

PRESBYTERY OF MINNESOTA VALLEYS
BYLAWS

ARTICLE I: PURPOSE

The Presbytery of Minnesota Valleys is a council of the Presbyterian Church (U.S.A.) [PCUSA] as defined by the General Assembly (PCUSA) and the Synod of Lakes and Prairies and as a nonprofit corporation of the State of Minnesota. It is a corporate expression of its member congregations.

Together, we confess Christ as head of the Church universal. As a Presbytery, we lovingly affirm our unity, our diversity, and our calling to proclaim, confirm, and defend the Good News of the life, death, and resurrection of our LORD and Savior Jesus the Christ.

The Presbytery of Minnesota Valleys is organized exclusively for charitable, educational, and religious purposes. Committees will be established, supported by task forces and ad hoc groups, to ensure that all the purposes are carried out with energy, intelligence, imagination and love.

ARTICLE II: OFFICERS REQUIRED BY MINNESOTA STATUTE AND THE CONSTITUTION OF THE PRESBYTERIAN CHURCH (U.S.A.):

- A. President: The Presbytery Moderator shall serve as President of the Corporation.
Minnesota Statute 317A.301
The Presbytery Moderator, acting as President, shall:
 - 1. Have general active management of the business of the corporation.
 - 2. When present, preside at meetings of the board (The Commission on Presbytery Operations) and of the members.
 - 3. See that orders and resolutions of the board are carried into effect.
 - 4. Sign and deliver in the name of the corporation deeds, mortgages, bonds, contracts, or other instruments pertaining to the business of the corporation, except in cases in which the authority to sign and deliver is required by law to be exercised by another person or is expressly delegated by the articles or Bylaws or by the board to another officer or agent of the corporation.
 - 5. Maintain records of and, when necessary, certify proceedings of the board and the members.
 - 6. Perform other duties prescribed by the board.

- B. The Commission on Presbytery Operations, acting as Treasurer, shall:
 - 1. Keep accurate financial records for the corporation.
 - 2. Deposit money, drafts, and checks in the name of and to the credit of the corporation in the banks and depositories designated by the board.
 - 3. Endorse for deposit notes, checks, and drafts received by the corporation as ordered by the board, making proper vouchers for the deposit.
 - 4. Disburse corporate funds and issue checks and drafts in the name of the corporation, as ordered by the board (Commission on Presbytery Operations).
 - 5. Upon request, provide the president and the members an account of transactions by the treasurer and of the financial condition of the corporation.

- C. The Stated Clerk, acting as Secretary of the Corporation, shall:
 - 1. Record the transactions of the presbytery.
 - 2. Keep its rolls of membership and attendance.
 - 3. Preserve its records and furnish extracts from them when required.

ARTICLE III: PRESBYTERY MEMBERSHIP

- A. Voting Membership shall consist of:
 - 1. Teaching Elders, who are continuing members.
 - 2. Ruling Elders, one from each congregation, who have been commissioned by their session. However, if at the beginning of each calendar year, it has been determined that there is a greater number of Teaching Elders than Ruling Elders represented, then, sessions of particular churches will be invited by the Stated Clerk in consultation with the Presbytery of Presbytery Life to elect additional Ruling Elder commissioners.
 - 3. A Ruling Elder, elected as moderator or vice-moderator of presbytery.
 - 4. Ruling Elders, during term of office, who chair presbytery commissions/committees may be enrolled as members of Presbytery.
 - 5. A Ruling Elder, who is an elected officer.
 - 6. Those Ruling Elders commissioned by the Presbytery to pastoral service.

- B. Non-voting Membership shall consist of:
 - 1. Teaching Elders and Ruling Elders in good standing in other councils of this church or any other Christian church who are present at any meeting of the Presbytery may be invited to sit as corresponding members with the right to speak and make motions, but not to vote. This privilege may be granted only upon a two-thirds vote by the body.
 - 2. Others may be granted the privilege of the floor to speak on a particular subject, but not to make motions or to vote.

ARTICLE IV: ORGANIZATION

- A. STATED MEETINGS: The Presbytery of Minnesota Valleys shall ordinarily convene quarterly, at such place, date, and hour as shall be set by the Presbytery at the Annual Meeting. The last Stated Meeting of the calendar year shall be designated as the Annual Meeting.
 - 1. A quorum of the Presbytery consists of members meeting in person: five shall be Teaching Elders, who are members of the Presbytery, and five shall be Ruling Elder commissioners from five different congregations.
 - 2. In the absence of the Presbytery moderator, the vice-moderator shall convene the meeting and act as chair pro tem. In the absence of both the moderator and the vice-moderator, the stated clerk shall convene the meeting and move immediately to the election of the chair pro tem.
 - 3. Voting may be by voice, division of the house, roll call, ballot, or as determined by the body. All voters must be physically present. (F-3.0204 and 0205)
 - 4. Stated meetings shall always be face-to-face. (G-3.03)

B. CALLED MEETINGS (Special):

1. The Presbytery moderator shall call special meetings at the request of two Teaching Elders and two Ruling Elders representing at least two different congregations. Should the Presbytery moderator be unable to act, the stated clerk, under the same conditions, shall issue the call. If both the moderator and stated clerk are unable to act, any three Teaching Elders and three Ruling Elders representing at least three congregations may call a special meeting.
2. The Synod of Lakes and Prairies may direct the Presbytery to convene a special meeting for the transaction of designated business.
3. Notice of a special meeting shall be sent not less than ten days in advance to each Teaching Elder and the clerk of session of each congregation. The notice shall state the purpose of the meeting, and no other business than that listed shall be transacted.
4. Special meetings may be held in person, by conference call, or by another method as approved by the Presbytery as long as there is a quorum present, the notice for the meeting includes an adequate description of how to participate in it and there is ample opportunity for deliberation.
5. Voting may be by voice, division of the house, roll call, ballot, e-mail, or other electronic method agreed to by the body.

ARTICLE V: PRESBYTERY COMMITTEES. G-3.0109

Purpose: Continuing groups are established by the action of the Presbytery to facilitate its mission and ministry according to its vision and strategy. They are perpetual until dissolved by Presbytery. Membership is by election for limited terms on a rotating basis.

- A. Quorum of all committees shall be one-third of the membership plus one.
- B. Commissions and committees may meet face to face, via video conferencing, conference phone call or other electronic means as long as there is a quorum present, the notice for the meeting includes an adequate description of how to participate in it and there is ample opportunity for deliberation. Each commission or committee has the opportunity to adopt further provisions.
- C. The Book of Order required committees shall be elected by the Presbytery: All members shall be elected for a three-year term unless otherwise stated and are eligible for re-election once unless otherwise stated. Membership shall consist of Teaching Elders and Ruling Elders of congregations, with at least half being Ruling Elders.
 1. Committee on Representation (COR) G-3.0103.
 2. Permanent Judicial Commission D-5.0101.
- D. Members of congregations serving on committees to which Presbytery authority is delegated must be Ruling Elders.
- E. Minnesota Statute 317A.201 requires a Board of Directors. The committee fulfilling these responsibilities shall hereafter be known as The Commission on Presbytery Operations.
 1. The nine members of the Commission on Presbytery Operations elected by the presbytery shall be active Ruling Elders and Teaching Elders as defined in the Constitution of the Presbyterian Church (U.S.A.).
 2. An employee of the presbytery shall not be a member.

3. The defined responsibilities of the Committee are:
 - a. Developing and implementing sound fiscal policies.
 - b. Managing and overseeing presbytery property. Whether the property is used in the programs of this Corporation or held for the production of income, it is held in trust for the use and benefit of the Presbyterian Church (U.S.A.). G-4.01 – G-4.0201.
 - c. Facilitating a congregation's request regarding the purchase, selling, encumbering, or leasing of congregational property. G-4.0206.

- F. Additional committees needed to carry out responsibilities and powers as defined in the Book of Order. G-3.0301 will be established to:
 1. Provide that the Word of God may be truly preached and heard.
 2. Provide that the Sacraments may be rightly administered and received.
 3. Nurture the covenant community of disciples of Christ.

ARTICLE VI: LIABILITY PROGRAM

This Corporation shall maintain a liability program to protect against loss or injury, or legal exemption from penalty incurred. This statement is meant for informational purposes only and does not amend, alter the terms, exclusions and/or conditions of the policy.

- A. Commercial General Liability
- B. Crisis Response and Crisis Management
- C. Professional Liability
- D. Directors and Officers Liability
- E. Commercial Automobile (Non-owned)

ARTICLE VII: PARLIAMENTARY AUTHORITY

Meetings of the Presbytery, commissions, and committees shall be conducted in accordance with the most recent edition of Robert's Rules of Order, Newly Revised, except in those cases where the Book of Order provides otherwise G-3.0105.

ARTICLE VIII: AMENDMENTS

- A. When a presbytery member or committee has suggested changes to the Bylaws, the suggested changes shall be sent to the Stated Clerk who will refer them to the Commission on Presbytery Operations. The Commission on Presbytery Operations may recommend to Presbytery the change for approval or suggest revisions or appoint a task force to study the issue.
- B. These Bylaws may be changed by a two-thirds vote at any Stated Meeting of Presbytery, provided such amendment/s shall be included in the call of that meeting and sent to all continuing members of Presbytery and clerks of session no later than ten business days prior to that meeting.

Revised November 2011, November 2013, October 2015, February 2017