**I Congregation**

# **1.** **Annual Meeting**

* 1. The Annual meeting of the Congregation shall be held at a date, time, and place designated by the Rector and/or the Vestry, giving due consideration to our involvement in the life and schedule of the Diocese of Georgia, for the purpose of electing Vestry, a Senior Warden, Junior Warden, and for the transaction of such other business as may be properly brought before the meeting.
  2. A resolution of the congregation the election of the Wardens may be delegated to the Vestry at its next meeting following the annual meeting.

**2.** **Notice of Annual Meeting**

Notice of the annual meeting shall be given to the congregation at least 10 days prior to the meeting date by announcement from the pulpit and through the mail.

**3. Special Meetings**

Special meetings of the congregation may be called by the Rector, Vestry, and/or at least 25% of the voting members of the Congregation upon the giving of at least 10-day notice from the pulpit and through the mail. Special meetings shall deal only with subjects specified and no other business shall be transacted.

**4. Quorum**

The communicants eligible to vote in attendance at any meeting of the congregation shall constitute a quorum.

**5. Voting Eligibility**

Any communicant, in good standing, having attained the age of sixteen (16) shall be eligible to vote in all meetings of the Congregation. This is in accordance with and is superseded by the canons of the Diocese of Georgia and the Episcopal Church.

**6. Meeting Procedure**

All meetings within the parish shall be governed and conducted under “Roberts Rules of Order”.

**II Vestry**

**1. Duties of the Vestry**

The Vestry shall be the representative body of the parish to conduct the general and secular business of the parish as provided by the canons of the Diocese of Georgia and the National Church. Each member of the Vestry, by virtue of being elected and assuming their office shall subscribe their obedience to said canons.

**2. Number and Qualifications of Vestry**

The Vestry shall consist of the senior warden, junior warder, and four (4) other communicants. Any communicant in good standing, local resident 16 years of age or over, shall be eligible for membership on the Vestry.

**3. Election of the Vestry**

* 1. Three members of the Vestry shall be elected by the congregation at each annual meeting for a term of three years each. The nominees receiving the highest number of votes shall be declared elected. No member of the Vestry shall be eligible for re-election until at least one year has elapsed since their last full term of office has expired, but not more than four consecutive years may be served.
  2. By majority vote of those present, the Vestry shall elect a member of the congregation to fill any vacancy which may occur on the Vestry or among the wardens until completion of the vacated term.
  3. Nomination for membership on the Vestry shall be made by a nominating committee appointed by the Vestry composed of three communicants in good standing, one being the Senior Warden. The nominating committee shall receive nominations for membership on the Vestry from any two communicants eligible to vote in the Congregational meetings provided the nominee has agreed to serve if elected. In addition, nominations from the floor of the annual meeting shall be accepted if the nominee has agreed to serve.

**4. Organization of the Vestry**

The organizational meeting of the Vestry shall be held at the next designated monthly meeting of the Vestry following the annual meeting of the Congregation. The Vestry shall elect a senior and a junior warden from among its membership, provided a resolution of the Congregation adopted at the annual meeting so allows. A treasurer and a Secretary shall also be elected by the Vestry, but these officers do not necessarily have to be elected from its membership.

**5. Regular Monthly meetings**

* 1. The regular monthly meetings of the Vestry should be held at a time and place as consistent as possible each month. The time and place of the regular monthly meeting shall be agreed upon by a majority.
  2. Any member of the Vestry who shall fail to attend three consecutive monthly meetings of the Vestry without just cause or explanation, as determined by a majority of the Vestry shall be considered to be tendered their resignation from the Vestry.
  3. Any member of the congregation may attend any regular monthly meeting of the Vestry for the purpose of observation or to make their views known regarding a specific subject.

**6. Special Vestry meetings**

1. Special meetings of the Vestry may be called, upon three-day notice, by the Rector, the Senior Warden, the Junior Warden, or by three members of the Vestry.
2. A special meeting of the Vestry may be held without notice at any time if all members of the Vestry are present or if those not present have waived a notice of the meeting and such waiver is made part of the record at the next regular monthly meeting.
3. Such meetings shall deal only with the specific subject(s) for which the meeting was called and no other business may be transacted.
4. Members of the Congregation may attend special meetings of the Vestry upon invitation by the Rector and/or the Vestry providing that they are involved with the specific subject(s) for which the meeting was called.

**7. Quorum**

A quorum for all Vestry meetings shall consist of four members of the Vestry. An act of the majority of the Vestry present at the meeting, at which a quorum is present, shall constitute a legal act of the Vestry.

**III.** **Officers**

1. **Rector**

The Rector of the parish shall serve as provide by the canons of the diocese and the canons of the national church shall preside at all meetings of the Vestry and/or the congregation. In the event of the Rector’s absence, the Senior Warden first and then the Junior Warden, shall preside. The Rector shall not vote at any meeting of the Vestry except in the case of a tie. The Rector shall break the tie.

1. **Senior Warden**

The Senior Warden shall assist the Rector in making provisions for the maintenance of divine services and in the absence of the Rector, shall take the necessary action to provide for services and the carrying on of the duties of the Rector consistent with the canons of the diocese and the national church. The Senor Warden shall execute all deeds, deeds to secure debt, mortgages, bonds, or other contracts binding the Congregation. In addition, all legal documents executed by the Senior Warden shall be attested to by the Secretary or the Treasurer as appropriate to the particular situation(s).

1. **Junior Warden**

The Junior Warden is charged with the maintenance of all church property, and shall perform the duties of the Senior Warden in the Senior Wardens absence.

1. **Treasurer**

The Treasurer shall keep full and accurate account of the receipts and disbursements of the books of the parish and shall deposit all monies and other valuable properties and effects in the name of the parish in such depository or depositories as agreed upon by the Vestry. He/She shall disburse funds, making proper vouchers for such disbursements and shall make to the Vestry, monthly at the monthly meetings, a report on all transactions as Treasurer and the financial condition of the parish; and at the annual meeting of the congregation, as well as the yearly organizational meeting of the Vestry, a live report for the preceding year. All checks drawn on the parish shall be signed by the treasurer except that in an emergency of in the absence of the Treasurer, the Senior Warden shall sign checks.

1. **Secretary**

The Secretary shall have the duty of preparing and maintaining records of the minutes of all meetings of the Vestry and the Congregation.

IV **Amendments**

1. These by-laws are adopted subject to the canons of the Diocese of Georgia and the national church. Any amendment to these canons shall be an amendment to these by-laws.
2. These by-laws may be amended at any duly convened meeting of the Congregation by a two-thirds vote of those in attendance who are eligible to vote, provided that the specific change or changes proposed are included in the notice to call the meeting.

Original Policy Date:

Revised: 9-15-2002, 1-20-2019

Reviewed: DWL+ 1-30-2021