

SAINT JOHN'S PARISH BY-LAWS

PREAMBLE

Saint John's Parish in the City of Waterbury, Connecticut, is a parish of the Diocese of Connecticut, a diocese of The Episcopal Church.

The purpose of these by-laws is to establish the structure of and rules by which the business of the Parish is conducted and to promote a better understanding among the parish membership as to how its business is carried out.

ARTICLE I

Canonical Precedence Saint John's Parish operates under and acknowledges the authority of the canons of the General Convention of The Episcopal Church and the "Constitution and Canons" of the Diocese of Connecticut (2013 Ed.) hereinafter referred to as the Canon(s). Nothing in these by-laws shall be construed to conflict with the forgoing and if such conflict is deemed to exist, the higher authority shall prevail.

ARTICLE II

All existing Standing Resolutions are hereby rescinded except: the Standing Resolution dated January 21, 1980, The Rev. Samuel A. Budde People's Endowment, and the Standing Resolution dated December 22, 2012, The Rev. Samuel A. Budde People's Endowment.

ARTICLE III

Membership Any person who has received the Sacrament of Holy Baptism, which has been recorded in this Parish and otherwise meets requirements of Canon I, Sections 4 and 5, is a member of this Parish. A member who is sixteen years of age or older is considered an adult member. Any member who has received the sacrament of Holy Communion in this Church at least three times during the preceding year is a Communicant. All Communicants sixteen years of age or older are adult communicants. An adult communicant who meets the requirements of Canon I, Section 6, is entitled to vote at any Parish meeting.

Within one month of the annual Parish meeting, the Parish Clerk shall submit to the Vestry the list of members previously entitled to vote along with recommendations for additions to or deletions from said list. The list as may be amended is then subject to approval by the Vestry, and the approved list shall be presented at the annual Parish meeting.

The Rector is considered a member of the Parish.

ARTICLE IV

Parish Meetings A Parish meeting of the membership shall be held annually for the purpose of electing Wardens, Parish Clerk, Treasurer, members of the Vestry and lay delegates to the Diocesan Convention and the ECCT's Northwest Region, as well as conducting such other business as lawfully may come before the meeting.

Said meeting shall be held on the fourth Sunday of January, or in the event of postponement for good cause, e.g. inclement weather, as determined by the Rector and Wardens, shall be held on another date not later than thirty days following the fourth Sunday in January as determined by the Rector and Wardens.

Special Parish meetings may be called by a vote of the Vestry or written petition of 10 percent of the members entitled to vote. The purpose for which the meeting is to be called shall be clearly stated and shall be in accordance with the canonical purposes for which a Parish meeting may be called.

A quorum for any Parish meeting shall consist of 15 percent of the members entitled to vote.

ARTICLE V

Nominations At the October meetings of the Vestry, a nominating committee shall be selected for the purpose of nominating officers of the Parish and others.

The Nominating Committee shall consist of not less than three or more than five members, two of whom shall be members of the Vestry other than a Warden, and one member from other than the Vestry.

Nominations shall be made for the following: Senior Warden, Junior Warden, Vestry Members, Parish Clerk, Treasurer, and lay delegates to Diocesan Convention and the ECCT's Northwest Region. Nominations shall be reported to the Parish Clerk not less than fourteen day prior to the annual Parish meeting, and shall be published and made available to the Parish office not less than seven days prior to the annual meeting.

Anyone under 18 years of age cannot be a Warden, officer or member of the Vestry. Nominations for any office may be made from the floor at the annual Parish meeting.

ARTICLE VI

Elections Elections at the annual Parish meeting shall be held for each office separately, except the elections of Vestry members for the same term of office which may be made collectively.

No proxy votes shall be permitted.

In the event of contested elections, the Parish Clerk shall distribute paper ballots and members shall write in the names of those for whom they wish to vote. No member shall vote for more nominees than the number of persons to be elected for a given office. Any ballots not cast in accordance with the foregoing shall be disallowed. To be elected, a nominee must receive a majority of the votes cast and if this is not the case, additional ballots shall be cast for those not receiving a majority vote until all offices are filled.

ARTICLE VII

Officers of the Parish The officers of the Parish are the Rector, the Wardens, Treasurer, Parish Clerk, and the Vestry.

One warden shall be known as the Senior Warden and the other, the Junior Warden. The Wardens are elected at the annual Parish meeting for a term of one year and may be re-elected for subsequent terms.

The Treasurer and Parish Clerk are elected for terms of one year and may be re-elected for subsequent terms.

A Vestry member is elected for a term of three years and may be re-elected for subsequent terms.

Although not officers of the Parish, lay delegates to the Diocesan Convention and the ECCT's Northwest Region, along with alternates, are elected for a term of three years and may be elected for one subsequent term.

Vacancies in any of the above offices, excluding the Rector, shall be filled in accordance with Canon I, Section 6. A vacancy shall be deemed to exist when after an examination of the facts of each case and notification of the officer in question, the Vestry shall so vote.

ARTICLE VIII

Duties of the Officers

Rector The Rector is the Executive Officer of the Parish and is responsible for the general oversight of Parish activities and canonically is the final authority on all matters relating to Liturgy, Music, Christian Education and activities related thereto. The Rector may establish standing or ad hoc committees or commissions relating to the foregoing and may appoint or remove members thereof.

The Rector or Priest in Charge shall be an ex officio member of all Parish commissions and committees, but shall not be included in the count when setting the size of the commission or committee.

The Rector shall preside at all Parish and Vestry meetings. In the absence of the Rector, the Senior Warden or Junior Warden in that order shall preside.

Wardens Wardens shall perform all duties as prescribed in these by-laws and shall in the case of a vacancy in the Rectorship perform the duties as set forth in Canon I, Section 6.

The Senior Warden shall chair the Finance Council and carry out other assignments of the Vestry in regard to the business and financial affairs of the Parish. The Senior Warden may serve as a non-voting member of any other committee of the Vestry.

The Junior Warden shall chair the House Committee and carry out other assignments of the Vestry with regard to the business and financial affairs of the Parish. The Junior Warden may serve as a non-voting member of any other committee of the Vestry.

Parish Clerk The Parish Clerk shall keep records of all Parish and Vestry meetings and in addition perform the duties set forth in these by-laws and in the Canons.

Treasurer The Treasurer shall be the custodian of all funds of the Parish entrusted to his care and shall disburse funds, pay bills, etc. in accordance with the approved budget or otherwise as directed by the Vestry. The Treasurer shall be responsible for the preparation of a report for each Vestry meeting and for the annual Parish meeting. The report shall detail income and expenditures for the period and shall indicate significant deviations from income or expenses as projected by the budget.

The Treasurer shall see that proper accounting procedures are followed, shall arrange for required audits and shall implement recommendations made by the auditors. During the temporary absence of the Treasurer, the Senior Warden shall carry out the duties of the Treasurer.

The Treasurer shall chair the Investment Committee, sit as a non-voting member of the Finance Committee, and carry out other assignments of the Vestry with regard to business and financial affairs.

The Treasurer shall attend Vestry meetings with the right and obligation to speak.

Officer Authority The Senior Warden, the Junior Warden, and the Treasurer shall each of them have the power and they are hereby authorized on behalf of the Parish to sign, countersign, and endorse all checks, notes, bills, certificates, bonds, deeds, mortgages, conveyances and instruments and documents of every kind coming to or going from this Parish in the transaction of its business, and to sell, transfer and assign any and all stocks and securities standing in the name of the Parish, and received by the Parish as contributions to said Parish, and to execute any and all instruments necessary, proper, and desirable for the purpose.

ARTICLE IX

The Vestry The Vestry shall support ministries and missions set forth in the Parish Vision Statement. The Vestry, as Trustee, is charged with the responsibility for the direction, management and control of the business affairs of the Parish and for overseeing the maintenance and upkeep of church properties.

The Vestry shall establish and promulgate written rules of procedure including the establishment of standing or ad hoc committees, the scope and responsibilities of which shall be clearly stated. The Vestry may also dissolve said committees.

The Vestry shall consist of the Rector, ex officio, the Wardens, the Parish Clerk, and nine elected members, all of whom shall be members of the Parish entitled to vote. The nine elected Vestry members shall be elected for a period of three years and may succeed themselves. The terms of the Vestry shall be staggered such that three members are elected each year.

An elected member of the Vestry may also be elected to the office of Parish Clerk.

In the event of a vacancy the Vestry may appoint a new member to serve until the next annual Parish meeting. The appointment shall not preclude the election at the next Parish meeting of the appointed member to fill out the unexpired term to which he or she has been appointed, or to a full three year term as part of the class of three Vestry members to be elected in a given year.

Proxy votes shall not be allowed at Vestry meetings.

The Executive/Finance Council The Executive/Finance Council of St. John's shall consist of the Rector, current Vestry Officers (Senior Warden, Junior Warden, Treasurer, and Parish Clerk) the immediate Past Warden (s) and 3 at large parish members. Participation in the council is a requirement of current Vestry Officers as well as the immediate Past Warden(s). The at large members will be appointed onto the council by the Senior Warden and will serve for a term of one year with the option of re-appointment.

ARTICLE X

Income All monies received by the Parish shall be subject to the control of the Vestry and disbursed as approved by the Vestry except donations made for specific purposes which are the prerogatives of the Rector.

All monies received by the Parish shall be turned over to the Treasurer and held in account for the purpose intended. All disbursements shall be subject to procedures established by the Vestry.

ARTICLE XI

Amendments Amendments to these by-laws may be adopted at any Parish meeting and shall become effective immediately following an affirmative amendment vote at the Parish meeting. Amendments shall be approved by a two-thirds vote of the members present and entitled to vote.

Proposed amendments shall be submitted in writing to the Parish Clerk not less than fourteen days prior to an annual Parish meeting. They shall be available in the Parish office not less than seven days prior to the meeting and notice thereof shall be posted along with the notice of the meeting.

ARTICLE XII

Adoption and Effective Date Thereof

These by-laws shall become effective after the adjournment of the Parish Meeting at which they are adopted. They shall require a two-thirds vote of members present entitled to vote.

ARTICLE XIII

Review of By-Laws

The by-laws should be reviewed by a committee appointed by the Vestry no less than once every three years.

APPENDIX

Standing Resolution adopted at the annual Parish Meeting--January 21, 1980.

The Rev. Samuel A. Budde People's Endowment Beginning in 1981, the income from the Endowment Fund may be withdrawn and applied toward the Parish operating deficit or other purposes, with the consultation of the Finance Committee and by vote of two-thirds of the Vestry. Principal of the Fund may be withdrawn and used by a two-thirds vote of the Parish meeting.

Standing Resolution adopted at the Special Parish Meeting--December 22, 2012

The Rev. Samuel A. Budde People's Endowment St. John's will need to withdraw from the Budde Endowment Fund account in order to meet the obligations of the 2013 Operating Budget. Parish By-Laws require approval at a Parish Meeting to withdraw funds from the principal amount of the Budde Fund, therefore, be it resolved that by a Parish vote, the Vestry is hereby given the authority to make the necessary withdrawals beginning January 1, 2013.