

XXXXXX Episcopal Church

XXXXXX, Wisconsin

PARISH BY LAWS

ARTICLE ONE: GENERAL

SECTION 1: Name

This parish shall be known by the name of “XXXXXX Episcopal Church of XXXXX, Wisconsin,” as incorporated under the laws of the State of Wisconsin, October 14, 1845. The name, “XXXXXX Church,” shall be its equivalent for all purposes save the transfer of property. The term “parish,” as used herein, refers to the said corporation and its members.

SECTION 2: Acceding to Church Discipline and Doctrine

This parish, as a constituent part of the Episcopal Church in the Diocese of Milwaukee, expressly accedes to, recognizes, and adopts the Constitution, Canons, Doctrines, discipline, and worship of the Episcopal Church in the United States, and the Constitution and Canons of the Diocese of Milwaukee, and recognizes their authority and precedence over these By Laws. This parish recognizes and acknowledges the Bishop of the Episcopal Diocese of Milwaukee as the Ecclesiastical Authority.

ARTICLE TWO: MEMBERS

SECTION 1: BAPTISM

All baptized persons are members of the Body of Christ, and are therefore eligible to become voting members of XXXXX Church.

SECTION 2: VOTING MEMBERS

A voting member of XXXXX Church shall meet the following qualifications: (a) Baptized, as recorded in the Parish Register, or known to the Wardens or Rector, (b) sixteen years of age, and (c) actively engaged in the life of the parish through worship, and active contributions in time, service, or monetary support. No form or amount of contribution has any greater value; rather, the significance comes when commitment is sincere and regular. Physical disability or occupational requirements which give rise to an absence from the parish shall not disqualify and otherwise qualified voter.

SECTION 3: MEMBERSHIP ROLL

The Clerk of the Vestry, under the direction of the Rector, shall keep a list of all voting members. This list shall be closed against further entries two weeks before the Annual Meeting or any election.

SECTION 4: RECTOR

The Rector shall be a voting member of the parish.

SECTION 5: INACTIVE STATUS.

If a voting member has refrained from worship or contributions for a year, without excuse of disability, illness, or age, the Rector shall move that person to inactive status on the membership roll. The Rector shall send a notice of this action to the individual at the last known address of the individual, informing the individual that inactive members may not vote at parish meetings.

SECTION 6: TRANSFER OF MEMBERSHIP

Upon relocation, a member shall ask the Rector of their former parish for a Letter of Transfer to their new parish.

ARTICLE THREE: RECTOR

SECTION 1: SELECTION

The Vestry shall elect a rector from the candidates approved by a search committee, in accordance with the Canons of the Episcopal Church and the Constitution and Canons of the Diocese of Milwaukee. The term “rector” applies to the ordained clergy leadership of the parish.

SECTION 2: DUTIES

The Rector shall have, subject only to the Bishop, the charge of all things pertaining to the spiritual interests of the parish. These shall include, but are not limited to, general oversight of the worship services, spiritual direction, the Christian Education program, financial collections and disbursement, and the appointment and direction of lay persons to perform such duties as the Rector shall deem desirable in regard to the ministry and care of the church.

SECTION 3: ACCESS

The Rector shall have at all times free access to the church and Legate Hall, and shall have full charge of the use of such for public worship, religious

instruction, baptisms, marriages, funerals, or other offices, or parochial occasions as the rector deems appropriate. However, the Rector may not disturb the fabric of the building, or commit the parish to any expenditure of funds without the approval of the vestry.

SECTION 4: MEETINGS

The Rector shall preside, with right to vote, at all parish and vestry meetings. The Rector may designate others to preside in his stead. No parish meeting shall be held unless the Rector has been duly notified.

SECTION 5: PARISH REGISTER

Following the Canons, the Rector shall maintain a suitable record of the members of the parish, called the Parish Register, and assure its safe keeping.

ARTICLE FOUR: WARDENS

SECTION 1: SENIOR WARDEN

The Senior Warden is the lay president of the parish. When the parish is without a rector, the Senior Warden has the responsibility to maintain the worship, preside at Vestry meetings, maintain parish records, and care for the welfare of the parish, while conducting a search for a new rector.

SECTION 2: JUNIOR WARDEN

The Junior Warden is the lay vice-president of the parish and has the primary responsibility for the care and maintenance of the buildings. In the absence of the Senior Warden, the Junior Warden assumes his or her responsibilities.

SECTION 3: SELECTION

At each Annual Meeting, a Senior Warden, and Junior Warden are elected for a term of one year, and may be reelected twice, for a total of three years. The Senior and Junior Warden shall be voting members who have been confirmed or received into the Episcopal Church. If a vacancy occurs, the Vestry shall appoint a warden for the unexpired term.

ARTICLE FIVE: VESTRY

SECTION 1. LEGAL STANDING

The Rector, Wardens and members of the Vestry, shall together constitute its corporate entity. The Wardens are the agents and legal representatives of the parish.

SECTION 2: COVENANT AGREEMENT

The Vestry shall enter into a covenant agreement with the Rector, in consultation with the Bishop. The covenant agreement shall cover all major areas of parish life. Annually, the Vestry shall review the implementation of the covenant agreement with the Rector, including remuneration and benefits.

SECTION 3: QUALIFICATION

Vestry Members shall be voting members. A majority of the members of the Vestry must be confirmed or received members of the church.

SECTION 4: NUMBER

Apart from the Senior Warden, and the Junior Warden, the number of vestry members for XXXXX Church shall be six. The Treasurer and / or the Clerk may, or may not, be members of the Vestry.

SECTION 5: TERM AND TIME OF ELECTION

At each Annual Meeting, two vestry members shall be elected to serve a term of three years, or until their successor shall have been elected. No member who has served two successive three-year terms shall be eligible for immediate reelection.

SECTION 6: Regular Meetings

Regular meetings of the Vestry shall be held monthly during at least ten months of the calendar year. The day and time of the regular meeting shall be determined by the Vestry at its first meeting following the Annual Meeting.

SECTION 7: SPECIAL MEETINGS

A Special Meeting of the Vestry may be called by the Bishop, the Rector, or the Wardens, or two members of the Vestry, upon notice given to each member. The purpose of the special meeting must be stated in the notice, and only that business may be considered.

SECTION 8: QUORUM

At least one Warden, and a majority of the members of the Vestry, not counting the Rector, shall constitute a quorum. At any meeting without a quorum, the members may act as a committee, and report at the next regular meeting.

SECTION 9: TREASURER

At the first meeting following the Annual Meeting, the Vestry shall elect a Treasurer for a one-year term. The Treasurer shall collect, receive, and disburse the funds of the parish. The Treasurer shall collect, receive, and disburse the funds of the parish. The Treasurer shall present a financial statement at the regular meetings of the Vestry, and make a full and accurate financial statement of the parish for the Annual Meeting. The treasurer shall see that an audit is conducted annually, either through the diocese, or by an audit committee appointed by the Vestry.

SECTION 10: CLERK

At the first meeting following the Annual Meeting the Vestry shall elect a Clerk for a one-year term. The Clerk shall attend all meetings of the Vestry and the parish, shall take minutes of all proceedings, enter and attest them, and maintain such minutes as a permanent record of the parish.

SECTION 11: REMOVAL AND VACANCY

A member of the Vestry may be removed for cause by a vote of 2/3 (two-thirds) of the Vestry (the total Vestry membership, including the Rector and Wardens). A member removed may appeal to the Bishop, who shall in his sole discretion determine whether cause for removal exists. In the case of a vacancy, a replacement may be appointed by a majority of the other Vestry members until the next Annual Meeting.

ARTICLE SIX: PARISH MEETINGS

SECTION 1: ANNUAL MEETING

A parish meeting shall be held annually in the month of January to conduct the fundamental business of the parish. Reports shall be presented by the Rector, Wardens, Treasurer, and Parish Organizations. Elections at that time shall include: (a) qualified persons to serve as Senior Warden, and as Junior Warden; (b) qualified persons to serve as vestry members; (c) four qualified persons as deputies, and four alternates, to the Diocesan Convention and (Deanery)

Convocation; and (d) other positions as necessary. All other business of the parish may be considered at this meeting.

SECTION 2: SPECIAL MEETINGS

Special parish meetings may be called at any time in the manner provided by the Canons for the calling of special meetings. The time, place, and purpose(s) of a special meeting shall be specifically stated in the notice thereof, and only that business shall be considered.

SECTION 3. NOTICE OF MEETINGS

Notice of the Annual Meeting of the Parish, stating time, date, and place shall be made at least two Sundays immediately preceding the set date. Notice of Special Meetings shall be sent by regular mail to all qualified members of the parish stating time, date, place, and purpose.

SECTION 4: PRESIDING OVER MEETINGS

The Rector shall preside at all parish meetings. In the absence of the Rector, the Senior Warden, or the Junior Warden, in that order, shall preside. If neither the Rector, nor any Warden be present, the voting members present may elect, from their own number, a chairman pro-tem.

SECTION 5: RULES OF ORDER

Consensus is the model for all decision making. When appropriate, a formal vote may be taken to confirm the actions of consensus and recorded in the minutes. In the event of procedural issues, Robert's Rules of Order shall govern.

SECTION 6: QUORUM

At a duly called parish meeting, whether annual or special, a quorum shall consist of those voting members present.

ARTICLE SEVEN: PARISH ORGANIZATIONS

SECTION 1: RECTOR

The Rector shall be Ex-Officio Director of all parish organizations. All parish organizations shall be directly responsible to the Rector.

SECTION 2: QUALIFICATION OF OFFICERS

The officers of all parish organizations, except those conducted by and for persons under 16 years of age, shall be voting members of this Parish.

SECTION 3: APPOINTMENTS AND COMMITTEES

The Rector may appoint such committees as may be necessary for the business and ministry of the Parish.

ARTICLE EIGHT: ASSETS OF THE PARISH

SECTION 1: IN TRUST

The Parish holds its assets in trust for the Episcopal Diocese of Milwaukee. The Rector, Wardens and Vestry shall make necessary and prudent care of all assets, including real estate and financial investments.

SECTION 2: MEMORIALS AND BEQUESTS

Any and all memorial donations and bequests offered to the Parish shall be received only with the consent of the Rector and Vestry. The purpose of this condition is to assure the harmony of physical appointments, or the acceptable purpose of any bequest.

SECTION 3: SALE OF ASSETS

Sale or disposal of any assets of the Parish shall require the approval at least a $\frac{3}{4}$ (three-fourths) majority of the total Vestry membership, at least a $\frac{3}{4}$ (three-fourths) majority of a Special Parish Meeting called for that purpose, and the canonical diocesan approvals.

ARTICLE NINE: CHURCHYARD

SECTION 1: NAME

That portion of the church property which the Vestry designates for the interment of a person's ashes following cremation shall be the XXXXX Churchyard.

SECTION 2. MEMBERSHIP

Those persons who complete an application, which is accepted by the Vestry, shall have membership and the right of interment in the Churchyard. The Vestry shall adopt and publish the conditions for membership and fees.

SECTION 3: TERMINATION

Should the property no longer be owned by XXXXX Church, the Bishop, or such Ecclesiastical Authority, shall determine the proper care of the Churchyard, and the disposition of Churchyard assets.

ARTICLE TEN:
LIABILITY AND INDEMNIFICATION OF VESTRY MEMBERS

The liability of members of the Vestry is limited, and they are intitled to indemnification in accordance with the provisions of the Wisconsin Non-Stock Corporation Lay, Chapter 181, Wisconsin Statutes, applicable to directors and officers.

Article Eleven: Amendments

These By-Laws may be amended at any Annual Meeting by a majority vote, and, if such notice is given, at a Special Meeting of the Parish.

The End

Approved by Mr. Stuart Parsons, Chancellor of the Diocese of Milwaukee,
January 5, 2009

Adopted by the Annual Meeting, XXX, 20__