

BYLAWS OF COVENANT PRESBYTERIAN CHURCH OF LOS ANGELES, CALIFORNIA

Preamble-

We, the members of Covenant Presbyterian Church of Los Angeles, California, having voluntarily associated together for the work and worship of God recognize the Form of Government, Rules of Discipline, Directory for Worship and Book of Confessions as interpreted by the General Assembly of the Presbyterian Church (U.S.A.), as our principles of form and procedure and hereby establish these Bylaws.

Article I Name

The name of this church is Covenant Presbyterian Church of Los Angeles.

Article II Government

This church shall be governed in accordance with the Constitution of the Presbyterian Church (U.S.A.).

Article III Meetings

Sec. 1 The Annual Meeting of the congregation shall be held as early as practicable after the first of each year. Public notice of this meeting shall be given on two successive Sundays. At the Annual Meeting, the congregation shall review the adequacy of the compensation of the pastor or pastors upon report of the prior review by the Session. The meeting may consider other matters and transact other business as is appropriate.

Sec. 2 A Special Meeting of the congregation shall be held annually in October for the main purpose of electing officers and appropriate members of the Nominating Committee (see Article V, Section 1). Public notice of this meeting shall be given on two successive Sundays. This meeting shall be held before the fourth Sunday of October to allow officers-elect to be qualified and installed in time for them to attend, as observers, the remaining meetings that year of the Session and of the Board of Deacons, as applicable.

Sec. 3 No less than one-tenth of the church members on the Active Roll shall be a quorum for the transaction of business at all congregational meetings.

Sec. 4 Other meetings of the congregation may be called when deemed necessary by the Session or according to the Book of Order. Notice of any special meeting of the congregation shall be announced at morning services on two Sundays, one being the Sunday of announcement preceding the meeting.

Article IV Officers

Sec. 1 The officers of the church shall consist of active elders on the Session [who shall also serve as the Trustees, as per Article IV Sec. 4], and active deacons on the Board of Deacons. Their duties shall be those described in the Form of Government of the Constitution of the Presbyterian Church (U.S.A.) and as hereinafter described in these Bylaws. Ministers

of the Word and Sacrament shall serve as Moderators of meetings of the congregation and Moderators of Session.

- Sec. 2 The Session shall consist of the Pastor(s) and nine (9) elders.
- Sec. 3 The Board of Deacons shall consist of twelve (12) members.
- Sec. 4 The Trustees shall consist of the elders on the Session, whose duties shall be to fulfill the requirements of civil law in respect to the church corporation and who shall have power and authority to receive, hold, manage, and transfer property, and to facilitate management of its civil affairs in such a manner as may be directed by the church from time to time in conformity with the Constitution of the Presbyterian Church (U.S.A.).
- Sec. 5 The church year for all elders and deacons shall be from January 1 to December 31 of each year and the tenure in conformity to the Form of Government of the Constitution of the Presbyterian Church (U.S.A.).
- Sec. 6 Elders and Deacons shall be elected at A Special Meeting of the congregation in accordance with Article III, Section 2. In the case of vacancy in any office between Annual Meetings, elections shall be held at special meetings called to elect elders and/or deacons to fill vacancies, in accordance with these Bylaws (Article III, Section 4).
- Sec. 7 Elders and Deacons shall be qualified and installed at a service of common worship no later than the twelfth Sunday following their election.

Article V Nominations

- Sec. 1 Except for ministers of the Word and Sacrament (who are called and installed in accordance with section G-14.0500 of the Book of Order), nominations for elders and deacons, and for any other persons requiring annual congregational election, shall be made at A Special Meeting of the congregation (Article III, Section 2) by the Church Nominating Committee. This Committee shall be elected annually by January 31, and shall consist of members as required by the Book of Order (G-14.0223)
- Sec. 2 All nominations, including those made from the floor at the time of election, shall have the prior concurrence of the nominee.
- Sec. 3 All elections shall be by secret ballot, except where there is but one nomination for any office, which election may be made by *viva voce* vote.
- Sec. 4 The Nominating Committee shall, by no later than two weeks prior to the Electoral Meeting of the congregation (Article III, Sec. I), make known to the congregation the names of nominees that are to be submitted at the election in A Special Meeting. In the case of election to fill vacancies in office, the Nominating Committee shall, at a congregation meeting called in accordance with these Bylaws, make known to the congregation the name(s) of nominees at least one week before the election is to be held.

Article VI Finances

- Sec. 1 Church finance shall be in conformity with the scriptural standards of systematic giving and shall be sustained by principles of Christian stewardship.
- Sec. 2 The Session shall prepare and approve an annual budget. This budget is to be presented to the congregation for information at the annual meeting of the congregation of the applicable year.
- Sec. 3 There shall be a church treasurer, elected annually by the Session, whose duties shall be to receive and disburse the funds contributed for support of church programs, to keep adequate books and records to reflect all financial transactions, and to periodically report to the Session (at least annually, preferably monthly) the financial activities of the boards vested with financial oversight. Any church group that receives funds shall have a treasurer elected annually.
- Sec. 4 A financial review (i.e., an examination or review of financial statements and records to determine that they present fairly the financial position and results of operations for the period then ended) of all books and records relating to finances shall be conducted in accordance with generally accepted auditing procedures once each year by a public accountant or public accounting firm or persons versed in accounting procedures; such auditors shall not be related to the treasurer (or treasurers).

Article VII Amendments

- Sec. 1 These Bylaws may be amended in accordance with the Constitution of the Presbyterian Church (U.S.A.) by a majority of the active members present at a meeting called for that purpose.

Article VIII Suspension of Bylaws

- Sec. 1 Any provision of these Bylaws may be suspended by a 2/3 vote of the electors present.

Article IX Mandatory Indemnification

- Sec. 1 The church shall, to the maximum extent and in the manner permitted by the California Corporations Code, indemnify and defend each current and former member of Session, and the church's officers and agents, against expenses (including, without limitation, attorney's fees and any expenses of establishing a right to indemnification herein), judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with any proceeding (defined as any threatened, pending, or completed action, whether civil, criminal, administrative or investigative), arising by reason of the fact that such person is or was an agent of the Corporation.