

Sample Manual of Administrative Operations

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Note: The following is provided as a guide. It is adapted from the Presbyterian Church (U.S.A.) Companion to the Constitution. A Manual of Administrative Operations is required for all sessions (see G-3.0106). All references to “pastor” include any of the following: designated pastor, stated supply, temporary supply, co-pastor, commissioned pastor, interim pastor, etc. Users of this document should also consult an attorney at law.

Manual of Administrative Operations for
{Name} Presbyterian Church, **{City}**, Texas

INTRODUCTION

The purpose of this Manual is to clarify the governance responsibilities and relationships between the session, deacons, trustees, staff, committees, and organizations related to the church. This Manual does not contain corporate bylaws (which are in other documents).

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1: STATEMENT OF PURPOSE AND MISSION

The purposes for which {Name} Presbyterian Church of {City}, Texas was formed are set forth in the Articles of Incorporation {or Formation} and in the Constitution of the Presbyterian Church (U.S.A.) including, “The great ends of the Church are: the proclamation of the gospel for the salvation of humankind; the shelter, nurture, and spiritual fellowship of the children of God; the maintenance of divine worship; the preservation of the truth; the promotion of social righteousness; and the exhibition of the Kingdom of Heaven to the world.”¹

2: RELATION TO THE PRESBYTERIAN CHURCH (U.S.A.)

{Name} Presbyterian Church of {City}, Texas is a member congregation of Grace Presbytery in the Synod of the Sun of the Presbyterian Church (U.S.A.).

3: GOVERNANCE OF THE CHURCH

This church shall be governed in accordance with the Constitution of the Presbyterian Church (U.S.A.),² the Articles of Incorporation {or Formation}, and the Bylaws of the Corporation. Consistent with these, this Manual of Administrative Operations shall provide specific guidance for this church. Roberts Rules of Order (Newly Revised) shall be used for parliamentary guidance. All federal and state laws will be followed including all provisions in the Internal Revenue Code. Voting by proxy is not allowed at any church meetings.³

Term Limits

Ruling elders on the session, deacons, trustees, committee members, and board members of related corporations (unless otherwise specified in the bylaws), shall be divided into three equal classes, one class shall be elected each year for a three-year term. No member shall serve for consecutive terms, either full or partial, aggregating more than six years. A member having served a total of six years shall be ineligible for reelection for a period of at least one year.⁴

4: METHODS OF CHURCH BUSINESS

Church business may be conducted in any of the following ways: (a) a face-to-face meeting, (b) an electronic meeting in which all members may participate simultaneously in discussion and voting, (c) and a motion emailed to members who have internet access and mailed via United States Postal Service to every member without email.⁵ All motions approved between meetings shall be recorded in the minutes of the next meeting.⁶

¹ Book of Order, F-1.0304

² The Constitution includes the Book of Confessions and the Book of Order.

³ *Roberts Rules of Order*, Paragraph 45

⁴ G-2.0404

⁵ The General Assembly authoritative interpretation of F-3.0205 and Robert’s Rules of Order Paragraph 9 allows this procedure under the principle of “unanimous consent” which requires only affirmative votes for such motion to be approved. A single negative vote causes the motion to fail.

⁶ In accordance with the General Assembly authoritative interpretation of F-3.0205 and Robert’s Rules of Order Paragraph 9.

5: MEETINGS OF THE CONGREGATION

All meetings of the congregation shall be held in accordance with the Book of Order.⁷ Items of business to be voted upon at all meetings of the congregation shall be limited by those allowed by the Book of Order.⁸ Only motions included in the call of the meeting can be considered at any congregational meeting. The docket shall be prepared by the moderator in consultation with the clerk of session.

There shall be an annual meeting of the congregation and corporation on the **{first, second, third or fourth}** Sunday of each **{name of month}** (or other such date as shall be designated by the session) for the following purposes: (a) to receive annual reports of information from the session and other organizations of the church, (b) to receive a financial report for the preceding year, (c) to receive the annual budget adopted by the session for the current year.

There shall be a second meeting of the congregation on the **{first, second, third, fourth}** Sunday of each **{name of month}** (or other such date as shall be designated by the session) for the purpose of electing ruling elders, deacons, trustees, and members to serve on the congregational nominating committee.

Special meetings of the congregation and corporation may be called by the session. Such calls shall clearly state the purpose of such special meetings. The business shall be restricted to that which is specified in the call.⁹

6: NOTICE OF CONGREGATIONAL MEETINGS

All congregational meetings must be called with a minimum notice of **{number}** days including public announcements at worship services on **{number}** consecutive Sundays (which could include the Sunday of the congregational meeting).

7: MODERATOR OF THE CONGREGATIONAL MEETING

The pastor shall moderate the meetings of the congregation. If there are co-pastors, they shall alternately preside at meetings. When the church is without a pastor, the moderator appointed by the presbytery shall preside. If it is impractical for the pastor or the moderator of the session appointed by the presbytery to preside, he or she shall invite another teaching elder minister of Grace Presbytery to preside. When this is not expedient, a ruling elder member of the session may be invited by the moderator to preside.¹⁰

8: SECRETARY OF THE CONGREGATIONAL MEETING

The clerk of session shall serve as secretary. If the clerk of session is not present or is unable to serve, the congregation shall elect a temporary secretary.

⁷ G-1.05

⁸ G-1.0503

⁹ G-1.0501

¹⁰ G-1.0504

9: MINUTES OF THE CONGREGATIONAL MEETING

The minutes of all congregational meetings recorded by the secretary shall be reviewed and approved by the session, attested by the moderator and the secretary, and recorded in the permanent minutes of the church.¹¹

10: QUORUM FOR CONGREGATIONAL MEETINGS

The quorum for all meetings of the congregation shall be the moderator, the secretary, and **{number}** percent of the active membership of the congregation or **{number}** active members, whichever is lower. The quorum for all meetings of the Corporation shall be **{number}** percent of the membership, unless otherwise defined in the bylaws of the corporation. The secretary shall determine that a quorum is present. All active members of the congregation present at annual or special meetings are entitled to vote.¹²

11: INCORPORATION AND TRUSTEES

In accordance with the State of Texas Business Organizations Code, Title 2 Corporations, Chapter 22, Nonprofit Corporations, the congregation established **{Name}** Presbyterian Church of **{City}**, Texas Inc., a corporation formed in accordance with Section 501(c)(3) of the Internal Revenue Code of 1986. Both ecclesiastical and corporate business may be conducted at the same meeting of the congregation.¹³ The annual meeting of the corporation will be held on the **(first, second, third, fourth)** Sunday of **{name of month}** each year, or other such date as shall be designated by the session.

Option One: The trustees of **{name}** Presbyterian Church, Inc. are all the ruling elders currently serving on the session as elected by the congregation.

Option Two: The trustees of **{name}** Presbyterian Church, Inc. are **{number}** ruling elders currently serving on the session as elected by the congregation¹⁴

Option Three: The trustees of **{name}** Presbyterian Church, Inc. are **{number}** church members as elected by the congregation¹⁵

Option Four: The trustees of **{name}** Presbyterian Church, Inc. are specified in the bylaws of the corporation.

Duties of the Trustees

The duties of the trustees are “to receive, hold, encumber, manage, and transfer property, real or personal, for the congregation, provided that in buying, selling, and mortgaging real property, the trustees shall act only after the approval of the congregation, to accept and execute deeds of title to such property; to hold and defend title to such property; to manage any permanent special

¹¹ G-1.0505

¹² G-1.0501

¹³ G-1.0503

¹⁴ G-4.0101

¹⁵ G-4.0101

funds, all subject to the authority of the session and under the provisions of the Constitution of the Presbyterian Church (U.S.A.). The powers and duties of the trustees shall not infringe upon the powers and duties of the session or the board of deacons.”¹⁶

12: CONGREGATIONAL NOMINATING COMMITTEE

The congregation shall elect a nominating committee at an annual meeting or special meeting called for that purpose. The session shall recommend who should serve on the nominating committee, and the congregation shall elect members of the nominating committee¹⁷ in accordance with the following:

The congregational nominating committee shall be comprised of (1) at least three **{or other number}** members of the congregation who are not currently serving on the session, (2) at least **{number}** ruling elders currently serving on the session who are in different classes on the session. {There should be a majority who are not currently serving on the session.} The committee shall be divided into three classes as equally divided as possible. One class shall be elected each year for a three-year term. The moderator of the session (or moderator’s designee) shall be a member ex-officio with voice but without vote.

When making nominations, the committee will insure the following principles are followed: (1) representation of the broad theological, cultural, racial, ethnic, geographical, and generational diversity of the church, (2) competence of nominees in their area of service, (3) willingness of nominees to work in a collaborative and collegial manner, (4) commitment of nominees to the inclusiveness and diversity of the church, and (5) commitment of nominees to the mission of the congregation and the Presbyterian Church (USA).

Full opportunity shall always be given to the congregation for nominations from the floor of the congregational meeting by any active member of the congregation. All nominees must have given prior approval for their names to be placed in nomination. A majority of all active members present and voting shall be required to elect. If there is a nomination from the floor, it shall specify the person nominated by the committee with which the nomination from the floor is in contention, and the election shall be determined by written ballot. Vacancies on the session, the deacons, and trustees may be filled at any meeting of the congregation.

13: SESSION

Ruling elders, together with teaching elders (ministers of Word and Sacrament), exercise leadership, government, spiritual discernment, discipline and have responsibilities for the life of a congregation.¹⁸ “Ruling elders are so named not because they ‘lord it over’ the congregation (Matthew 20:25), but because they are chosen by the congregation to discern and *measure* its fidelity to the Word of God, and to strengthen and nurture its faith and life.”¹⁹

The congregation shall elect **{number}** ruling elders to serve on the session. They shall be divided into three classes as equally divided as possible. The session, at its first meeting each

¹⁶ G-4.0101

¹⁷ G-2.0401

¹⁸ G-2.0301

¹⁹ G-2.0301

calendar year, shall elect a ruling elder to serve as clerk of session²⁰ and shall elect a treasurer.²¹ A quorum for all session meetings shall be the moderator and one third of the elders.

Moderator of Session

The pastor shall moderate the meetings of the session, and the same provisions of the moderator at a congregational meeting as set forth in Section 7 above shall apply. The duties and authority of the moderator are listed in the Book of Order.²²

Clerk of Session

The duties and authority of the clerk of session are listed in the Book of Order.²³ Additional duties may be assigned by the session and congregation.

The clerk of session is the custodian of the permanent records of the congregation and corporation, including: (a) the minutes of session meetings, congregation meetings, corporation meetings, minutes of trustee meetings, (b) the rolls of baptized members, active members, and affiliate members, and (c) the registers of ruling elders, deacons, ministers and baptized members.²⁴ The permanent records shall be archived with the Presbyterian Historical Society **{or other agency which provides temperature, humidity, fire and other protection for the preservation for the permanent records}**.

Treasurer

The session shall elect a treasurer for a term of one year.²⁵ The session shall supervise the treasurer's work or delegate that supervision to the board of deacons, trustees, or a committee.²⁶

Duties of the Session

The duties, authority, and responsibilities of the session are listed in the Book of Order.²⁷ The session may delegate these duties, authority, and responsibilities to another group or individual as it deems wise.²⁸

A) Session members are primarily spiritual leaders of the church. The pastor articulates a vision for the church. The session sets outcomes (annual goals) by discerning what the Lord is leading the church to accomplish. The session discerns what God's current purpose is for the church. The staff and standing committees implement the purpose and mission of the church.

²⁰ G-3.0104

²¹ G-3.0205

²² G-3.0104

²³ G-3.0104

²⁴ G-1.0401, G-1.0402, G-1.0403, G-3.0204b, G-3.0201c, G-3.0204a

²⁵ G-3.0205

²⁶ G-3.0205

²⁷ G-3.0201

²⁸ G-3.0106

- B) The session sets guiding principles which are the boundaries within which staff, committees, programs, and members pursue the goals of the church. Guiding principles limit the ways, means, and methods appropriate for staff, committees, programs, and members to do ministry such as annual budgets for all ministries, personnel policies, building use policies, etc. The guiding principles help “keep the church on the path.”
- C) The session holds the pastor(s) accountable for achieving the outcomes by providing ongoing (and at least an annual) performance review of the pastor(s). The session holds the pastor(s) accountable for staying within approved guiding principles. The session holds the committees, programs, and members accountable by providing resources and review. The pastor holds the staff accountable by providing leadership and ongoing (and at least an annual) performance review.
- D) The session interprets, advocates, and serves as a cheerleader for the ministry (and leaders) of the church. It also confronts members who try to sabotage the mission. Ruling elders discipline members who are at cross purposes with the mission of the church using the principles of Matthew 18:15-18.
- E) The session shall prepare and adopt a budget to support the church’s mission. A full financial review of all financial books and records shall be conducted every year by a public accountant or committee of members versed in accounting procedures. Reviewers should not be related to the treasurer(s). Terminology in this section is meant to provide general guidance and is not intended to require or not require specific audit procedures or practices as understood within the professional accounting community.
- F) The session will adopt, implement, and record each year in the session minutes adequate liability insurance, fire and other multi-peril insurance, directors and officers insurance and the following policies: equal employment practices, sexual misconduct prevention, child protection and background checks for all employees and volunteers.

14: STAFF

The church employs a staff to implement the ministry of the church. The moderator of the session is the Head of Staff. The Head of Staff has authority over the staff and may delegate authority to others as the Head of Staff deems wise. The Head of Staff serves in accordance with the Personnel Policy as approved by the session.

Head of Staff

- A) The Head of Staff articulates a vision for the church and with the session discerns the mission of the church, the outcomes which need to be pursued, and the guiding principles to be followed.
- B) The Head of Staff interprets the vision and mission to the congregation, shepherds the leadership of the church, and motivates the membership to follow the vision and mission.
- C) The Head of Staff leads the recruitment, training and supervision of staff and volunteers for the particular ministries needed by the church to fulfill its mission and vision.

D) The Head of Staff is assigned the following duties and may delegate any of these to other staff members: (1) to organize the staff, (2) to establish staff position descriptions, (3) to hire and dismiss staff members – except installed associate pastors who are called by the congregation, (4) to determine the compensation for staff members within the personnel budget approved by the session and (5) to conduct an annual review for all staff members in accord with the Personnel Policy.

{Note: If the session chooses to have standing committees, they could be indicated here with the following suggested language. The numbers of the following Articles will need to be adjusted accordingly.}

15: SESSION COMMITTEES

The number and type of standing committees are determined by the session upon recommendation of the moderator. Committee moderators and members are appointed **{by the moderator of session – or – by vote of the session}**. A quorum for standing committees is fifty percent of its members.

Standing committees may appoint subcommittees, work groups or individuals for specific tasks. Committees may delegate responsibility and authority to other groups or individuals as it deems wise.

Resignations from committees should be submitted in writing to the committee moderator who in turn will report it to the clerk of session. Unexcused absence from three consecutive meetings constitutes a resignation. When this takes place, the moderator of the committee shall notify the person involved as well as the clerk of session indicating that the person has been removed from membership of the committee.

The Personnel Committee collaborates with the Head of Staff concerning the supervision and organization of the staff, the preparation of a personnel budget, and the maintenance of a personnel policy.

The personnel policy should address: standards of ethical conduct; equal employment opportunity; at-will employment practices; exempt and nonexempt employees; normal work hours; compensation, moving expenses, employment benefits and disability issues; continuing education of staff members; leave policies such as holidays, vacations, study leave, sick days, bereavement days, jury duty, family leave, maternity and paternity leave, sabbaticals, out of town conferences, leaves of absence, and leave without pay; working conditions; expense reimbursement; email policy, employment appeal procedures; severance; probation, suspension and separation for cause issues; termination procedures; and death in service.

The Personnel Committee will annually arrange for a performance review of the pastor(s). The results of the review will be shared with the pastor(s) and the session. The committee will annually make recommendations to the session concerning the compensation of the installed pastor and associate pastors. In turn, the session will annually make recommendations to the congregation concerning the compensation of the installed pastor and associate pastors.

The Christian Education Committee collaborates with the staff assigned to it concerning the children, youth and adult Christian education programs of the church.

The Finance and Stewardship Committee collaborates with the staff assigned to it concerning (a) preparing an annual budget for session approval and any mid-year changes needed, (b) preparing monthly finance reports showing a balance sheet and an income/expense report in comparison to the annual budget, (c) preparing a narrative summary outlining the key issues contained in the financial reports, (d) giving regular reports and expressions of thanks to donors, (e) implementing an annual audit, (f) implementing an annual stewardship and marketing program for the church, (g) preparing and maintaining a financial policy for session approval which addresses how expenditures are authorized, including check signing, limits of expenditures by a single individual, how contracts are authorized, and clarity of authority delegated to staff members.

The Property Committee collaborates with the staff assigned to it concerning oversight of the building and property, long-term major maintenance needs, security for the building, and data security, storage and retention.

The Missions Committee collaborates with the staff assigned to it concerning (a) encouraging congregational participation in local, presbytery, synod, General Assembly and other national and international mission, (b) proposing mission benevolent expenditures for the annual budget, (c) publicizing mission opportunities, (d) encouraging participation in special mission offerings, (e) recruiting present or former session members to serve as commissioners to presbytery meetings.

The Worship Committee collaborates with the staff assigned to it concerning (a) worship services and the regular celebrations of sacraments including communion and baptism preparation, (b) the physical arrangements for worship services, (c) seasonal decorations for the church, (d) special worship needs such as weddings and funerals, (e) hiring and dismissing professional musicians, and (f) recruiting members for the various choirs and musical groups of the church.

Search Committees from time to time are established to seek candidates for members of the staff. When the search involves a minister of Word and Sacrament, the committee is elected by the congregation upon nomination by the session.²⁹ For all other searches, the committee is established by the session. The pastor (or designee) is an ex-officio member with voice but not vote for all search committees. The session may delegate to the pastor the authority to conduct a search.

16: DEACONS

{Note: A church may decide to (a) individually commission deacons, (b) organize the deacons as a board, or (c) have no deacons at all (see G-2.0202).

²⁹ G-2.0802

Deacons serve in a ministry of compassion, witness, and service, sharing in the redeeming love of Jesus Christ for the poor, the hungry, the sick, the lost, the friendless, the oppressed, those burdened by unjust policies or structures, or anyone in distress.³⁰

(a) If the church chooses to have individually commission deacons, the following language is recommended.

The congregation shall elect and individually commission **{number}** deacons. They shall assume whatever duties as may be delegated to them by the session (see G-2.0202).

(b) {If the church decides to elect a board of deacons, the following language is recommended.}

The congregation shall elect **number?** deacons divided into three equal classes. The Board of Deacons, at its first meeting of the calendar year, shall elect a moderator and a secretary from among its members and shall form such committees as necessary to carry out its work. The moderator of the session (or moderator's designee) shall be an advisory member of the board of deacons. A quorum for the Board of Deacons shall be the moderator and one third of the members. Vacancies on the board of deacons may be filled at a special meeting of the congregation or at the annual meeting, as the session may determine.

{If the church chooses to have no deacons, and/or if additional Articles are added to this sample Manual of Administrative Operations, the number of the next Article needs to be adjusted accordingly.}

17: CORPORATIONS ESTABLISHED BY THE CHURCH

From time to time the church may establish separate nonprofit corporations to conduct a particular work on behalf of the church. All such corporations are organized under the Texas Business Organizations Code, Chapter 22 in accordance with Section 501(c)(3) of the Internal Revenue Code of 1986. An authoritative interpretation of the constitution by General Assembly stipulates that corporations such as these are under the ultimate authority of the session.³¹

18: AMENDMENTS

This Manual of Administrative Operations may be amended by majority vote of the members present at any stated meeting of the session or special meeting of the session called for that purpose, providing that the proposed changes have been distributed in writing prior to the meeting at which the changes are voted upon. All amendments must be consistent with the Constitution of the Presbyterian Church (U.S.A.), the Bylaws of the Corporation and the Articles of Incorporation **{Formation}**.

³⁰ G-2.0201

³¹ G-4.0101

19: SUSPENSION

This Manual, or any part hereof, may be suspended by a two-thirds vote of members present and eligible to vote at a meeting. The reason for suspension shall be noted in the minutes of the meeting.

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