

By-laws of the  
Maple Valley Presbyterian Church  
22659 Sweeney Road SE  
Maple Valley, Washington 98038

Amended at the Congregational Meeting  
November 23, 2014

## Article I

All by-laws heretofore adopted by this congregation are hereby repealed.

## Article II MVPC Affiliation

Maple Valley Presbyterian Church (MVPC) is a judicatory of the Presbytery of the West of the ECO Synod of ECO: a Covenant Order of Evangelical Presbyterians. Members of the church are persons who become covenant partners through public profession or reaffirmation of faith as outlined in ECO Polity and Discipline 1.0303

## Article III Session as Governing Board

The Session, an elected group of Elders, is the governing board of this church. The number of active Elders shall be between twelve and eighteen, which number may be increased or decreased from time to time, as recommended by the Session, and deemed expedient, upon proper congregational action.

An elder may be elected to the Session of the church only if a covenant partner of the church who agrees to adhere to the Essential Tenets of ECO, (ECO Polity and Discipline 2.0101) and shall not be eligible for election after having served two consecutive terms on the Session until at least one year shall have elapsed from the end of his or her last term.

Each Elder shall be instructed concerning the ECO Polity and Discipline.

Their terms of office shall be three years, and the Session shall consist of three classes, one which shall be elected every year at the Annual Congregational meeting for election of church leadership. Elders, once ordained, shall not be divested of the office when they are not re-elected, and shall be entitled to represent this church in the higher judicatories of our denomination, when appointed by Session or the Presbytery.

## Article IV Organization of Session

The pastor shall moderate all meetings of the session. If it is impractical, the pastor may ask another pastor or an elder to preside, with the session's approval. At the January meeting Elders are designated key ministerial responsibilities for the administrative operation and spiritual life of the church described by ECO Polity 1.0603. Elders may form committees from members of the congregation to further aid in the accomplishment of the church ministries. Session may also assign certain ministry responsibilities to paid church staff.

Meetings of the Session shall be governed by the latest edition of *Robert's Rules of Order, Newly Revised*, unless by their own rule a congregation has adopted other procedures and practices. A quorum for voting purposes shall be 50% plus 1 of its members.

Session may from time to time set special committees as the need arises. The Pastors, by virtue of their offices, are ex-officio members of all Session committees.

Article V  
Authority of Session

All organizations of this church shall be subject to the authority of the Session, and none shall be organized before submitting the matter to the Session for study and approval or disapproval.

Article VI  
Board of Deacons

MVPC shall elect a board of Deacons whose charge will be the care and welfare of the congregation and the community at large. A deacon may be elected only if a covenant partner of the church who agrees to adhere to the Essential Tenets of ECO, (ECO Polity and Discipline 2.0101) , and shall not be eligible for election after having served two consecutive terms until at least one year shall have elapsed from the end of his or her last term.

The Board of Deacons shall serve under the direction of the Session. The number of active deacons shall be between twelve and eighteen, which can be increased or decreased by Session action. Their terms of office shall be three years, with three classes, one elected yearly at a congregational meeting. The deacons shall organize themselves annually at their January meeting. They shall elect a Moderator, Vice Moderator, Secretary, and Treasurer, and such committees as needed to carry on their ministries. A quorum for voting purposes shall be 50% plus 1 of its members. At the advice of Session, the Board of Deacons may be moderated by the Associate Pastor, or may elect a moderator from among the deacons.

Article VII  
Mission Council

The MVPC Mission Council shall be organized with oversight by Session for the purpose of enabling the church to participate in The Great Commission by supporting missionaries and mission organizations outside the local community. Mission council shall manage funds designated for mission work. Mission council shall support mission organizations and individual missionaries with an emphasis on encouraging and funding missionaries from among MVPC covenant partners. Additional responsibility with Session approval shall be the planning, direction, and support of short term mission trips.

The nominating committee shall yearly suggest members for the mission council and present them at the congregational meeting. Only covenant partners may serve on Mission council and membership is subject to Session approval. The term of office shall be three years and a member shall not be eligible to serve after having served two consecutive terms until at least one year shall have elapsed from the end of his or her last term. Mission council will elect their moderator and other necessary officers yearly from the covenant partners on the council. A quorum for voting purposes shall be 50% plus 1 of its members

Article VIII  
Board of Trustees

The Board of Trustees shall serve under the direction of the Session.

With oversight by the Business Director or other Session designee, the Trustees shall proactively seek to maintain and/or improve the overall quality of our facilities and ground, and will be consulted to provide their advice, guidance and expertise regarding the care and use of the facilities and grounds.

The Nominating Committee shall yearly suggest members for the Board of Trustees. Only Covenant Partners may serve on the Board of Trustees. Membership is subject to Session approval, and members shall be presented for confirmation at the congregational meeting. The term of office shall be three years and a trustee shall not be eligible to serve after having served two consecutive terms until at least one year shall have elapsed from the end of his or her last term. The Board shall include a minimum of six members, with the total size being some multiple of three, with the intent that one third of the board would be completing their three-year term in any given year. Trustees will elect their Chairperson and other necessary officers yearly from the Board membership. A quorum for voting purposes shall be 50% plus 1 of its members.

Article IX  
Nominating Committee

Nominations for elders, deacons, mission council and trustees shall be made by the Nominating Committee. Members of the Nominating Committee shall be selected as follows with diversity:

- The chairman shall be an active Elder chosen by Session
- One member may be an active or inactive Elder
- One member shall be selected by and from the Deacons.
- Three additional members (none of whom is a current active Elder) shall be annually selected from the covenant partners in the congregation at large.
- There shall be a total of six members.
- The Pastor and/or Associate Pastor shall advise the committee
- No member of the committee shall serve more than three years consecutively.

The Nominating Committee shall submit its list of nominees to the Session at least one month prior to the annual Congregational Meeting in October or at the earliest date possible. Any eligible voter shall have the right to make additional nominations at the annual meeting, but must have the prior consent of the person so nominated.

Article X  
Meetings of the Congregation

Meetings of the congregation may be called by the session, or by the presbytery. The session must also call a congregational meeting when one is requested in writing by one-fourth (25%) of the covenant partners (members).

Notice of any congregational meeting shall be announced during worship and set forth in the church bulletin, on two successive Sundays immediately preceding such a meeting. Other means of communication may also be used.

There shall be an annual Congregational meeting to elect church leaders Elders, Deacons, and to accept Mission Council and Trustees. This meeting will be in October or at such time when sufficient candidates have accepted nomination. Adequate notice of this meeting will take place as outlined above.

The Session may call special meetings of the congregation whenever it deems advisable. The business conducted at a Congregational meeting may include but is not limited to election of church leadership, calling a pastor, buying or mortgaging real property. ECO Polity 1.0503.

Notice of special congregational meeting shall be given in the manner as for an annual meeting of the congregation, excepting that business to be transacted shall be specified in the notice. No other business shall be transacted.

#### Article XI Voter Defined

An eligible voter shall be a person who has been accepted into and has become a covenant partner of the church by action of the Session.

#### Article XII Quorum Defined

1/10 (10 %) of the covenant partners (members) shall constitute a quorum for the transaction of business at all meetings of the congregation. (ECO Polity and Discipline 1.0501)

#### Article XIII Conduct of Congregational Meetings

The pastor/head of staff shall ordinarily moderate all meetings of the congregation. If it is impractical, or if considering actions pertaining to the pastor/head of staff, the pastor may ask another pastor or elder to preside with the session's approval.

The conduct of the meeting of the congregation shall be subject to Robert's Rules of Order, Newly Revised (ECO Polity and Discipline 1.05).

#### Article XIV By-Laws

These by-laws may be altered, amended, or repealed at any meeting of the congregation by a two-thirds vote of the voters present, provided that, in addition to notice of such meetings as required by Article X, notice shall be given of the consideration and presentation for voting of an amendment to these by-laws.

BY-LAWS OF THE MVPC CORPORATION  
Adopted at the Corporation Meeting

Article 1  
Purpose as Nonprofit organization

MVPC is a nonprofit corporation under RCW 24.03. MVPC is organized exclusively for charitable, and religious purposes under section 501 (c) (3) of the Internal Revenue Code including the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of MVPC shall inure to the benefit of, or be distributable to its members, trustees, officers, elders, or deacons. Except that MVPC shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause of the Articles of Incorporation, No substantial part of the activities of MVPC shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these bylaws, MVPC shall not carry on any other purpose not permitted to be carried on (a) by an organization exempt from the federal income under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) of the Internal Revenue Code, or corresponding section of any future tax code.

Upon dissolution of MVPC, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, or shall be distributed to the federal government or to a state or local government for public purpose. Any such assets not disposed of shall be disposed of by the Superior Court in King County, as such court shall determine.

Article 2  
Corporation Board of Directors

The Session of MVPC shall serve as the board of directors of the corporation.

Article 3  
Corporation Officers

SECTION 1: Officers

The officers of the Board of Directors shall be the President, Vice- President, Secretary and Treasurer.

SECTION 2: President

The President shall preside at meetings of the Board and unless otherwise directed by the Board, at meetings of the corporation. He shall carry into effect the actions taken by the Board.

SECTION 3: Vice President

The Vice-President shall assist the President and shall act in his place during the absence of the President.

SECTION 4: Secretary

The Secretary shall keep records of all proceedings of the Board, and unless otherwise directed by the Board, of all proceedings at all meetings of the Corporation.

SECTION 5: Treasurer

The Treasurer does accounting and dispersal of church funds as directed by Board of Directors, and will prepare the Nonprofit Corporation Annual Report as required by state law and any other financial reports as needed.

SECTION 6: Election of Officers

The President, Vice President, and Secretary will be active Elders on the Session of the Church elected yearly by the Session. The Treasurer will be appointed by the Session, and would normally be the church employee responsible for accounting and dispersal of church funds as authorized by Session. Elected corporation officers may be re-elected to the office yearly for the duration of their term of office as Elder. Vacancies shall be filled by election at the next regular meeting of Session.

SECTION 6: Powers and Duties

The officers shall have such powers and duties as are prescribed by the laws of the state of Washington.

SECTION 7: Execution of Documents

The President and Secretary of the Board of Directors shall execute all documents on behalf of the corporation when so directed by the Board. No such documents shall be executed without authorization of the Board and until directed by the Session.

Article 4  
Corporation meetings

Special meetings of the corporation may be called by the Session. The session must also call a corporation meeting when one is requested in writing by one-fourth (25%) of the covenant partners (members).

Special meetings must be called for such purposes as amending the by-laws, or the purchase or sale of real estate.

Notice of any meeting of the corporation shall be announced during worship and set forth in the church bulletin on two successive Sundays immediately preceding such a meeting. Other means of communication may also be used. . The notice shall give the date, time, and meeting place, and in case of a special meeting, shall specify the business to be transacted. No other business shall be considered.

The meetings shall be conducted in accordance with Robert's Rules of Order, Newly Revised. The Secretary of the Board of Directors or such other person as the Board may designate, shall be secretary at all meetings, and record all proceedings.

Article 5

Voting

Each member of the corporation shall have one vote. To be a member, a person shall be a covenant partner of the Church. Voting by proxy shall not be allowed.

Article 6  
Quorum

A quorum for purposes of a meeting of the members of the corporation shall be 1/10 (10%) of the covenant partners (members).

Article 7  
Amendment

SECTION 1: General

These by-laws may be amended at any Annual or Special meeting legally called by a two-thirds vote of those present and eligible to vote.

SECTION 2: Notice

Any meeting at which an amendment to these by-laws shall be considered shall include, in addition to information as set forth above, notice that the amendment to the by-laws will be presented for a vote of the members of the corporation.

SECTION 3: Limitations

No amendments may be made which may result in by-laws not in conformity with the laws of the State of Washington.