

# **BY-LAWS OF ST. STEPHEN'S EPISCOPAL CHURCH**

**Amended March 30, 2020**

**OXFORD, NORTH CROLINA**

## **ARTICLE I**

St. Stephen's Episcopal Church, Oxford, North Carolina, accedes to and adopts the Constitution and Canons of the Protestant Episcopal Church in the United States of America and of the Diocese of North Carolina, as set forth in the general Conventions thereof, and acknowledges their authority accordingly.

## **ARTICLE II**

All the temporal interests and affairs of this church shall be governed and controlled by the Vestry, which shall be composed of twelve (12) Vestrypersons, who shall be nominated and elected as provided in Article III.

## **ARTICLE III**

### **PARISH MEETINGS**

#### **Section 1 – General**

An Annual Parish Meeting shall be held in the Parish Hall or other suitable location on the second (2<sup>nd</sup>) Sunday of December, at a time determined by the Vestry. The Rector shall preside at all Parish Meetings. In his absence, the Senior Warden or the Junior Warden shall preside at any meeting, in that order.

#### **Section 2 – Purpose**

The purpose of the Annual Parish Meeting shall be:

- a. to discuss any new or old business which may be brought before the meeting by the Rector, Vestry, or any other person fulfilling the requirements of Section 3 of this article.
- b. To elect new Vestrypersons of the St. Stephen's Episcopal Church; and
- c. To receive annual reports of the various activities of the Parish

### Section 3 – Voting Requirements

Any Communicant member of the Parish who is sixteen (16) years of age or older and in good standing in the Protestant Episcopal Church may vote in any meeting of the Parish when that person is present.

For the purposes of this Article, a “Communicant in good standing” shall mean an enrolled adult communicant in good standing under the definition contained in Canon 30 Section 3 (A) of the Canons of the Diocese of North Carolina who has been confirmed by whatever method.

### Section 4 – Roster of Communicants in Good Standing

On or before the last Sunday of October, annually, the Vestry or a Nominating Committee constituted thereby, shall compile a roster of all Communicants in good standing of St. Stephen’s Episcopal Church. This Roster shall be posted in the Parish Hall until the Annual Parish Meeting. Anyone believing that he or she has been erroneously omitted from the Roster shall notify the Rector of this omission.

### Section 5 – Nominating Process

A. Nominating Committee: In the Fall of each successive year, the Nominating Committee shall be formed consisting of the retiring members of the Vestry and one communicant in good standing of the congregation at large. The Nominating Committee shall review the roster of Communicants in good standing and shall propose nominees to determine their willingness to fulfill the responsibilities that are required of a Vestryperson. The Nominating Committee shall prepare a slate of between six (6) and eight (8) persons to be presented at the Annual Meeting. (In addition, members of the congregation at large may nominate other persons for the Vestry, having first determined their consent to serve by written letter to the Nominating Committee or Nomination from the floor prior to the vote.)

### Section 6 – Election

- A. The election shall be by written ballot. The vote of a majority of those present at the Annual Parish Meeting shall be necessary to elect a member of the Vestry from the slate.
- B. Election Procedure. Each member in attendance shall indicate his or her selections for the Vestry by circling the names of four (4) individuals

contained on the ballot, including those nominated from the floor. Provided that each shall receive at least a majority of the votes by those in attendance, the four (4) nominees receiving the greatest number of votes shall be elected to the Vestry. In the event that a second or subsequent ballot is required to fill all vacancies, the nominees to be voted on shall be limited to twice the number of positions remaining to be filled, consisting of the nominees who receive the next highest tally from the preceding vote. Should there be a tie vote for the last position on any subsequent ballot, the number of nominees to be placed on the ballot shall be increased to include the two (2) or more nominees whose votes were tied.

- C. Counting Procedure. Votes for the Vestry shall be counted and compiled by the Nominating Committee, except any members of the Nominating Committee who are serving as Wardens at the time of the meeting.
- D. Speeches. Prior to the initial vote, the Rector or Presiding Warden shall provide a reasonable interval of time during which any nominee may address the congregation in attendance concerning his or her candidacy or any other matters pertinent to the election.

#### Section 7 – Special Meetings of the Parish

Special meetings of the Parish may be called when deemed necessary by a majority of the Vestry. Notice of any special meeting, including the purpose, time and location, shall be given by announcement during the morning services, as well as publication in the Parish Newsletter and Church Bulletin where the vote of the congregation is required. Notwithstanding the publicized purpose of a special meeting of the Parish, any other business brought before the congregation may be transacted at any Parish Meeting.

### ARTICLE IV

#### VESTRY

#### Section 1 – Size

The Parish Vestry shall consist of twelve (12) persons and shall use the Rotating Vestry System whereby one-third (1/3) of the Vestry shall be elected for a term of three

(3) years annually. No retiring member of the Vestry shall be eligible for reelection until one (1) year has elapsed, except as set forth in this Article.

Section 2 – Requirements

Any Communicant who is in good standing in this Parish who is sixteen (16) years of age or older is eligible to serve on the Vestry.

Section 3 – Vacancies

- A. In the case of a vacancy on the Vestry by reason of death, resignation, or other cause, the remaining members of the Vestry shall fill the vacancy from among those eligible to serve under the provisions of this Article by eight (8) affirmative votes.
- B. A person elected to fill a vacancy on the Vestry shall hold office until the expiration of that unexpired term.
- C. Any person filling an unexpired term of one (1) year or less shall be eligible for nomination for the Vestry at the end of that term.

Section 4 - Meetings

Meetings shall be at regularly determined intervals or upon call of the Rector or as provided under Canon 22(5)(2).

ARTICLE V

OFFICES OF THE VESTRY

Section 1 – Election

- A. Each Vestry shall annually elect from its own members, a Senior Warden and a Junior Warden. A secretary, who may or may not be a member of the Vestry, should also be elected each year by the Vestry. The vestry shall elect the Senior Warden upon nomination by the Rector.

Section 2 – Duties

- A. Senior Warden: In the absence of the Rector the Senior Warden shall preside at all meetings of the parish and/or Vestry and shall also assist the Rector in dispatching Church business.
- B. Junior Warden: In the absence of the Rector and Senior Warden, the Junior Warden shall preside at all meetings of the Parish and/or Vestry. The Junior

Warden shall also be responsible for maintaining and repairing all Church property. Any expense or repairs to the property of more than Five Hundred (\$500.00) Dollars must be approved by the Vestry. In the absence of the Treasurer, the Junior Warden shall be authorized to disburse funds.

- C. Secretary: It shall be the responsibility of the Secretary:
- (1) To keep a correct journal of the proceedings of the Vestry and Parish meetings, preserve the records, and deliver them to the succeeding Secretary;
  - (2) To deliver to the Parish secretary a proposed agenda to be mailed to the Vestry prior to meetings.

## ARTICLE VI

### OTHER PARISH OFFICERS

#### Section 1

It shall be the responsibility of the Vestry to appoint a Treasurer and one (1) or more Assistant Treasurers, if desired.

#### Section 2

##### Duties of the Treasurer

The Treasurer shall be a member of the Vestry Finance Committee, but need not necessarily be a member of the Vestry. He or she shall be responsible for:

- A. Keeping a correct set of books, which shall be available to the Vestry at all times for inspection and/or audit.
- B. Submitting a written report to the Vestry Finance Committee for each regular Vestry meeting and submitting an annual written report to the Vestry Finance Committee Chairman for the Annual Parish Meeting.
- C. Paying all obligations related to the operation of the Church with prior approval from the Vestry.
- D. Researching and preparing financial information as requested by the Vestry, the Clergy, and other Church committees and organization.
- E. Delivering into the hands of the succeeding Treasurer all books, documents, and funds relative or belonging to the Church in the charge of the Treasurer.

- F. All members of the Vestry will be responsible on a rotating basis for receiving, recording and depositing Church offerings at a bank designated by the Vestry.
- G. The Treasurer will be authorized to sign checks on all bank accounts and shall otherwise perform his office in accordance with Title I, Canon 16 of the Episcopal Church and superceding provisions thereof.

### Section 3

#### Duties of the Assistant Treasurer

The Assistant Treasurer shall be a member of the Vestry Finance Committee, but need not necessarily be a member of the Vestry. At any time the Vestry shall deem it necessary, members of the Vestry may serve as assistants to the Treasurer. Those serving in this position shall:

- A. Assist the Treasurer and act in his or her stead.
- B. Secure all funds received during regular services, or at other times.
- C. Record pledge receipts each week on individual pledge statements.
- D. Mail quarterly statements to those members in arrears and year-end statements to all members showing the amount pledged, the amount paid, and amount due, if any; and
- E. Deliver into the hands of the succeeding Assistant Treasurer(s), all books, documents, and funds relative to or belonging to the Church in the charge of the Assistant Treasurer.

## ARTICLE VII

### VESTRY COMMITTEES

The Rector and/or Vestry shall appoint such committees as may be deemed necessary to insure the smooth operation of the Church.

## ARTICLE VIII

### ELECTION OF DELEGATES AND ALTERNATES TO THE DIOCESAN CONVENTION

The Delegates and Alternates to the Diocesan Convention shall be elected by the Vestry. A Delegate or Alternate must be a Communicant who is in good standing in the Parish and who is sixteen (16) years of age or older. The congregation shall be given the opportunity to nominate delegates and alternates.

## ARTICLE IX

### EMPLOYMENT CONTRACTS WITH CHURCH EMPLOYEES

There shall be an employment contract with the Clergy, not inconsistent with the Constitution and Canons of the Episcopal Church or bylaws of St. Stephen's Episcopal Church, which shall contain the amount of salary and allowances, vacation and sick leaves, sabbatical time and other appropriate items. The contract will be reviewed and approved annually. There also may be employment contracts with other Church employees.

## ARTICLE X

### AMENDMENT AND IMPLEMENTATION OF BYLAWS

These Bylaws may be supplemented and implemented in accordance with the foregoing provisions by regularly adopted resolutions contained in the minutes of the Vestry. These Bylaws may be amended or modified only upon the vote of two-thirds of the communicants in good standing present at a special or annual meeting of the parish.

## ARTICLE XI

All previous Bylaws are hereby rescinded.

\*Cindy Bostic moved to adopt an Amendment to the By-Laws providing for the conduct of meetings by teleconference, videoconference, or any other technology that allows all persons participating to hear each other at the same time and participate in discussion. The motion was seconded by David Smith and carried. (3\_30\_2020)