

By Laws
(Name of Congregation,including location as listed in Diocese
Journal)
Adopted by
(Vestry of – Church Name – Date)

This sample document is intended to provide guidance in the establishment of governance for the various congregations,regardless of their actual status, of the Diocese of the Central Gulf Coast. It is understood that, except as otherwise may be provided within the Constitution and Canons of the General Convention and this Diocese,"congregation" will apply as the generic term of art for a Mission Station, an Organized Mission, a Parish, or any other such worshipping community as may be established under the color of diocesan authority. Likewise, the term "Vestry" shall apply to the appropriate institution of local governance regardless of otherwise being named (Chapter,Council, etc.).

Nothing in these By Laws shall be inconsistent with the stipulations in Canons 15-19,inclusive, of the general Canons of the Diocese of the Central Gulf Coast. In such situations where differences occur through omissions, editing, or other inadvertent mistakes, these By Laws recognize the primacy of our Canons.

It is furthermore understood that changes mandated by amendments and other modifications of the Constitution and Canons of the General Convention and/or the Diocese of the Central Gulf Coast are automatically incorporated into these By Laws, regardless of independent ratification by the "Vestry." Such an understanding shall include, but not be limited to, any legal or ecclesiastical changes to the derivative name(s) of the Domestic and Foreign Missionary Society and/or The Episcopal Church, provided that such nomenclature is consistent with that Province of the Anglican Communion so recognized by the Archbishop of Canterbury.

Preamble

This document acknowledges that ...(NAME AND LOCATION OF CONGREGATION) is a constitute the member of the Diocese of the Central Gulf Coast (“Diocese”), and the Protestant Episcopal Church in the United States of America (The Episcopal Church). As such it accedes to the Constitution and Canons of The Episcopal Church, and to the Constitution and Canons of the Diocese.

ARTICLE I

Name, Intent and Definitions

Sec. 1 Name: The name of this congregation shall be **(Your Church Name)**

Sec. 2 Intent: These By Laws are intended to supplement the Constitutions and Canons of the Episcopal Church and the Diocese, and to provide local governance as per the normal and necessary affairs and ministry of the laity and clergy of Name of Congregation

Sec. 3 Definitions: As they pertain to these By Laws the following definitions shall have the meanings ascribed:

CANON(S) includes the Constitution and Canons of the Episcopal Church and the Constitution and Canons of the Diocese.

BISHOP means the Bishop holding canonical and corporate authority as recognized by the House of Bishops of The Episcopal Church (or otherwise canonical authority in the Diocese).

VICAR/Rector/Dean (as appropriate) means the Priest duly elected by the Vestry and therefore approved/and/or accepted/appointed by the Bishop to serve **(Church name here)** . Within the context of this template such terms as senior priest, Priest in Charge, Vicar, Rector, and Dean shall be considered equivalent designations. The designation "VRD" is used as an inclusive term through out these sample By Laws and the relevant title should be included according to the local circumstance. In no instances ,however, shall By Laws vest canonical authority to a clergy person serving the congregation in a retired status as per the Church Pension Fund or not canonically resident in the Diocese of the Central Gulf Coast or who is otherwise ineligible to vote in Diocesan Convention.In such cases, except as otherwise provided by Canons, the Sr. Warden is the representative of Bishop for oversight of the congregation.

VESTRY means the duly elected and recognized Lay council of advice and consent providing local governance for a given congregation .While the VRD, as per below, normally serves as presiding officer thereof, the priest, by whatever designation, is not a member of the Vestry.

ADULT COMMUNICANT IN GOOD STANDING: **(Church name here)** shall use the extant definition in the Canons of the Episcopal Church and the Diocese, currently designated as a confirmed Christian member 16 years or older of this Church who for the previous year has been faithful in corporate worship, unless for good cause prevented, and has been faithful in working, praying, and giving for the spread of the

Kingdom of God. Such person shall be considered an adult communicant in good standing. (see Episcopal Church Canon 1 17.2 and 3, 2015).For the purposes of these By Laws,the definition so stated shall be considered synonymous with the term " qualified member" as used throughout, except in such circumstances as the Canons may otherwise stipulate the minimum age of 18 be necessary for reasons of secular law.

ARTICLE II

The Vestry

Sec. 1 Governance: The affairs of **(church name here)** shall be exercised by a Vestry in accordance with the Canons of the Diocese. It shall be the duty of the Vestry, subject to the rights and privileges of the VRD (by whatever designation might be appropriate to the canonical status of the congregation), to take charge of the temporal concerns of **(church name here)**. The Vestry shall elect/nominate a choice for VRD and such name shall be presented to the Bishop for approval/ appointment. Upon selection by the specified VRD and with advice of the Vestry,assisting clergy (by whatever title) may be called. Assisting clergy and all other staff and employees shall serve under the authority,direction,and at the pleasure of the VRD in so far as such service is not mitigated by other relevant secular or ecclesiastical agreements.

Other duties of the Vestry shall be to keep order in the church during Divine Service and work with the clergy for the furtherance of **(church name here)** program. The Vestry shall be responsible for seeing that reports and registers required by Canons are kept in order. The verification,accuracy and completion of all reports to be sent into the Diocese shall be the responsibility of the Vestry and VRD working together as so indicated by the required signature attestations upon said documents

Sec. 2 Composition of the Vestry: The Vestry shall consist of such qualified lay persons and in such number as may be agreed upon, said number being (NOTE: Depending upon the status of the congregation being a Mission Station,Organized Mission, or Parish, the number of Vestry is stipulated by diocesan Canon(s) XV:2, XVI:1(c),and XIX: 1. Refer to the appropriate Canon and insert the numbers) XXX.The VRD shall be the presiding officer except in such circumstances as said leadership may be delegated, in order, to the Sr. Warden, the Jr. Warden, or other qualified member of the Vestry. The Wardens must be chosen from those who are Vestry members. The Sr. Warden and Jr. Warden, shall be elected by majority vote of the Vestry at its' next meeting after the Annual Meeting. A Treasurer and Clerk serve at the pleasure and for such terms as designated by the Priest in Charge, with the consent of the Vestry, and must otherwise conform to the qualifications herein stated for election to the Vestry but may not be required to be Vestry members and their respective attendance shall not be counted in determining a quorum. Nothing in these By Laws shall preclude or prevent the retention of either volunteer or professional financial management to assist the Treasurer in the management of congregational accounting.

In the event there may occur a vacancy in the office of either Sr. Warden or Jr. Warden prior to the completion of a regularly elected term, the VRD (or, if the Cure be vacant, the Bishop) shall appoint a successor until such time as the next regularly scheduled Vestry meeting. Unless the Vestry elects otherwise, said appointment shall stand for the remainder of the term. These By Laws do not presume the Jr. Warden automatically becomes Sr. Warden in the case of a vacancy in the latter office.

Sec. 3 Vestry Nominations: The Vestry shall appoint a Nominating Committee, with the consent of the VRD for the purpose of nominating persons to stand for the election to Vestry. This committee may be presided over by the VRD and shall present to the members of **(church name here)** a list of nominations of those who have agreed to stand for election. Any qualified person conforming to the provisions contained throughout these By Laws and as specified by Canons may self nominate or be so nominated by any other qualified member, provided that the nominator has received the nominee's consent. Nominations must be provided to the VRD and the currently serving Sr. Warden not less than two successive Sunday's before the date set the Annual Meeting. Nominations from the floor may be added during the Annual Meeting, provided that a majority of those present at the Annual Meeting approve through a secret ballot, show of hands, or voice vote to allow floor nominees and the nominator has received the nominee's consent (in writing if the nominee is not present).

Sec 4. Limitations of Terms: An adult confirmed Communicant in Good Standing of **(church name here)** is elected to the Vestry for a three-year term. The terms are staggered by a third of the total number of Vestry seats and **(church name here)** shall hold elections for the vacant seats at the Annual Meeting. Vestry members, upon serving a full three-year term, cannot seek immediate reelection to the Vestry for a period of not less than one year, said year to be defined as the time between Annual Parish Meetings, except in such circumstances as there be, as determined by the VRD, and with the consent of the Bishop, insufficient qualified members to serve otherwise.

Sec. 5 Vacancies: Should a premature vacancy occur in the Vestry, the Vestry may, by majority vote, elect a qualified person to serve until the next Annual Meeting. At the next Annual Meeting, an election will be held to fill the vacancy for the remainder of the term. Those elected for a partial term to fill a prematurely vacated Vestry member seat may, after serving the partial term, seek reelection for a full three-year term unless such election may conflict with Sec. 4, above.

Sec. 6 Presiding Office: The VRD, except as herein specified, shall preside over and conduct the Vestry meetings which shall be held a minimum of once a quarter. In the vacancy of the Cure or the known absence of the VRD and as stated previously in this

document, the Senior Warden, or if the Senior Warden be not present then the Junior Warden, shall conduct the Vestry meeting. (cf. Article II, sec 2, above) At the discretion of the VRD the privilege of presiding may be delegated to the appropriate Warden according to the succession described previously. There can be no meeting of the Vestry to conduct any official business in the absence of the VRD unless said priest gives prior consent. Likewise, in the case of a vacant Cure, there can be no such meeting without the presence of the Sr. Warden unless such Vestry person gives prior consent.

Sec. 7. Quorum: A quorum shall consist of a majority of the total elected Vestry members present at a meeting. At the discretion of the Vestry, and with the consent of the VRD, the Vestry may determine to allow, from time to time, electronic or telephonic presence in the establishment of a quorum. Such electronic/telephonic allowances shall not apply, however, in circumstances requiring approval of financial obligations, the calling of a VRD, or other such limitations as may be previously agreed upon by Vestry resolution.

Sec. 8. The VRD may cast a vote when such a vote is necessary to alter the outcome. There may be an exception, however, if the vote in question is for the election of the Sr. Warden or the Jr. Warden. In such circumstances, the election(s) shall be attempted at the next regularly scheduled meeting. If there continues to be no majority for those offices, the VRD may either cast the deciding vote or otherwise bring the matter before the congregation.

Sec. 9. If a Vestry member is absent for three (3) consecutive normally scheduled meetings, the Vestry, at its discretion, may remove the member by a majority vote. Said person shall not be eligible for re election or appointment for a period of one year as defined elsewhere in these By Laws

Sec. 10 Vacancy of the Cure. The Vestry will inform the Bishop immediately upon the knowledge that the current VRD is no longer willing to serve (**church name here**) in such official capacity. The Vestry shall use the Canons of the Diocese and the Episcopal Church as the governing rules to guide them in securing a call.

ARTICLE III VRD

Sec.1 Spiritual and Pastoral: The VRD shall have full authority and responsibility for the conduct of the worship and the spiritual jurisdiction of (**church name here**), subject to the Rubrics of the Book of Common Prayer, the Constitution and Canons of The Episcopal Church and this Diocese, and the pastoral direction of the Bishop.

Sec. 2 Use of Buildings: For the purposes of the office and for the full and free discharge of all functions and duties pertaining thereto, the VRD shall at all times be

entitled to the use and control of the buildings of **(church name here)** together with all appurtenances and furniture, and to access to all records and registers maintained by or on behalf of the congregation.

Sec. 2 Employees and Staff: The staff and employees shall serve under the direction and control and pleasure of the VRD. Nothing in this section, however, shall prevent the VRD from delegating to the Vestry or a member/ committee thereof all or part of the authority to employ, direct, control, evaluate, discharge, or otherwise control the staff or employees.

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ARTICLE IV

Annual Meeting and Special Meeting

Sec. 1 Annual Meeting:

A meeting of **(church name here)** shall be held annually for the purposes of electing Vestry members, electing delegates and alternates to the Diocesan Convention, receiving the reports covering parochial statistics and finances, receiving reports from such other congregational activities as may be appropriate, and conducting such other business as may come before the meeting. In all respects, said Annual Meeting shall conform to the requirements and stipulations of Canon XVIII, inclusive, of this Diocese.

ARTICLE V

Executive Committee

At the discretion of the VRD and by majority consent of the Vestry, there may be formed an Executive Committee to provide advice and assistance to the members of the clergy in the operation of the congregation between times of the regularly scheduled meeting. Such a Committee will normally be composed of the VRD, Sr. Warden, Jr. Warden, and Treasurer. The VRD shall chair the Committee or may delegate the presidency with the understanding that such delegation can be rescinded at will. If the VRD is absent, the Sr. Warden shall preside. However, no meeting of the Committee may take place without prior notice to and the consent of the VRD. The Executive Committee may establish the Vestry agenda and cause such to be distributed to the Vestry prior to regularly scheduled meetings. The Executive Committee may establish financial procedures consistent with the "Manual of Business Methods in Church Affairs;" review financial records and reports, develop and maintain an annual budget under the guidance

of the Treasurer and the chair of the Executive Committee. The Executive Committee shall assist the Treasurer as needed in providing financial reports to the Vestry. The Executive Committee may also make emergency expenditures up to certain monetary limit set by the Vestry. The Vestry may adjust the monetary limit by a majority vote. In such places where the Cure be vacant, the Sr. Warden, or some other Vestry member elected by majority vote by the Vestry, may preside in the same manner as otherwise stated above.

ARTICLE VI

Amendments

These By Laws may be amended, changed, added to, repealed or replaced with the consent of the VRD and at least a 2/3 vote of the Vestry, followed by approval of a majority of those present at a special or Annual Meeting of **(church name here)**. The Diocese strongly urges every congregation to establish a periodic review of these By Laws not less than every three years and upon the resignation/call of a VRD. A current copy of these By Laws shall be provided to the Diocese and any changes thereto shall be provided not later than the date required for the annual Parochial Report.

A copy of these By Laws, and any subsequent changes of whatever nature, shall be entered by majority adoption into the minutes of the applicable Vestry meeting and shall be so posted in a prominent and public space of the congregation for a period of not less than three months from such adoption.

A copy of these By Laws shall be made available to any qualified member of (name of congregation) provided that the expense for such copies becomes the responsibility of the requesting party. A copy of these By Laws may likewise be provided to any persons upon the approval of the VRD.

Approved on the _____ day of _____, 20XX by the Vestry of the **(Church name here)**

Priest in Charge (by whatever title appropriate to the status of the congregation)

Sr. Warden

Clerk

Vestry Member

Date of Signatures (if different from above)

Date entered into the Vestry Minutes (if different from above)
