

CHRIST CHURCH
KING AND QUEEN PARISH
CHAPTICO, MARYLAND
PARISH BYLAWS
Adopted: March 27, 1978

Amended: April 7, 1986; April 6, 1987; January 20, 1991; January 21, 2001; September 8, 2013; January 21, 2018

Declaration

The corporation known as Christ Church, King & Queen Parish shall have the power to make all rules and regulations for the temporal government of the Parish not inconsistent with public law, or with the provisions of the Constitutions and Canons of the Convention of the Episcopal Church of the Diocese of Washington (EDOW), or with the Constitution and Canons of the General Convention of The Episcopal Church.

ARTICLE I MEMBERS

Every person who has been baptized, whether in the Episcopal Church or in another Christian Church, and whose Baptism has been duly recorded in the Parish Register, shall be a member of Christ Church, King and Queen Parish (the "Church/Parish"). Every person not less than sixteen (16) years of age and who is a Member of Christ Church, King and Queen Parish (the "Church/Parish"), and is a confirmed communicant in good standing in the Church/Parish, shall be a Voting Member thereof, with the right to vote in the election of Vestry members and upon all other matters having to do with the affairs of the Church/Parish.

A confirmed communicant in good standing is a member of the Church/Parish over the age of sixteen (16) who has received Holy Communion in the Church/Parish at least three (3) times in the preceding year, and who for the preceding 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, including being a financial contributor of record to the parish, and who has been duly confirmed in or received into The Episcopal Church.

The Rector shall maintain a current list of confirmed communicants in good standing, determined in the Rector's best judgment according to the Canons of The Episcopal Church. In the event of any dispute as to eligibility of any voter, the question shall be referred to the Vestry or other appropriate ecclesial authority for resolution.

ARTICLE II MEETINGS OF THE PARISH

Section A: Annual Meeting

1. There shall be an Annual Meeting of the Church/Parish, at a designated time and place, specified by the Vestry.¹ It shall be an open meeting that all are welcome to attend, whether or not they are entitled to vote.

¹ N.B. EDOW Canon 25, Section 3(a)(ii) states that if the vestry does not "fix the time and place of an Annual Meeting to be held during the first eleven months of the year, the Annual Meeting for that year shall be held at the Church on the Monday night following the first Sunday in December."

2. The business to be transacted at the Annual Meeting shall include the election of Vestry members (See Art. III, Sect. B); the election of Lay Delegates and Alternates to Diocesan Convention, and to the Regional Assembly; and other business within the power of the Church/Parish as a religious corporation of the State of Maryland.

Section B: Special Meetings

At any time during the interval between Annual Meetings, a Special Meeting may be called by:

1. The Rector (or in the Rector's absence, the Senior Warden);
2. At least Fifty percent (50%) of the Vestry; or
3. A petition signed by at least thirty-three and one-third percent (33 $\frac{1}{3}$ %) of Voting Members of the Church/Parish and delivered to the Rector and Vestry.

Section C: Notice of Meetings

1. Annual Meeting time and place shall be published each week for no less than four (4) weeks prior to the date of the meeting. All Voting Members shall be given notice.
2. Notice of Special Meetings including time, place, and purpose shall be not less than four (4) weeks prior to the date of the meeting, with notice given to all Voting Members, provided however, that said notice may be shortened to ten (10) days in the event of exigent circumstances.
3. At least 30 days' notice shall be given of any proposed change to the bylaws to be presented for action at a meeting. The notice shall include the proposed change and an explanation of it.

Section D: Quorum

Twenty-Five percent (25%) of the qualified voters of the Church/Parish shall constitute a quorum at an Annual or Special Meeting. A majority of the Quorum present shall be necessary for adoption of any matter voted upon, except that a two-thirds ($\frac{2}{3}$) majority shall be required for amendment of Bylaws.

Section E: Presiding Officer

The Rector shall be the Presiding Officer. If the Rectorship be vacant, the Bishop shall preside, if present. In the event of the absence of the Rector or the Bishop (in case the Rectorship be vacant), the Senior Warden, or in his/her absence the Junior Warden, shall preside.

Section F: Voting

1. Before the election, the Rector shall appoint three (3) judges of election from the members of the Vestry and at least three (3) tellers from the Voting Members of the congregation who are not members of the Vestry.

It shall be the duty of the judges to:

- (a) Have a list of qualified Voting Members at the meeting,
- (b) Determine the existence of a quorum,
- (c) Hear and determine all challenges and questions arising in connection with the right to vote,
- (d) Determine the results of the election.

The decision of two (2) of the three (3) judges shall be as effective as the decision or act of all three.

2. Upon the closing of the polls, the tellers shall count the ballots and shall certify the results of the balloting to the judges and to the Rector. A nominee shall be elected to the vestry or other office when the tellers certify, and the judges confirm, that that he/she has duly received a majority of legitimate votes cast for the vacancy or position to be filled. If no nominee shall have received a majority of legitimate votes for the vacancy to which she/he has been nominated, additional ballots shall be cast, and certified as above, until a nominee receives a majority of legitimate votes or all nominees have withdrawn their names from consideration. The nominee receiving the least number of votes in any ballot cast shall be eliminated from all subsequent ballots. In the event that a ballot contains only one nominee but that nominee shall not receive a majority of legitimate votes cast, then no election shall occur. When the judges have confirmed the balloting results and have determined whether a valid election has occurred, the Rector shall notify successful nominee(s), if any, of their election and shall announce the results of the election.

3. In any election in which the number of nominees does not exceed the number of vacancies the Rector may ask that the election be by a single voice vote for the panel of nominees.

ARTICLE III VESTRY

Section A: Membership

The Vestry shall consist of the Rector, Senior Warden, Junior Warden, and those lay persons of at least eighteen (18) years of age who shall have been duly elected to the vestry from among the Voting Members of the Church/Parish.

Section B: Election of the Vestry

1. Nominations for Vestry shall be made by a Nominating Committee appointed by the Rector and Vestry. Prior to any meeting at which Vestry members may be elected the Rector shall submit to the Nominating Committee a list of those Voting Members qualified for election to the Vestry. Voting Members not less than eighteen (18) years of age may be nominated to serve as Vestry Members, in the following manner:

a. Anyone nominated to be a Vestry member must agree to serve if elected; and

b. At least three (3) months in advance of each Annual Meeting, the Rector and Vestry shall appoint a Nominating Committee consisting of not less than three (3) nor more than five (5) Voting Members and including outgoing Vestry members and other Voting Members of the Church/Parish; and

c. The Nominating Committee shall nominate at least one (1) Voting Member to serve for each vacancy in the Vestry to be filled; and

d. The Nominating Committee shall submit to the Vestry the names of those persons so nominated and qualified at least thirty (30) days prior to the annual meeting, and the Vestry shall in a timely fashion make known to the congregation by publication in the Church/Parish bulletin or equivalent, or by such other means as the Vestry may select, the names of those so nominated;

e. Any Voting Member may submit the names of proposed candidates, with their consent, for the office of Vestry member by submitting such name or names, over their signatures, to the Nominating Committee not less than six (6) weeks prior to the annual meeting.

f. The Vestry shall make known to the congregation by publication in the Church/Parish bulletin or equivalent, or by such other means as the Vestry may select, the names of any additional qualified nominees.

2. A nominee shall:

- a. Meet the requirements for membership as defined in Article I, Sect. A, hereinabove; and
- b. Commit to high standard of stewardship and formally accept the biblical tithe (10% of annual income) as the minimum standard of Christian giving, at least as a goal, as set forth at the General Convention of 1982, in the form of an annual pledge to the Church/Parish; and
- c. Commit to attend, unless for good cause prevented, at least seventy (70%) of all regular Vestry meetings and to worship at the parish on at least fifty (50%) of all Sundays when worship occurs; and
- d. Commit to practicing prudent stewardship of Parish resources to support the mission of the Church/Parish, which is to restore all people to the unity of God and each other in Christ as we worship, proclaim the Gospel, and promote justice, dignity, peace and love.

3. Vestry members shall be elected to a term of three (3) years.

4. Terms of office

- a. A lapse of at least one (1) year must take place before a retiring Vestry member, may be eligible for election or appointment to the Vestry.
- b. A Vestry member elected to serve the unexpired portion of another's term may serve that partial term and, if elected, a full three-year term.
- c. A Warden who has served four (4) successive one-year terms must have a lapse of one year before becoming eligible to serve as Warden or member of the Vestry.

5. In the event of vacancy on the Vestry, the remaining Vestry members may elect a person who has been found eligible for election to the Vestry to fill the vacancy until the next Annual Meeting. To be elected, such a person must receive affirmative votes from a majority of Vestry members at a duly called Vestry Meeting.

- a. In the event that more than one (1) qualified candidate is nominated to fill any such vacancy, and no nominee shall receive affirmative votes from a majority of Vestry members, as above, no election shall occur.
- b. The results of any election shall be recorded in the minutes of the Annual Meeting, or of the Vestry meeting, at which the election occurs.

Section C: Election of Wardens and Officers

Election of Wardens and officers shall occur at the first meeting of the Vestry after the Annual Meeting, which shall normally occur immediately following the Annual Meeting, and may be any person qualified to serve on the Vestry, as described above and herein. Each warden and officer shall be elected by the majority vote of the vestry. If either or both of the warden offices are filled by someone not elected to the Vestry by the congregation, that/those Warden/s become/s a Vestry member, thereby increasing the Vestry membership by one (1) or two (2) as the case may be. The Wardens shall be elected for a term of one (1) year and may serve up to four (4) successive terms, if elected to do so.

Section D: Number of Vestry

There shall be no more than twelve (12) laypersons, exclusive of wardens and officers, serving on the Vestry (See Article IV.A).

Section E: Quorum

Fifty (50%) of lay Vestry members and the Rector, if present, shall constitute a quorum for the transaction of business at any meeting of the Vestry. Officers who are not members of the Vestry shall not be counted for purposes of determining a quorum.

Section F: Meetings of the Vestry

1. The Vestry shall meet at least once each calendar quarter.
2. Special meetings of the Vestry may be called by the Rector, the Senior Warden, or one-third ($\frac{1}{3}$) of the members of the Vestry, upon not less than three (3) days' notice. Timely notice of any such meeting shall be provided to all members of the Vestry.
3. The Rector shall be a member of the Vestry with the right to vote and shall preside at all meetings thereof. In the Rector's absence or at the Rector's discretion, the Senior Warden, if present, or the Junior Warden shall preside, or in the absence of both, another member selected by the Vestry shall preside. If the Rectorship be vacant, the Bishop (if present) shall preside.
4. Committees shall be formed by appointment of the Rector with the approval of the Vestry, or if the Rectorship be vacant, by the Senior Warden with the approval of the Vestry. At least two Vestry members shall serve on each committee.

Section G: Oath

At the next regular Sunday worship service following the annual meeting, the newly elected Vestry members, Wardens, Lay Delegates and Officers shall take the oath in the form prescribed in the Maryland Vestry Act of July 1, 1976, and shall uphold the Canons and Constitution of the Episcopal Church of the United States, and the Diocese of Washington, and the Bylaws of King and Queen Parish. The language of the oath is as follows:

I (name), do solemnly swear, that I will faithfully execute the office as a Vestry member, Warden, Lay Delegate, or Officer of King and Queen Parish, in St. Mary's County, Maryland; without prejudice, favor or affection, according to the best of my skill and knowledge, so help me God.

ARTICLE IV WARDENS AND OFFICERS

Section A: Wardens

1. Except as noted in Article III, Section C (above) and in point 4., below, the Wardens shall meet the qualifications of, and shall be, Vestry members, having such authority and performing such duties in the management of property and affairs of the Church/Parish as provided by Canon Law and by resolutions of the Vestry not inconsistent therewith.

2. The Senior Warden shall serve as lay consultant and advisor to the Rector and shall perform such other duties as are provided by Canon Law or as may be assigned to the Senior Warden by the Vestry. The Senior Warden shall be the senior lay officer of the Church/Parish.

3. The Junior Warden is the next most senior Officer of the Church/Parish and shall have general responsibility for the supervision and maintenance of all Church/Parish property, real and personal (other than securities and cash) and shall perform such other duties as the Vestry may assign.

4. Wardens may serve up to four (4) successive one-year terms, if duly elected to do so.

Section B: Treasurer

1. The Vestry shall appoint annually a treasurer of the Church/Parish who may or may not be a member of the Vestry. The treasurer may serve successive terms if duly elected to do so.

2. The Treasurer shall keep the financial records of the Church/Parish, and shall have general custody of all Church/Parish funds, securities and other investments.

3. All monies received by the Church/Parish shall be delivered to the Treasurer, and all expenses and other payments shall be made by the Treasurer or under the Treasurer's direction.

4. The Treasurer shall make a report as to the general financial conditions of the Church/Parish at the annual meeting of the Voting Members and make such other reports from time to time as the Vestry may request.

Section C: Assistant Treasurer

1. The Vestry may at any time or from time to time elect one or more Assistant Treasurers who shall do and perform such duties of the Treasurer as the Treasurer or Vestry may assign thereunto.

Section D: Registrar

1. The Vestry shall appoint annually a registrar who may or may not be a member of the Vestry and may serve successive terms if duly elected to do so. The Registrar shall have custody of the corporate seal of the Church/Parish.

2. The Registrar shall record the minutes of all meetings of the Vestry and of the Voting Members in a suitable minute book which shall be maintained in the Church/Parish office.

3. The Registrar shall keep at least two copies of the up-to-date Church/Parish Bylaws which shall be open to inspection by Member of the Parish in the Church/Parish office at reasonable business hours.

4. The Registrar shall perform such other duties as may be assigned to the Registrar by the Vestry.

Section E: Other Officers

1. Such other officers as may be elected by the Vestry from time to time shall have and perform such powers and duties as may be assigned to them by the Vestry.

Section F: Attendance of Officers at Vestry Meetings

1. All officers who are not members of the Vestry shall be invited to attend all meetings of the Vestry.

ARTICLE V DELEGATES TO DIOCESAN AND REGIONAL ASSEMBLIES

All Delegates must meet the same requirements as Vestry members, and are required to attend Regional Assemblies and Diocesan Conventions unless by good cause prevented, and keep the Church/Parish and Vestry informed of all actions taken at such Assemblies and Conventions.

ARTICLE VI RECTOR

In the event of a vacancy in the position of Rector, the Vestry shall inform the Bishop, or if there is no Bishop, shall inform the President of the Diocesan Standing Committee. In due time and by majority vote of the entire Vestry, the Vestry may, in consultation with the Bishop, call a new Rector from among those eligible to serve in this ministry in The Episcopal Church. Such an election shall follow the Constitution and Diocesan and National Canons of The Episcopal Church as well as all appropriate Canons, policies and procedures of the Episcopal Diocese of Washington.

ARTICLE VII CEMETERY

The Vestry shall be responsible for administering the cemetery in accordance with the policy adopted by the Church/Parish in July 1962, as amended.

ARTICLE VIII GIFTS TO THE CHURCH

No Gifts or memorial objects having a value of more than \$1,000, or which would require structural change to the buildings or grounds of the Church/Parish, may be accepted, consecrated, or used in the Church without being approved by the Vestry. Once any gift and/or memorial object has been accepted by the Vestry it becomes the sole and exclusive property of The Episcopal Church, and the donor relinquishes any and all further claims thereto.

ARTICLE IX ENDOWMENT FUNDS

Section A: Parish Endowments

The Endowment is defined as an account whose original principal is restricted from invasion, except as provided for in the "Invasion of Principal" section of the Charter of the Board of Endowment Trustees. The Endowment Funds are:

- a. Church and Cemetery
- b. Program Fund
- c. General Account

The Board of Endowment Trustees of Christ Church, King and Queen Parish is responsible, on behalf of the Vestry for administering the program for the distribution of returns on investments and principle, and shall report to the Vestry at least once per calendar year. The Board shall be comprised of four (4) persons appointed by the Vestry. The Rector shall be an advisory, non-voting member of the Board. For further details regarding the Board of Endowment Trustees and the policies related to governing and administering the Christ Church Endowment, please see the policy set forth and adopted by the Vestry on May 9, 2005, as amended.

ARTICLE X APPOINTED COMMITTEES

Section A: Finance Committee

There shall be a standing Finance Committee, appointed by the Vestry. The committee shall be composed of five (5) Voting Members of the Church/Parish serving staggered three (3) year terms, and may succeed themselves. The parish Treasurer shall be a Voting Member of this committee. The Vestry also has the authority to appoint an advisor, with voice but not vote, to the committee. The Chairperson shall be chosen by the Committee members. The committee shall meet and review the investments of the Church/Parish and report to the Vestry at least once each year.

Section B: Buildings and Grounds Committee

There shall be a standing Buildings and Grounds Committee, appointed by the Vestry. The Junior Warden shall ordinarily serve as Chairperson of this committee. The committee shall meet and review the physical and real assets (exclusive of securities and cash) of the Church/Parish and report to the Vestry at least once each year.

ARTICLE XI AMENDING THE BYLAWS

These Bylaws may be amended, modified, repealed or added to at any Annual Parish Meeting by a two-thirds ($\frac{2}{3}$) vote of those Voting Members who shall attend any meeting of members of the Church/Parish, provided however, that any such alteration, amendment, repeal or addition, whether proposed by the Vestry or by the Voting Members who shall call a Special Meeting pursuant to Article I, Sec. A hereof, and shall be specified in the notice of the meeting, whether it be an Annual or Special Meeting by a vote of two-thirds of the qualified voters present at such meeting. Notice of such proposed amendment modification, or repeal shall be given by the Vestry to all Voting Members of the Church/Parish at least four (4) weeks prior to the meeting by mailing the proposed changes to the qualified membership by regular mail, and/or by publishing such proposed changes and an explanation thereof in the Church/Parish bulletin.

ARTICLE XII GENDER USAGE

Whenever the masculine gender is used herein, it shall also mean the feminine gender, where appropriate, and the plural shall mean the singular, vice-versa, where appropriate.