

**BY-LAWS**  
**of the**  
**HEALDSBURG COMMUNITY CHURCH<sup>1</sup>**  
November 2001

**Article I**  
**FAITH**

Persons who believe that Jesus Christ is their Lord and their Savior, and have been baptized as a sign of their faith and who commit themselves to be faithful servants of Christ are entitled to be members of the Community Church of Healdsburg.

**Article II**  
**CORPORATE POWERS**

Corporate powers of the Healdsburg Community Church, an association organized as a non-profit organization under the laws of the State of California, shall be vested in a Board of six Trustees to be elected as hereinafter provided.

**Article III**  
**OFFICE OF THE CORPORATION**

The corporation shall maintain its principal place of business in the City of Healdsburg, Sonoma County, California but may have offices and transact business at such other places as Board of Trustees may from time to time permit.

**Article IV**  
**MEMBERSHIP**

The membership of this church shall be composed of the members of the Presbyterian and Methodist Churches of Healdsburg and all others who have united by Profession of Faith, Reaffirmation of Faith, or by Letter of Transfer from any Christian Church, and are received in the manner prescribed by The United Methodist Church and/or the Presbyterian Church (USA).

**Article V**  
**BOARD OF TRUSTEES**

Section 5.1 The Board of Trustees of the Healdsburg Community Church shall be composed of three members from the Methodist congregation and three from the Presbyterian congregation. The trustees shall be members of the Church Council. This Board of Trustees, so composed, shall have complete control of all corporate powers vested in the corporation and

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<sup>1</sup> At the Healdsburg Federated Church Stated Council Meeting on October 9, 2001 the Council approved to adopt **Healdsburg Community Church** as the name change recommended by the Envisioning Team.

At a duly noticed Special Congregational Meeting on November 4, 2001 the congregation voted by secret written ballot and approved changing the name from Healdsburg Federated Church to **Healdsburg Community Church**, and all appropriate legal and necessary changes in respect to corporation, by-laws, and Denominational bodies.

shall be concerned with any acts or duties of the corporation including the proper titles to property, conveying of real and personal property and other matters of a corporate nature. The Board of Trustees may delegate to a committee any authority with the exception of that prohibited by the articles of incorporation, the bylaws, or the law of the State of California. This Board shall not be concerned with the operations and use of the property for the purposes as set forth in the Articles of Incorporation as this is specifically the duty of the Church Council as hereinafter described.

Section 5.2 Immediately after election each year, the Board of Trustees shall meet and organize by electing a chairman, vice-chairman, and secretary from members of the Board.

Section 5.3 In case a vacancy shall occur on this Board, the Church Council shall fill the vacancy until the next annual meeting of the congregation.

Section 5.4 The treasurer of the Church as chosen by the Church Council shall be an ex-officio member of the Board of Trustees and the Finance Committee of the church.

Section 5.5 Four Trustees of the composite Board of Trustees shall constitute a quorum for the transaction of Trustee business.

Section 5.6 Meetings of the Board of Trustees other than the annual meeting, following the Annual Congregational Meeting, shall be at the call of the Chairman of the Board or upon notice from the Church Council.

## **Article VI CHURCH COUNCIL**

Section 6.1 The Healdsburg Community Church shall be governed by a Church Council of 12 members elected for a term of three years in accordance with the procedures in the amendment (1951) to Article IV of the Articles of Federation. The Presbyterian members of the Church Council shall be ordained elders and shall constitute the Session of the Church. The Methodist members shall constitute the Official Board of the Methodist Church.

Section 6.2 The Church Council shall direct the use of the properties of the Church for the work of the Church, shall have charge of raising and expending funds, shall be an advisory board to plan with the pastor the program of the Church, shall employ janitors and such persons as are necessary to care for the property, and may delegate to any denominational board or committee any matters in connection with the work of the church with the exception of that prohibited by the Articles of Incorporation, the Bylaws, or the law of the State of California. It may select counselors of young people's groups and appoint committees as may be necessary, and to supervise all forms of work of the church.

Section 6.3 The Church Council shall act as pulpit supply committee to cooperate with denominational authorities in selecting pastors and parish workers.

Section 6.4 The Church Council shall exercise all powers of control over the operations and functions of the Church except those powers devolving upon the Trustees of the Corporation.

Section 6.5 The chairman of the Church Council shall be the pastor. Within 10 days after the annual meeting of the congregation, the new Church Council shall meet and elect a vice-chairman, secretary, and treasurer.

Section 6.6 The chairman shall preside at all meetings of the Church Council, shall call special meetings when desired, and act in any capacity generally devolving on a chairman. In the absence of the chairman, the vice-chairman shall assume the duties of the chairman.

Section 6.7 The secretary shall keep a full and complete record of the proceedings of the Church Council and of congregational meetings.

Section 6.8 The treasurer and/or financial secretary shall keep a complete record of all contributions given for the support of the church program and shall make a statement available for each contributor at the end of each quarter. The treasurer or financial secretary shall be custodian of all funds and shall make all disbursements, rendering a financial report to the Church Council each month.

Section 6.9 The Church Council shall appoint a finance committee consisting of five members: one Methodist member of the Church Council who is also a trustee, one Presbyterian member of the Church Council who is a trustee, and three members from the congregation at large. The chair of the Finance Committee shall be a member of the Church Council. This committee shall prepare and present to the Church Council, for approval, a current expense budget which shall be an estimate of the operating cost of the local church program for the coming year. This budget shall include recommended amounts to be paid for the support of the objectives of the Presbyterian and Methodist Churches and such other causes for the advancement of Christianity as the Church Council may direct. The budget approved the Church Council shall be presented to the congregation for final action.

Section 6.10 All moneys given to the Methodist and Presbyterian denominations shall be equally divided between them.

## **Article VII NOMINATING COMMITTEE**

Section 7.1 The Nominating Committee should identify nominees for the Church Council, the Board of Trustees, the Nominating Committee for the following year, and when necessary, a Pastor Nominating Committee, who display in their life and work a deep Christian faith and commitment, are active members in good standing, and meet the standards set forth for church officers in the Book of Discipline of The United Methodist Church and/or the Book of Order of the Presbyterian Church (USA). The Committee will also nominate persons to the congregation to fill any vacancies that may occur during the year.

Section 7.2 It shall identify “members at large” of the congregation who have demonstrated and active love and loyalty to Christ and His Church and have been actively involved in the life of the Healdsburg Community Church for the purpose of their prayerfully serving with others in the role of the following year’s Nominating Committee. Two members of the Church Council will be identified by the Council and will serve on this committee, one serving chairperson and the other as vice-chairperson. The vice-chairperson will serve as the chair the following year. There will be a total of 5 members on the Nominating Committee, with the other three being solicited from the church membership. The names of identified people desiring to serve on a committee would be brought to the Church Council for final approval then presented to the congregation for election.

Section 7.3 If there are nominations from the floor, the identified person must: (1) prior to the congregational meeting, consent to be nominated and (2) meet the above stated criteria.

**Article VIII  
PASTOR**

The pastor shall be chosen from The Presbyterian Church USA in accordance with the procedures of that denomination.

**Article IX  
PROPERTY**

The ownership of all property shall be vested one-half in the in the Corporation of the Methodist Church of Healdsburg and one-half in the Corporation of the Healdsburg Presbyterian Church.

**Article X  
ANNUAL MEETING**

The annual meeting of the congregation for the hearing of reports of the activities of the Church and for the election of various officers and members of the Church Council and Board of Trustees shall be held in January of each year at a time and date determined by the Church Council.

**Article XI  
LIABILITY**

No member of any board acting for this corporation shall be personally liable for the debts, liabilities, or the obligations of the corporation.

**Article XII  
VOTING**

Section 12.1 For the purpose of carrying on business of regular meetings all communicant members shall be entitled to vote. (In matters pertaining to the corporate business of the church, voting persons must be of legal age.) An active or communicant member shall be

as defined in the constitution of the Presbyterian Church (USA) and/or the Discipline of The United Methodist Church.

Section 12.2 Whenever in these by-laws two-thirds vote is specified, it shall be interpreted to mean two-thirds of all those present and voting. The manner of voting is to be decided by the Church Council.

**Article XIII**  
**CONFERENCE & PRESBYTERIAL OFFICERS**

Conference & Presbyterial officers shall be consulted upon matters of concern to the parent churches, and these officers shall be invited to attend the annual meeting of this church.

**Article XIV**  
**AMENDMENTS**

Section 14.1 These by-laws may be amended by a two-thirds vote of the members at a regular annual meeting of the congregation, or at a special meeting, notice of which has been given from the pulpit at two regular Sunday morning services. This notice shall state the time and place of the meeting, the reason therefor, and the proposed change in the by-laws. The change in the by-laws must have been approved by the Church Council at a regular meeting of that body.

Section 14.2 Any amendment to these by-laws must be approved by the United Methodist Charge Conference.

**Article XV**  
**PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of order Newly Revised shall govern the Healdsburg Community Church in all cases to which they are applicable and in which they are not inconsistent with these by-laws and any special rules of order in the Book of Discipline of The United Methodist Church or the Book of Order of the Presbyterian Church (USA).

Approved by Council  
October 9, 2001

Approved by Congregation  
November 4, 2001

Dee A. Rued

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Clerk of Council