

BY-LAWS OF CHRIST CHURCH, DURHAM PARISH

NANJEMOY, MARYLAND

APPROVED MAY 4, 2008 (includes approved amendments of October 6, 2013)

PREAMBLE (OFFICIAL STATEMENT)

Christ Church, Durham Parish, Ironsides, (Nanjemoy) Maryland, is a member of the Episcopal Church in the Diocese of Washington, upholding and propagating in this community, the historic Faith and Order as set forth in the Book of Common Prayer and the Constitution and Canons of the Episcopal Diocese of Washington and have adopted the attached as its Bylaws effective this fourth day of May, 2008.

Article I – Parish Bylaws

A. Adoption

Amendments to the bylaws require a two-thirds majority vote by members entitled to vote¹ (Article II, A) and who are in attendance at the Annual Parish Meeting or a special meeting.

B. Submission of amendments or revisions to bylaws

Amendments and revisions to the bylaws must be submitted in writing to the Vestry no later than the regularly scheduled Vestry Meeting forty-five (45) days prior to the Annual Meeting or a special meeting.

C. Notification of proposed amendments or revisions

The proposed changes to the bylaws and/or amendments with explanations, shall be transmitted by mail to all members entitled to vote at least thirty (30) days prior to the Annual Meeting or special parish meeting.

D. Regular review of bylaws

¹ Constitution and Canons of the Episcopal Diocese of Washington, Canon 25 Sec. 3(d)

1. Bylaws will be reviewed the year following each Triennial General Convention of the Episcopal Church.
2. An ad-hoc committee will be appointed by the Vestry to review the bylaws and make recommendations to the Vestry.

Article II – Parish Meetings

A. Definitions

Members entitled to vote –

All persons who have received the Sacrament of Holy Baptism whether in this church or in any other Christian Church and whose Baptisms have been duly recorded in the Christ Church Durham Parish Register.

- Any person who has been received or confirmed in the Episcopal Church and has been recorded as such in the Christ Church Durham Parish Register;
- All members of this Church (Christ Church Durham Parish) who have received Holy Communion in this Church (Christ Church Durham Parish) at least three (3) times during the preceding year;
- A member who has given to the general operating fund of the church unless prevented for good cause, in such a manner that the gift is an identifiable contribution and captured and recorded by the Treasurer. The amount is not an issue;
- Members eighteen (18) years of age and over; and
- **Members who have met all these requirements for at least thirty (30) days prior to the Annual Meeting or any special meeting.**

A list of all members entitled to vote will be posted thirty (30) days before any meeting of the parish. Any member who is not in agreement with the list shall contact the Rector and wardens to have their concerns addressed.

B. Notice of Meetings

Notice of the Annual Meeting and any special meeting will be published in the Church Bulletin for four (4) consecutive Sundays prior to the meeting. In addition, notification will be transmitted in writing to all members entitled to vote as to the

place, day and hour, as well as the purpose of such meeting(s), at least thirty (30) days prior to the proposed meeting.

1. Annual Meetings

The Annual Meeting of the parish will be on the first Sunday in March, or as soon thereafter as the Vestry shall deem advisable. This meeting will be held no later than the first Sunday of May.

2. Special Meetings

Special meetings of the parish may be called by the Rector, a simple majority of the Vestry or by petition of thirty percent (30%) of members entitled to vote.

C. Quorum

Thirty percent (30%) of parish members who are members entitled to vote will constitute a quorum. A simple majority of the voting members present will be necessary for approval of any matter requiring a vote. A two-thirds majority of the voting members present are required for amendment and/or revision of these bylaws. In the event a quorum is not present, no election will be held or any other vote taken. A special meeting will be called under Article II, B.

D. Presiding Officer

The Rector will preside at all Annual Meetings and special parish meetings. In the absence of the Rector, the Senior Warden, or in his/her absence the Junior Warden, will preside over these meetings. If the rectorship is vacant, the Bishop, if present, will preside.²

E. Rules of Order

- All Annual Meetings and special meetings will be governed by the most recent edition of Robert's Rules of Order for parliamentary procedures except as otherwise provided by the Canons of the General convention and/or the Canons and Constitution of the Diocese of Washington.

² Canons and Constitution of the Episcopal Diocese of Washington, Canon 25 Sec. 4(e) Maryland Vestry Act Sec. 312(G)

- At any Annual Meeting, special parish meeting or Vestry meeting, any business may be set aside by a two-thirds (2/3) majority vote.

F. Nominations

A nominating committee, named by the Vestry, will be comprised of two (2) Vestry members (not standing for re-election) and three (3) members entitled to vote from the Parish who are not on the Vestry. This committee will nominate at least one person for each position to be filled on the Vestry. Upon acceptance of the nomination, the list of nominees will be published in the Church Bulletin for four (4) consecutive Sundays. This list will also include biographical information.

The list of nominees and biographical information will also be transmitted by mail to all members entitled to vote (30) thirty days preceding the election. In addition, a list of the Vestry nominees will be posted in a public and conspicuous place in the Parish Hall and in the Church for at least thirty (30) days before the Annual Meeting. Nominations by petition may be added to the election ballot but must be received at least ten (10) days prior to the Vestry election and have signatures of ten percent (10%) of members entitled to vote.

G. Ballots and Counting of Ballots

Each year, the voting members of the parish will elect, by printed ballot, four members to serve on the Vestry. The four nominees receiving the most votes will be elected. In the event a partial Vestry term is also being filled, the voting members of the parish will vote for the total number of positions to be filled. Those receiving the highest votes will fill the full terms, and those ranking next will fill the partial term(s). In the event of a tie, a second ballot will be taken and the nominee(s) will fill any remaining positions in order of election as described in this paragraph.

H. Tellers in the Elections

Votes will be counted by three designated tellers as appointed by the Rector for the election.

I. Vestry's Role in the Election

A majority of the Vestry members present at any parish meeting shall decide any issues concerning an election. Any Vestry member up for re-election shall remove him/herself from decisions regarding the Vestry election. A majority of those Vestry members still in office shall make decisions regarding the newly elected members.

Article III – Vestry

Vestry members will be elected at the Annual Parish Meeting by members entitled to vote as defined in Article II, A of the Parish bylaws.

A. Number of Vestry Members

The voting members of the Vestry shall be comprised of the Rector, Sr. Warden, Jr. Warden and six (6) additional lay persons elected at the Annual Meeting, all of whom must be and remain members of the parish entitled to vote. All Vestry members will be administered the Oath of Office of Vestry Member (Article III, F) in the church the Sunday immediately following the election.

TERM

1. Vestry members will be elected for one (1) two (2) year term. A Vestry member may serve no more than two (2) consecutive two (2) year terms. Any partial term being completed by a Vestry member will not be counted toward the term limit.
2. A Vestry member who will be absent from a regularly scheduled meeting shall make it known to the Rector and/or wardens as soon as possible. The absence may be excused at the discretion of the Rector and/or a warden. If a Vestry member is absent from three (3) meetings without justification, dismissal will be automatic, with reinstatement by the Vestry being optional.
3. A Vestry member may only resign by submitting a written letter of resignation.
4. In the event of a mid-term vacancy in the office of Vestry Member, the Vestry will appoint a replacement from among the members of the parish entitled to vote to fill the vacancy until the next annual election. The oath of office will be administered for this position in the church the following Sunday. If the term has

a second year remaining, the remainder of the partial term will be filled at the next Annual Meeting, by election of the parish members entitled to vote.

B. Meetings

1. A simple majority of the Vestry members will constitute a quorum for the transaction of business at the regularly scheduled Vestry meetings. The Vestry shall meet at least once each month.
2. Special meetings of the Vestry may be called by the Rector, the Sr. Warden, or by one-third (1/3) of the Vestry membership with not less than three (3) days notice, and only after notification of all members of the Vestry.
3. Time for advance noticed for special meetings of the Vestry may be shortened or waived completely with the consent of a majority of the members of the Vestry provided that all members of the Vestry have been notified.
4. **Rules of Order** – All Vestry meetings will be governed by the most recent edition of Robert’s Rules of Order for parliamentary procedures except as otherwise provided by the Canons of the General convention and/or the Canons and Constitution of the Diocese of Washington.

C. Committees

1. The Vestry will establish such committees, as it deems necessary or advisable for the conduct of the business of the Parish. Committees may be established as ad hoc committees for special needs or as Standing Committees. The Vestry will establish the charter and term of all committees, and will review each committee’s work on a specified schedule. Membership for the committees will be drawn from the members of the parish.
2. At least one Vestry member will serve on each committee and he/she will serve as a liaison to the Vestry.³ No committee will operate to relieve the Vestry of any responsibility otherwise imposed by civil or canon law.

³ Canons and Constitution of the Episcopal Diocese of Washington, Canon 25, Sec. 4(f)

3. Committee meetings will be presided over by a committee chairperson. The chairperson may or may not be a member of the Vestry.

D. Oath

The following Oath of Office of Vestry will be administered to all incoming Vestry members and officers:

“I, _____, do solemnly swear, that I will faithfully execute the office of a Vestry Member (or Warden) of Christ Church Durham Parish in Charles County, Maryland in the Episcopal Diocese of Washington, without prejudice, favor or affection according to the best of my skill and knowledge. Further, I affirm my belief in the Christian faith and commit myself thereto, God being my helper.”

E. Election of Officers

The newly elected Vestry will meet immediately following the Annual Meeting to elect officers.

Article IV – Wardens, Officers and Delegates

A. Presiding Officer of the Vestry

The Rector shall be the Presiding Officer of the Vestry. In the absence of the Rector, the Sr. Warden will preside and in the absence of the Sr. Warden, the Jr. Warden will preside.⁴

B. Wardens

1. A member of the Vestry who has served at least one full term as a regular Vestry member is eligible for election as Senior or Junior Warden.
2. The Sr. Warden, if the Rectorship should be vacant, will have duties in conformity with the Canons of the General Convention and the Canons and Constitution of the Diocese of Washington.

⁴ Canons of the General Convention, Title I, Canon 14, Sec. (3); Canons and Constitution of the Episcopal Diocese of Washington, Canon 25, Sec. 3(e); Maryland Vestry Act Sec. 312 (G)

3. The Jr. and Sr. Warden will be elected for a one (1) year term by the Vestry immediately following the Annual Meeting. They will serve no more than two (2) consecutive one (1) year terms as a warden. They may serve consecutive (1) one year terms not to exceed their vestry terms as defined in Article III Sec. A.1.
4. In the event a warden resigns or is unable to serve, this position will be filled by a Vestry nomination of a Vestry member. A simple majority vote of the Vestry will be required to fill the vacancy. The new warden will serve the remainder of the vacated term.
5. The wardens are sworn members of the Vestry and will have the authority to perform as such in the management and affairs of the parish.⁵

C. Treasurer

1. The Vestry will elect a Treasurer of the parish who may or may not be a member of the parish or the Vestry.
2. The Treasurer will be accountable for all parish accounts.
3. The Vestry may appoint, at its discretion, an Assistant Treasurer. The Assistant Treasurer may or may not be a member of the parish or the Vestry.
4. The Treasurer and Assistant Treasurer must be bonded by the parish.

D. Registrar

1. The Rector will appoint a Registrar of the Parish who must be a member of the parish entitled to vote.
2. The term of the Registrar will be for two (2) years and he/she may be re-appointed at the discretion of the Rector.

⁵ Constitutions and Canons of the Episcopal Diocese of Washington, Canon 25, Sec. 5

3. The Registrar will have the privilege of a seat and a voice at the Vestry meetings. The Registrar may or may not be a Vestry member. A Registrar who is a Vestry member will be eligible to vote.

4. The Registrar is responsible for the parish registers.

The Registrar will be responsible for preparing and posting a list of those members entitled to vote a minimum of thirty (30) days before any parish meeting.

E. Secretary

1. The Vestry shall appoint annually a Secretary of the Vestry from among the Vestry or from among parish members entitled to vote. A secretary who is an elected Vestry member is eligible to vote.

2. The Secretary will prepare and present for approval, the minutes of all Vestry meetings. The minutes will be posted in a public and conspicuous place in the parish hall and in the church.

F. Delegate

1. The Vestry shall appoint annually one delegate and one alternate who will attend the Diocesan Convention to represent the parish. If the parish is entitled to more than one delegate, then the Vestry shall appoint sufficient delegates and equal number of alternates to fill the positions available.

2. The delegate and/or alternate may or may not be a member of the Vestry but must be a member of the parish entitled to vote.

Article V – Clergy

A. Vacancy of the Rectorship

1. When the Rectorship becomes vacant, the Vestry will appoint a Search Committee.

2. The Vestry, by a majority vote, will elect a new Rector from among the clergy of the Episcopal Church. Such election will follow consultation with the Bishop, and

Diocesan staff in conformity with the Canons of the General Convention and Canons and Constitution of the Diocese of Washington and Diocesan guidelines.

B. Assistant Rector

The Vestry may, by a majority vote, elect an assistant Rector from among the clergy of the Episcopal Church, at the nomination of the Rector, and after consultation with the Bishop in conformity with the Canons of the General Convention.

C. Contract

1. The call of a new Rector or new assistant clergy will be made to and accepted by the member of the clergy in writing. The call will contain a provision substantially in the following form: (Canon 25, Sec.6 (c))

The Vestry of Durham Parish has elected and do invite the Reverend _____ to be the Rector (or assistant clergy), of this Parish, to serve pursuant to the following understandings:

- a. The Rector (or assistant clergy) will have an annual salary of \$_____.
In addition, the Rector will have the use of all property belonging to the Parish, and will have the right and power to make all decisions with respect to spiritual and liturgical matters in this parish.
- b. The Rector (or assistant clergy) will have an annual vacation of _____ (length of time) with full salary.
- c. The Parish will pay for the Rector (or assistant clergy) the required assessment to the Church Pension fund in accordance with its rules.
- d. (In the case of a Rectorship) This Rectorship will continue until dissolved by mutual consent or by arbitration and decision as provided by the canons of the General Convention (or state length of tenure if agreed upon).

D. Mutual Ministry Review

There shall be a yearly ministry review with the Sr. Warden and the Rector to be in conformity with both the Canons of the Diocese of Washington and the Rector's contract with Christ Church Durham Parish.