## BY-LAWS FOR ST. ANNE’S EPISCOPAL CHURCH

## Preamble

 St. Anne’s Episcopal Church is a parish of the Episcopal Diocese of North Carolina and is governed by the Constitution and Canons of the Diocese of North Carolina and of the Episcopal Church in the United States of America. The Rector, under the authority of the Bishop, is responsible for the worship and spiritual jurisdiction of the parish, and presides at Vestry and congregational meetings. The Vestry, as trustees for the Parish, as detailed in Canon 23, has charge of all secular concerns of the Parish and shall also work in developing and maintaining parish programs of ministry.

 St. Anne’s day-to-day operations are guided by the following By-laws for the orderly conduct of parish meetings, as described in Canon 22, Section1, (d), and for the orderly conduct of parish meetings and other business, as described in Canon 22, Section 2, (f). By-laws applicable to parish meetings can be amended only by a majority vote at a properly called meeting of the congregation, and then only in ways which do not conflict with the Constitution and Canons. By-laws pertaining to Vestry activity may be adopted by the Vestry for the orderly conduct of its meetings and other business that are not inconsistent with the Constitutions and Canons of the Diocese. In certain places within these by-laws sections of the Constitution and Canons are repeated to make those sections readily available. However, in any case where these by-laws conflict with the Constitution By-Laws and each amendment thereto adopted, certified by the secretary, shall be filed within 30 days thereafter with the Ecclesiastical Authority of the Diocese for approval. The Ecclesiastical Authority may, with the advice and consent of the Standing Committee, disapprove any by-law which is inconsistent with the Constitution or Canons of the Diocese or of the General Convention of the Protestant Episcopal Church.

**I. ANNUAL PARISH MEETING**

A.There will be an annual parish meeting held on the third Sunday in September or other appropriate date designated by the Vestry for the purpose of:

1. Electing a Vestry for the coming year from among the enrolled confirmed adult communicants in good standing with the parish.
2. Receiving reports from the Vestry and from committees appointed by the Vestry.
3. Reviewing a draft of the budget for the next year or other financial reports for discussion. The actual adoption of a new-year budget and any amendments is the responsibility of the Vestry.
4. Acting upon other items as determined by the Vestry.

B. Eligibility for voting at the parish meeting shall be in accordance with the Constitution and Canons of the Diocese of North Carolina.

1. Article 9, Section 3, of the Constitution provides that only enrolled confirmed adult communicants in good standing, and who thereby consent to be governed by the Constitution and Canons of this church as are or may be adopted by the General Convention, and the Convention of the Diocese pursuant thereto are permitted to vote in parish elections. Only members present shall be allowed to vote.

2. Canon 30, Section 3 provides the following definitions (paraphrased):

a. Adult – age 16 or older

b. Confirmed member – a baptized person who has been confirmed or received by a Bishop of the Episcopal Church.

c. Communicant in good standing – a confirmed member who, for the preceding year, has been faithful in corporate worship (unless good cause prevented) and has been faithful in working, praying and giving for the spread of the Kingdom of God.

d. Enrolled member- a member whose baptism has been recorded at St. Anne’s, or who has been duly transferred to St. Anne’s.

 C. The Vestry shall be constituted and elected according to the following rules:

1. The Vestry shall consist of nine duly elected members.
2. A rotating system shall be used to elect Vestry members with three members elected each year for a three-year term. Members who have served on the Vestry during the past year shall not be eligible for election.
3. Individuals who are married or partnered cannot serve concurrently on the Vestry.
4. The three Vestry members whose terms are about to expire, the Rector, and a member-at-large appointed by the Vestry upon recommendation of the Senior Warden, shall constitute a nominating committee. The nominating committee shall seek to bring before the congregational meeting a list of at least six nominees (two nominees for each position).
5. The three Vestry members whose terms are about to expire shall serve as the teller committee during the election.
6. Voting shall be by secret ballot.
7. A majority of those present and voting in an annual parish meeting shall be necessary to elect a member of the vestry. Nominees receiving a majority shall be declared elected. If additional ballots are required, the nominees to be voted on shall be limited to twice the number of positions remaining to be filled and, within that number, shall be those not elected on the previous ballot who received the highest number of votes. However, should there be a tie vote for the last position on any subsequent ballot, the number of nominees to be placed on that ballot shall be increased to include the two or more nominees whose votes were tied.
8. Vestry terms shall begin on October 1 following the election.
9. In the event of a vacancy in an unexpired term of a Vestry member, the vacancy may be filled for the remainder of the term in either of the following two ways, at the discretion of the Vestry:
	* + - 1. The Vestry may elect any qualified member of the parish to serve the remainder of the term.
				2. The qualified voters at an annual parish meeting may elect any qualified member of the parish to fill a vacancy of an unexpired term. Such election shall take place after the election of members for full terms is completed. The nominating committee shall nominate one or more members for such a vacancy.

D. The Canons prohibit holding an annual parish meeting by means of a teleconferencing service in times when state and local government regulations as well as Diocesan directives prevent a traditional in-person annual parish meeting from taking place. Since the election of new Vestry members is the mandatory item during the annual parish meeting, the Vestry can choose one of these two options:

* The Vestry may leave the expired Vestry positions vacant until a traditional annual parish meeting can be held.
* The Vestry may fill the expiring terms of outgoing Vestry members by its own action and elect members in good standing from the congregation to fill the vacancies. Those elected to the Vestry in this manner will serve full three-year terms beginning on October 1.

**II. THE VESTRY**

1. The governing body of St. Anne’s Episcopal Church shall be known as the Vestry of St. Anne’s Episcopal Church. The Vestry shall be the Trustee of the parish; shall have charge of all secular concerns thereof; shall hold property belonging thereto, and shall be authorized to collect, invest or disburse its funds. The Vestry of St. Anne’s Church represents the parish and shall make all decisions concerning its secular operation, provided that the decisions of St. Anne’s Vestry do not conflict with the Constitution and Canons of the Episcopal Church and of the Episcopal Diocese of North Carolina.
2. Before the Vestry shall be authorized to sell, mortgage or otherwise convey or encumber any property held by it or by a corporation or other entity formed or controlled by or affiliated with such parish, including encumbrances arising from purchase money obligations or engage in any borrowings or other similar financing transactions, the aggregate amount of which exceeds 50% of the normal operating income of the parish for the previous calendar year of the repayment of which may extend beyond a term of 12 months, it shall obtain the written consent of the Bishop, acting with the advice and consent of the Standing Committee of the Diocese.
3. Officers are elected annually to fulfill the following functions:
4. Senior Warden – elected annually from among the Vestry members upon nomination of the Rector unless there is no Rector, in which case the election shall proceed without the Rector’s nomination.
	* + - 1. The Senior Warden shall be responsible for assuring the Vestry follows through with the goals for mission and ministry established or renewed during the Vestry’s annual retreat.
				2. The Senior Warden shall serve as the Parish’s officer for communications.
				3. The Senior Warden shall preside at Vestry or congregational meetings in the absence or at the discretion of the Rector.
				4. The Senior Warden shall appoint a committee to examine the by-laws annually and to report to the Vestry.
				5. The Senior Warden shall be considered a member of the Executive Committee, which meets monthly with the Rector to establish agendas for upcoming Vestry meetings.
5. Junior Warden- elected annually from among the Vestry Members.
	* + - 1. The Junior Warden will be responsible for the regular reporting to the Vestry by the standing committees.
				2. The Junior Warden shall also ensure that Vestry groups are organized and meeting regularly.
				3. The Junior Warden is the Parish’s officer for sustaining congregational ministry.
				4. The Junior Warden will serve in the role of the Senior Warden pro tem if the Senior Warden is unable to fulfill the duties.
				5. The Junior Warden shall be considered a member of the Executive Committee, which meets monthly with the Rector to establish agendas for upcoming Vestry meetings.
6. Other

a. The Clerk shall be elected annually by the Vestry from

among the members of the congregation and may be reelected. The Clerk shall keep minutes of all Vestry and congregational meetings and present the minutes at the beginning of each subsequent meeting. The Clerk shall serve as corresponding secretary in communicating the official business of the Vestry. The Clerk shall be considered a member of the Executive Committee, which meets monthly with the Rector to establish agendas for upcoming Vestry meetings.

* + - * 1. The Treasurer shall be elected annually by the Vestry from among its own members or among members of the congregation and may be reelected. The duties of the Treasurer, aided by the Finance Committee include:

The handling of all money collected by church.

Presenting at each Vestry meeting a report on the Parish’s cash position

Presenting at least twice a year (as the end of June and the end of December) a report summarizing the financial status of the parish in terms of each item in the annual budget.

As a member of the Executive Committee, participating in monthly meetings with the Rector to establish agendas for upcoming Vestry meetings.

1. The Vestry shall meet eleven times over a twelve-month period and call additional meetings as necessary. Five Vestry members shall constitute a quorum.
2. The Vestry may establish standing and special committees and shall outline their duties at the time of their creation. Membership of all committees is open. The chair of each shall schedule and call all meetings, set agenda, and report regularly to the Vestry. At least one member of the Vestry shall be assigned to each committee as Vestry Liaison.
3. In addition to the annual meeting, the Vestry may call for congregational meetings at other times.
4. In accordance with the church’s Canons and Constitution, the Vestry is responsible for preparation and maintenance of the parish’s budget. All fundraising events, drives, or other activities shall be approved in advance by the Vestry.
5. During times when in-person gatherings have been suspended by pastoral directive, Canon 30, Section 1 allows the Vestry to meet and vote by teleconference, videoconference, or any other technology that allows all persons participating to hear each other at the same time and to participate in discussion. For purposes of determining a quorum and for voting, members participating in a meeting by means of remote technology are deemed present in person at the meeting.

## III. AMENDMENTS TO BY-LAWS

 Subject to the Constitution and Canons of the Diocese, these by-laws pertaining to the vestry may be altered, amended, or repealed by affirmative vote of a majority of the members of the Vestry. By-laws pertaining to the parish meeting may be altered, amended, or repealed by affirmative vote of a majority of those members of the parish present at the next annual or specifically-called parish meeting.

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