

**CHARTER AND BYLAWS
OF THE
SOCIETY FOR PROMOTING THE GOSPEL**

2. The President, or any three (3) Directors, may call a special meeting.
3. The Board of Directors is authorized to fill any vacancy or vacancies which may take place in the Board.
4. Seven (7) voting members in good standing in the corporation shall constitute a quorum for the transaction of business at any annual or special meeting of the corporation.
5. At least ten (10) days' written notice shall be given of any annual or special meeting of the corporation.

Article VI

1. The Directors shall determine annually the dollar amount or the rate (applied to a moving average of asset values) to be distributed. The amount or rate shall be set to assure capital appreciation over time and adequately offset the effects of inflation. After distributions to funds and properties held in trust, the Directors may allocate up to 10% of the remaining distribution to mission causes of the Moravian Church, Northern Province, other than those under the direction of the Board of World Mission. The balance of the annual distribution shall be turned over to the Board of World Mission.

Article VII

1. The Directors are authorized to allow a reasonable compensation to the Treasurer and to such agents as they shall or may deem expedient to appoint.

Article VIII

1. A printed copy of the Articles of Incorporation, together with the Bylaws of the corporation, shall be delivered to each new member.

Article IX

1. These Bylaws may be altered, amended, or repealed upon the approval of two-thirds of the members present at an annual or special meeting of the corporation; changes shall in no wise be contrary to the constitution of the Moravian Church. Notice of any changes to be made in these Bylaws shall have been given to the members of the corporation at least twenty (20) days prior to the meeting in which the changes will be considered.

(Revised February 19, 1995)



While the origin of the Society goes back to the year 1745, its original Charter, granted by the Commonwealth of Pennsylvania, is dated February 7, 1787. In 1987 the charter and bylaws were updated and amended as follows:

CHARTER

1. The name of the corporation is: The Society for Promoting the Gospel.
2. The location and post office address of the registered office of the corporation in this Commonwealth is: 1021 Center Street, Bethlehem, Pennsylvania 18018.
3. The corporation is incorporated under the Nonprofit Corporation Law of the Commonwealth of Pennsylvania for the following purposes:

The purpose of the corporation is to provide support for the Mission Enterprises of the Moravian Church, Northern Province.

4. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise. The term for which the corporation is to exist is perpetual.
5. The corporation is organized upon a non-stock basis.
6. Upon dissolution of the corporation the assets of the corporation shall become the property of the Moravian Church, Northern Province, provided it has an exempt status as an organization described in Section 501(c)(3) of the 1954 U.S. Internal Revenue Code or any similar provision. If it does not have such status at that time, the remaining assets shall be paid to such other organization having such status as the Synod of the Moravian Church, Northern Province, shall determine.

BYLAWS

Article I

1. This corporation shall have its registered office in the City of Bethlehem, Northampton County, Pennsylvania, in which city and vicinity the Board of Directors will meet and the annual and special meetings shall be held.

Article II

1. Any communicant member of the Moravian Church who shall become a stated contributor to the funds of the corporation shall be considered a member of the corporation and shall have a seat and vote at its meetings.
2. Regional Mission Councils may be established within the Northern Province, under this corporation, with their purpose of calling communicant members of the Moravian Church to share in the spiritual renewal that results from a deeper commitment to World Mission. Each Regional Mission Council shall establish its own Bylaws.
3. The voting membership of the corporation shall consist of:
 - a. Active members who shall contribute annually \$10.00 or more;
 - b. Sustaining members who shall contribute annually \$20.00 or more;
 - c. Life members who shall contribute \$50.00 or more -- this money to be added to the capital funds of the corporation;
 - d. Benefactors who shall contribute \$500.00 or more to the capital of the corporation. Such persons shall enjoy all the benefits of life membership.
 - e. Amendments changing the above membership/dues structure shall be submitted to Regional Mission Councils for their recommendations before proposing at an annual or special meeting of the corporation.
4. Non-Moravians who share in the work of the corporation through annuities, or by participating in one of the categories of membership listed in 3 above, may be elected as Associate Members. They shall have the privilege of the floor at the annual meetings but shall not have the right to vote nor shall they be eligible to serve on the Board of Directors.

Article III

1. The management of the affairs of the corporation shall be in the hands of a Board

of Directors, which shall be constituted of two (2) members of the Provincial Elders' Conference of the Moravian Church, Northern Province, chosen by that body from among its own members; six (6) clergy or lay members of the corporation, elected by members of the corporation.

2. The six elected members of the Board of Directors shall be elected at the annual meeting of the corporation and shall hold office for a three-year term or until their successors are duly elected.

No elected member may serve more than two successive three-year terms.

3. Prior to the election a nominating committee appointed by the President, consisting of three (3) persons shall present a slate of candidates for the vacancies to be filled. Opportunity shall be given for nominations from the floor.
4. The Board shall organize immediately following the annual meeting by electing a President, Vice-President and Secretary from among its own number. The Board shall elect a Treasurer who may or may not be a member of the Board or the corporation.
5. An annual audit of the books of the corporation shall be performed by the auditors serving the Moravian Church, Northern Province.

Article IV

1. The treasurer shall have the custody of the corporate funds and shall keep full and accurate accounts of receipts and disbursements in books belonging to the corporation, and shall deposit all moneys and other valuable effects in the name and to the credit of the corporation in such depositories as shall be designated by the Board of Directors.
2. He shall disburse the funds of the corporation as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the President and Directors at the regular meetings of the Board, or whenever they may require it, an account of all his transactions as Treasurer and of the financial condition of the corporation.
3. The Board of Directors shall cover the Treasurer with a Position Bond as provided through the Provincial Elders' Conference of the Moravian Church, Northern Province.

Article V

1. The corporation shall meet at least annually during the month of November, the specific date and time to be set by the Board of Directors.