and service by ministering to those who are in need;
- caregiving inside and outside our faith community;
- serving on one or more Deacon/church committee(s).

Section 3. Membership: The Board of Deacons shall be composed of those active members of the Congregation elected by the Congregation to active service on the Board of Deacons. Persons of spiritual character, honest repute, exemplary lives, brotherly and sisterly love, sincere compassion, and sound judgment should be chosen for this ministry (G-2.0201). There shall be fifteen (15) Deacons, serving in three classes of five, with one class elected each year to serve a three-year term. Those elected to serve shall be examined by the Session before installation and shall be ordained as Deacons if not previously so ordained. The terms run from the installation of the elected individual to the installation of a successor. Should a vacancy occur, the Board of Deacons may continue with a reduced number in active service until the vacancy is filled.

Section 4. Officers: The Board of Deacons shall annually elect from their membership Moderator(s) and Secretary(s).

A. Moderator(s): The duties of the Moderator(s) shall include

- preparing and distributing an agenda for each meeting;
- leading meetings of the Board of Deacons;
- reviewing the Deacon's Task Booklet at the end of the year (revising it as necessary, and preparing copies with the help of the Pastor and the office staff for all the Deacons);
- keeping up with the special needs within the Congregation at all times.

B. Secretary(s): The duties of the Secretary(s) include preparing and distributing minutes of the Board of Deacons meetings. These minutes shall include a list of Deacons in attendance and a summary of decisions made and discussions held related to the agenda items for each meeting.

Section 5. Meetings: The Board of Deacons may meet monthly for its regular meeting, although a meeting may be canceled by a Moderator if no matters need attention at that time. The Board shall meet at least quarterly. A Moderator shall call a special meeting when deemed necessary. A Moderator shall moderate the meetings. In the absence of a Moderator at a meeting, the Board shall select from its members the person to moderate the meeting. The quorum shall be one-third (33⅓%) of the Deacons in active service.

ARTICLE IV. The Board of Trustees

Section 1. Purpose: The purpose of the Board of Trustees is to oversee the management of the property of the Congregation.

Section 2. Authority and Responsibilities: The Congregation vests management of its property in a duly elected Board of Trustees, subject to the authority of Session and of the Corporation (see separate Bylaws). Fulfillment of this responsibility includes

- overseeing maintenance, repair, security, and construction of building, grounds, and other property and negotiating relevant contracts as needed;
- researching and recommending to the Session the buying, selling, or mortgaging of real property and managing the process of completing such transactions when approved by Presbytery and authorized by Session and the Corporation;
- maintaining appropriate property and liability insurance;
- managing risk associated with the use of the property to ensure safety of all;
- complying with local, state, and federal laws and codes related to property.

Section 3. Membership: The Board of Trustees shall be composed of those active members of the Congregation elected by the Congregation to active service as Trustees. There shall be twelve (12) Trustees, serving in three classes of four, with one class elected each year to serve a three-year term. The terms for each class begin on January 1. Should a vacancy occur, the Board of Trustees may continue with a reduced number in active service until the vacancy is filled.

Section 4. Officers: The Board of Trustees shall annually elect a President, Vice President, and Secretary to serve one-year terms. One month prior to the date of the meeting of the Congregation called to elect officers, the Board shall elect the President for the next calendar year. The President-Elect shall assume the office of President on January 1 of the new year. The Vice President and the Secretary shall be elected by the majority vote of the members of the Board of Trustees no later than the first meeting of the Board of Trustees in the new year.

- A. President: Duties include giving notice of and moderating the meetings of the Board of Trustees, and also serving as President of the Corporation.
- B. Vice President: Duties include giving notice of and moderating meetings when the President is unable to do so.
- C. The Secretary: Duties include recording the minutes and maintaining and preserving the records of the Board of Trustees.

Section 5. Meetings: The Board of Trustees normally meets monthly for its regular meeting, although a meeting may be canceled by the President if no matters need attention at that time. The President may call a special meeting when deemed necessary or when requested to do so by two (2) members of the Board. In the absence of the President and Vice President at a meeting, the Board shall designate from its members a person to moderate the meeting.

ARTICLE V. Administrative Items Related to All

Section 1. Parliamentary Authority: This Congregation, including the Session, Boards, and Committees, shall be governed in accordance with the Constitution of the PC(USA). These Bylaws shall provide specific guidance for this Congregation. Where not otherwise specified by one of these governing documents, *Robert's Rules of Order Newly Revised* (current edition) shall be used for parliamentary guidance.

Section 2. Meetings

A. Occurrence and Notice

1. Those scheduled on a regular basis are known as “stated” for Session and “regular” for Boards and Committees. Their being on the church calendar serves as notice. An agenda for each meeting is typically sent in advance to respective members.
2. Special meetings are those called with a minimum of three days notice to transact business that shall be limited to items within the authority of the Session or Board specifically listed in the call for the meeting. Notice of the time and place of the meeting shall be duly sent by U.S. postal service, e-mailed, or otherwise delivered to each member not less than three (3) days before the meeting unless otherwise provided for in these Bylaws.

B. Quorum and Discussion: As discussion is essential to faithful discernment, business of the various bodies is conducted in meetings with a quorum present, and meetings are opened and closed with prayer. Unless provided otherwise in these Bylaws for the specific body, a quorum is a majority of the membership of the body. All members of the body who are present may participate in discussion. Those present who are not members of the body may be granted permission to participate in the discussion as well.

C. Voting: All members of the body who are present may vote. Absentee or proxy voting is not permitted. Those present who are not members of the body may not vote.

D. Committee of the Whole: In the absence of a quorum, those present may still meet. Those meeting become a Committee of the Whole and may recommend actions to be taken at the next meeting of the body. They, however, cannot take any actions on behalf of the body.

Section 3. Electronic Meetings of the Session, Boards, and Committees: On occasion when an action is needed before the next scheduled meeting, and the matter is thought to need minimal discussion, the Moderator of a body may call an electronic meeting, so long as all members of the body have electronic access.

A. Call for an Electronic Meeting: This is normally sent by e-mail to all eligible voters by the individual who will serve as Teller, usually the body’s Clerk or Secretary, and shall include the motion to be considered and directions for discussion and voting, and may include a deadline for action. The meeting commences with the sending of the call, and no advance notice is required. Other forms of communication that support the needed functions may be used, so long as all eligible voters have access.

- B. Discussion and Voting: When discussion is needed or requested, it is conducted by a Reply-to-All to the call or to previous discussion. Votes shall be cast by a simple Reply-to-the-Teller and must include whether the vote is for or against the proposed motion. Since discussion may occur after some have voted, any who wish to change their vote already cast may re-cast their vote. Only the latest vote from each eligible voter shall be counted, and un-changed votes need not be re-cast. In the unlikely event a secret ballot is requested and is acknowledged by the Moderator of the meeting, then the Teller shall not report individual votes cast.
- C. Approval: For a normal motion to pass in an electronic meeting requires an affirmative vote of a majority of those eligible to vote. For a motion that would require a super-majority of the votes cast in a meeting, the same super-majority of the eligible voters is required. The Teller shall report to the Moderator when the required vote has been received, the Moderator shall declare the outcome of the vote, and the Teller shall communicate this to the membership of the body. If negative votes are received from a majority of those eligible to vote, or if the motion has not passed by the deadline stated in the call, the motion is defeated. If a motion without deadline has neither passed nor failed by the next meeting of the Session or Board, it shall be placed on the docket for that meeting.
- D. Limitation: The provisions of this section shall not apply to Session when acting in its capacity as the Board of Directors for the Corporation.

Section 4. Policies and Procedures for Session, Boards, and Committees

- A. Responsibility: The Session and each Board shall formulate and adopt policies and procedures to ensure that their practices are consistent with the Constitution of the PC(USA) and the rulings of higher councils as well as with these Bylaws. Likewise, Committees of each body may develop policies and procedures relevant to the respective responsibilities and duties delegated to them.
- B. Session Approval: All proposed policies and procedures are subject to the approval of the Session. Approved policies shall show the date of approval and be maintained in the records of the Congregation.
- C. Records: Session and Boards shall record minutes of the proceedings of their meetings. These are to be shared with the Session in a timely manner and maintained in a safe and secure place determined by the Session. Committees of the three bodies are likewise encouraged to record minutes or notes of their meetings and to share them with the body to which they are accountable.

Section 5. Review of Session and Board Sizes: From time to time, the Session shall review whether the Session and Board sizes (number of members) are appropriate for the purpose of each group and the size of the Congregation. The Board of Deacons and the Board of Trustees may request a review of their total membership by the Session. If the number of members on Session or on a Board is changed, those already serving shall complete the terms to which they were elected and the Nominating Committee shall recommend, for election by the Congregation, candidates to fill any newly created seats on Session or the respective Board.

ARTICLE VI. Amendments to Bylaws

Section 1. Proposal of Amendments: For the church reformed and always reforming, amendments to its governing documents may be expected. Proposed amendments should be reviewed with care to ensure concurrence with the discerned Will of God, compliance with higher governing documents, and wording that promotes understanding of the rules.

- A. Compliance with the Constitution of the PC(USA): In its biennial meeting, the General Assembly receives overtures for amendments to the Constitution. The General Assembly recommends amendments to the Constitution to the presbyteries for vote, and after all presbyteries have had an opportunity to vote, those amendments approved by a majority of the presbyteries are adopted. Following each set of amendments to the Constitution, the Session or a committee delegated this responsibility shall review these Bylaws for compliance with the amended Constitution and recommend needed amendments to these Bylaws.
- B. Locally Proposed: Amendments may be proposed by the Session, either of the Boards, any Committee, or any active member of the Congregation. They may also be requested by a higher council.

Section 2. Amendment Procedure

- A. Proposed by Session: The Session shall consider amendments proposed to it within two consecutive stated meetings and may, by a majority vote, request the Congregation to consider the amendment by placing it on the docket for an annual or special meeting of the Congregation.
- B. Proposed by Petition: If one-tenth (10%) of the total active membership of the Congregation shall petition the Session regarding an amendment, the Session shall be obligated to issue a call within three months for a Congregational meeting to consider the amendment.
- C. Call for a Congregational Meeting to Amend the Bylaws: The call shall include which sections of the Bylaws are to be amended and the text of the proposed amendment(s). Nothing in this Article shall prevent the changing of the proposed amendment(s) by the Congregational meeting prior to their approval.
- D. Adoption: A quorum must be present for adoption. A proposed amendment to these Bylaws shall be adopted by the affirmative vote of two-thirds (66 $\frac{2}{3}$ %) of the active members present and voting at the Congregational meeting called to consider such an amendment.
- E. Effective Date: As soon as the proposed amendments have been adopted as herein provided, results of the vote shall be announced by the Moderator of Session and declared approved by the Clerk of Session, whereupon such amendments shall be in full force of effect, unless the Congregation sets a later date for implementation.

Adopted at a meeting of the Congregation on April 22, 2018, to be effective June 1, 2018.

Wayne C. Dowling, Clerk of Session