

BYLAWS OF THE PRESBYTERIAN CHURCH IN CHINATOWN

PRESBYTERIAN CHURCH (U.S.A.)

PREAMBLE

Presbyterian Church in Chinatown is a particular Church of the Presbyterian Church (U.S.A.) belonging to the Presbytery of San Francisco and the Synod of the Pacific. In faith and practice it is governed by the Constitution of the Presbyterian Church (U.S.A.). Presbyterian Church in Chinatown is also a 501c3 non-profit Corporation subject to the laws of the State of California.

ARTICLE I - NAME AND DEFINITIONS

Section 1. Name. Both the "Corporation" and "Church" shall be identified by the name PRESBYTERIAN CHURCH IN CHINATOWN.

Article II - PRINCIPAL OFFICE

Section 1 – Principal Office. The principal office for the transaction of business of the Corporation and Church shall be located at 925 Stockton Street, in the city of San Francisco, state of California (mailing address: 925 Stockton Street, San Francisco, California 94108).

Article III – MEMBERSHIP

Section 1. Members. Membership shall be defined by and subject to the procedures required by the Constitution of the Presbyterian Church (U.S.A.)

ARTICLE IV – THE CHURCH SESSION

Section 1. Church Session. Presbyterian Church in Chinatown shall be governed by a Session consisting of Co-Pastors and up to twenty seven (27) Ruling Elders in active service. A maximum of nine (9) elders elected from each of the three worshipping communities (Mandarin, Cantonese, and English) shall make up the Session. Elders shall be elected in three classes for terms of three (3) years each, and may serve for a maximum of two consecutive terms. Elders shall also be Trustees of the corporation. Meetings of the Session shall be moderated by one of the Co-Pastors, or when there is no pastor, a moderator appointed by the Presbytery of San Francisco.

Section 2. Stated Meetings. The Session shall hold a stated meeting in March, June, September, and December. Notice of stated meetings needed not be given. Any of the Pastors has the power to convene the Session at special meetings at any time or when requested to do so by any two of the ruling elders. Notice of special meetings shall be given in advance. The Session shall convene when directed to do so by the Presbytery.

Section 3. The Clerk of the Session. The Session will elect a Clerk of Session from the Congregation, who will also serve as the Secretary of the Board of Trustees. He/she will record Session and annual congregation meeting minutes, provide notices of special meetings, and perform duties as assigned by Session.

Section 4. Church Treasurer. The Session shall elect a church treasurer, who will also serve as the Treasurer of the Board of Trustees. As a member of the Church Building and Finance Committee, he/she will assist the committee, the Board of Trustees, and the Session in planning, monitoring and reporting on the church "Session Budget" that will reflect the total mission of the church and insure the financial stability of the Church and the Corporation.

Section 5. The Commissions. The Session shall appoint three administrative commissions, each consisting of the co-pastor and ruling elders of the Mandarin, Cantonese, and English language communities in the church. The commissions shall be governed by the provisions in the Book of Order of the Form of Government of the PC (USA), and shall be empowered to act on behalf of the Session in all matters for its language community, including the power to:

- a) Appoint a secretary and treasurer of the commission
- b) Oversee the worship and other programs of that language community
- c) Provide for the celebration of the sacraments, authorize baptisms Provide for
- d) Receive and Dismiss Members
- e) Oversee the work of the deacons of that language community
- f) Establish a nominating committee to provide for a slate of ruling elders, deacons, nominating and personnel committees to be elected at an annual meeting of the respective language congregation in October of each year
- g) Provide for the instruction, ordination and installation of elders and deacons
- h) Annually review the terms of call of that language community's pastor, and present it for approval by the respective language congregation
- i) Establish and oversee the budget of the commission, including contributing the commission's contribution to the "Session budget", Per Capita apportionment to Presbytery; and keeping accurate financial records available for a full annual review
- j) Nominate to the Session elders to be commissioners to Presbytery

Section 6. Commission Reports to Session. Each commission shall report the following actions at the Session meetings for ratification and inscribing in the minutes:

- a) Action related to membership additions or deletions

- b) Annual budget, receipts and expenses, for inclusion in the annual statistical report compiled by the Clerk of Session and reported to the Presbytery
- c) Elders selected to be commissioners at Presbytery meetings
- d) Any other matters needing Session ratification

Section 7. Committees of the Session. The Session shall have the power to establish and appoint representatives from each language community to sit on Session committees, including Pastor Nominating, Personnel, Mission /Evangelism, and Building and Finance. When active, these committees shall report to Session.

- a) The Building and Finance Committee will consist of the church treasurer and two (2) Ruling Elder representatives from each of the language commissions. Pastors are ex-officio members. The committee will elect their own Chairperson and keep minutes of the proceedings. The committee shall meet bi-monthly to supervise the care and use of the church building, work with the church treasurer to establish and monitor the "Session budget", make recommendations regarding major modifications or unbudgeted expenditures related to the building, and handle requests for building use. It will make reports directly to Session.

ARTICLE V – TRUSTEES

Section 1. Board of Trustees. All Session members who are eligible under the laws of the state of California shall, because of their office, be the trustees of the corporation of Presbyterian Church in Chinatown. As the Trustees they shall exercise and discharge all the duties of trustees of the corporation.

Section 2. Officers. As the Board of Trustees the Session shall elect annually from their own number –a President and a Vice President. The Clerk of Session shall be the Secretary of the Board of Trustees. The Treasurer of the church shall also be the Treasurer of the Board of Trustees.

Section 2. Duties of President, Vice President, Secretary.

- a) The President and Secretary of the Board shall sign and execute all contracts authorized by the Board.
- b) The Vice President shall be vested with all the powers of the President in the absence or disability of the President.
- c) The Secretary shall keep at the principal office a certified copy of the bylaws of the Corporation as amended to date, open to inspection by members of the Corporation at all reasonable times. He shall attend to the giving and serving of all notices of the Corporation required by law or these bylaws. He shall also attend to correspondence assigned to him or her and perform all other duties incidental to his or her office or prescribed by the Board of Trustees or by law.

Section 3. Powers. As Trustees of the Corporation, the trustees shall have the power to receive, hold, encumber, manage, and transfer property, real or personal, for the church; to accept and execute deeds of title to such property; to hold and defend title to such property; to manage any permanent special funds for the furtherance of the purposes of the church, all subject to the authority of the Session and under the provisions of the Constitution of the Presbyterian Church (USA), provided further that in buying, selling, and mortgaging real property, the trustees shall act only after the approval of the congregation granted in a duly constituted meeting.

Section 4. Review of financial records. The books of account of the corporation shall always be open to inspection by members of the corporation, but requests by members other than at the annual meeting of the Corporation must be made in writing to the President or Secretary of the Corporation. The right to inspect includes the right to make copies. An annual full financial review of these books shall be conducted as provided in the book of Order of the Presbyterian Church (U.S.A.)

Section 5. Reports. The Board of trustees shall make an annual report to the members of the corporation, including a) a statement of assets and liabilities of the Corporation, b) the receipts and disbursements of the previous year c) and estimate of the income and expenses and income for ensuing year 4) statement of new business deemed necessary

ARTICLE VI. THE BOARD OF DEACONS.

Section 1. The Board(s) of Deacons. Presbyterian Church in Chinatown may elect deacons in conformity with the provisions of the Book of Order of the Presbyterian Church (USA). The respective pastors shall be advisory members. The Boards of Deacons shall meet regularly, and report to their respective commissions.

ARTICLE -VII. MEETINGS OF THE CORPORATION AND CHURCH

Section 1. Meetings. There shall be an annual congregational meeting to conduct the business of the Corporation and Church, on the first Sunday in November. Notice of the meeting shall be given during all worship services on the two (2) preceding Sundays.

Section 2. Business. Separate meetings shall be held for Congregation and for Corporation business. At the Annual Congregational Meeting, each of the three language commissions will report the results of their respective elections for elders, deacons, nominating and personnel committees, and the minister's salaries for the ensuing year meeting. All active members in good standing are entitled to vote on Congregational matters, and all active members of the Corporation in good standing are entitled to vote on corporate matters.

Section 3. Special meetings. Special meetings of the congregation may be called by the Session and shall also be held when required by the Presbytery of San Francisco. Notice of special meetings shall be given from the pulpit during worship services on the two (2) preceding Sunday. At such meetings no business shall be transacted except such as is named in the notice.

ARTICLE VIII. AMENDMENTS

Amendments to the bylaws may be made at any annual or special meeting of the congregation or corporation by a two thirds vote of Active Members present and voting, provided that the amendment shall have been made available for members to read in Chinese and English at the time of notice of the meeting.