Bylaws of the Trustees *(Last Amended 1983)*

Resolved:

Whereas, the Bylaws of the First Presbyterian Church of Marietta, Inc. provide for the amendment of Bylaws in a duly called congregational meeting; and

Whereas the proposed amendments to the Bylaws would facilitate the effective functioning of the Board of Directors of the Corporation;

Now, therefore, be it resolved by the congregation of the First Presbyterian Church of Marietta, Inc. that the Bylaws be amended as follows:

1. The seal of the corporation shall contain in a circle the words First Presbyterian Church of Marietta, Inc., and in the center the date A.D. 1835.

2. The managing officers of the Corporation shall be a board of not more than nine nor less than seven directors/trustees who shall select one of their number to be President of the Corporation, to act as such until a new appointment is made by the Board. The Clerk of the Session of the Church shall be ex-officio one of the directors, and shall be the Secretary-Treasurer of the Corporation. He shall keep the records and papers of the Corporation; and shall, with the President, sign deeds for the Corporation and other instruments when they are authorized so to do by the directors. The President shall preside at the meetings of the directors and may call a meeting at any time. He shall have no other special powers. The ordinary business of the Corporation, the acquisition, management, care and disposal of its property shall be transacted by the Board of Directors. The Board shall not have power to sell, encumber or otherwise dispose of the Church, Sunday school buildings, the Manse, or any other real property without authority from the congregation of the Church.

3. The Board of Directors shall have no authority or control over the ordinary budget or the current monies of the Church, which shall remain under the control of the Church officers as heretofore; nor shall the Directors interfere in the conduct of religious activities of the Church.

4. The Directors shall be nominated by the Session who is hereby designated as the nominating committee for the Board of Directors and elected in accordance with the Book of Order of the Presbyterian Church (U.S.A.) by the Corporation in a regularly constituted congregational meeting from among the Ruling Elders who are serving or have served as members of the Session of the First Presbyterian Church. Should a person nominated by the Session fail to receive a majority of the votes of those present, the Session shall make additional nominations until a new Director is elected. The term of all officers of the Corporation shall be three years. All Directors shall hold office until their respective successors are elected.

5. A regular meeting of the Directors shall be held annually in the month of October and shall be called by the President or two directors, notice to be given to all Directors within reach of notice. A majority of the

   Directors shall be a quorum. The Secretary-Treasurer shall record and preserve the minutes of all Directors' meetings.

6. The initial class of Directors elected following the acceptance of these bylaws as amended by the congregation shall continue in office until expiration of the term in October 1986.

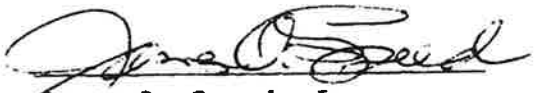
7. Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of the majority of the Session at any regular Session meeting. A Director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

8. Any action that may be taken by the Board of Directors at a meeting may be taken without a meeting if consent is in writing, setting forth the action so to be taken, shall be signed before such action by all of the directors.

9. These bylaws may be altered or amended in a meeting of the congregation of the Church duly called for that purpose.

Adopted October 30, 1983

CONGREGATION OF FIRST PRESBYTERIAN CHURCH OF MARIETTA, INC.



James O. Speed, Jr.,
Moderator

Russell P. McLean, Clerk of Session