

BY-LAWS OF THE CONGREGATION

SECOND PRESBYTERIAN CHURCH

4501 Westminster Place
Saint Louis, Missouri 63108

January 20, 2008

PREAMBLE

We, the members of Second Presbyterian Church in Saint Louis, Missouri, being a particular congregation of the Presbyterian Church (U.S.A.), organized for the worship and service of Almighty God, and recognizing that the constitution of said church is in all its provisions obligatory upon it and all its members, and believing that the peace, unity and purity of our congregation can best be promoted by conducting our ecclesiastical affairs in accordance with the regulations of the constitution, do hereby adopt the following By-Laws for the government of all transactions of our congregation, except where transactions are subject to “The By-Laws of Second Presbyterian Church, U.S.A. in Saint Louis, Incorporated” or to “The Constitution of the Presbyterian Church (U.S.A.)” Alphanumeric citations included in parentheses within or at the end of sections of Articles of the By-Laws are from the “Book of Order” section of said Constitution as currently amended.

ARTICLE I – NAME

The official name of this church is – “Second Presbyterian Church in Saint Louis, Missouri.”

ARTICLE II – JURISDICTION

This congregation is chartered by and under jurisdiction of the Presbytery of Giddings-Lovejoy (cf. G-7.0301 and G-7.0101-2).

ARTICLE III – AUTHORITY

These By-Laws are subject to the Constitution of the Presbyterian Church (U.S.A.); where they may be in conflict with said constitution, the constitution shall prevail (cf. G-7.0101).

ARTICLE IV – MEMBERSHIP

Members of this congregation of Second Presbyterian Church shall be those confessing Christians received by vote of the Session in accordance with the Constitution of the Presbyterian Church (U.S.A.) (cf. G-10.0101a and G-5.0200).

ARTICLE V – OFFICERS

Section 1. There shall be twelve (12) Elders divided into three (3) equal classes, one class of whom shall be elected each year at a special meeting of the congregation scheduled in the first quarter of the calendar year. Elders in a particular class shall be elected to serve a three (3) year term beginning in May of the year of their election. No elder shall be elected for a term of more than three (3) years, nor shall an Elder serve continuously on any board to fill unexpired terms for more than three (3) years. An Elder having served a total of three (3) consecutive years shall be ineligible for re-election for a period of at least one (1) year. Terms of Elders shall expire when their successors have been ordained and installed (cf. G-14.0201a). The elected Elders in active service and the pastor shall constitute the Session. (Section G-10.0100)

Section 2. Elected Elders shall also be deemed Deacons for purposes of administering Trusts requiring action by the Deacons of Second Presbyterian Church in St. Louis.

Section 3. The Session shall serve as Board of Trustees of Second Presbyterian Church, U.S.A. in St. Louis, Incorporated, a Missouri Benevolent Corporation(created July 15, 1948 with Missouri Charter Number B00011356) which corporation holds title to church real and personal property as authorized by Section G-7.0401 of the Book of Order. The Clerk of Session shall serve as Secretary of the Board of Trustees

Section 4. A vacancy on the Session created by the death, resignation or other causes may be filled at a special meeting of the congregation or at the annual meeting as the Session may determine. The person so elected shall complete the unexpired term of the vacated office (cf. G-14.0201b).

Section 5. The number of Elders constituting the Session may be changed only by amending these By-Laws and the By-Laws of the Corporation when such change affects the Session functioning as the Board of Trustees.

ARTICLE VI – NOMINATING COMMITTEE

Section 1. There shall be a representative Nominating Committee chose in accordance with the Book of Order, (G-14.0201b), “Electing and Ordaining Elders and Deacons” and (G-7.0401), “Incorporation and Trustees.”

Section 2. The committee to serve in a particular year, hereinafter called the “current” year shall consist of at least two (2) members designated by and from the Session, one of whom shall be named by the Session at moderator, , and five (5) persons elected by the congregation at a special meeting in the first quarter of the preceding calendar year. None of the congregational representatives shall be in active service on the Session (cf. G-14.0201b).

Section 3. Persons of all racial/ethnic groups, different ages, both sexes, various disabilities, diverse geographical areas, and different theological positions consistent with the Reformed tradition shall be guaranteed full participation and access to representation in the decision

making of the Church and all nominating procedures shall be subject to the principles of participation and representation as stated in (G-4.0403 and G-9.0104) (cf. G-14.0201c).

Section 4. In addition to nominating candidates for election as Elders, the Committee shall nominate from the congregation five (5) persons to serve as the congregation's representatives on the Nominating Committee of the succeeding year.

Section 5. One (1) of those persons to be elected by the congregation to the Nominating Committee shall have been a member of the Nominating Committee of the current year and shall serve in the succeeding year in order to provide continuity in the work of the Nominating Committee. However, no member of the committee shall serve more than three years consecutively (cf. G-14.0201b).

Section 6. The Nominating Committee shall bring to the special congregational meeting nomination of one (1) eligible person only for each office to be filled. Additionally nominations of qualified persons may be made from the floor by any eligible voter, provided such nominee consents to the nomination. If there be more nominees than vacancies to be filled, voting shall be by written ballot.

ARTICLE VII – CONGREGATIONAL MEETINGS

Section 1. The congregation is made up of all members on the active roll of Second Presbyterian Church in Saint Louis, Missouri (cf. G-5.0202-3). All such members who are present at a congregational meeting are entitled to vote, voting by proxy is not allowed (cf. G-7.0301). Only active members of Second Presbyterian Church in Saint Louis, Missouri shall be entitled to vote at corporation meetings, as provided by the By-Laws of the Corporation (cf. G-7.0403).

Section 2. There shall be an annual meeting of the congregation in the church edifice during the first quarter of the calendar year for the transaction of any business properly coming before such meeting; the date and hour of the meeting shall be determined by the Session (cf. G-7.0302-4).

Section 3. Special meetings may be called by the Session or the Presbytery. Such calls shall state clearly the purpose of such special meetings and no matter save that specified in the call may be considered. (cf. G-7.0302-4).

Section 4. There shall be a special meeting of the congregation in the church edifice during the first quarter of the calendar year for the purpose of electing Elders and electing congregational representative to serve as members of the Nominating Committee in the succeeding year. The date and time of the meeting shall be determined by the Session. (cf. G-7.0302-4).

Section 5. Public notice of the time, place and purpose of all meetings of the congregation shall be given at least ten (10) days in advance of the appointed time and on two successive Sundays next preceding day of the meeting. (cf. G-7.0303 and G-14.0502).

Section 6. The quorum of a meeting of the congregation shall consist of one tenth (1/10) of the active communicant members reported to the General Assembly as of December 31 of the previous year (cf. G-7.0305).

Section 7. The pastor shall be the moderator of all meetings of the congregation. When the church is without a pastor, the moderator of the Session appointed by the Presbytery shall preside at all congregational meetings. If it is impractical for the pastor or the moderator of the Session appointed by the Presbytery to preside, he or she shall invite, with the concurrence of the Session, another minister of the Presbytery to preside (cf. G-70306).

Section 8. The clerk of the Session shall be secretary of the meetings of the congregation. If the clerk is unable to serve, the congregation shall elect a secretary. The minutes of each meeting of the congregation shall be attested by the moderator and the secretary and shall be entered in the minute book of the Session. (cf. G-7.0307).

Section 9. Since a minister is not a member of the congregation she or he may not vote in the meeting of the congregation. When there is a tie vote, a minister presiding shall put the question a second time. If there is a tie vote again, the motion is lost (cf. G-7.0308).

Section 10. Meetings of the congregation shall be conducted in accordance with the most recent edition of Roberts' Rules of Order, except in those cases where the Book of Order provides otherwise (cf. G-7.0308).

Section 11. All meetings shall be opened and closed with prayer (cf. G-9.0301).

ARTICLE VIII – RIGHTS AND DUTIES

Under the Constitution of the Presbyterian Church (U.S.A.), some of the rights and duties of the congregation include:

1. electing a pastoral nominating committee to nominate a minister to the congregation for election as pastor (cf. G-14.0502);
2. electing a pastor or pastors (cf. G-14.0503);
3. approving the terms of call to a pastor (cf. G-14.0506);
4. authorizing certain members to sign the call and to select members to prosecute the call before the Presbytery (cf. G-14.0506);
5. changing the terms of call of pastor, subject to approval by the Presbytery (cf. G-14.0501, G-7.0302, G-7.0304c);
6. indicating to the Presbytery its desire for a change in its pastor (cf. G-14.0602-3);
7. refusing to consent to the installation of a pastor (cf. G-14.0510);

8. petitioning the Presbytery concerning any matter needing action by that body (cf. G-7.0304c);
9. considering and voting upon any question which the Session or the Board of Trustees, or both, bring properly before it (cf. G-7.0303-4 and G-7.0403);
10. and such other duties as prescribed by the Constitution of the Presbyterian Church (U.S.A.) (cf. G-7-0303).

ARTICLE IX – AMENDMENTS

Section 1. These By-Laws may be amended by a two-thirds (2/3) vote at a congregational meeting called for the specific purpose of amending said By-Laws or at the Annual Congregational Meeting.

Section 2. Amendments may be proposed either by the Session or by any communicant active member. In the latter case, the proposed amendment shall be endorsed by signature by at least ten communicant active members and presented to the Session, which shall review the proposal and present it to the congregation with its recommendation.

Section 3. Notice of a proposed amendment, together with a synopsis of its intended effect, shall by Session action be given in writing to all communicant members at least ten (10) days in advance of the congregational meeting at which action is to be taken.

Section 4. No amendment may be proposed, the effect of which would be to alter articles and sections of the By-Laws mandated by the Constitution of the Presbyterian Church (U.S.A.). Articles and sections thus mandated include Articles II, III, IV, V (Section 4), VI (Section 1 and 3), VII (Sections 1,3,5,6,7,8 and 9) and some parts of Articles V (in Section 1 and 3), VI (in Sections 2 and 3) and VII (in Section 2).

APPROVED AND ADOPTED AT THE ANNUAL MEETING OF THE CONGREGATION
ON JANUARY 20, 2008.

Donald U. Beimdiek, Clerk