

Eastminster Presbyterian Church, Inc.

The Corporation

Eastminster Presbyterian Church, Inc., was incorporated under the laws of the State of Georgia on the 30th day of March, 1968. Under the petition for incorporation the Board of Trustees was to consist of only the following: the “Stated Clerk of the Session,” the “Chairman of the Board of Deacons; and the Church Treasurer, all as elected to said office, “to acquire title to and convey all property, both real and personal, in the name of and on behalf of the Eastminster Presbyterian Church, Inc., and shall hold the same in trust for said Church and its members.” The petition also set forth its By-Laws as the “Book of Church Order of the Presbyterian Church in the United States.”

The Presbyterian Church (U.S.A.) by merger is the successor to the Presbyterian Church in the United States. *The Constitution of the Presbyterian Church (U.S.A.)*, Book of Order is therefore the By-Laws of Eastminster Presbyterian Church, Inc.

In December, 1992, Eastminster Presbyterian Church, Inc. adopted the tricameral system of Session, Board of Deacons, and Board of Trustees, electing members to each in 1993.

In 2013, Eastminster Presbyterian Church, Inc. transitioned to a bicameral system of Session and Board of Deacons. A new Sessional committee, Buildings and Grounds, was formed to handle many of the functions that had been the responsibility of the Board of Trustees.

On June 19, 2022, the congregation approved changing the form of governance to a unicameral system of the Session on January 1, 2023. A new committee of Congregational Care Ministry will coordinate the care of our members.

Under the Book of Order, the corporation “...shall have the following powers: to receive, hold, encumber, manage, and transfer property, real or personal, for 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 funds for the furtherance of the purposes of the church, all subject to the authority of the session and under the provisions of *the Constitution of the Presbyterian Church (U.S.A.)*, provided further that in buying, selling, and mortgaging real property, the trustees shall act only after the approval of the congregation granted in a duly constituted meeting.”¹

¹ Book of Order, G-4.01

“All property held by or for a congregation...is held in trust...for the use and benefit of the Presbyterian Church (U.S.A.).”² “A congregation shall not sell, mortgage, or otherwise encumber any of its real property and it shall not acquire real property subject to an encumbrance or condition without the written permission of the presbytery transmitted through the session of the congregation.”³

On September 30, 1990, Eastminster Presbyterian Church, Inc., by affirmative vote of the congregation adopted the following exemption:

“...any church which was not subject to a similar provision of the Constitution of the church of which it was a part, prior to the reunion of the Presbyterian Church in the United States and The United Presbyterian Church in the United States of America to form the Presbyterian Church (U.S.A.), shall be excused from that provision of this chapter if the congregation shall, within a period of eight years following the establishment of the Presbyterian Church (U.S.A.), vote to be exempt from such provision in a regularly called meeting and shall thereafter notify the presbytery of which it is a constituent church of such vote. The particular church voting to be so exempt shall hold title to its property and exercise its privileges of incorporation and property ownership under the provisions of the Constitution to which it was subject immediately prior to the establishment of the Presbyterian Church (U.S.A.).”⁴

Notice was provided to Presbytery of Greater Atlanta by Walter Jones’ letter dated October 1, 1990.

Thus the congregation of Eastminster Presbyterian Church, Inc., may without the need for approval of higher authority exercise the following responsibilities:

“Holding title to church property for the benefit of the corporation and the Presbyterian Church in the United States; acquiring and conveying title to the property; buying, selling and mortgaging the property of the church; and managing any permanent special funds entrusted to them for church purposes. In buying, selling and mortgaging real property, the officers shall act under the authority of the corporation granted in a duly constituted meeting of the corporation (which is the congregation).”⁵

For reporting purposes to the State of Georgia, Secretary of State, the following officers shall be the officers of Eastminster Presbyterian Church, Inc.: the “Chief Executive Officer (CEO)” shall be the Chairman of the Ways and Means Committee, the “Secretary” shall be the Clerk of the Session, and the “Chief Financial Officer (CFO)” shall be the Treasurer.

By Laws

² Book of Order, G-4.0203 (2019/2023)

³ Book of Order, G-4.0206 (2019/2023)

⁴ Book of Order, G-8.0701 (1990)

⁵ Book of Church Order (PCUS), Chapter 6

Eastminster Presbyterian Church, Inc.

I

Statement of Purpose or Mission

~~The Eastminster Presbyterian Church of Stone Mountain, Georgia has been called by God and organized to proclaim the good news of Jesus Christ, to minister to the needs of members of the congregation and residents of the community, and to promote peace and justice in the world.~~

Called by the Grace of God and empowered through the Holy Spirit, Eastminster Presbyterian Church seeks to share the Good News of Jesus Christ with people both near and far through proclamation, nurture and mission.

II

Presbyterian Church (U.S.A.)

The Eastminster Presbyterian Church is a member church of the Presbytery of Greater Atlanta in the Synod of South Atlantic of the Presbyterian Church (U.S.A.).

III

Governance of the Church

This church shall be governed in accordance with the Constitution of the Presbyterian Church (U.S.A.). Consistent with that *Constitution*, these bylaws shall provide specific guidance for this church. The latest edition of Robert's Rules of Order (Newly Revised) shall be used for parliamentary guidance.

IV

Meetings of the Church

There shall be an annual meeting of the congregation in the church building during the first quarter of the year, at which at least the following business shall be presented: annual reports from organizations and the session (information only), financial report for the preceding year, budget for the current year (information only), changes in the terms of call for the pastor(s), nominating committee report for church officers and, electing members to serve on the nominating committee.

Special meetings may be called by the session when it determines such a meeting is necessary or when requested in writing by one fourth of the members on the active roles. Such calls shall state clearly the purpose of such special meetings, and business shall be restricted to that which is specified in the call.

V

Notice of Meetings

Public notice of all called meetings shall be given in the weekly bulletin, The Witness, by email and such other printed and verbal form as the session may choose. Such notice shall be given on two successive Sundays.

VI

Moderator

The pastor shall moderate the meetings. 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, with the concurrence of the session, another minister of the presbytery to preside.

VII Secretary

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

VIII Minutes of the Meeting

The minutes of a meeting of the congregation, shall be recorded by the secretary and attested by the moderator and the secretary. The minutes of a meeting of the session shall be recorded by the clerk of session and approved with any corrections by the session at its next regularly stated meeting.

IX Quorum for the Meeting

The quorum of a meeting of the congregation shall be the moderator, the secretary and ~~50 active members, Consistent with the laws of the state of Georgia, a~~ quorum shall be 10% of the active members entitled to vote on corporate matters. The secretary shall determine that a quorum is present. Only active members may vote regardless of age. Consistent with the laws of the state of Georgia, voting is restricted to active members. Voting by proxy is not allowed.

X Incorporation

In accordance with the laws of the State of Georgia, Eastminster Presbyterian Church, Inc., was duly incorporated on March 30, 1968. Consistent with the laws of this state, both ecclesiastical and corporate business may be conducted at the same meeting of the congregation.

Said Articles of Incorporation are hereby amended to reflect continued duration until otherwise terminated.

XI Nominating Committee

The congregation shall form a nominating committee in the following manner:

1. The committee shall be representative of all active members of the church;
2. At least two members of the committee shall be elders designated by the Session, one of whom shall be currently on the Session and serve as moderator of the committee;
3. At least one member of the committee shall be designated by and from the ~~diaconate~~ **Congregational Care Committee**;
4. The pastor shall be a member of this committee, serving ex officio and without a vote;

5. Other members of the committee, in sufficient number to constitute a majority thereof (exclusive of the pastor), shall be chosen by the congregation or by such organizations within the church as the congregation may designate, none of whom may be in active service on the Session ~~or on the diaconate~~.

In accordance with the Book of Order, the committee shall be chosen annually, and no member shall serve more than three years consecutively.

XII Elders

The congregation shall elect each year not less than 4 or more than 6 elders for a term of service of three years or less if filling a vacancy (G-2.0404). No elder *by rule of the Constitution*, shall serve for consecutive terms, either full or partial, aggregating more than six years. An elder having served a total of six years shall be ineligible for reelection to the session for a period of at least one year.

XIII Clerk of Session

The session shall elect ~~or re-elect~~ an elder to serve as clerk for ~~not more than 2 consecutive years~~ **the next year** and shall form such committees as necessary to carry out its work. A quorum for the session shall be the pastor or other presiding officer and 7 elders.

XIV Treasurer

The session shall elect ~~or re-elect~~ a treasurer to serve for ~~not more than 2 consecutive years~~ **the next year**. Unless otherwise directed by session, the duties of the treasurer shall be to see that:

- a] all offerings shall be counted and recorded ~~by at least two duly appointed persons or by one fidelity bonded person~~ **according to reasonable accounting practices**;
- b] financial books and records adequate to reflect all financial transactions shall be kept and shall be open to inspection by authorized church officers at reasonable times;
- c] periodic and in no case less than annual, reports of all financial activities shall be made to session; and
- d] a full financial review of all financial books and records shall be conducted every year by a public accounting firm or committee of members versed in accounting procedures and not related to treasurer.

XV Deacons

~~—————The congregation shall elect each year not less than 4 or more than 6 deacons for a term of service of three years or less if filling a vacancy (G-2.0404). No deacon *by rule of the Constitution*, shall serve for consecutive terms, either full or partial, aggregating more than six years. A deacon having served a total of six years shall be ineligible for reelection to the board of deacons for a period of at least one year.~~

~~—————The Board of Deacons shall elect a moderator and a secretary from among its members and shall form such committees as necessary to carry out its work.~~

~~_____The pastor shall be an advisory member of the board of deacons. A quorum for the board of deacons shall be 7 including the moderator.~~

~~XVI~~ **XV**
Vacancies

Vacancies on the session ~~or the board of deacons~~ may be filled at a special meeting of the congregation or at the annual meeting, as the session may determine.

~~XVII~~ **XVI**
Amendments

These bylaws may be amended subject to the Articles of Incorporation, the laws of the state of Georgia and the Constitution of the Presbyterian Church (U.S.A.) by a two-thirds vote of the voters present, providing that the proposed changes in printed form shall have been distributed at the same time as the call of the meeting at which the changes are voted upon.