

**BY-LAWS OF PARISH CHURCH OF ST. LUKE**  
**7 Ewing Street – Post Office Box 1821**  
**Blue Ridge, Georgia**

**I. General and Specific Purposes**

- The advancement of religion and any other related or corresponding charitable purpose by the distribution of its funds for such purposes.
- The support of public worship of Almighty God according to the faith, doctrine, discipline and worship of the Anglican Communion as generally governed by the 1998 Constitution and Canons of the Episcopal Missionary Church (with historical reference to the 1958 Constitution and Canons of the Protestant Episcopal Church in the United States) and the 1928 PECUSA Book of Common Prayer, including the Thirty-Nine Articles of Religion.
- To operate exclusively in any other manner for such religious purposes as will qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent tax laws, covering the distribution to organizations qualified as tax exempt organizations under the Internal Revenue Code.

**II. Affiliations**

The Parish Church of St. Luke (also known as St. Luke's Church and St. Luke's Episcopal Church), was organized in 1987 under provisions found in the Articles of Incorporation of the Traditional Episcopal Foundation of Alabama, a non-profit missionary organization. In 1992, Episcopal oversight for the congregation was transferred to the Bishop of the Diocese of the South of the Episcopal Missionary Church.

**III. Federal Employment Identification Number**

The Parish Church of St. Luke has been assigned Federal Identification Number 46-4502438. (13 January, 2014).

#### **IV. Officers**

- In accordance with the Canons of the Church, temporal affairs of the Parish are administered by the Vestry, made up of a Senior or Rector's Warden, chosen by the Rector from elected member of the Vestry, a Junior or People's Warden elected by the congregation at large from elected members of the Vestry, and six other Vestrymen, also elected by the congregation at large. Vestrymen may serve no more than two elected terms. Following a year, a person may stand for another term. The Rector is an ex-officio member the Vestry. It is his prerogative to chair all meetings. In his absence, the Senior Warden will preside. The number of Vestrymen may be increased by majority vote of the annual Parish Meeting held in January. Vacancies occurring, other than by expiration of Vestryman's term, shall be filled by the Vestry.
- Terms of office shall be for three (3) years according to a rotating scheme.
- Any action required or permitted to be taken by the Vestry under provisions of these By-Laws may be taken without a meeting, if members of the Vestry, individually or collectively, consent in writing. All Vestrymen must be contacted by telephone or email in advance. Five out of eight Vestrymen must respond in order for the vote to be valid. Such written consent or consent shall be filed with the Clerk (Secretary) and incorporated into the minutes of the proceedings of the Board at its next regularly scheduled meeting. Any such action take in this manner shall have the same force and effect as if taken by unanimous vote of the Vestry. Any certificate or other document filed under any provision of law which relates to action so taken shall state the action was taken by the unanimous written consent of the Vestry without a meeting.
- Vestrymen must attend a minimum of seventy-five percent of regularly scheduled meetings (can only miss three meetings per 12-month period), unless providentially hindered, as determined by the Vestry. Failure to comply will require corrective action by Vestry, which could result in removal from Vestry.
- The Vestry shall designate one person, but not necessary from within the Vestry, to serve as Clerk (Secretary). Term of office is one

year, with no term limits. It shall be his duty to keep the Minutes of Vestry meetings and to perform other duties properly belonging to his office.

- The Vestry shall designate one person, but not necessary from within the Vestry to serve as Treasurer, with no term limits. It shall be his duty to receive, care for and disperse the monies of the Church in accordance with direction of the Vestry at its regular meetings. In addition, he shall be the Custodian of securities.
- Whenever the office of Churchwarden or Vestryman shall become vacant during the term of such office by reason of removal, resignation, death, or otherwise, a successor shall be elected by the Vestry to fill such vacancy for the remainder of the unexpired portion of the term.
- The Vestry is authorized to purchase, lease, receive, hold, let, mortgage, sell, and otherwise take and dispose of all manner of property, tangible and intangible, real personal, or mixed. No real property held by the Vestry shall be bought, sold, or encumbered with the approval of a majority of the Vestry. The Senior Warden and/or Rector may elect to take such a matter to either a regularly or specially called Parish Meeting for confirmation.

## **V. Requirement for Voting**

Any baptized and confirmed person, eighteen (18) years of age or older, who professes and accepts the faith, order, and worship of the Holy Catholic Apostolic Church as specified by the Anglican Communion and enshrined in the Book of Common Prayer, including the Thirty-Nine Article of Religion, is eligible for voting membership. Additional requirements for voting include that a person be Baptized, Confirmed or Received into the Anglican Communion (or ready and desirous to be Confirmed or Received), a regular attendant at the worship of this church and a giver of record, unless for good case prevented.

## **VI. Church Congregational Meeting**

- Qualified voters, present at an annual or special meeting, shall constitute a quorum for the transaction of business. The affirmative

vote of the majority of the Qualified Voters present at the meeting shall be the act of the Parish.

- Proxies. Qualified Voters present at a meeting are entitled to vote. There may be proxy voting. A proxy is defined as a written and signed authorization by a qualified member giving another member the ability to cast his or her vote in his or her absent.
- The annual Parish meeting shall be held in January. Terms of service of elected officers begin at the close of the annual meeting.
- In the event, a vacancy occurs between annual meetings, the Vestry may appoint a member in good standing to fill the vacancy until the next annual meeting.
- Notice of annual and special meetings must be announced two (2) consecutive Sunday at the morning services prior to the date of the meeting. The notice shall include qualification for persons eligible to vote.
- All meetings shall be conducted in accordance with the current revision of *Robert's Rules of Order*.

## **VII. Earning and Activities of Parish**

- No Part of the net earnings of money held for this Parish shall inure to the benefit of, or to be distributable to its members, Vestry officers, or other private persons, except that the Vestry shall be authorized and empowered to pay reasonable compensation for services rendered to make payments and distributions in organizations as established.
- No substantial part of the activities of this Parish shall be the carrying on of propaganda, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- Notwithstanding any other provisions of these By-Laws, the Parish shall not carry on any other activities not permitted under the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law).

## **VIII. Distribution of Assets**

Should the Parish be dissolved, the Vestry shall, after paying or making provision for the payment of all liabilities of the Parish dispose of all the assets exclusively for religious purposes as shall at

the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law), as the Vestry shall determine.

Bylaws were approved at the December 2013 meeting of the Vestry. Principals of the Corporation of “THE PARISH CHURCH OF ST. LUKE” include The Rev. Victor H. Morgan, Rector; Robert Morgan, Treasurer; and William A. McConnell, clerk (secretary).