

# BY-LAWS OF ST. JOHN'S EPISCOPAL CHURCH ESSEX, CONNECTICUT

## Article I GENERAL

The Parish is “St. John’s Episcopal Church, Essex, Connecticut” and is referred to here as “St. John’s.”

The Parish acknowledges the authority of the Episcopal Church, its Constitution and General Canons, and the authority of the Diocese of Connecticut (the “Diocese”), its Constitution and Canons. These By-laws are supplemental and subordinate to the Canons of the Episcopal Church and of the Diocese (collectively, the “Canons”). Any amendments to said Canons shall effectively amend these By-laws so as to maintain consistency between the Canons and these By-laws.

The purpose of these By-laws is to clarify responsibilities and procedures within St. John’s necessary for sound and orderly conduct of the Parish ministries. These By-laws are intended to assist the Rector or Priest in-Charge, the Vestry and the Members of St. John’s by supplementing the Canons wherever necessary or appropriate.

Certain capitalized terms used in these By-laws without definition have the meanings set forth in Article XIV hereof.

## Article II MEMBERSHIP IN ST. JOHN’S

Section 2.01 **Membership:** A member of St. John’s will remain such until the relationship is terminated by death, or by written notice of withdrawal, in accordance with the provisions of Diocesan Canon I, Section 5.

Section 2.02 **Roll of Voting Members:** The Vestry shall from time to time, and always within one month preceding the Annual Parish Meeting, ensure that a roll of Members and Voting Members of St. John’s has been established in accordance with the provisions of Canon I, Sections 4, 5, and 7B of the Diocese. The roll of Voting Members shall be presented by the Vestry to the Annual Parish Meeting and such special Parish meetings as may arise, and when adopted by said meeting shall be the roll of that meeting. Diocesan Canon I Section 7B.

## Article III PARISH MEETINGS

Section 3.01 **Attendance:** All Parish meetings may be conducted in-person and/or by any means of audio or visual systems by which all participants may simultaneously communicate with each other during the meeting and shall be deemed to be present at the meeting. An

individual participating in a Parish meeting by means of audio or visual systems that permit simultaneous communication with the other participants shall be deemed to be present at the meeting. Canon I Section 9A.

Section 3.02 **Annual Parish Meeting**: There shall be an Annual Parish Meeting of the Members of St. John's on the last Sunday in January or such other specific date as may be set by the action of the Vestry. The purpose of the Annual Parish Meeting shall be (a) election of the Wardens, the Parish Clerk, Treasurer, the Delegates and such other Members-at-Large of the Vestry as shall be required, (b) presentation to the Parish the preceding fiscal year's financial statements as well as the current year's financial forecast and budget, (c) recognition of the retiring lay leaders, (d) delegation of authority to the Vestry to set the date of the next Annual Parish Meeting and (e) transaction of such other business as may legally come before such meeting. Diocesan Canon I Section 9A.

Section 3.03 **Special Parish Meetings**: Special Parish meetings may be called by vote of the Vestry or upon written request of 10% of the Voting Members of the Parish. Diocesan Canon I Section A.

Section 3.04 **Warnings of Meetings**: The Parish Clerk shall sign the warning of each Parish Meeting. A Warden shall sign the warning in the absence of the Parish Clerk. The warning shall be posted at the main door of the Church building, and the Parish Clerk shall cause such warning to be communicated to every member of the Parish, at least fifteen days prior to the Annual Parish Meeting or Special Parish Meeting, as the case may be. The warnings of special Parish meetings shall contain a statement of the objectives for which the meeting is called. The business of special Parish meetings shall be restricted to that described in the warnings. Diocesan Canon I Section 9B.

Section 3.05 **Presiding Officer and Motions**: The Rector or Priest-in-Charge shall preside at all Parish meetings. In the absence of a Rector or Priest-in-Charge, a Warden shall preside. Diocesan Canon I Section 9B.

Section 3.06 **Voting and Quorum Requirements**: Only voting Members of St. John's may vote on the business to be transacted at any Parish meeting. A quorum for Parish meetings shall consist of that number of Voting Members present at such Parish meeting, but in no case less than 35 Voting Members. No person may vote by proxy. An individual participating in a Parish meeting by means of audio or visual systems that permit simultaneous communication with the other participants may vote by means of such audio or visual systems. Diocesan Canon I Sections 5 and 9A.

Section 3.07 **Majority Vote**: Except as otherwise provided in these By-laws, a majority of all votes cast shall be sufficient to approve any matter that properly comes before any Parish meeting.

Section 3.08 **Minutes**: The Parish Clerk shall prepare draft minutes of any Parish meeting and post them for Parish review within 30 days of such meeting; and shall provide each

member of the Vestry with a complete copy of the draft minutes at the next regularly scheduled Vestry meeting following any Parish meeting.

## **Article IV ELECTIONS**

Section 4.01 **Annual Parish Meeting**: Annual elections shall be held at the Annual Parish Meeting for the position of two Wardens, the Parish Clerk, the Treasurer and any vacant position of the Vestry Members-at-Large, as well as Delegates to the Diocesan Convention Diocesan Canon I Sections 6B and 9A.

Section 4.02 **Nominating Committee**: The following provisions shall govern the formation of, and nominations made by, the Nominating Committee:

- (a) **Formation and Term**: At the October or November meeting of the Vestry, the Rector or Priest-in-Charge, with the advice and consent of the Vestry, shall appoint four Voting Members of the Parish to serve as the Nominating Committee with respect to nominations to be made for the next Annual Meeting. At least one new member shall be appointed to this committee each year. The members of the Nominating Committee shall serve until the appointment of a new Nominating Committee.
- (b) **Responsibilities**: The Nominating Committee shall seek candidates from among the Voting Members of the Parish for the positions of Parish Officers, Vestry Members-at-Large and Delegates. The Nominating Committee shall provide an opportunity for any Voting Member of the Parish to make nominations for Parish Officers, Vestry Members-at-Large and Delegates, with the written consent of the nominee(s). The Nominating Committee shall provide all nominees with a written description of the responsibilities of the respective office prior to acceptance of the nomination.
- (c) **Report and Slate of Candidates**: The Nominating Committee shall report its recommendations to the regularly scheduled Vestry meeting at least two weeks prior to the Parish meeting at which an election shall be held. The Nominating Committee shall also publish the slate to the Parish at least one week prior to such Parish meeting and shall place in nomination such slate at such Parish meeting.

Section 4.03 **Floor Nominations**: Nominations from the floor by Voting Members of the Parish, shall be in order for all elected positions. The Parish Clerk shall ensure that candidates so nominated meet the necessary requirements. Any nomination from the floor must be seconded by two Voting Members of the Parish. Any person nominated from the floor for any Parish position must agree to have their name placed in nomination. The Parish Clerk shall ensure that the description of the responsibilities of the respective office is shared with persons nominated from the floor.

Section 4.04 **Order of Election**: At the Annual Parish Meeting, election shall be held in the following order: Wardens, Parish Clerk, Treasurer, Vestry Members-at-Large, Delegates.

Section 4.05 **Multiple Candidates**: In the event of multiple candidates for any one position, election for that position shall be by a show of hands (or such similar affirmation offered by a Voting Member participating remotely by audio or visual means). The nominee receiving the most votes shall be elected.

Section 4.06 **Related Matters**: All other matters pertaining to the voting process and conduct of the Annual Parish Meeting are covered under the Parish Meetings sections contained in Article III of these By-laws.

## **Article V**

### **THE VESTRY – GENERAL – PROVISIONS**

Section 5.01 **Broad Responsibilities**: Vestry members are Christian leaders with broad responsibilities having to do with the temporal and spiritual matters of the Parish. Except as provided by the laws of the State of Connecticut or by the requirements of the Episcopal Diocese of Connecticut, the Vestry shall be agents and legal representatives of the Parish in all matters concerning its corporate property and relations of the Parish to the Clergy (National Canons Title I, Canon 14, Section 2). The property and all business affairs of the Parish shall be subject to the direction, management and control of the Vestry; except that the disposition of the real estate of the Parish, and the borrowing or lending of money shall not be within the control of the Vestry, unless by special vote of the Parish (Diocesan Canon I, Section 8), subject to the provisions of the Diocesan Canon IV, Section 3.

Section 5.02 **Establishing Parish Goals**: The Vestry supports the Parish in its life and various ministries. To that end, the Vestry will ask each budget-dependent ministry to develop annual goals that are relevant to the adopted vision of the Parish, and will encourage other ministries, where feasible, to do the same. The Vestry, in conjunction with the Rector or Priest-in-Charge, will also take the initiative to begin and organize the process to discern the vision of the Parish anew when it is believed by both the Vestry and the Rector or Priest-in-Charge that the time has come to do so. The Vestry collaborates with the Rector or Priest-in-Charge in the general oversight of Parish life and ministry, and in the development of long-term plans. This also means establishing, developing, implementing and reviewing goals consistent with the Parish's understanding of its mission. The execution of these goals, however, is the responsibility of the entire Parish, rather than being the sole responsibility of the Vestry.

Section 5.03 **Duties**: To fulfill their role effectively, Vestry members are expected to: (a) be faithful in attendance at worship; (b) be active participants in Parish functions and programs; (c) attend and participate in all Vestry meetings; (d) attend the Annual Parish Meeting; (e) be faithful in their prayer life, in the stewardship of their time and talents, and in their financial support of the church and its ministry; (f) attend Vestry retreats; (g) participate in the annual visitation of the Bishop; (h) attend Diocesan Vestry events; (i) carry out their duties in such a manner as to avoid actual or perceived conflicts of interest; and (j) in all things seek to understand and to act on the Lord's will for this part of the body of Christ.

Section 5.04 **Hayden Trust Appointment**: By election to the Vestry as provided in these By-laws, voting members of the Vestry serve as Trustees to the Hayden Trust, a trust established to provide funding for the housing allowance for the Rector and/or other clergy employed by St. John's. To fulfill their role as members of the Hayden Trust effectively, Vestry members are expected to: (a) attend and participate in all Hayden Trust meetings; and (b) carry out their duties in such a manner as to avoid actual or perceived conflicts of interest.

Section 5.05 **Eligibility of Membership**: All Voting Members of the Parish, as described in Diocesan Canon I Section 5 and Article III Section 3.06 of these By-laws, shall be eligible for election as members of the Vestry of the Parish.

Section 5.06 **Membership and Chair**: The Vestry of St. John's consists of 14 voting members: 9 Vestry Members-at-large; the Parish Officers consisting of 2 Wardens, Treasurer and Parish Clerk; and the Rector or Priest-in-Charge, who also shall be chair ex-officio of the Vestry.

## ARTICLE VI VESTRY MEMBERS-AT-LARGE

Section 6.01 **Election, Number and Term**: Vestry Members-at-Large are elected at the Annual Parish Meeting. There shall be nine Members-at-Large, whose normal terms of office shall be three years or until the adjournment of the third succeeding Annual Parish meeting, except as hereinafter provided, and until others are chosen and qualify. The terms of at least three Vestry Members-at-Large shall expire every year. The term of office of a Vestry Member-at-Large begins immediately after the adjournment of the meeting at which that Vestry Member-at-Large is elected.

Section 6.02 **Limitation of Consecutive Terms**: A retiring full term (see Section 6.03) Vestry Member-at-Large shall not be eligible for re-election to the Vestry until the next year's regularly scheduled Annual Parish Meeting. A retiring Vestry Member-at-Large shall be eligible for election as Warden, Parish Clerk, Treasurer, or Delegate to the Diocesan Convention.

Section 6.03 **Vacancies**: A vacancy occurring in the position of a Vestry Member-at-Large during the course of the year may be filled until the next yearly Annual Parish Meeting by vote of the Vestry.

## ARTICLE VII WARDENS

Section 7.01 **Election, Number and Terms**: Two Wardens shall be elected at the Annual Parish Meeting. Wardens' terms of office shall be for one year or until the adjournment of the next regularly scheduled Annual Parish Meeting, except as hereinafter provided, and until others are chosen and qualify. A Warden's term begins immediately after the adjournment of the meeting at which that Warden is elected.

Section 7.02 **Limitation on Consecutive Terms**: No person shall serve more than two consecutive terms as Warden. Wardens may serve multiple non-consecutive terms.

Section 7.03 **Vacancies**: Any vacancy occurring in the office of Warden during the course of the year shall be filled at the next regularly scheduled Yearly Parish Meeting, or may be filled prior thereto, at a special Parish meeting duly called for that purpose.

Section 7.04 **Certain Duties**: The Wardens shall take the following actions:

- (a) The Wardens shall ensure that a copy of the Constitution and relevant Canons of the Episcopal Church and the Diocese of Connecticut and these By-laws are present at every Parish meeting;
- (b) In the absence of the Parish Clerk, a Warden shall sign the warning for a Parish meeting and cause it to be posted and distributed at least fifteen days prior to the meeting in accordance with Section 3.04 hereof;
- (c) In the absence of the Rector or Priest-in-Charge, a Warden shall preside at all Parish meetings;
- (d) In the absence of the Rector or Priest-in-Charge, a Warden shall provide public worship at the regularly scheduled times; and
- (e) When the Parish becomes vacant, a Warden shall notify the Bishop in accordance with Diocesan Canon I, Section 12.

## **ARTICLE VIII PARISH CLERK**

Section 8.01 **Election and Term**: The Parish Clerk shall be elected at the Annual Parish Meeting. The Parish Clerk's term of office shall be for one year until the adjournment of the next regularly scheduled Annual Parish Meeting, except as hereinafter provided, and until another is chosen and qualifies. The Parish Clerk's term begins immediately after the adjournment of the meeting at which the Parish Clerk is elected.

Section 8.02 **Limitation of Consecutive Terms**: No person shall serve more than three consecutive terms as Clerk. A Clerk may serve multiple non-consecutive terms.

Section 8.03 **Vacancy**: A vacancy in the office of Parish Clerk occurring during the course of the year may be filled by vote of the Vestry until the next Annual Parish Meeting.

Section 8.04 **Certain Duties**: The Parish Clerk shall be sworn to the faithful discharge of the following duties:

- (a) Serve as Secretary of the Vestry;

- (b) Attend all Parish meetings and meetings of the Vestry, or make suitable arrangements to the end that full and proper records of the proceedings are made and preserved;
- (c) Under supervision of the Vestry, keep an accurate roll of the Members and Voting Members of the Parish, and have such roll present at every Parish meeting;
- (d) Be official custodian of the files, records and archives of the Parish;
- (e) Immediately transmit or cause to be transmitted the names of the newly elected lay Delegates and Alternate Delegates to the Diocesan Convention to the appropriate person, in the appropriate format;
- (f) Require the Delegates to the Convention of the Diocese of Connecticut in each year to report to the Vestry any amendments to the Constitution or Canons of the Diocese and propose an amendment to these By-laws corresponding to the Constitution and/or Canons in order to keep these By-laws in conformity therewith;
- (g) Sign the warnings for Parish meetings and cause them to be posted or distributed at least 15 days prior to the meeting in accordance with Section 3.04 hereof;
- (h) Within 30 days of any Parish meeting, post draft minutes of such meeting and provide them to the Vestry in accordance with Section 3.09 hereof;
- (i) Ensure that candidates nominated from the floor of a Parish meeting meet the necessary requirements in accordance with Section 4.03, 5.04, 6.02, 7.02, 10.02 hereof;
- (j) Ensure that an official copy of these By-laws is filed in accordance with Section 15.04 hereof; and
- (k) Ensure that an official copy of these By-laws is shared with each newly elected Officer; and Vestry Member-At-Large; and
- (l) Perform such other duties as the Vestry may assign.

## **ARTICLE IX TREASURER**

Section 9.01 **Election and Term**: The Treasurer shall be elected at the Annual Parish Meeting. The Treasurer's term of office shall be for one year until the adjournment of the next regularly scheduled Annual Parish meeting, except as hereinafter provided, and until another is

chosen and qualifies. The Treasurer's term begins immediately after the adjournment of the meeting at which the Treasurer is elected.

Section 9.02 **Limitation on Consecutive Terms**: No person shall serve more than three consecutive terms as Treasurer. A Treasurer may serve multiple non-consecutive terms.

Section 9.03 **Vacancy**: A vacancy occurring in the office of Treasurer during the course of the year may be filled until the next Yearly Parish Meeting by vote of the Vestry.

Section 9.04 **Certain Duties**: The Treasurer of the Parish shall be sworn to the faithful discharge of the following duties;

- (a) Collect, receive, hold custody and disburse all monies belonging to the Parish;
- (b) Make records of such collections, receipts, and disbursements in such a form and manner as will provide the basis for satisfactory accounting of the same;
- (c) Keep records of all trust and permanent funds showing at least the amount, source, date and terms governing the use of principal and income, to whom and how often reports of conditions are to be made, and how the funds are invested;
- (d) Attend the meetings of the Vestry and furnish the Vestry with a financial report for the month recently ended and the year to the end of such month;
- (e) Provide any and all such information as may be required for the timely preparation of the Parish Parochial Report;
- (f) Prepare a budget for review and approval by the Vestry;
- (g) Review and approve expenditures and authorizations for conformity with the budget approved by the Vestry in accordance with the provisions of Section 13.03 hereof;
- (h) Conform to the procedures and processes referred to in Sections 9.05 and 13.02 hereof; and
- (i) Perform such other tasks as the Vestry may assign.

Section 9.05 **Assistant Treasurer or Comptroller**: An Assistant Treasurer or Comptroller may be appointed by the Vestry, with such term of office and duties as the Vestry may establish in consultation with the Treasurer. Such person shall perform the duties of the Assistant Treasurer under the supervision of the Treasurer. The Assistant Treasurer shall serve as a non-voting member of the Vestry.

Section 9.06 **Principles and Practices**: The Treasurer will conduct all financial affairs of the Parish in accordance with "A Manual of Accounting Principles and Reporting Practices for Parishes and Missions," covered separately in Section 13.02 hereof, and Diocesan Canon IV.



## ARTICLE X DELEGATES

Section 10.01 **Election, Number and Term**: There shall be two Delegates and two Alternate Delegates to the Diocesan Convention. Such Delegates shall be elected at the Annual Parish Meeting and serve a term of two years, and until their successors be chosen and qualified. Alternate Delegates may become Delegates in the second year of their term.

Section 10.02 **Limitation on Consecutive Terms**: No person may serve more than two consecutive terms as either a Delegate or Alternate Delegate. A Delegate or Alternate Delegate may serve multiple non-consecutive terms.

Section 10.03 **Vestry Membership Requirement**: One Delegate or one Alternate Delegate may be a member of the Vestry.

Section 10.04 **Vacancies**: In the event of a vacancy in the office of Delegate or Alternate Delegate, the position may be filled by vote of the Vestry at a special Parish meeting until the next regularly scheduled Annual Parish Meeting. At that time the position will be filled until the second Annual Parish Meeting following such election and until the Delegate or Alternate Delegate's successor is chosen and qualifies.

## ARTICLE XI VESTRY MEETINGS

Section 11.01 **Regular and Special Meetings**: Regular Vestry meetings shall be held on the third Wednesday of each month from January through June and September through December. Such meeting dates may be changed from time to time by action of the Vestry. Special meetings of the Vestry may be called by the Rector or Priest-in-Charge, both Wardens, or by any three voting members of the Vestry. The Rector or Priest-in-Charge, if present, shall preside at all meetings of the Vestry or delegate such as authority to a Warden. All regular meetings of the Vestry shall be open to the Members of the Parish. All Vestry meetings may be conducted in-person and/or by any means of audio or visual systems by which all participants may simultaneously communicate with each other during the meeting and shall be deemed to be present at the meeting.

Section 11.02 **Notice of Special or Rescheduled Meetings**: Notice of any special or rescheduled Vestry meeting shall be by written or oral notice to all Vestry members at least one week prior to the date of such meeting or such notice period as determined by consent of eight voting members of the Vestry.

Section 11.03 **Quorum**: A Quorum shall consist of eight voting members of the Vestry.

Section 11.04 **Majority Vote**: Vestry decisions shall be by majority vote of voting members of the Vestry present at the meeting. No person may vote by proxy. A Vestry Member

participating in a Vestry meeting by means of audio or visual systems that permit simultaneous communication with the other participants may vote by means of such audio or visual systems.

Section 11.05 **Certain Required Actions**: In accordance with these By-laws, the Vestry shall take the following actions:

- (a) From time to time and always within one month of the Annual Parish Meeting (usually at the January Vestry meeting) ensure that a roll of Members and Voting Members has been established and present the roll of Voting Members to Parish meetings, all in accordance with Section 2.02 hereof;
- (b) Approve the financial forecast and budget of the Parish (usually at the December and January Vestry meetings) for presentation to the Parish at the Annual Meeting;
- (c) At the regular October or November meeting of the Vestry, participate in the appointment of the Nominating Committee in accordance with Section 4.02 (a) hereof;
- (d) At a regular meeting at least two weeks prior to the Annual Parish meeting at which an election will be held, the Vestry shall receive the report of the Nominating Committee in accordance with Section 4.02 (c) hereof;
- (e) Set the date of the Annual Parish Meeting as set forth in Section 3.02 hereof.

## **ARTICLE XII COMMITTEES**

Section 12.01 **Creation**: The Rector or Priest-in-Charge and the Vestry may create committees for the work of the Parish. The Vestry may abolish committees as it deems necessary. The Rector or Priest-in-Charge, in consultation with the Vestry, shall approve the chair for each committee and all committee job descriptions.

Section 12.02 **Open Meeting**: All regular committee meetings shall be open to all Members of the Parish. All committee meetings may be conducted in-person and/or by any means of audio or visual systems by which all participants may simultaneously communicate with each other during the meeting and shall be deemed to be present at the meeting.

Section 12.03 **Reports**: Every committee shall present to the Annual Parish Meeting a written report of its activities. Every committee shall be subject to review upon request of the Vestry and shall report to the Vestry and/or to the Parish on its activities, use of funds and financial status.

## ARTICLE XIII PARISH BUSINESS AND FINANCIAL AFFAIRS

Section 13.01 **Fiscal Year**: The Parish fiscal year is from January 1 to December 31.

Section 13.02 **Model for Business Affairs**: The Parish shall model its business affairs according to the procedures and processes described in “A Manual of Accounting Principles and Reporting Practices for Parishes and Missions,” as adopted by the 1979 General Convention and amended.

Section 13.03 **Approval of Expenditures and Authorizations**: Except in cases of emergencies, Vestry approval shall be obtained for any expenditure or authorization when such expense or authorization (a) would cause, in the judgment of the Treasurer, the relevant line item of budget expense (including any prior emergency expenditures) to exceed the amount set forth in the budget approved by the Vestry and presented to the Annual Financial Meeting of the Parish by more than the greater of (i) \$500 or (ii) 5% of such line amount or (b) would cause, in the judgment of the Treasurer, the total amount of expenses (including any prior emergency expenses) to exceed the total amount of expenses set forth in such budget by more than 5%.

Section 13.04 **Emergency Expenses** In the event of emergency, any expenditure necessary to eliminate immediate risk to persons or property may be authorized by the Rector or Priest-in-Charge or any two of the following: the Wardens or Treasurer. Any expense so authorized shall be reported to the Vestry at its next regular meeting.

## ARTICLE XIV DEFINITIONS

As used in these By-laws, the following terms have the following meanings:

- (a) “Adult Communicants” means all Communicants who are sixteen years of age and over.
- (b) “Adult Members” means Members sixteen years of age and over.
- (c) “Communicants” means Members who have received Holy Communion in the Episcopal Church at least three times during the preceding year.
- (d) “Delegates” means the two delegates and two alternate delegates to the Diocesan Convention in accordance with Section 10.01 hereof.
- (e) “Episcopal Church” means the Protestant Episcopal Church in the United States of America.
- (f) “Members” means all persons (i) who have received the Sacrament of Holy Baptism with water in the names of the Father, and of the Son, and of the Holy Spirit, whether in the Episcopal Church or in another Christian Church, i.e. Christians (ii) Baptism has been

duly recorded in the Episcopal Church i.e. Episcopalians and (iii) who have been registered in the Parish register of St. John's or confirmed or received by a Bishop in communion with the Episcopal Church in the Parish or transferred to the Parish upon presentation of the certificate referred to in Diocesan Canon I, Section 4c, i.e. Members of St. Johns.

- (g) "Officers" means the Wardens, the Treasurer and the Parish Clerk.
- (h) "Vestry" means the Rector or Priest-in-Charge, the Officers and the nine Vestry Members-at-Large. Unless otherwise specified, the term does not include persons who are non-voting members of the Vestry.
- (i) "Voting Members" means all Adult Communicants who (i) for at least six months prior to the meeting in question have been faithful attendants at the services at St. John's, unless for good cause prevented, and (ii) have been faithful contributors to its support, and faithful in working, praying and giving for the spread of the Kingdom of God; these facts to be determined in each case by the Vestry as required by Canon I, Section 5, of the Diocese of Connecticut. All Members of the Parish are presumed to be eligible to vote unless the Vestry makes a determination to the contrary for good cause shown.

## **ARTICLE XV MISCELLANY**

Section 15.01 **Rules of Order**: Robert's Rule of Order, Revised, shall provide the rules of conduct for all Parish meetings, all regular and special Vestry meetings, and the meetings of committees and organizations authorized by the Parish or Vestry, insofar as Robert's Rule of Order are not inconsistent with the Constitution and relevant Canons of the Episcopal Church and the Diocese of Connecticut or these By-laws.

Section 15.02 **Parish Policies and Procedures**: It shall be the duty of the Rector or Priest-in-Charge and Vestry to adopt and publish to the Parish such Policy and procedural documents as may be necessary for the common good.

Section 15.03 **Amendment and Repeal**: These By-laws may be amended or repealed, consistent with the Constitution and Canons of the Diocese of Connecticut, at any meeting of the Parish by two-thirds of the Voting Members present, provided that the full text of such amendment shall be made available to every Voting Member of the Parish at least one week prior to such meeting. Any amendment or repeal of these By-laws shall, unless otherwise specified, take effect immediately upon its adoption.

Section 15.04 **Official Copy**: An official copy of these By-laws shall kept in the cabinet of official files in the office of the Rector.

Section 15.05 **Effect of Adoption**: By adoption of these By-laws, the Parish automatically repeals all prior By-laws, and these By-laws immediately take precedence over any previously adopted resolutions of the Parish or Vestry.

Section 15.06 **By-law Review**: The Vestry shall review these By-laws as needed but no fewer than every three (3) years from the adoption of any revisions hereto.

Approved as amended at Annual Parish Meeting on June 20, 2021