

BY-LAWS OF THE VESTRY OF ST. JAMES' EPISCOPAL CHURCH

SECTION 1. MEMBERSHIP AND NOMINATING PROCESS.

- 1) Name and Membership - The name of this organization shall be the Vestry of St. James' Episcopal Church, La Grange, Texas, hereinafter called the "Vestry". The membership of the Vestry shall be the Rector and not less than three or more than eighteen communicants duly elected by the qualified voters at the Annual Meeting or a meeting of the Parish called for that purpose. The number of members to be set or altered at the Annual Meeting.
- 2) Nominating Process - Vestry members whose terms expire will comprise the Nominating Committee. The purpose of this committee is to prepare a slate of qualified candidates for Vestry membership; all to be elected at the meeting of the parish called for that purpose. It shall be the responsibilities of the committee to (a) publicize the date and times of elections, (b) publicize the eligibility requirements for nominees and (c) seek names of qualified nominees from all parishioners.
- 3) Vestry Membership Eligibility Requirements. Please see Appendix A.
- 4) Diocesan Council Delegate and Eligibility Requirements and Nominating Process. Please see Appendix C.

SECTION 2. GOVERNANCE. All actions and procedures of the Vestry shall conform to the Constitution and Canons of the Protestant Episcopal Church of the United States of America and to the Diocese of Texas in communion with the same, and to the By-Laws of St. James' Episcopal Church of La Grange, hereinafter called the "Parish By-Laws", which by-laws shall not be in conflict with the foregoing Constitution and Canons. All questions of order shall be finally settled according to the provisions of Robert's Rules of Order.

SECTION 3. MEETINGS.

- 1) The vestry shall meet monthly at a time agreed to by its members. In lieu of regular meetings with full attendance, the Vestry may elect to empower the Executive Committee, composed of the Senior Warden, Junior Warden, Treasurer, Clerk and the Rector, to meet when deemed necessary to transact any business. Records of such meetings shall be maintained and distributed the same as for regular meetings.
- 2) Special meetings may be called by the Rector or by a majority of the Vestry. Motions and votes may be conducted using electronic means such as electronic mail (email) to resolve pending business in an expeditious manner. For those votes, a majority of the Vestry shall be defined as more than one half of the members. Records of such motions and votes will be noted in the minutes of the next meeting by the Clerk.

- 3) The Rector, the Senior Warden or the Junior Warden, taking precedence in the order named, shall have the right to preside at any meeting of the Vestry.
- 4) A majority of the Vestry members shall constitute a quorum; and a majority of the quorum so convened shall be competent to conduct business.
- 5) Meetings shall be open to any parish communicants desiring to attend. A majority of the Vestry may vote to go into Executive Session and exclude non-Vestry members or officers to discuss sensitive or privileged matters, to include staff salaries.

SECTION 4. OFFICERS. The officers of the Vestry shall be the Senior Warden, the Junior Warden, the Treasurer and the Clerk. The officers shall fulfill their duties in accordance with the Canons and the Parish By-Laws. The Senior Warden and the Junior Warden shall be members of the Vestry. The Rector and Senior Warden will submit to the Vestry nominations for Treasurer and Clerk. Nominees will be communicants of the parish in good standing.

- 1) The rector shall appoint the Senior Warden for a term of one year at a time. Senior Wardens and other officers may serve consecutive terms
- 2) The Vestry shall elect the Junior Warden at the first Vestry meeting in January of each year.
- 3) The Vestry shall elect the Treasurer at the first Vestry meeting in January of each year.
 - a) The treasurer shall, in cooperation with the rector, parish administrator, and financial administrator conduct the church's business in accord with *The Manual of Business Methods in Church Affairs*.
 - b) It shall be the duty of the Treasurer or the Treasurer's designee to receive all monies contributed to the church and to make whatever disbursements are required by Canon, the Diocesan Council, or are authorized by the Vestry.
 - c) The Treasurer shall review all monetary transactions, and provide the Diocesan Officers, the Rector and the Vestry and its members such reports as each may from time to time require. Reports shall be made at each meeting of the vestry.
 - d) The Treasurer shall obtain Vestry approval for goods and services exceeding \$250 except as provided within the limits of budgeted categories.
 - e) The Treasurer or the Treasurer's designee shall send out contribution statements at least twice a year to all persons who make pledges to the parish.

- f) The Treasurer shall ensure that all checks on any church account, with the exception of the Rector's Discretionary Fund, are signed by two (2)-authorized signatories. The Senior Warden and the Treasurer are the primary authorized signatories. The Vestry shall designate two (2) additional signatories to serve as alternates when the Senior Warden and/or Treasurer are unavailable.
 - g) The Treasurer shall be authorized to make disbursements from the St. James' Memorial Fund at the request of the Rector and with the approval of the Vestry.
 - h) The Treasurer shall ensure that an annual audit or audit review relating to expenditures and receipts are performed in accordance in accordance with canon law.
- 4) The Vestry shall elect the Clerk at the first Vestry meeting in January of each year. It shall be the duty of the Clerk to keep a record of proceedings of the Vestry and to perform such other duties as shall be directed by the Vestry or required by the Canons.

SECTION 5. HISTORIOGRAPHER. A Historiographer may be appointed by the Rector to keep the historical records of the parish, subject to the approval of the Vestry. The Historiographer's duties shall devolve on the Rector if no one is appointed to this position.

SECTION 6. COMMITTEES AND OTHER ORGANIZATIONS OF THE CHURCH.

- 1) Authority and Responsibility. The functioning of all committees as well as other organizations of the church shall be in accordance with Article VIII, Section 1 of the St. James' Church Bylaws as well as the the "Guidelines for Vestry Committees" appended hereto as Appendix B. It shall be the duty of the Vestry in consultation with the Rector to review and evaluate these Guidelines annually to attain the overall objectives and goals of the Parish.
- 2) Standing Committees of the Vestry shall be Ministry, Administration, and Property
- 3) The Saint James' Endowment Board of Directors shall function in accordance with its own by-laws contained in the 1985 Charter of the St. James' Episcopal Church Endowment Fund. A report shall be made at the Annual Meeting of the Parish, and to the Vestry at its request.
- 4) The Saint James' Preschool Board shall function in accordance with its own articles and by-laws. A report shall be made at the Annual Meeting of the Parish, and to the Vestry at its request.

- 5) Special Committees. Additional committees, such as Stewardship, Christian Education, Outreach, and Communications may be authorized by a majority vote of the Vestry or formed by the Rector, as need arises for such functions.
- 6) Other Organizations of the Church. The vestry authorizes the existence of the Men's Club, the Episcopal Church Women, the Brotherhood of Saint Andrew, the Daughters of the King, and the Order of Saint Vincent. The presidents of these organizations shall report to the Vestry annually.

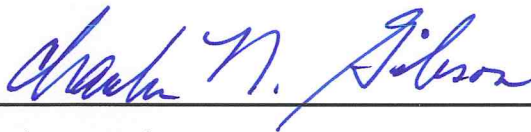
SECTION 7. STANDING POLICIES. The Vestry may set standing policies regarding the use of Church buildings.

SECTION 8. AMENDMENT. A two-thirds majority of the Vestry as defined in Section 3 of these by-laws may amend these by-laws at any regular meeting of the vestry, provided that notice of intention to amend shall be given at a previous meeting or in writing, including electronic notification at least ten days prior to the meeting.

Approved by unanimous vote of the Vestry this 26th day of January, 2015, all members present and voting.



The Rev. Eric P. Hungerford
Rector



Charles N. Gibson
Senior Warden

Appendix A: Vestry Eligibility Requirements

- ❖ Be known to the rector and vestry of the congregation for at least six months
- ❖ Be familiar with and support the Core Values, Mission, and Goals of Saint James' Episcopal Church
- ❖ Been faithful in corporate worship, and in working, praying, and giving for the spread of the Kingdom of God, meaning regular attendance at church and making a pledge to the Saint James' Operating Budget.
- ❖ Subscribe to the following declaration required by the canons of the Episcopal Diocese of Texas:

"I am persuaded that the Holy Scriptures contain all doctrine required as necessary for eternal salvation through faith in Jesus Christ; and I accede to the Doctrine, Discipline, and Worship of the Protestant Episcopal Church."

- ❖ Completion of an application form that includes an authorization for the release of information to conduct background screening and reference checks
- ❖ Satisfactory background check results including sexual registry and criminal background
- ❖ Satisfactory reference check results
- ❖ Personal interview with rector and/or member of nominating committee.
- ❖ Three hour training in *Safeguarding God's People: Preventing Sexual Exploitation in Communities of Faith* and diocesan issued completion certificate.
- ❖ Receipt and review of the diocesan policy manual: *Safeguarding God's People: Preventing Sexual Harassment and Exploitation of Church Workers*
- ❖ Attend monthly Vestry meetings.
- ❖ Participate in one vestry committee: Ministry, Administration, or Property
- ❖ Serve as Vestry person of the Day on Sundays or other special occasions.

Appendix B: Guidelines for Vestry Committees

1. Committee Appointments

- A. Each member of the vestry shall serve on one standing committee
- B. In January members will submit to the Senior Warden the committee they wish to serve on. The Senior Warden and Rector will appoint the committees.

2. Administration Committee

- A. Shall be composed of three members of the vestry.
- B. The chair shall be appointed by the Rector and Senior Warden.
- C. The committee shall review the monthly financial reports, and prepare the annual budget and present it to the Vestry for its approval.
- D. Shall assist the Treasurer in the performance of Treasurer's stated duties.

3. Ministry Committee

- A. Shall be composed of three members of the vestry.
- B. The Chair shall be appointed by the Rector and Senior Warden.
- C. Shall initiate and oversee annual pledge campaign, make recommendations for Diocesan mission funding, and advise the Vestry concerning worship, evangelism, outreach, and stewardship needs.

4. Property Committee

- A. Shall be chaired by the Junior Warden and composed of three members of the Vestry.
- B. Shall assist the Junior Warden in all duties concerning the care and maintenance of all Church properties. Specifically, the Committee shall:
 - i) Supervise repairs and maintenance of the church buildings, rectory and grounds within the limits of the annual budget without further Vestry action
 - ii) Advise the Vestry concerning capital improvements to church properties and supervise such work as the Vestry may authorize.
 - iii) Supervise the work of the Sexton, request supplies for the church buildings and organize any necessary general cleaning.

Appendix C: Guidelines for Selection of Diocesan Council Delegates

Diocesan Council Delegates and Alternates Every year two lay delegates and four alternates to the annual council of the Episcopal Diocese shall be duly elected by the qualified voters at the Annual Meeting or a meeting of the Parish called for that purpose. The number of delegates is set by the canons of the Episcopal Diocese of Texas. According to the current canons Saint James' may send four lay delegates to each annual council. The term is two years.

Nominating Process – Vestry members whose terms expire will comprise the Nominating Committee. The purpose of this committee is to prepare a slate of qualified candidates for delegates/alternates to Diocesan Council; all to be elected at the meeting of the parish called for that purpose. It shall be the responsibilities of the committee to (a) publicize the date and time of elections, (b) publicize the eligibility requirements for nominees and (c) seek names of qualified nominees from all parishioners.

1. Nominees must be known to the rector and vestry of the congregation for at least six months
2. Be familiar with and support the Core Values, Mission, and Goals of Saint James' Episcopal Church.
3. Been faithful in corporate worship, and in working, praying, and giving for the spread of the Kingdom of God, meaning regular attendance at church and making a pledge to the Saint James' Operating Budget.
4. Subscribe to the following declaration:

"I am persuaded that the Holy Scriptures contain all doctrine required as necessary for eternal salvation through faith in Jesus Christ; and I accede to the Doctrine, Discipline, and Worship of the Protestant Episcopal Church."
5. Be familiar with the Core Values, Mission, Vision and Goals of the Episcopal Diocese of Texas.
6. Serve a two year term.
7. Attend Diocesan Council in regular or special session.
8. Attend a pre-council meeting sponsored by the Diocese.