

BY-LAWS
FOR ST. JAMES' EPISCOPAL CHURCH
INDIAN HEAD, MARYLAND

(Approved at Annual Parish Meeting, April 5, 2009)

ARTICLE I - Purpose

Section 1. The purpose of these BY-LAWS shall be to govern the method of election of the Parish Vestry, including Wardens and other Parish officers, in accordance with the provisions of the Maryland Vestry Act, the Constitution and Canons of the Episcopal Church in the United States of America, and the Constitution and Canons of the Diocese of Washington.

Section 2. The term "year" as used in these BY-LAWS shall be understood as the period of time between two consecutive Annual Parish Meetings.

Section 3. The time and place of the Annual Parish Meeting shall be determined by the Vestry; but note, that Diocesan Canon 25, Sec. 3(A) requires that if the Vestry fails to fix the date and place of an annual meeting during the first eleven months of any calendar year, an annual meeting shall be held at the church on the Monday night following the first Sunday in December. Notice of such time and place of an Annual Parish Meeting to be given in writing to each member of the congregation not less than 30 days in advance of the meeting date. Special meetings of the Parish may be called by (a) the Rector, (b) by three (3) members of the Vestry, or (c) by petition of eighteen (18) qualified voters of the Parish.

Section 4. The duties and limits of authority of the Vestry and other officers of the Parish will be described herein.

ARTICLE II - Election of Vestry Members

Section 1. The number of members to be elected shall be eight (8).

Section 2. The Vestry shall be governed by the Maryland Vestry Act, the Constitution and Canons of the Episcopal Church in the United States of America, and the Constitution and Canons of the Diocese of Washington.

Section 3. The Rector shall preside in the Vestry, and shall have a vote. In his/her absence, the Senior Warden shall preside. In absence of Rector and Wardens, the majority of the Vestry may appoint a member to preside. If the Parish has no Rector, the Bishop, if present, will preside.

Section 4. Both Wardens and Vestry members shall have voice and vote at all meetings of the Vestry, and on all questions properly coming before the Vestry.

Section 5.

- a) The Vestry is made up of three integral parts: Rector, Wardens, and members.
- b) To constitute a quorum there must be present (1) Rector and four other members; or (2) Rector, both Wardens, and three other members; or (3) in the absence of the Rector, both Wardens and four other members.
- c) The Rector, Senior Warden, or one-third of the Vestry may call a special meeting of the Vestry.

Section 6. Each Vestry member shall serve for a term of two years. Three Vestry members shall be elected to the Vestry each year.

Section 7. Vestry members shall be elected at the Annual Parish Meeting by the majority of the Parish members present and qualified to vote.

Section 8. Nomination for Vestry members may be made from the floor by any qualified voter. The Vestry may also, at its discretion, appoint a nominating committee of at least three members, to present a slate of nominees.

Section 9. A Vestry member may serve for one term (two years), and then shall be ineligible for reelection for a period of one year. Furthermore, no person shall be elected to the Vestry if the filling out of the complete term would cause the member to serve more than four (4) consecutive years on the Vestry.

Section 10. The Vestry shall meet as a body as soon as possible after the Annual Parish Meeting.

ARTICIE III - Election of Secretary

Section 1. The Secretary shall be elected for a term of one year by the Vestry at their first meeting after the Annual Parish Meeting.

Section 2. The Secretary may be selected from any qualified member of the Parish.

Section 3. There is no limit to the number of years a Secretary may serve by reelections.

Section 4. The Secretary shall attend all vestry meetings and keep minutes of the same. In the Secretary's absence, a temporary Secretary will be appointed by the presiding officer.

ARTICLE IV - Election of Treasurer and Assistant Treasurer

Section 1. The Parish treasurer and Assistant Treasurer shall be elected for a term of one year by the Vestry at their first meeting after the Annual Parish Meeting.

Section 2. The Treasurer and Assistant Treasurer may be selected from any qualified member of the Parish.

Section 3. There is no limit to the number of years a Treasurer and Assistant Treasurer may serve by reelections.

Section 4. The Treasurer or Assistant Treasurer shall attend all Vestry meetings.

Section 5. When necessary, the Vestry may, in addition to the Parish Treasurer and Assistant Treasurer, select additional Assistant Treasurer or Treasurers to handle such pertinent duties as the Treasurer may detail.

ARTICLE V - Election of Wardens

Section 1. The Senior and Junior Wardens shall be elected at the Annual Parish Meeting by the majority of the Parish members present and qualified to vote.

Section 2. The term of office of each Warden shall be three (3) years.

Section 3. Vestry members may be elected to a Warden position and may serve for three (3) years. No person may serve more than five (5) consecutive years.

ARTICLE VI - Filling of Vacancies

Section 1. The Vestry may at any time appoint an eligible person to fill a vacancy in an office which it normally has the right to fill.

Section 2. The Vestry may at any time appoint an eligible person to fill a vacancy which the Parish membership normally fills by election at the Annual Parish Meeting. The office so filled shall be held by the person appointed until the next Annual Parish Meeting. The Parish membership shall then vote on a person to fill the unexpired term.

ARTICLE VII - Qualifications of Voters and Vestry Members

Section 1. The following qualifications shall determine the eligibility of "voters" in St. James' Parish:

- a) Shall be of legal voting age.
- b) Shall have been entered upon the records of St. James' Parish at least six (6) months preceding the day of election.
- c) Shall be a communicant in good standing of the Episcopal Church for a period of not less than one (1) year. (Communicant status is defined in National Episcopal Church Canon 16. Sections 1, 2 and 3).
- d) Shall be a contributor to the financial support of the Parish.
- e) The list of voters, as published two (2) weeks prior to the Annual Parish Meeting, shall be the list of legal voters of St. James' Parish for that year.

Section 2. The following qualifications shall determine the eligibility of persons to be elected to the Vestry of St. James' Parish:

- a) Shall have fulfilled all of the above requirements for voting membership.
- b) Shall be a communicant in good standing of St. James' Parish by virtue of confirmation or reception in St. James' Parish, or by letter of transfer received one (1) year or more prior to the Annual Parish Meeting.

ARTICLE VIII - Duties

Section 1. The Vestry shall be expected to provide all necessary material things for the work, comfort, and life of the Parish.

Section 2. They shall provide the proper support for the Rector.

Section 3. They shall have the care and custody of all Parish property and supervise the collection and expenditure of Parish revenue.

Section 4. The Vestry is the corporate trustee of the Parish and to it State law gives the legal right to manage and control the temporalities of the Parish.

Section 5. The Vestry shall:

- a) Act as legal representative of the Parish in dealing with both State and Church.
- b) Hold legal title to all property belonging to the Parish as trustees for the same.
- c) Perform such other acts as provided for by Canon Law.

ARTICLE IX - Duties of Wardens

Section 1. The Senior Warden is generally considered as the "Rector's Warden" and should work for and with the Rector to the benefit of the Church.

Section 2. The Junior Warden is generally considered the "People's Warden" and should act as liaison between the Rector and the congregation.

ARTICLE X - Changes in BY-LAWS

Section 1. These BY-LAWS may be amended or changed by a two-thirds vote of the qualified voters present at the Annual Parish Meeting, provided thirty (30) days notice of the proposed change has been given, in writing, to the Vestry and to the communicants of the Parish.

Section 2. These BY-LAWS may be changed or amended by a two-thirds vote of the qualified voters at a special congregational meeting called by the Vestry, provided thirty (30) days notice of the proposed change or changes is given, in writing, to the Vestry and the communicants of the Parish.