

STRUCTURES AND BYLAWS

THE PRESBYTERY OF THE MIDWEST EVANGELICAL PRESBYTERIAN CHURCH

Article I

Presbytery Name, Authority, and Purpose

Section 1: Name

- A. The name of the presbytery shall be the Presbytery of the Midwest (hereafter referred to as “the Presbytery”).
- B. The Presbytery shall be the expression of the unity of the church among its constituent congregations as defined by the *Book of Order* of the Evangelical Presbyterian Church.

Section 2: Authority

- A. “The Bible, uniquely and fully inspired by the Holy Spirit, is the supreme and final authority on all matters on which it speaks.” (Evangelical Presbyterian Church, *Essentials of Our Faith*)
- B. The government of the Presbytery shall be in accordance with the *Constitution of the Evangelical Presbyterian Church*. Because the documents comprising the *Constitution* are subordinate to the Scriptures, the Presbytery shall not be obligated to follow any deviation from the doctrinal positions and teachings of Scripture.
- C. The Presbytery trusts in the guidance of the Holy Spirit and the threefold graces of unity, charity, and liberty to wisely discern any actions of either the Evangelical Presbyterian Church or the civil authorities that would compel disobedience to the mandates of Scripture.

Section 3: Purpose and Responsibilities

- A. The purpose of the Presbytery of the Midwest is to serve the Lord Jesus Christ by furthering the life and work of the Church. Together with our constituent congregations, we seek to be an expression of a global movement of congregations engaged together in God’s mission through transformation, multiplication and effective biblical leadership. In this effort, we will be guided by the Scriptures, enlightened by the Holy Spirit, and instructed by the *Constitution of the Evangelical Presbyterian Church*.
- B. In light of our high calling, we conceive the purpose stated above to include the following:

- (1) Carrying out all duties and obligations assigned to the Presbytery in the *Book of Government* of the Evangelical Presbyterian Church;
- (2) Seeking support of the General Assembly for the mission of the Presbytery and giving support to the General Assembly;
- (3) Establishing new churches;
- (4) Encouraging the health of churches of the Presbytery;
- (5) Establishing such policies and procedures and providing financial and human resources to further the mission of the church;
- (6) Showing pastoral concern to ministers, candidates for the ministry and their families;
- (7) Speaking prophetically to issues facing the church;
- (8) Cooperating with other Christian bodies when both mission and unity can be served.

Article II Membership of Presbytery

Section 1: Regular Members

- A. The membership of the Presbytery shall consist of all the Teaching Elders who are credentialed in the Evangelical Presbyterian Church and on the rolls of the Presbytery, and at least two Ruling Elders from each church, within the bounds of Presbytery.
- B. Every church shall be represented by two Ruling Elders for each credentialed Teaching Elder on its staff.
- C. Every church without credentialed Teaching Elders shall be entitled to representation in Presbytery by two Ruling Elders.
- D. A Ruling Elder who is an officer of the Presbytery (Moderator or Stated Clerk) shall be enrolled as a member of Presbytery for the tenure of his office. Such members shall not be counted as part of their home church's representation unless they are specifically designated as commissioners by their church.

Section 2: Corresponding Members

- A. Teaching Elders and Ruling Elders in good standing in other presbyteries, or in any Church in correspondence with the General Assembly of this Church, being

present at a meeting of Presbytery, may be invited to sit as corresponding members.

- B. Corresponding members shall be entitled to deliberate and advise, but not to vote in any decision of Presbytery.

Section 3: Other Persons

- A. Members of the committees of Presbytery shall have the right to the floor of Presbytery to speak on matters relevant to their responsibilities but cannot vote when not members of Presbytery.
- B. Presbytery may, at its discretion and upon motion duly passed, grant to other persons the privilege of the floor of Presbytery.

Article III
Meetings of Presbytery

Section 1: Quorum

- A. A quorum to conduct business shall be ten percent of the Membership of Presbytery, the number of Teaching Elders multiplied by three, from at least ten percent of the particular churches of the Presbytery.
- B. The provisions of this section shall apply to both stated meetings and special meetings of Presbytery.

Section 2: Worship

- A. All meetings of Presbytery shall be constituted and closed with prayer.
- B. There shall be a devotional service at each stated meeting of Presbytery by arrangement of the Moderator. (The service at the September meeting will include a Communion service.)

Section 3: Stated Meetings

- A. There shall not be less than three stated meetings of Presbytery held each year.
- B. The date, time and place of meetings shall be determined by the Presbytery Council. Notice of the Stated meeting shall be sent no less than 30 days in advance to each Teaching Elder and to the Clerk of each church session.
- C. The docket shall be prepared by the Presbytery Council.

- D. The September meeting shall be the annual meeting of the Presbytery at which time officers and committee members shall be elected and an annual budget adopted.

Section 4: Special Meetings

- A. When any emergency shall require a meeting earlier than the time to which Presbytery stands adjourned, the Moderator shall, at the request of or with the concurrence of two Teaching Elders and four Ruling Elders being from at least two churches, call a special meeting of Presbytery.
- B. Should the Moderator be for any reason unable to act, the Stated Clerk shall, under the same requirements, issue the call.
- C. If both the Moderator and the Stated Clerk are unable to act, any three Teaching Elders and six Ruling Elders, being from at least three churches, shall have power to call a meeting.
- D. Notice of the special meeting shall be sent no less than ten days in advance to each minister and each church session.
- E. In the notice, the purpose of the meeting shall be stated and no business other than that named in the notice shall be transacted.

Section 5: Attendance

- A. It is the duty of all members of Presbytery to attend all meetings thereof, and it is the duty of each church to be represented by duly appointed Ruling Elder Commissioners at each meeting of Presbytery.
- B. Request to be excused from attendance at a meeting of Presbytery shall be presented to the office of the Stated Clerk in writing/email, with the reason stated. If the Presbyter is confronted by an emergency, and there is not sufficient time for a written notice, the Presbyter may notify the office of the Stated Clerk by phone or text with the reason stated.
- C. If a Teaching Elder is absent without excuse for three consecutive Presbytery meetings, the Ministerial Committee will consult with the TE.
- D. When a church has failed to be represented by a Ruling Elder - Commissioner for three successive stated meetings, the Stated Clerk shall communicate with the clerk of said session, calling the attention of the session to this rule. It shall be the duty of the session to ascertain the reasons for such failure to be represented and to communicate them to Presbytery through the Stated Clerk.

- E. If a Teaching Elder is absent without excuse or a church is not represented for three consecutive Presbytery meetings without excuse, the Ministerial Committee may bring the matter to the Presbytery for disposition.

Article IV
The Officers of Presbytery

Section 1: Moderator, Moderator-Elect, and Immediate-Past-Moderator

- A. The Moderator-Elect shall become Moderator beginning January 1 of the 2nd year following the year of election as Moderator-Elect. He/she shall serve for one year or until his/her successor takes office.
- B. It shall be the duty of the Moderator:
 - (1) to discharge the duties prescribed in these by-laws and also such special duties as may be required by these by-laws or by action of Presbytery;
 - (2) to appoint all Special Committees except those for which other provisions are made by these by-laws or by action of Presbytery;
 - (3) to maintain at the meeting of Presbytery the order and dignity becoming a judicatory of the Church of Christ.
- C. The Moderator-Elect shall be elected at the September meeting of Presbytery and shall take office on January 1 next succeeding.
- D. It shall be the duty of the Moderator-Elect:
 - (1) to preside at Presbytery Council meetings in the absence of the Moderator or as the Moderator requests;
 - (2) to serve as secretary for the Presbytery Council in the absence of the Stated Clerk;
 - (3) to give the report of Presbytery Council at meeting of the Presbytery;
 - (4) to coordinate preparations for meetings of Presbytery.
- E. The Moderator shall become Immediate-Past-Moderator beginning January 1 of the 3rd year following the year of election as Moderator-Elect. He/she shall serve for one year or until his/her successor takes office.

Section 2: Stated Clerk

- A. The Stated Clerk shall be elected at a September Meeting of Presbytery for a term of three years and may be re-elected for an indefinite number of terms.

Assistant(s) to the Stated Clerk may be appointed by Presbytery Council for terms of up to three years and may be re-appointed for an indefinite number of terms. The Stated Clerk shall take office on January 1 next succeeding his/her election to office. In case of the office becoming vacant, Presbytery may elect an Acting Stated Clerk at any stated meeting to serve until a regularly elected Stated Clerk shall take office.

It shall be the duty of the Stated Clerk to give notice of all meetings of Presbytery, to prepare and maintain minutes of the meetings of Presbytery, to maintain rolls of the member churches and the member Teaching Elders of Presbytery, to see that bylaws are kept up to date and to perform such other duties as may from time to time be assigned to the Stated Clerk by Presbytery.

- B. The Stated Clerk and any Assistant(s) appointed by the Presbytery Council shall be reimbursed for all expenses incurred by them in the proper discharge of their duties. They shall also receive an annual stipend as recommended by the Presbytery Council and included in the budget.

Section 3. Treasurer

- A. The Treasurer shall be elected at a September meeting of Presbytery for a term of three years and may be re-elected for an indefinite number of terms. He/She shall take office on January 1 next succeeding. In case of the office becoming vacant, Presbytery may elect an Acting Treasurer at any stated meeting to serve until a Regularly elected Treasurer shall take office.
- B. It shall be the duty of the Treasurer:
 - (1) to receive all funds belonging to the Presbytery, to deposit them under the direction of Presbytery, and to disburse them by its order;
 - (2) to keep proper books of accounts of all receipts and disbursements, which books shall be reviewed annually as hereafter provided;
 - (3) to notify all churches of Presbytery at least ten days before the September meeting of the total amount of their apportionment for Presbytery, and General Assembly.
- C. The Treasurer shall be reimbursed for all expenses incurred by him/her in the proper discharge of his/her duties. The treasurer shall also receive an annual stipend as recommended by the Presbytery Council and included in the budget.

Article V Committees of Presbytery

Section 1: General Introduction

A. Types of Committee

There shall be three types of committees: Administrative, Program, and Special.

B. Membership

- (1) The membership of Administrative committees should consist entirely of Teaching Elders and Ruling Elders of the Presbytery.
- (2) The membership of Program Committees may include unordained communicant members from the churches of the Presbytery, provided that at least half of each committee, including the chair, shall be Teaching Elders and Ruling Elders.
- (3) The membership of the Special Committees shall be determined by Presbytery or its designated agent in each individual case.

C. Terms of Office

- (1) The membership of Administrative and Program Committees shall be divided into three equal classes, of which one class shall be elected at the last stated meeting of each year of Presbytery to serve for three years under the rotary system. A second term of three years may be allowed, after which one year must elapse before re-election. The term of office shall correspond to the calendar year. Resignations shall be reported promptly to the Presbytery Council.
- (2) The terms of office for Special Committees will be determined by presbytery or its designated agent in each individual case.

D. Each Administrative and Program Committee shall be represented on the Presbytery Council by its chair.

E. The Presbytery Council will appoint annually chairs for all committees from among those elected to the committee by the Presbytery, with the exception of the Chair of the Ministerial Committee. All appointed chairs will serve one-year terms and may repeat as chair as often as appointed.

- (1) The Chair of the Ministerial Committee shall be elected at a September meeting of Presbytery for a term of three years and may be re-elected for an indefinite number of terms. The Chair of the Ministerial Committee shall take office on January 1 next succeeding his/her election to office. In case of the office becoming vacant, Presbytery Council may elect an Acting Chair of the Ministerial Committee at any stated meeting to serve until a regularly elected Chair of the Ministerial Committee shall take office.

(2) The Chair of the Ministerial Committee shall be reimbursed for all expenses incurred in the proper discharge of official duties. The Chair of the Ministerial Committee shall receive an annual stipend as recommended by the Presbytery Council and included in the budget.

Section 2: Administrative Committees

A. Ministerial Committee

(1) Membership: There shall be fourteen members of this committee, of whom seven shall be Teaching Elders and seven shall be Ruling Elders. A quorum shall consist of a simple majority provided at least one Teaching Elder and one Ruling Elders are present..

(2) Duties:

(a) This committee shall have responsibilities as outlined in the *Book of Government*, 21-2.

(b) The committee shall function as Presbytery's agent giving counsel to Teaching Elders and churches as needed

(c) The committee is authorized to dissolve pastoral relationships and dismiss Ministers according to the *Book of Order* when both the congregation and the Pastor concurs in the dissolution.

B. Nominating Committee

(1) Membership:

There shall be six members of this committee, of whom three shall be Teaching Elders and three shall be Ruling Elders. A quorum shall consist of a simple majority provided at least one Teaching Elder and one Ruling Elder are present. Members shall be elected by the Presbytery at large at the annual meeting.

Duties:

(a) To place in nomination candidates for Presbytery officers, members of all Presbytery committees and to perform additional duties, which may be required by Presbytery.

(b) In the event of vacancies occurring prior to the ending of a term of office, seek to provide appropriate nominations for the vacancies at the next succeeding meeting of the Presbytery.

- (3) Normally only one name shall be placed in nomination for each vacancy to be filled. The committee shall consider suggestions from individuals or committees with respect to proposed nominations but shall not be bound thereby.
- (4) In no case shall a name be placed in nomination without the person being nominated having adequate knowledge of the duties of the position to be filled and having agreed to serve if elected. Nominations may also be made from the floor of Presbytery with the same requirements.

Section 3: Program Committees

- A. Presbytery may create Program Committees for specific areas of ministry, and dissolve them at its discretion.
- B. Each committee shall have six members, as defined above [Article V Section 1.B.(2)]. In addition, communicant members from churches of the Presbytery may be invited to join in the work of the committee at its discretion, but shall not have voting privileges.

Section 4: Special Committees

Presbytery may constitute Special Committees from time to time as circumstances shall require. The membership and duties of such committees shall be determined by Presbytery or its designated agent.

Article VI Presbytery Council

Section 1: Membership

- A. Regular Members: Two Teaching Elders and four Ruling Elders, of whom one Teaching Elder and two Ruling Elders shall be elected at each September meeting of Presbytery to serve for three years under the rotary system. A second term of three years may be allowed, after which one year must elapse before re-election. The terms of office shall correspond to the calendar year.
- B. Ex-officio Members (with voting rights): The Moderator, the Moderator-Elect, the Immediate-Past-Moderator, the Stated Clerk, the Treasurer, and the chairman of each Administrative and Program Committee. Whether the chair of Special Committees is on the Council shall be determined by the Presbytery in each individual case.
- C. Attendance: Excused absences from stated meetings of the Presbytery Council may be granted for pastoral or personal reasons which shall be reported. The secretary shall report to the Presbytery Council when two consecutive unexcused absences have occurred. The Council may then declare the position vacant and proceed to fill the vacancy.

Section 2: Officers

- A. The chair, who shall be the Moderator of Presbytery;
- B. The vice-chair, who shall be the Moderator-Elect of Presbytery;
- C. The secretary, who shall be the Stated Clerk of Presbytery.
- D. The treasurer.

Section 3: Duties

- A. To receive the reports of all the committees and agencies of Presbytery, to coordinate and give oversight to their work and to coordinate their work with that of the General Assembly within Presbytery.
- B. To prepare the docket for the meetings of Presbytery.
- C. To correspond and cooperate with the General Council of the General Assembly, and to bring to Presbytery such recommendations as may come from this Council.
- D. To propose an annual budget to the Presbytery.
- E. The respective chairs of each Presbytery committee and the Stated Clerk of the Presbytery for all budgeted spending not assigned to a committee have authority to authorize spending up to the amounts approved by the Presbytery as part of its annual budget for his committee or the budget line item amounts for items not under a Presbytery committee.

This authority includes the power to reallocate among line items within a committee's total budget. Presbytery Council has authority to approve spending in excess of the amounts authorized to the Presbytery committee chairs and the Stated Clerk in the paragraph above up to an aggregate total of ten percent (10%) of the Presbytery approved budget and, further, may reallocate Presbytery approved budget amounts between Presbytery committees and/or non-committee budget line items. Spending in excess of ten percent of Presbytery's approved budget requires approval of Presbytery.

- F. To see that there is an internal financial review of the Presbytery's financial records annually to ensure that proper financial procedures are being followed.
- G. To determine the date, time and location of stated meetings of Presbytery.
- H. To be responsible for the execution of the will of the Presbytery as and when instructed by Presbytery.

- I. To perform an annual review of the records of proceedings of each church session and the church register of pastors, officers, communicants, baptisms, marriages performed in the Church or by its Teaching Elders, and deaths of communicants.
- J. To give oversight to the Office of Stated Clerk.
- K. To take and hold all property, real or personal, which may be acquired by or be devised, bequeathed, transferred or conveyed to the Presbytery for the use and benefit of the said Presbytery or the denomination which it represents within its bounds.
- L. To manage and dispose of such property according to the directions of said Presbytery subject to such restrictions as might be imposed by the terms of the will, deed, or other instrument by which such property was acquired.

Section 4: Finance Subcommittee

- A. Presbytery Council shall appoint no less than three and no more than five Teaching and/or Ruling Elders to serve on a Finance Subcommittee of the Presbytery Council.
- B. The Finance Subcommittee shall, on behalf of Council, conduct the annual financial review of the Presbytery's financial records and report its findings to Council. Further, the Finance Subcommittee shall furnish Council with a preliminary estimate of income for the ensuing year and, after consultation with Committee Chairmen, provide Council with a proposed budget for the next calendar year. The Finance Subcommittee shall also conduct an annual review of all insurance policies covering the Presbytery and report its findings to Council.

Section 5: Informal Meetings

- A. Unless otherwise restricted by the Articles of Incorporation or these Bylaws, any action required or permitted to be taken by the Presbytery Council may be taken without a meeting if a majority of the directors consent in writing through fax, mail, or by electronic mail to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the members of the Presbytery Council shall be filed with the minutes of proceedings of the Council.
- B. Unless otherwise restricted by the Articles of Incorporation or these Bylaws, any or all members may participate in a meeting of the Council or a committee of the Council by means of conference telephone, video conference service or by any means by which all persons participating in the meeting are able to communicate with one another, and such participation shall constitute presence in person at the meeting.

Section 6: Presbytery Council as Board of Directors

- A. The Presbytery of the Midwest is a legal entity incorporated under the laws of the State of Michigan as a Michigan corporation on April 16, 1982. The members of

Presbytery Council, as described above, shall be the civil Board of Directors of Presbytery.

- B. Each Director shall discharge the Director's duties in good faith, with the care an ordinarily prudent person in a like position would exercise under similar circumstances, and in a manner the Director reasonably believes to be in the best interests of the Presbytery.
- C. The Directors may rely in good faith upon the records of the Presbytery and upon such information, opinions, reports and statements presented to the Presbytery by any of its Directors, Corporate Officers, employees or committees of the Presbytery or any other person as to matters the Board of Directors reasonably believe are within such other person's professional or expert competence and who have been selected with reasonable due diligence and care, including information, opinions, reports or statements as to the value and amount of the assets, liabilities, profits or losses of the Presbytery or any other facts pertinent to the existence and amount of assets of the Presbytery.
- D. Each Director shall devote such time to management of the Presbytery as such Director deems to be necessary to conduct the Presbytery's business. No Director, who is not also a member of the Presbytery staff, is entitled to compensation for services rendered to the Presbytery. Each Director shall, in accordance with the travel and expense policy of the Board of Directors, be entitled to be reimbursed for the actual, reasonable, and necessary expenses incurred by him or her on behalf of the Presbytery, upon submitting an itemized account of the expenses.
- E. A Director may resign by written notification to the Moderator of Presbytery. Ceasing to be a member of a church in the Presbytery or suspension per procedures specified in *The Book of Discipline*, is a de facto resignation.

Article VII Indemnification

- A. Presbytery shall indemnify its Directors and Officers against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by them in connection with any actions or suits brought or threatened against them, including actions by or in the right of Presbytery, by reason of the fact that such person was serving as a Director or Officer, employee, nondirector volunteer, or agent of Presbytery, to the fullest extent permitted by applicable law. Presbytery may indemnify persons who are not Directors or Officers to the extent authorized by resolution of the Board of Directors or by contractual agreement authorized by the Board of Directors. A change in applicable law, the Articles, or these Bylaws that reduces the scope of indemnification shall not apply to any action or omission that occurs before the change.

- B. Unless ordered by a court or otherwise provided by law, Presbytery shall indemnify a person only upon determination that the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to Presbytery's best interests. Such determination shall be made (1) by majority vote of a quorum of the Board of Directors consisting of the Directors who were not parties to the action or suit, (2) if a quorum of disinterested Directors is not obtainable, by a majority vote of a committee of Board of Directors who were not parties to the action and consisting of not less than two disinterested Directors, or (3) by independent legal counsel in a written opinion.
- C. The Presbytery may purchase and maintain insurance on behalf of any person who is or was a Director, Officer, employee, nondirector volunteer, or agent of Presbytery or is or was serving at Presbytery's request in any other enterprise against any liability incurred in such capacity.

Article VIII
Duties of Sessions and Churches to Presbytery

Section 1: Commissioners to Presbytery

- A. The session of each church shall designate the Ruling Elder-Commissioners and alternates for every meeting of Presbytery.
- B. The manner of selection, length of service, and active or inactive status of such Ruling Elder-Commissioner and alternate shall be at the discretion of each session.
- C. If unable to attend a meeting of Presbytery, a Ruling Elder-Commissioner shall notify their alternate. If neither can attend, then the Commissioner or the Clerk of Session shall petition Presbytery for an excused absence for their church.

Section 2: Session Records

- A. The session of each church shall keep a legible and accurate record of all its proceedings, including all meetings of the congregation, in a suitable book. The record shall be submitted to Presbytery for annual review.
- B. Each session shall also keep a legible and accurate church register of pastors, officers, communicants, baptized children, baptisms, marriages performed in the church or by its Teaching Elders, and deaths of communicants. This register shall be submitted to Presbytery for periodic review.
- C. Each session shall procure and keep with its records a current copy of the *Constitution of the Evangelical Presbyterian Church* and a current copy of the Bylaws of the Presbytery of the Midwest.

Section 3: Ministerial Matters

- A. The session of each church shall report annually to the Ministerial Committee the full details of contractual arrangements with all persons whose employment is under the jurisdiction of Presbytery. Any proposed modification of such contractual arrangements shall be reported to Presbytery.
- B. When a church is without an installed pastor, the session shall immediately seek the guidance of the Ministerial Committee.
- C. A church desiring to call a pastor or associate pastor shall, through its duly constituted committee, consult the Ministerial Committee before the name of any minister is presented to the congregation.
- D. A session shall consult the Ministerial Committee concerning any contemplated termination of contractual arrangements with any person whose employment is under jurisdiction of Presbytery.

Section 4: Financial Responsibilities

- A. The session of each church is responsible for the sound financial operation of that church.
- B. Each session shall lead that particular church in interpretation and support of the mission of the Church through the work of the General Assembly and the Presbytery.
- C. Each session shall encourage and practice financial support for the program and mission of the Evangelical Presbyterian Church, giving consideration to the guidelines established by the General Assembly.

Section 5: Church Property

- A. The session is responsible for the incorporation of the church under the laws of the State in which it is located.
- B. The session is responsible to review regularly the insurance program of the church including fire and extended coverage, workmen's compensation, public liability and hospitalization.

Article IX Operation of Bylaws

Section 1: Amendments to the Bylaws

These bylaws may be amended only at a stated meeting of the Presbytery and by a two-thirds vote, and only when notice of the proposed change has been given at a previous stated meeting.

Section 2: Suspension of the Bylaws

These bylaws, with the exception of Article IX, may be suspended, but only at a stated meeting and by a three-fourths vote.

END OF BYLAWS

(bylaws95)
Amended 03/19/1996
Amended 11/12/1999
Amended 09/14/2000
Amended 02/08/2002
Amended 02/08/2008
Amended 05/14/2010
Amended 09/09/2011
Amended 09/14/2012
Amended 05/10/2013
Amended 11/14/2014
Amended 02/16/2019
Amended 02/22/2020
Amended 09/17/2021
Amended 09/16/2022