

# EPIPHANY PARISH BY-LAWS

## Article I

### Parish Meetings

**Section 1.** Parish Meetings. At all parish meetings the Rector (if there be one; if not, a Warden) shall preside, and the Clerk of the Vestry shall act as the clerk of the meeting.

**Section 2.** The Annual Meeting and Election of Vestry Members. The annual meeting of the parish for the election of the Vestry and for the transaction of such other business as may properly come before the meeting shall be held at an hour and on a date between January 1 and February 1, as determined by the Rector and the Vestry, and of which due notice shall be publicly given at Divine Service on the two Sundays next preceding said date.

**Section 3.** Composition of the Vestry. The number of the Vestry shall be no fewer than twelve (12) nor greater than (15) members and they shall be communicants in good standing in the parish. The Rector shall be, *Ex Officio*, a member of the Vestry. The members of the Vestry shall serve for terms of three (3) years each, at least four (4) members of whom shall be elected at each annual meeting. No member of a Vestry who is elected to a full three-year term shall be eligible for re-election to the Vestry until one (1) year after the expiration of the term for which he or she was elected.

**Section 4.** Special Meetings. Special meetings of the parish may be called by the Rector, (or by the Vestry if there be no Rector), and shall be called by the Rector upon a written notice signed by the majority of the Vestry. Notice of any special meeting of the parish shall be given at two regular services of the church on at least one Sunday next preceding the day appointed for the special meeting. The notice shall state the purpose of the special meeting.

## Article II The Vestry

**Section 1.** At the first meeting of the Vestry after their election, a Senior and a Junior Warden shall be chosen, both of whom shall be communicants in good standing of the parish. In case the parish shall be without a Rector, both Wardens shall be elected by the Vestry; otherwise, the Rector shall appoint the Senior Warden, and the Vestry shall elect the Junior Warden.

**Section 2.** The Rector shall nominate and the Vestry shall elect a Secretary of the Vestry, who shall also serve as Clerk of the parish for the ensuing year, and a Treasurer of the parish. It is not necessary for either officer to be a member of the Vestry.

**Section 3.** Regular meetings of the Vestry shall be held each month at such hour and place as may from time to time be fixed by the Vestry, or failing provision by the Vestry, by the Rector. The Rector may call special meetings of the Vestry at any time and shall call a special meeting on the written request of three

(3) members of the Vestry, including one Warden. Notice of all meetings shall be given by the Clerk through the mail, by telephone, or electronically to all members of the Vestry. In the absence of the Rector, the Senior Warden shall preside at all meetings. In the absence of both the Rector and the Senior Warden, the Junior Warden shall preside at the meeting.

**Section 4.** There shall be no meeting of the Vestry unless the Rector, if there be one, and a majority of the Vestry, including one Warden, be present; provided that if the Rector is absent from the parish, or, if when duly notified of the meeting, he or she shall decline or neglect to be present, the meeting shall be valid if there is a majority of the Vestry including one Warden present. Voting by proxy shall not be permitted. In no event shall any member of the Vestry cast more than one (1) vote on the same question.

**Section 5.** Any vacancy in the office of a Vestry person by resignation, death or other cause shall be filled by the Vestry until the next annual parish meeting. Any member of the Vestry who shall miss three (3) consecutive meetings of the Vestry may be considered to have resigned. The Rector and both Wardens may choose to excuse an absence for good cause.

**Section 6.** There shall be an Executive Committee of the Vestry consisting of the Rector, Senior Warden, Junior Warden, Clerk, Treasurer and one additional Vestry Member-at-Large to be elected by the Vestry. Duties and responsibilities of the Executive Committee shall be:

1. To develop the agenda for meetings of the Vestry
2. To act as advisors to the Rector and Wardens
3. To serve as a forum for coordination and conciliation
4. To initiate policy and plans for Vestry authorization

### **Article III The Rector of the Parish**

**Section 1.** A Rector shall be elected by the affirmative vote of at least two-thirds (2/3) of the Vestry given by written ballot. He or she shall have been nominated at a meeting of the Vestry held not less than two (2) weeks prior to the meeting at which the election takes place. Each nomination must be accompanied by a statement signed by the Bishop of the Diocese. The statement will confirm the nominated candidate as a fit and qualified Presbyterian of this church and will approve such nomination. The call of the Rector-elect shall be in writing and shall distinctly and specifically express any special conditions, together with the stipulation as to salary and allowances. When the call has been accepted, the contract shall be completed. The contract may be revised by written agreement between the Rector and the Vestry.

**Section 2.** The Rector of the parish shall have exclusive charge of all rights, ceremonies and ordinances of the church, and of the worship with the music and ritual accessories thereto, subject and answerable only to the Bishop. He or she shall be entitled at all times to have access to the church buildings and to open the same, as he or she may deem proper, for public worship, for celebration of Holy Communion, baptisms, marriages, burials, religious instruction, and for all other rites and ceremonies authorized by the church or by the Bishop of the Diocese. The Rector shall have charge of hiring any Associate Rector, Music Director, Sexton, and other staff upon approval of the Vestry.

## Article IV Duties of Vestry and Wardens

**Section 1.** It shall be the duty of the Vestry to aid and support the Rector in all efforts for the spiritual welfare and growth of the parish. The Vestry shall transact the temporal affairs of the parish. It shall have charge of the church and other buildings of the parish and see that the same are repaired and improved as need may require and that they are kept insured against loss.

**Section 2.** In addition to the care of the church buildings, it shall be the duty of the Vestry to care for the contents of the church as becomes the House of God; to see that it is always clean; to care for the grounds and other property of the parish; and to preserve order and decorum at the time of Divine Service.

## Article V Duties of Clerk and Treasurer

**Section 1.** The Clerk shall perform all duties usually or naturally incident to his or her office, besides such as may be specially imposed by the Rector.

**Section 2.** The Treasurer shall receive, hold and disburse all monies of the parish in accordance with sound and proper financial and accounting practices. The Treasurer shall present a full written report at the annual meeting of the parish and shall make a written report of receipts and disbursements to each regular meeting of the Vestry and other reports requested by the Vestry.

**Section 3.** The books and records of the Clerk and the Treasurer shall be open to inspection by the Rector, any member of the Vestry, and the Bishop.

## Article VI Committees

**Section 1.** The Rector shall appoint such committees as are needed in fulfillment of the life of the parish.

### **Section 2. Nominating Committee**

- a. A nominating committee shall consist of six (6) members as follows: Junior Warden (Chair), Rector, and four (4) members-at-large elected by the parish at annual meetings. At each annual meeting, one man and one woman shall be elected at-large from the parish as a whole for one (1) two-year term on the nominating committee. No member may be nominated or elected to succeed him or herself.
- b. Nominating committee positions should be open to any and all parishioners who should be encouraged to submit their own names for consideration as well as those of others. Nominations to positions on the nominating committee may be made from the floor at each annual meeting of the parish.
- c. The nominating committee shall have, as its responsibility, seeking out those parishioners possessing the necessary qualifications and the willingness to assume the responsibilities of office of Vestry person or delegate or alternate. One (1) candidate shall be nominated for each vacant position. At the annual meeting additional nominations will be permitted and accepted from the floor if the nominee is willing to serve.

- d. Each year, the nominating committee shall have the responsibility of nominating:
1. At least four (4) Vestry members to serve three-year terms
  2. Convention delegates and alternates in accordance with the Diocesan Canons to serve two-year terms
  3. Candidates for election to any vacant office in these categories
- e. The report of the nominating committee shall be made to the Vestry not later than thirty (30) days prior to the first day of the month in which the annual meeting is to be held. The names of the nominees shall be published in the Sunday bulletin not less than two (2) weeks prior to the date set for the annual meeting.

## **Article VII Fiscal Year**

The fiscal year of the parish shall begin on January 1st of each year and shall end on December 31st of each year. Annual reports shall cover the fiscal year.

## **Article VIII Quorum**

A majority of the Vestry, including one Warden, shall constitute a quorum at any regular or special meeting of the Vestry. Twenty-five (25) members of the parish at any meeting of the parish shall constitute a quorum.

## **Article IX Amendments**

These By-Laws may be amended at any regular meeting of the Vestry by a two-thirds (2/3) vote of those present and at any special meeting of the Vestry by a three-fourth (3/4) vote of those present.

REVISED BY THE VESTRY THIS 12th DAY OF JANUARY 2010.

Nancy J. Emerson  
Clerk of the Vestry