

# **BYLAWS OF THE PRESBYTERY OF DENVER**

## **Including**

## **STANDING RULES AND AMENDED ARTICLES OF INCORPORATION**

(Adopted January 25, 2000) Amended 8.23.00; 8.28.04; 1.23.07; 5.22.07

Adopted, March 26, 2013 (reflecting 2011 Form of Government): Amended 7.27.13; 8.23.14; 10.28.14

Bylaws are written in standard type print. Bylaws are those items which (a) are provided by the Constitution of the Presbyterian Church (USA), (b) define the primary characteristics of the Presbytery, (c) are determined to be of such importance that they cannot be changed without previous notice and a 2/3<sup>rd</sup> vote of Presbytery.

*Standing Rules are written in italicized print. Standing Rules are those items which are (a) related to the details of the administration of Presbytery, and (b) can be adopted, changed or suspended by a majority vote without previous notice.)*

## **P R E A M B L E**

### **Mission Statement**

The Presbytery of Denver is called to

- Prayerfully support the churches of the Presbytery;
- Be a sign in and for the world of the new reality which God has made available to People in Jesus Christ;
- Tell the Good News of salvation, presenting the claims of Jesus Christ and serving humanity in response to the Gospel call;
- Participate in God's activity in the world, risking everything and trusting in God alone;
- Function as an outpost of the larger church, both denominational and ecumenical;
- Provide for inclusiveness as a visible sign of the new humanity, making reconciliation visible in the relationships between churches, clergy and lay people of Denver Presbytery.

(Adopted July, 1997)

### **Affiliation**

The Presbytery of Denver is one of the constituent presbyteries of the Presbyterian Church (U.S.A) and one of the eight presbyteries of the Synod of the Rocky Mountains of that denomination.

### **Standards**

The Presbytery shall be governed and guided by the Constitution of the Presbyterian Church (U.S.A.), these By-Laws and accompanying Standing Rules and the Manual of Operations, which shall contain policies, procedures and position descriptions adopted by the Presbytery. In cases of conflict, the documents shall govern in the order named.

### **Bounds**

The Presbytery of Denver shall consist of the territory lying within the counties of Grand, Summit, Lake, Park, Gilpin, Clear Creek, Jefferson, Adams, Denver, Arapahoe, Douglas, Kit Carson, those portions of Pitkin and Eagle counties lying east of a line from the southwest corner of Lake County to the southwest corner of Grand county, and those portions of Elbert and Lincoln Counties lying north of a line running east from the common boundary of Elbert and El Paso counties, all in the State of Colorado.

# CHAPTER I

## Of Members

### **1.01 Teaching Elder Members**

Teaching Elders are continuing members of The Presbytery of Denver as defined in the Form of Government G-2.0503. Membership is a privilege granted by the Presbytery and it carries with it certain responsibilities.

### **1.02 Ruling Elder Members.**

1.02a All ruling elders duly elected in accordance with the following provisions as set forth in the Form of Government G-3.0301 shall be members in good standing of the Presbytery for the term of said election.

1.02b Each church within the bounds of Presbytery shall be represented by elder commissioners on the basis of Church membership elected by the Session as follows:

1 – 500 members:	1 elder
501 – 1000	2 elders
1001 – 1500	3 elders
1501 – 2000	4 elders
2000+	5 elders

1.02c Ordinarily all such elections shall be for a period of one year. Each session shall elect alternate commissioners in sufficient number who will serve whenever it is impossible for a principle commissioner to serve.

### **1.03 Other Ruling Elder Members.**

1.03a Each ruling elder elected an officer (Moderator, Vice-Moderator, Stated Clerk and Treasurer) shall be enrolled as a member of the Presbytery for the term of office, whether or not commissioned by his or her session.

1.03b Each ruling elder elected as a member of Presbytery Council shall be enrolled as a member of the Presbytery for the term of office, whether or not commissioned by his or her session.

1.03c. Each ruling elder elected as moderator of a standing committee of Presbytery shall be enrolled as a member of the Presbytery for the term of office, whether or not commissioned by his or her session.

1.03d Ruling elders elected to exempt staff positions may be enrolled as members of the Presbytery for the duration of service in such staff position whether or not commissioned by his or her session.

1.03e One designated ruling elder representative from Presbyterian Women of the Presbytery shall be enrolled as a member of the Presbytery, whether or not commissioned by his or her session.

### **1.04 Equalization**

As provided for in the Form of Government G-3.0301, particular sessions will be invited to elect additional ruling elder commissioners to Presbytery for the purpose of redressing any existing imbalance between the number of teaching elder members and enrolled ruling elders.

## CHAPTER II

### Of Meetings

#### **2.01 Stated Meetings**

2.01a Stated Meetings of Presbytery shall be held no less than three times a year.

2.01b *The times and places of Stated Meetings shall be determined by Presbytery Council and announced at the last stated meeting of the calendar year for the coming year. The first stated meeting of the calendar year shall be considered the Annual Meeting of Presbytery.*

2.01c *The stated meetings of Presbytery shall be referred to as Presbytery Assemblies.*

#### **2.02 Special Meetings**

2.02a Special meetings of the Presbytery may be called in accordance with the provisions of Form of Government G-3.0304.

2.02b *Ordinarily, when a special Presbytery Assembly is called, the individual, committee or church in whose interest the meeting is called shall reimburse Presbytery for postage and other additional costs of calling the meeting.*

#### **2.03 Quorum**

A quorum of the Presbytery shall be any ten teaching elder members and as many ruling elder members as may be present, provided that at least four churches are represented by ruling elders.

#### **2.04 Worship**

Worship shall be part of every stated Presbytery Assembly. The sacrament of the Lord's Supper shall be observed at least annually.

#### **2.05 Parliamentary Procedure**

Assembly business shall be conducted in accordance with the most recent edition of Robert's Rules of Order. By vote, the Presbytery may determine to use another model or process for decision-making.

#### **2.06 Order of Business**

*The order of business for Presbytery Assemblies shall proceed according to a docket which the Council or an entity thereof, in consultation with the Moderator and Stated Clerk, shall prepare and recommend for adoption. The adoption of the docket shall be the first order of business.*

#### **2.07 Reporting**

2.07a *Reporting to the Presbytery by Council, Committees, Commissions, Covenant Communities, Mission Partnerships, Task Forces, elected officers and exempt staff shall adhere to the following procedures:*

2.07b *Time on the docket shall be requested when there are matters requiring Presbytery action or when there is information that needs to be brought to the attention of the Presbytery.*

2.07c *All recommendations for Presbytery action must be included in the Stated Clerk's mailing or be placed on the Stated Clerk's table thirty (30) minutes prior to the convening of the Assembly.*

2.07d *Any matter not before the assembly as provided above may be presented to Presbytery as new business if such request is approved by a two-thirds (2/3) vote of the Presbytery with the exception that any motion for approving unbudgeted expenditures must be referred to Council or come to the floor with the recommendation of the Finance and Property work group which has had previous opportunity to review the motion.*

2.07e *Ordinarily, no person speaking to a motion may speak more than three (3) minutes. This does not include the maker of the motion or his/her invited speaker.*

2.07f Reports from the Nominating Committee which includes nominees for election by the Presbytery shall in no way abrogate the privilege of nomination from the floor.

## **2.08 Conflict of Interest**

*In the work of the Presbytery or any of its constituent parts, no one shall vote on any matter to which he/she is directly or personally related.*

## **2.09 Provision for Dissent and Protest**

As provided for in the Form of Government G-3.0105, any member of Presbytery may express disagreement with an action or decision of the Presbytery by dissent or may protest in writing what is believed by the protesting member to be an irregular or delinquent action of the Presbytery.

## **2.10 Power to delegate**

Presbytery may delegate any of its authority to act granted by the Constitution or these bylaws and standing rules to any of its committees, Council or Covenant Communities or other entities except the following actions:

- a) Approve as a whole any strategic plan for the Presbytery.
- b) Approve and amend Presbytery bylaws, standing rules and manual of operations.
- c) Approve Presbytery budget and amend the approved total limit.
- d) Approve decisions to organize new churches, receive and unite churches, divide, dismiss or dissolve churches in consultation with their members, control the location of new churches and of churches desiring to move.
- e) Assume original jurisdiction in any case in which it determines that a session cannot exercise its authority.
- f) Elect its commissioners to Synod and General Assembly.
- g) Elect its officers.
- h) Elect members of Presbytery Council and other ecclesiastical committees – Committee on Ministry, Committee on Preparation for Ministry, Committee on Representation, Nominating Committee, Partnership of Zimbabwe and Denver Presbyteries Committee - and the Permanent Judicial Commission.
- i) Vote on overtures to the General Assembly and recommendations for constitutional change from the General Assembly.
- j) Approve the formation of Administrative Commissions other than those to ordain/install teaching elders.

**2.11** Any entity to whom the authority to act on Presbytery's behalf has been delegated shall report all actions taken along with any recommendations to Presbytery at the next stated Presbytery Assembly.

## CHAPTER III

### Of Elected Officers

#### **3.01 Elected Officers**

The Elected Officers of the Presbytery shall be: Moderator, Vice-Moderator, Stated Clerk, Treasurer.

#### **3.02 Other Officers**

*Presbytery may establish other offices from time to time and elect persons to fill them, as it deems necessary or appropriate.*

#### **3.03 Election**

*Ordinarily, officers shall be elected at the last Presbytery Assembly of the calendar year and shall assume the duties of the office commencing the first of January the following year. Installation of newly elected officers shall take place at the first Presbytery Assembly of the new year. In the event a vacancy occurs mid-term, Presbytery will proceed to fill the vacant position in the manner set forth within these bylaws and standing rules.*

### **Moderator**

#### **3.04 Nomination and Election of Moderator**

3.04a *Ordinarily the nominee will be the incumbent Vice-Moderator.*

3.04b *If the Moderator leaves the Presbytery or for other reason vacates the position with more than six months remaining in the term of office, the Nominating Committee shall present another nominee for election at the next stated Presbytery Assembly to serve the remainder of the term. The person so elected shall take office immediately upon election. If less than six months remains in the term of office, the Vice-Moderator (Moderator-elect) shall assume the office immediately for the remainder of the year and will serve the full year following. The Nominating Committee shall present another nominee for Vice-Moderator for election at the next stated Presbytery Assembly.*

3.04c *The Nominating Committee will present nominations for the office of Moderator on the following basis:*

*(1) Except as required in number (2) and (3) below, the Committee shall when possible present nominees representative of both sexes, teaching and ruling elders, various racial and ethnic groups, different theological positions consistent with the reformed faith, as well as different marital conditions.*

*(2) To serve during even numbered years the nominee shall be from the roll of teaching elders who are members in good standing of the Presbytery, entitled to vote and hold office.*

*(3) To serve during odd numbered years the nominee will be a ruling elder. The nominee does not need to be commissioned to Presbytery by his or her Session.*

#### **3.05 Term of Office**

*The term of office for Moderator ordinarily shall be for one year and shall not exceed eighteen (18) months should the moderator fill an unexpired term of the prior moderator. An individual elected Moderator shall not be eligible to serve again as moderator for a period of six (6) years.*

### **3.06 Responsibilities of Moderator**

3.06a The Moderator shall perform the duties described in these bylaws.

3.06b The Moderator possesses the authority necessary for preserving order and for conducting efficiently the business of the Presbytery Assembly. The Moderator may, in an emergency, convene the Presbytery by written notice at a time and place different from that previously designated. The Moderator shall call a special Presbytery Assembly at the request, or with the concurrence, of two teaching elders and two ruling elders, the ruling elders being of different churches.

3.06c The Moderator shall be President of the Corporation of The Presbytery of Denver, Presbyterian Church (USA).

3.06d The Moderator shall be a member of Presbytery Council, with vote.

3.06e The Moderator, in consultation with the Stated Clerk, shall appoint an investigating committee when such is required as part of the preliminary disciplinary procedure. (D-10.0201b)

### **Vice-Moderator**

#### **3.07 Moderator-Elect**

*The Vice-Moderator shall ordinarily be considered the “Moderator-elect” for the following year.*

#### **3.08 Nomination and Election of Vice-Moderator**

*The Vice-Moderator shall succeed to the office of Moderator if the Moderator leaves the Presbytery or for other reason vacates the position with less than six months remaining in the term of office, and is eligible to be elected Moderator for the following year. In such case, the Nominating Committee shall present another Vice-Moderator candidate for election at the next Presbytery Assembly. The person so elected shall take office immediately upon election.*

3.09 *The Nominating Committee will present nominations for the office of Vice-Moderator on the following basis:*

*(1) Except as required in number (2) and (3) below, the Committee shall when possible present nominees representative of both sexes, teaching and ruling elders, various racial and ethnic groups, different theological positions consistent with the reformed faith, as well as different marital conditions.*

*(2) To serve during odd numbered years the nominee shall be from the roll of teaching elders who are members in good standing of the Presbytery, entitled to vote and hold office.*

*(3) To serve during even numbered years the nominee will be a ruling elder. The nominee does not need to be commissioned to Presbytery by his or her Session.*

#### **3.10 Term of Office**

*The term of office for Vice-Moderator ordinarily shall be for one year.*

#### **3.11 Responsibilities of Vice-Moderator**

3.11a The Vice-Moderator shall perform the duties as described by these bylaws.

3.11b The Vice-Moderator shall have authority in the absence of the Moderator or at the request of the Moderator, if present, to fulfill any of the responsibilities of the Moderator.

3.11c The Vice-Moderator shall be a member of Presbytery Council, with vote.

3.11d The Vice-Moderator shall serve as the Vice-President of the Corporation of The Presbytery of Denver, Presbyterian Church (USA).

### **Stated Clerk**

#### **3.12 Nomination and Election of Stated Clerk**

3.12a The Stated Clerk shall be a teaching elder member of Denver Presbytery or a ruling elder of a member congregation of the Presbytery.

3.12b *The Council, through an appointed Stated Clerk Nominating Committee, shall nominate a candidate to be elected by the Presbytery.*

3.12c *Should a vacancy occur during the term of office, the Council shall appoint an interim Stated Clerk, until such time as a new Stated Clerk is elected upon nomination by Presbytery Council. The person so elected shall take office immediately upon election.*

#### **3.13 Term of Office**

*The term of office for the Stated Clerk shall be for three years; the Stated Clerk shall be eligible for reelection. The term may be terminated before completion by a vote of Presbytery for cause upon recommendation of Council and Council's personnel committee, in accordance with Presbytery Personnel Policies.*

#### **3.14 Responsibilities of the Stated Clerk**

3.14a The Stated Clerk shall perform the duties as described by the Constitution of the Presbyterian Church (USA), these bylaws and the position description as contained in the Manual of Operations.

3.14b The Stated Clerk shall serve as secretary of the Corporation of The Presbytery of Denver, Presbyterian Church (USA)

3.14c The Stated Clerk shall be an ex-officio member of Council with voice but without vote. The Stated Clerk shall also serve as Clerk of the Council and shall discharge any duties as may be directed by the Presbytery.

3.14d *The Stated Clerk shall, without vote of the Presbytery, maintain accurate references to constitutional standards within these Rules and other official documents of the Presbytery.*

3.14e *The Stated Clerk shall provide a process for the orderly review of Session records by Presbytery on an annual basis. (G-3.0108a)*

3.14f *The Stated Clerk shall convene the Permanent Judicial Commission upon the election of each new class of members for the purpose of electing from its members a moderator and clerk.*

### **3.15 Accountability**

The Stated Clerk shall be accountable to the Presbytery through the Council for the implementation of duties and responsibilities assigned to the office. There shall be an annual performance and compensation review provided by the personnel committee of Council. Any changes in the position description may be made by mutual agreement of the Stated Clerk and Presbytery Council and reported to Presbytery.

### **3.16 Compensation**

The Stated Clerk office may be a compensated office as approved by Presbytery. Compensation for a teaching elder member of Presbytery elected to serve as Stated Clerk shall meet or exceed Presbytery's adopted minimum terms of call. Changes in such terms of call shall be approved by Presbytery.

## **Treasurer**

### **3.17 Nominations and election of Treasurer**

3.17a The Treasurer shall be a teaching elder member of Denver Presbytery or a ruling elder of a member congregation of the Presbytery.

3.17b *The Council, through an appointed Treasurer Nominating Committee, shall nominate a candidate to be elected by the Presbytery.*

3.17c *Should a vacancy occur during the term of office, the Council shall appoint an interim treasurer, until such time as a new Treasurer is elected upon nomination by Presbytery Council. The person so elected shall take office immediately upon election.*

### **3.18 Term of Office**

*The term of office for the Treasurer shall be for three years; the Treasurer shall be eligible for reelection. The term may be terminated before completion by a vote of Presbytery for cause upon recommendation of Council and its personnel committee, in accordance with Presbytery Personnel Policies.*

### **3.19 Responsibilities of the Treasurer**

3.19a The Treasurer shall perform the duties as described by these bylaws and the position description as contained in the Manual of Operations.

3.19b The Treasurer shall be bonded at the expense of the Presbytery.

3.19c The Treasurer shall be an ex-officio member of Council with voice but without vote.

3.19d The Treasurer shall serve as treasurer of the Corporation of The Presbytery of Denver, Presbyterian Church (USA).

3.19e Expenses of all entities of the Presbytery within the approved budget limits shall be paid by the Treasurer upon written authorization by persons designated by said entities to authorize payment.



### **3.20 Authorized Signatories**

*All checks issued from the Office of the Treasurer shall be signed by any of the following: Treasurer, Stated Clerk, Presbytery Pastor, or other persons designated by the Council.*

### **3.21 Accountability**

The Treasurer shall be accountable to the Presbytery through the Council for the implementation of duties and responsibilities assigned to the office. Any changes in the position description may be made by mutual agreement of the Treasurer and Presbytery Council and reported to Presbytery.

### **3.22 Compensation**

The Treasurer office may be a compensated office as approved by Presbytery. Compensation for a teaching elder member of Presbytery elected to serve as Treasurer shall meet or exceed Presbytery's adopted minimum terms of call. Changes in terms of call shall be approved by Presbytery, following an annual performance and compensation review provided by the Personnel Committee and recommended by Council.

## CHAPTER IV

### Of Presbytery Council

#### **4.01 Membership**

4.01a The Council shall consist of five ruling elders and five teaching elders elected, in accordance with the principle of participation and representation expressed in G-3.0103, in two classes for terms of two years each. Elected members of Council may serve consecutive terms, providing the years do not aggregate more than four, although ordinarily consecutive terms shall be limited to two. After one year's absence the person is eligible for election to Council again.

4.01b In addition to the elected members, voting members of Council include the Presbytery Moderator, Presbytery Vice-moderator, Presbytery Pastor.

4.01c Ex-officio members of Council with voice but without vote shall be the Stated Clerk, Treasurer, immediate past Presbytery Moderator and other persons invited by Council.

#### **4.02 Officers**

The Presbytery Pastor shall serve as the continuing Moderator of Council. The Stated Clerk shall serve as Clerk of the Council. The Moderator of Presbytery shall serve as the Vice-Moderator of Council. Their duties shall be those normally associated with said offices.

#### **4.03 Quorum**

The quorum of the Council shall be seven (7) voting members.

#### **4.04 Nominations and Election of Council Members:**

4.04a Council members shall be nominated by the Nominating Committee and elected in accordance with G-3.0111

#### **4.05 Meetings**

4.05a It shall meet at least ten times a year, upon its own appointment or at Presbytery direction.

4.05b *Special meetings of Council may be called by the Moderator, or, in case of absence, by the Vice-Moderator of Council. In the absence or inability to serve on part of both the Moderator and Vice Moderator, the Clerk of Council shall have authority to call a special meeting of Council.*

4.05c *A scheduled meeting of Council may be canceled for good cause by the Council Moderator, in consultation with at least one other officer.*

4.05d *The Council may take action by electronic voting (email) if*

- 1) the subject matter has been previously deliberated during a council meeting;*
- 2) all members of the Council are accessible by email and are included in the polling;*
- and*
- 3) no member of the Council objects to a particular vote being taken electronically.*

4.05e *Electronic meetings are authorized through the use of a conference telephone or other communications equipment and electronic technologies by means of which all persons participating in the meeting can engage orally in interactive dialogue and discussion.*

#### **4.06 Docket**

*The Council Moderator, in consultation with the Stated Clerk, shall be responsible for preparing the docket for meetings of the Council.*

#### **4.07 Access to Council**

Members and commissioners of Presbytery, Covenant Communities, Task Forces, Mission Partnerships, Sessions, and others related to the Presbytery of Denver may bring concerns directly to the Council by asking the Moderator of Council or the Stated Clerk for docket time.

#### **4.08 Organization of Council**

4.08a *Council shall organize itself, including the establishment of committees, workgroups or task forces, as needed to fulfill the responsibilities assigned by The Constitution of the Presbyterian Church (USA), these bylaws, the Manual of Operations and the Presbytery. Members of Council committees, workgroups and task forces shall be appointed on an annual basis, upon recommendation of its officers or Council may direct the Moderator to appoint members.*

4.08b *Members of Council committees, workgroups and task forces may be co-opted from members of churches in the Presbytery and teaching elder members of Presbytery with voice and vote in the particular committee, workgroup or task force to which they have been co-opted. Co-opted members shall not be appointed for more than three consecutive years to the same committee or task force and shall serve at the invitation of the committee, workgroup or task force facilitator.*

#### **4.09 Trustees**

The Council shall be the Board of Trustees of the Presbytery of Denver, a Colorado non-profit Corporation, in accordance with the Articles of Incorporation adopted September 27, 1983. The Council shall receive, hold, encumber, manage and transfer property, real or personal, for the Presbytery; it shall accept and execute deeds of title to such property; all for the furtherance of the purpose of the Presbytery and subject to the authority of Presbytery under The Constitution of the Presbyterian Church (USA).

#### **4.10 Responsibilities**

The Council of Denver Presbytery shall be responsible for those matters assigned to it by the Constitution of the Presbyterian Church (USA), these bylaws, the Manual of Operations and by the Presbytery of Denver. The Council shall be granted the necessary power and authority to assume the following specific areas of responsibility:

4.10a Coordinates and oversees the functional relationship between presbytery's structures and its mission:

- Establishes and reviews the work of Covenant Communities, Mission Partnerships and Task forces.
- Validates and reviews validation of mission projects on a regular basis for the purpose of General Assembly mission giving without guarantee of funding by Denver Presbytery.
- Addresses unmet mission needs

4.10b Manages the financial affairs of the Presbytery:

- Establishes a Finance Committee to provide recommendations on financial, budgetary and property matters.
- Develops and presents to Presbytery for approval annual budgets.

- Adjusts the budget during the year within the total limit adopted to provide for special needs as they arise.
- Approves funding proposals from Covenant Communities, Mission Partnerships and Task Forces within budget-approved limits.
- Manages property issues; approves congregational loan and grant requests.
- Develops general mission support.

4.10c Provides for planning and strategy – short and long term:

- Develops and presents to Presbytery for approval strategic plans.
- Oversees new church development projects.
- Develops and presents to Presbytery for approval a staff rationale for salaried professional (exempt) staff.

4.10d Oversees personnel matters:

- Establishes a personnel committee to make recommendations regarding employment, compensation and termination of employees, to conduct staff evaluations, provide nurturance for staff, address dispute resolution in employment matters and other matters as assigned.
- Hires and directs the employed personnel of Presbytery in accordance with the Personnel Policies adopted by the Presbytery and the Book of Order.
- Contracts with independent consultants.
- Provides for annual compensation and performance reviews for exempt and support staff and for the elected Stated Clerk and Treasurer.

4.10e Maintains relationships with other governing bodies and ecumenical bodies. It shall have the authority to appoint persons to represent the Presbytery to such ecumenical bodies as may be required.

4.10f Facilitates interaction and communication within and between the Presbytery and its Covenant Communities and its churches

4.10g Plans Presbytery Assemblies.

4.10h Reviews Presbytery bylaws and standing rules on a regular basis.

4.10i Nominates persons for election by Presbytery to the Nominating Committee, and a member to serve as its moderator.

4.10j Acts on behalf of the Presbytery on emergency matters, when it is neither feasible nor practical to call a special Presbytery Assembly.

#### 4.11 **Reporting**

The Council shall report all actions taken along with any recommendations to Presbytery at the next stated Presbytery Assembly.

## CHAPTER V

### Of Units of Mission: Covenant Communities, Mission Partnerships, Task Forces

#### Covenant Communities

##### **5.01 Established by Council**

Covenant Communities shall be established by the Council for a period of at least two (2) years. They shall consist of continuing members of Presbytery and three or more sessions of churches of the Presbytery covenanting to work together to nurture and develop vital congregations. Ordinarily, Covenant relationships shall be renewed or changed every two years upon request of the covenanting sessions.

##### **5.02 Financial Support**

Covenant Communities will be supported financially in accordance with a Presbytery-adopted funding plan that grants high priority to Covenant Communities.

#### Mission Partnerships

##### **5.03 Established by Council**

Mission Partnerships shall be established by the Council for a period of time up to two (2) years to address an identified need upon the initiative and request of two or more sessions within the Presbytery. Such requests shall include a specified period of time for the partnership. Mission Partnerships may be renewed or changed every two years by Council upon request.

##### **5.04 Financial Support**

Mission Partnerships will be supported financially in accordance with a Presbytery adopted funding plan.

#### Task Forces

##### **5.06 Established by Council**

Task Forces shall be established by the Council for a specified period of time not to exceed two (2) years to address a need not otherwise being addressed. Task Forces may be established either on the initiative of the Council or on the initiative of three or more teaching and ruling elders (total) associated with at least two congregations within the Presbytery.

##### **5.07 Financial Support**

Task Forces will be supported financially in accordance with a Presbytery adopted funding plan.

## CHAPTER VI

### Of Committees

#### **6.01 Standing Committees**

6.01a The standing committees of the Presbytery are:

- a) Committee on Ministry
- b) Committee on Preparation for Ministry
- c) Committee on Representation
- d) Nominating Committee
- e) Joint Highlands Presbyterian Camp and Retreat Center Committee
- f) Partnership of Zimbabwe and Denver Presbyteries Committee

6.01b Presbytery may establish other standing committees as are deemed necessary to carry on the work of the Presbytery.

#### **6.02 Organization**

*Each committee may organize itself in a way that best enables it to do its work. Committees may not delegate to any subgroup within its organization any authority to act on those matters that has been delegated by the Presbytery to the committee itself except as specifically provided for in these bylaws and standing rules.*

#### **6.03 Nomination and Election of Members**

6.03a Committee members and committee moderators shall be elected in accordance with G-3.0111 (principle of participation and representation expressed in G-3.0103) by the Presbytery. Teaching elders shall be members of the Presbytery in good standing, laypersons shall be ruling elders except as specifically provided for in these bylaws and standing rules.

6.03b *Ordinarily, committee members and committee moderators shall be elected at the last Presbytery Assembly of the calendar year and shall assume their duties the first of January the following year.*

6.03c *No member of Presbytery shall be elected to more than one committee or membership on Council, except that this rule shall not apply in the case of the Committee on Representation or in case of the Permanent Judicial Commission of the Presbytery under the provisions of these standing rules 703.b*

6.03d *Total membership of each committee shall be as equally balanced as possible between teaching elders and ruling elders/laypersons.*

#### **6.04 Vacancies**

6.04a If an elected member is unable to complete his or her term due to resignation, termination or circumstances beyond control, the Nominating Committee will be notified in order to fill the vacant position in the manner set forth within these bylaws and standing rules. The resignation of an elected member of a committee or Council should be addressed to the Stated Clerk. In the event a vacancy occurs on the Nominating Committee, the Council will nominate person/s to fill the vacancy. Persons elected to fill vacancies shall take office immediately upon election.

6.04b. *Any members with more than three unexcused absences may be terminated by action of the moderator who shall report the vacancy to the Nominating Committee through the Stated Clerk.*

### **6.05 Moderator**

Any elected committee member may be elected moderator by the Presbytery upon nomination by the Nominating Committee except in the case of the Nominating Committee whose moderator shall be nominated by Presbytery Council . Moderators shall be elected annually for a one-year term.

### **6.06 Terms**

*Ordinarily, the membership of each committee shall be organized in three classes of three years each. Members may serve consecutive terms not to exceed six aggregate years and thereafter are eligible for reelection after one year has elapsed.*

### **6.07 Co-opted Members**

*The committee moderator with the consent of the committee may appoint for one-year terms co-opted members who have talents and skills in the various areas of work to serve the committee with voice but without vote. Co-opted members are not required to be ruling elders. In no case shall a person be co-opted to serve on a committee more than three consecutive years.*

### **6.08 Meetings**

*Each committee shall meet at least four times annually at times and places determined by the committee. In addition, special meetings may be called by the moderator, or in the absence of the moderator, by the moderator of Council. Each committee shall report regularly on its work to the Presbytery Assembly or when requested to do so by the Council.*

### **6.09a *Standing Committees may take action by electronic voting (email) if***

- 1) the subject matter has been previously deliberated during a committee meeting;*
- 2) all members of the committee are accessible by email and are included in the electronic polling; and*
- 3) no member of the committee objects to a particular vote being taken electronically.*

*6.09b Electronic meetings are authorized through the use of a conference telephone or other communications equipment and electronic technologies by means of which all persons participating in the meeting can engage orally in interactive dialogue and discussion.*

### **6.10 Expenses**

Expenses of the committees within the approved budget limits shall be paid by the Treasurer of Presbytery upon written authorization by the moderator or other authorized member of the appropriate committee.

## **Committee on Ministry**

### **6.11 Membership**

The Committee on Ministry shall consist of up to 30 members, balanced as equally as possible between teaching elders and ruling elders. The size of the committee shall generally reflect a ratio of two congregations per COM member, plus the moderator. The committee members shall serve in three classes for three-year terms, with a maximum of six consecutive years of service on the committee. A member having served a total of six years shall be ineligible for reelection for at least one year. The Stated Clerk and Presbytery Pastor shall be ex-officio members with voice but without vote.

## **6.12 Responsibilities**

The Committee on Ministry shall be responsible for those matters assigned to it by the Constitution of the Presbyterian Church (USA) in the Form of Government G-3.0306-07 and elsewhere, these bylaws, the Manual of Operations and by the Presbytery of Denver and is granted the necessary power and authority to assume the following specific areas of responsibility:

6.12a It shall have authority, as described in the Form of Government G-3.0307, to:

- find in order calls issued by churches, approve and present calls for service of teaching elders;
- approve the examination of teaching elders transferring from other presbyteries;
- dismiss teaching elders to other presbyteries.
- dissolve the pastoral relationship in cases where the congregation and pastor concur;
- grant permission to labor within or outside the bounds of the Presbytery;

6.12b It shall establish, annually review and terminate Parish Associate relationships in accordance with the presbytery policy included in the Manual of Operations.

6.12c It shall grant the status of Honorably Retired to teaching elders in good standing upon request of the teaching elder in accordance with Form of Government G-2.0503c. It shall approve Pastor Emeritus/Emerita status.

6.12d It shall appoint and review annually temporary and interim supply pastors, moderators of sessions, and in concurrence with other appropriate entities, appoint and authorized functions of Commissioned Ruling Elders, for those churches which are without pastors, in accordance with the Form of Government G-2.0504b. The committee shall require that all teaching elders serving a church of the Denver Presbytery, whether in an installed or temporary pastoral relationship, be members of the presbytery.

6.12e It shall determine the teaching elders who shall be the Presbytery's continuing members, either active or at-large, guided by developed criteria for validation of ministries and review and renew such status of those teaching elders annually. (ref. G-2.0503a and b) The Presbytery shall not maintain a roll of inactive members.

6.12f It shall be authorized to appoint administrative commissions for the ordination of candidates to the office of Teaching Elder and for the installation of teaching elders in designated or permanent pastoral relations, and for the commissioning of ruling elders.

6.12g It shall make studies and recommendations to Presbytery on a regular basis concerning minimum compensation requirements for teaching elders serving churches of the Presbytery.

6.12h It shall be the agency of Presbytery responsible for counseling and working with all teaching elders and their families in their relationship to the Board of Pensions.

6.12i It shall administer funds designated for emergency needs of teaching elders of the Presbytery.

6.12j It shall visit the sessions and pastors of the congregations of the presbytery no less frequently than once every three years.

## **6.13 Executive Committee**

*If the Committee is organized such that it has an executive committee, the executive committee may be authorized by the Committee on Ministry to act on its behalf on emergency matters when, in the*



*judgment of the Committee moderator, it is neither feasible nor practical to call a special meeting of the whole committee.*

#### **6.14 Reporting**

The Committee shall report all actions taken and recommendations to Presbytery at the next stated Presbytery Assembly

### **Preparation for Ministry**

#### **6.16 Membership**

The Committee on Preparation for Ministry shall consist of fifteen (15) members and shall be as equally balanced as possible between teaching elders and ruling elders, and between men and women.

#### **6.17 Responsibilities**

6.17a The Committee on Preparation for Ministry shall be responsible for those matters assigned to it by these bylaws, the Manual of Operations and by the Presbytery of Denver. The Committee shall be responsible for the enlistment, supervision, counseling and presentation for examination of inquirers and candidates for ordained church occupations. The work of the committee shall be guided by the “Denver CPM Supplemental Policies” (August 2008, as amended) and the “Advisory Handbook on Preparation for Ministry in the Presbyterian Church (USA)” as developed by the Office of Vocation, PC(USA) (2011).

6.17b It shall administer funds designated for the emergency needs of inquirers and candidates.

6.17c It shall certify candidates as ready for examination for ordination, pending a call, and shall report such certification at the next stated meeting of Presbytery.(1.28.03)

#### **6.18 Reporting**

The Committee shall report all actions taken regarding the status of inquirers and candidates, and shall make recommendations to Presbytery at the next stated Presbytery Assembly.

### **Representation Functions**

#### **6.19 Organizational Relations**

6.19a The responsibility for Representation functions within the Presbytery of Denver (as per *Book of Order*, G-3.0103) shall be placed with the Presbytery Council. The Council may request that the Diversity Roundtable of the Presbytery of Denver appoint a Representation Team of at least two and no more than four individuals (ruling elders and teaching elders) to carry out the functions as described in 6.20.

#### **6.20 Responsibilities**

The responsibilities of the Representation Team shall be those defined in the Form of Government G-3.0103, these bylaws, and the Presbytery of Denver. Its main function shall be to ensure, in an advisory and consultative role, that the decision-making process of the Presbytery of Denver incorporate as far as possible the principles of participation and inclusiveness.

## **Nominating Committee**

### **6.21 Membership**

The Nominating Committee shall consist of at least six members, with minimum representation being two (2) teaching elders, two (2) women congregation members, and (2) two men congregation members. The Stated Clerk and Presbytery Pastor shall be ex-officio members with voice but without vote.

### **6.22 Nomination and Election of Members**

Nominations for the Nominating Committee and for the moderator of the committee shall be made by the Council for election by Presbytery. In the event a vacancy occurs on the Nominating Committee, such vacancy should be reported to the Stated Clerk. Council shall nominate person/s to fill the vacancy. The person so elected shall take office immediately upon election.

### **6.23 Responsibilities**

6.23a The responsibilities of the Nominating Committee shall be those cited in the Form of Government G-3.0111, and defined in these bylaws, the Manual of Operations and by the Presbytery.

6.23b Prior to presenting any nominees for election by the Presbytery, the Nominating Committee shall determine the availability of each nominee to serve if elected.

6.23c It shall prepare a nomination for each vacancy occurring for the Council and, in consultation with appropriate moderators of committees, for each vacancy occurring for committees (except Nominating Committee) for election by Presbytery.

6.23d It shall nominate annually the committee moderators of the standing committees except for the Nominating Committee for election by Presbytery.

6.23e It shall nominate Commissioners and Youth Advisory Delegates to General Assembly, Commissioners to Synod, and representatives to the Synod Coordinating Council as provided for by these bylaws and standing rules for election by Presbytery.

6.23f It shall nominate persons to Presbytery as candidates for Moderator and Vice-Moderator as provided for by these bylaws for election by Presbytery.

6.22g It shall nominate members of the Permanent Judicial Commission of the Presbytery as provided for by these bylaws and standing rules for election by Presbytery.

6.23h It shall receive and review the report of the Committee on Representation regarding inclusiveness and representation for all elected positions of the Presbytery.

### **6.24 Inclusiveness**

The Nominating Committee, in making its nominations, will give full expression to the inclusiveness of persons of all racial ethnic groups, different ages, genders, various disabilities, diverse geographical areas, different theological positions consistent with the reformed tradition, as well as different marital conditions (married, single, widowed or divorced.) (ref. G-3.0103)

### **6.25 Nominations from the Floor**

No nomination for any position presented by the Nominating Committee for election by the Presbytery shall in any way abrogate the privilege of nomination from the floor.

## **Joint Highlands Camp and Retreat Center Committee**

### **6.26 Membership**

The Joint Highlands Camp Committee shall consist of 18 members; 9 of which shall be elected by Plains and Peaks Presbytery, 9 elected by Denver Presbytery, normally in three classes of three members each. Ruling elders and/or lay members and teaching elders shall be elected in as equal a number as possible.

### **6.27 Responsibilities**

The Joint Committee is responsible for planning and overseeing the program, services and facilities of Highlands Camp and retreat Center in order to support the purposes and strategies of both Presbyteries.

6.27a. It shall support the current strategic plans and key directions of the Presbytery of Plains and Peaks and the Presbytery of Denver.

6.27b The committee is responsible for operating Highlands Camp and retreat Center in a fiscally responsible manner, including

- Annually budgeted financial support from the Presbyteries for camperships and operations expenses
- Special grants from the presbyteries for developing and underwriting implementation of Presbytery program strategies. The committee may seek permission from the presbyteries to conduct capital fund-raising campaign for projects to develop and improve the Camp facility
- Regular programmatic and financial reporting to the presbyteries via committee minutes, on a bi-monthly basis through the Stated Clerks.

### **6.28 Organization**

The Moderator and Vice-moderator shall be elected for two year terms by the membership of the committee, on an alternating basis between the two presbyteries. The vice-moderator will be from the partner presbytery.

### **6.29 Meetings**

Meetings shall normally be held six times a year. At least one meeting will be held at Highlands Camp and Retreat Center and one meeting will be held within the bounds of Denver Presbytery.

### **6.30 Reporting and Accountability**

The committee shall report regularly to the Presbytery and shall make recommendations to the presbytery as appropriate. upon request.

6.30a The Trustees of Plains and Peaks Presbytery hold title to the Camp and retreat Center property, and will make all decisions regarding encumbrance or disposition of the property, in consultation with the trustees of Denver Presbytery

## **Partnership of Zimbabwe and Denver Presbyteries**

### **6.31 Membership**

As defined by the Memorandum of Understanding, The Partnership of Zimbabwe and Denver Presbyteries Committee shall be one committee comprised of appointed (elected) members of each presbytery that meets in two locations. Denver Presbytery membership shall consist of nine (9) members and shall be as equally balanced as possible between teaching elders and laypersons. Membership is open to teaching elders, ruling elders and members of Denver Presbytery churches. They shall be elected in three classes of three members each.

### **6.32 Responsibilities**

6.32a The Partnership shall be responsible for those functions and objectives as outlined in the Memorandum of Understanding. There shall be regular exchange of information between the presbyteries, including but not limited to, minutes of both Partnership Committee and Presbytery meetings. Education will take place in within Denver Presbytery (as well as in Zimbabwe Presbytery) to ensure that teaching elders, commissioners, ruling elders and congregations have a clear picture of the scope of the Partnership.

6.32b It shall administer funds designated for purposes of furthering the Partnership between Zimbabwe and Denver Presbytery.

### **6.33 Reporting**

The Committee shall report its actions and shall make recommendations to Presbytery on a regular basis.

## CHAPTER VII

### Of the Permanent Judicial Commission

#### **7.01 Membership**

The Permanent Judicial Commission of the Presbytery shall consist of not less than seven (7) members, balanced between teaching and ruling elders, of whom not more than one shall be a member of the same church. (D-5.0100)

#### **7.02 Vacancies, Terms, Officers, Participation, Quorums**

The Permanent Judicial Commission shall adhere to all the provisions for terms, filling of vacancies, election of officers, recusal, necessary quorum and inability to reach a quorum as set forth in the Constitution of the Presbyterian Church (USA) in the Rules of Discipline D-5.0100.

#### **7.03 Nomination and Election of Members**

7.03a *Ordinarily, commission members shall be elected at the last Presbytery Assembly of every other calendar year and shall assume their duties the first of January the following year.*

7.03b *Members of the Permanent Judicial Commission are eligible to be elected to other standing committees of the Presbytery and Council. However, if at such time as the commission is presented with any matter for deliberation, in the judgment of any party to a case or commission member, membership on another presbytery committee or Council presents a conflict of interest, that Permanent Judicial Commission member shall either recuse himself or herself or shall immediately resign from the other elected position within the Presbytery.*

#### **7.04 Expenses**

All necessary expenses of the Permanent Judicial Commission shall be paid by the Presbytery.

#### **7.05 Responsibilities and Powers**

The scope of powers and responsibilities of the Permanent Judicial Commission shall be those assigned to it by the Constitution of the Presbyterian Church (USA) in the Rules of Discipline and elsewhere.

## CHAPTER VIII

### Of Presbytery Staff

#### **8.01 Authority to Employ**

*The Presbytery, through its Council, may hire staff, both exempt (with the exception of the Presbytery Pastor) and support (non-exempt), as it shall deem necessary in accordance with the Personnel Policies adopted by the Presbytery, any applicable Presbytery Staff Rationale and the Book of Order. Requests for staff support services by committees beyond those already being provided shall be made to the Council.*

#### **8.02 Positions Approved**

*Each exempt staff position shall be approved by Presbytery upon recommendation of Council before hiring occurs.*

#### **8.03 Contract Relationships**

*Council may contract with independent consultants/contractors, and shall assure that all Internal Revenue Service criteria for independent contractors are met.*

#### **8.04 Equal Employment Opportunity/Affirmative Action**

The Equal Employment Opportunity/Affirmative Action policies of the Presbytery shall apply to all staff, full or part time. It shall be the responsibility of Council's Personnel Committee or search committee to certify such compliance at the time a recommendation to hire is made.

#### **8.05 Compensation**

Compensation for minister members of Presbytery employed as exempt staff shall meet or exceed Presbytery's adopted minimum terms of call.

#### **8.06 Exempt Staff**

Provisions for exempt staff persons (salaried professional employees) as contained in Presbytery's Personnel Policies shall apply to compensated officers of the Presbytery (stated clerk and treasurer) except that for purposes of supervision these officers shall receive direction from and are accountable directly to Presbytery and its Council.

#### **8.07 Presbytery Pastor**

The Presbytery Pastor shall be elected ("called") by a majority vote of Presbytery upon nomination by Council through its appointed search committee. The terms of call and annual changes in those terms shall be approved by the Presbytery. The Presbytery Pastor shall be considered an exempt employee of the Presbytery for purposes of Presbytery's Personnel Policies. The Presbytery Pastor position is considered executive/program staff and not "administrative staff" as defined in G-3.0110.

##### **8.07a. Responsibilities of the Presbytery Pastor**

- 1) The Presbytery Pastor shall perform the duties as described by these bylaws and the position description as contained in the Manual of Operations.
- 2) The Presbytery Pastor shall serve as the moderator of Council.

3) The Presbytery Pastor is the Head of Staff but may delegate oversight of the Presbytery office and its employees. For purposes of Head of Staff relationships, the elected officers of Stated Clerk and Treasurer are not to be considered staff but receive direction from and are accountable directly to Presbytery and its Council. The Presbytery Pastor shall relate to all independent contractors/consultants in a manner that accords with the criteria set forth by the Internal Revenue Service for independent contractors.

4) The Presbytery Pastor shall relate to the Synod of the Rocky Mountains regarding programmatic issues. Upon the discretion of the Synod, the Presbytery Pastor may be considered a member of the Synod Staff Forum.

#### 8.07b. Accountability

The Presbytery Pastor shall be accountable to the Presbytery through the Council for the implementation of duties and responsibilities assigned to the position. There shall be an annual performance and compensation review provided by the Council's personnel committee. Any changes in the position description may be made by mutual agreement of the Presbytery Pastor and Council and reported to Presbytery.

#### 8.07c Termination Procedures

The relationship between the Presbytery Pastor and the Presbytery may be dissolved by a majority vote of the Presbytery at the request of the Presbytery Pastor or upon recommendation of Council and its personnel committee, and in accordance with Presbytery Personnel Policies. Termination may or may not be for cause. Severance pay may be granted at Presbytery's discretion, upon recommendation of Council and its personnel committee. When termination procedures are initiated by Council, Council shall provide for full due process as described in the Presbytery of Denver Employee Handbook.

## CHAPTER IX

### Of Commissioners and Youth Advisory Delegates to General Assembly And Of Commissioners to the Synod of the Rocky Mountains

#### General Assembly

##### **9.01 Nominations**

9.01a Presbytery shall elect the requisite number of commissioners and alternates as determined by the General Assembly based on the total presbytery membership (communicant members of churches and teaching elder members) and shall elect Youth Advisory Delegates as directed by the General Assembly.

9.01b *Nominations presented by the Nominating Committee for commissioners, alternate commissioners, youth advisory delegates and alternate youth advisory delegates shall be included in the Stated Clerk's mailing for the Presbytery Assembly at which Presbytery's commissioners and youth advisory delegates will be elected. Ordinarily, such election will take place at the October assembly prior to the convening of the General Assembly.*

##### **9.02 Electing Process**

9.02a Nominations:

(1) All teaching elders and ruling elders meeting the basic eligibility criteria listed in 9.03 will be invited to submit an official self-nomination form to the Presbytery Nominating Committee. This form will request specific information, including a brief biographical sketch which shall include the nominee's service and qualification, and a personal statement as to the reasons why he/she wishes to be a G.A. Commissioner. The Nominating Committee may provide for face-to-face interviews with candidates.

(2) All sessions will be invited to submit an endorsement of a youth who meets the G.A. age eligibility. The youth will also submit a self-nomination form to the Presbytery Nominating Committee.

9.02b The Nominating Committee will be committed to the principles of inclusiveness as set forth in the Form of Government, and will ensure equal opportunity for all qualified persons to be considered for this service.

9.02c. The Nominating Committee shall submit to the Presbytery a slate of nominees equal to the number of commissioners assigned to the Presbytery. It may also submit an appropriate number of alternate nominees. Nominations from the floor are always in order, providing that the consent of the person has been obtained.

9.02d Should a commissioner be unable to attend the General Assembly, and no appropriate elected alternate is available, the Nominating Committee shall bring a name for election to the next Presbytery assembly. If such vacancy occurs after the last Presbytery assembly at which election is possible, the Nominating Committee shall bring a name for election by the Presbytery Council.



### 9.03 **Basic Eligibility Criteria:**

For Teaching Elders:

- a) Must be an active or at-large member of the presbytery for at least two years by the time of the Assembly and must have been ordained for at least three years by the time of the Assembly.
- b) Must have attended six out of the previous ten Presbytery assemblies at the time of application. *Exceptions may be made for non-resident teaching elder members of Denver Presbytery.*

For Ruling Elders:

- a) Must be a member of one or more of Denver Presbytery's churches for at least two years by the time of the Assembly.
- b) The church of the elder's current membership must have had commissioner representation at six of the previous ten Presbytery assemblies at the time of application.
- c) No two nominees from the same congregation shall serve as commissioners the same year.

For Youth Advisory Delegates:

- a) Must be between the ages of 17 and 23 on the date the assembly begins. *No exceptions can be made.*
- b). Must be endorsed by the youth's session through a letter to the Stated Clerk.

### 9.04. **Guidelines for Selection of Nominees**

- a) Teaching elder and ruling elder commissioners of the Presbytery of Denver to the General Assembly are called, under the guidance of the Holy Spirit, to offer direction in the decision-making processes of this, the most inclusive governing body of the Church. This responsibility shall be entrusted to those who have, by their participation
  - Demonstrated leadership ability and competence to represent The Presbytery of Denver
  - Effective service in the life of the presbytery and/or congregation. *Exceptions may be made for non-resident teaching elders.*
  - Commitment to the on-going life and welfare of the PC(USA) at all levels.
- b) Ministry in this capacity will require:
  - Awareness of the major issues before the G.A
  - Ability to function actively with the committee process
  - Willingness to study, report and interpret the work of the G.A. prior to and during the years following the Assembly.

### 9.05 **Orientation**

*The Stated Clerk of the Presbytery shall provide an orientation for the elected commissioners to include both the mechanics and issues of the coming General Assembly. Such orientation shall not give instructions as to how to vote on any issue.*

## Synod

### **9.06 Terms**

- 9.06a The Presbytery of Denver shall elect two commissioners to the Synod of the Rocky Mountains, one of whom shall be a ruling elder and one of whom shall be a teaching elder. Each commissioner shall serve a two year term and may be re-elected to serve no more than six years consecutively.
- 9.06b It is recommended that at least one of the commissioners of the Presbytery of Denver to the Synod of the Rocky Mountains be a member of the Presbytery Council. Commissioners shall serve until their successors are elected.

### **9.07 Election Process**

- 9.07a The Presbytery of Denver shall ensure that the principles of participation and representation are fulfilled as found in F-1.0403 and G-3.0103 in the election of commissioners to the Synod of the Rocky Mountains.
- 9.07b Should an elected commissioner be unable to attend the Synod Assembly, and no appropriate elected alternate is available, the Nominating Committee shall bring a name for election to the next Presbytery assembly. If such vacancy occurs after the last Presbytery assembly at which election is possible, the Nominating Committee shall bring a name for election by the Presbytery Council.

## CHAPTER X

### Of Suspension and Amendment

#### **10.01 Suspension**

10.01a These standing rules (identified by *italicized print*) may be suspended at any Presbytery Assembly by a majority vote of the Presbytery.

10.01b These bylaws (identified by standard print) cannot be suspended at any time.

#### **10.02 Amendment**

10.02a These standing rules may be amended at any Presbytery Assembly by a majority vote of the Presbytery.

10.02b These bylaws, except for provisions of the Constitution of the Presbyterian Church (USA), may be amended at any stated Presbytery Assembly by a two-thirds vote, provided that the proposed amendment(s) have been submitted in writing to the previous stated Assembly of the Presbytery.

10.02c If, in the judgment of the Presbytery Council, time is of critical importance, these bylaws, except for provisions of the Constitution of the Presbyterian Church (USA), may be amended at any stated Presbytery Assembly by a two-thirds vote, provided that the proposed amendment(s) have been submitted in writing to the members of the Presbytery together with the official notice of said stated Assembly when it is mailed by the Stated Clerk.

#### **10.03 Update**

These bylaws and standing rules shall be kept current by the Stated Clerk without vote of the Presbytery, in their citations and references to the constitutional standards of the Presbyterian Church (USA).

#### **10.04 Definitions**

10.04a Bylaws: Those items which are

- a) provided by the Constitution of the Presbyterian Church (USA);
- b) define the primary characteristics of the Presbytery;
- c) determined to be so important that they cannot be suspended or cannot be changed without previous notice and a 2/3rds vote of the Presbytery.

10.04b *Standing Rules: Those items which are*

- a) *related to the details of the administration of Presbytery;*
- b) *can be adopted, suspended or amended upon the same conditions as any ordinary act of the Presbytery. (by majority vote without previous notice.)*

## AMENDED ARTICLES OF INCORPORATION

A-1.0 The name of the Corporation shall be THE PRESBYTERY OF DENVER, PRESBYTERIAN CHURCH (U.S.A.), A COLORADO NONPROFIT CORPORATION.

A-2.0 **Additional Article First**

The Presbytery of Denver is incorporated to carry out the corporate responsibilities of a governing body of the Presbyterian Church (U.S.A.) under its Constitution.

A-3.0 **Additional Article Second**

The Presbytery of Denver is a Colorado non-profit corporation.

A-4.0 **Additional Article Third**

The members of the Corporation are the members of the Presbytery of Denver.

A-5.0 **Additional Article Fourth**

The officers of the Corporation shall be the Presbytery Moderator – President, the Vice-Moderator – Vice-President, the Stated Clerk – Secretary, and the Treasurer. They shall be ex-officio members of the Board of Trustees for corporate affairs.

A-6.0 **Additional Article Fifth**

The registered office of the Corporation shall be the Presbytery Office and the registered agent shall be the Stated Clerk.

A-7.0 **Additional Article Sixth**

The Presbytery reserves the right to amend these Articles of Incorporation and to adopt, alter, amend or repeal Bylaws for the management of its corporate affairs.

A-8.0 **Additional Article Seventh**

Following Presbytery corporate action, the signature of any two officers of the Corporation shall be valid and binding when affixed to legal documents with the corporate seal.

## BYLAWS OF THE CORPORATION

### B-1.0 **Meetings of the Corporation**

Meetings of the corporation shall be identical to the meetings of the Presbytery of Denver and meetings of the Board of Trustees shall be identical to the meetings of the Council.

### B-2.0 **Seal**

The seal of the corporation consists of the word "Seal" encircled with the legend "The Presbytery of Denver, Presbyterian Church (U.S.A.)"

### B-3.0 **Duties of the Board of Trustees**

The duties of the Board of Trustees shall be to:

- carry out directives of the Presbytery (corporation);
  - receive, hold, encumber, manage (including items covering insurance, taxation and maintenance) and transfer property, real or personal, for the Presbytery;
  - manage its civil affairs, as well as those of its Council, committees, any subsidiary organization and those of its particular church corporations under the provisions of the Constitution of the Presbyterian Church (USA) Form of Government;
- all for the furtherance of the purpose of the Presbytery of Denver and subject to the authority of Presbytery under The Constitution of the Presbyterian Church (U.S.A.)

### B-4.0 **Executive Committee**

The Executive Committee of the Board of Trustees shall consist of the officers of the Corporation.

B-4.1 It is empowered to act on civil emergency corporate matters in the name of the Corporation and Board of Trustees as they may arise; on corporate matters implementing previously approved policies of the Corporation and of the Board of Trustees. It is empowered to appoint commissions to deal with and take action on property issues as they arise.

B-4.2 The Executive Committee shall report all actions taken at the next ensuing meeting of the Board of Trustees and of the Corporation.