

## **By-Laws of St. John's Episcopal Church Crawfordsville IN**

### **I. Name**

1. The name of this parish or congregation shall be Saint John's Episcopal Church.
2. The name of the edifice in which the religious services of the parish are conducted shall be Saint John's Episcopal Church, which is situated at 212 South Green Street in the City of Crawfordsville, Indiana.
3. The Wardens and Vestry of this parish in conjunction with the Rector shall constitute and be deemed a body politic and corporate under Indiana law under the name of "The Rector, Wardens and Vestry of Saint John's Episcopal church, Crawfordsville, Indiana," and may also be designated and referred to as The Vestry of such church.
4. Diocese of Indianapolis, Canon 19, "Rectors, Parishes and Vestries" shall direct and inform the business of St. John's and is made a part of these by-laws by reference.

### **II. The Vestry**

1. The Vestry of Saint John's Episcopal Church shall consist of the Rector, a Rector's Warden, a People's Warden, and seven (7) additional persons. The Vestry shall be divided into three (3) classes, each of which shall consist of three (3) persons elected for terms of three (3) years. At least two-thirds (2/3) of the Vestry shall also be confirmed adult communicants in good standing. The Rector shall be an ex-officio member and shall chair meetings of the Vestry.
2. At each Annual Meeting, the election of Vestry members is done as prescribed in Canon 19, Section 2 and Section 3. As permitted in the canon, St. John's allows voting by absentee ballot.
3. Spouses or domestic partners may not serve on the same Vestry.
4. The Clerk of the Annual Meeting shall provide notification of the election within 10 days as required in Canon 18, Section 5.
5. The Vestry shall have general charge, management and control of the temporal affairs, funds and property of the parish, and shall authorize and control all expenditures according to Canon 19, Section 10.
6. The Vestry shall have the power and duty to carry out the purposes of the Episcopal Church according to the Constitution and Canons, rules and usages of the Episcopal Diocese of Indianapolis. It shall have power to contract and be contracted with, and to sue and be sued, with like effect as other persons and corporations, under its corporate name of "The Rector, Wardens and Vestry of Saint John's Episcopal church, Crawfordsville, Indiana."
7. The Vestry shall have the power to elect and call a Rector, subject to the approval of the Bishop of the Diocese. A Sexton, Secretary, Organist/Choir Director and such other religious and lay officers and other employees as may be necessary to carry on the work of the church are appointed by and their compensation fixed by the Rector and Personnel committee with the consent of

the Vestry. The Vestry may, by majority of the members, at any meeting of the Vestry, remove all such persons with the exception of the Rector, whose relationship to the parish may be dissolved only in a manner prescribed in Canon 18, Section 8.

8. The Rector, subject to the approval of the Vestry, and with the Bishop's written consent, may appoint one or more assisting Clergy.
9. The Vestry shall have power to receive conveyances of real estate and personal property by purchase, gift or others, and to hold the same to their successors in perpetuity for the sole and exclusive benefit of the Parish, and for the uses declared in such conveyance or grant. The Vestry may erect and hold buildings for religious worship, for parsonages or for educational or benevolent purposes. It may establish a suitable place for the burial of the dead.
10. The Vestry, by an affirmative vote of a majority of the members, shall in their corporate name, have power to sell, convey, lease, mortgage, or otherwise dispose of the corporate property of the parish. Any conveyance of such corporate property under this power shall vest in the purchaser thereof all the right, title, interest or estate held by it on behalf of the parish; provided that no conveyance or mortgage of real estate hereby contemplated shall be valid for the purpose intended unless it shall have the consent or approval of the Bishop as specified in Canon 19, Section 11.
11. The Vestry and the Rector shall, at each Annual Meeting of the members of the Parish, make a general report of the affairs of the church.
12. The fiscal year of the Parish shall begin on the first day of January.
13. Meeting times of the Vestry are specified in Canon 18, Section 7(b) and Section 12. A majority of its members shall constitute a quorum of the Vestry.
14. A position on the Vestry shall be declared vacant as specified in Canon 18, Section 13.
15. The Vestry may choose to allow unexpired terms to be filled by election at the Annual Meeting. In such event, un-expired terms shall be filled by nominees receiving a number of votes fewer than the number received by those elected to full three (3) year terms.
16. In respect to all questions of construction of these By-Laws, the decision of the Vestry shall control.

### III **Officers**

1. The officers of the Vestry shall be a Rector, a Rector's Warden, a People's Warden, a Treasurer and a Clerk. The latter two officers need not be members of the Vestry. The Wardens must be confirmed adult communicants and in good standing in the church.
2. At the first meeting of the Vestry after the Annual Meeting of the members of the Parish, the wardens shall be chosen according to Canon 18, Section 6 and the treasurer and clerk according to Section 7(a).
3. The Vestry may, from time to time in its discretion, appoint Assistant Treasurers and Assistant Clerks. Said persons, likewise, need not be members of the Vestry.

4. In addition to the duties of the respective officers, as specified in the By-Laws, each of them shall perform such further duties as may be assigned to that person by the Vestry.

#### **IV The Rector**

1. The Rector shall perform such duties and possess such powers and exercise such perogatives as specified in Canon 18, Section 6.
2. The Rector is an ex-officio member and shall preside at all meetings of the Vestry, at which the Rector is present, and at meetings of the members of the Parish.

#### **V Rector's Warden and People's Warden**

1. In the absence of the Rector, the Rector's Warden, and in the absence of the Rector's Warden, the People's Warden, shall preside at the meetings of the Vestry or of members of the Parish.
2. The Rector's Warden or the People's Warden shall, with the Clerk or the Treasurer, sign all written contracts and obligations of the Vestry.

#### **VI Treasurer of the Vestry**

1. The Treasurer shall collect all fees, gifts and other income of the Parish and shall keep the accounts of the Vestry, except the Rector's Discretionary Fund. All accounts, including the Discretionary Fund, shall be audited at least once a year by the Certified or Independent Public Account approved by the Diocese.
2. In the event of the resignation or death of the Treasurer, the Vestry shall appoint a successor who shall hold office for the balance of the unexpired term; and in the event of the absence or disability of the Treasurer, The Vestry may appoint a Temporary or Assistant Treasurer.
3. The Treasurer and Assistant Treasurers shall be covered by the bond included in the parish's insurance policy.

#### **VII Clerk of the Vestry**

1. The Clerk shall give notice of all meetings of the Vestry and of all meetings of the members of the Parish and shall keep the minutes of all such meetings. The Clerk shall conduct all correspondence for and keep the records of the Vestry.
2. In the event of the resignation or death of the Clerk, the Vestry shall appoint a successor who shall hold office for the balance of the unexpired term, and in the event of the absence or disability of the Clerk, the Vestry may appoint a Temporary or Assistant Clerk.

#### **VIII Nominations for Office**

1. The nominating committee for the Vestry shall be the three (3) outgoing members of the Vestry and shall begin meeting after the October Vestry meeting each year.
2. The nominating committee shall report to the Clerk not later than thirty (30) days prior to the Annual Meeting of each year the names of members of the Parish to be nominated for service on the Vestry and for service as delegates to Diocesan

Convention to be placed on the ballot for election at the forthcoming annual meeting of members. Nominees must be members in good standing and will have attained the age of sixteen (16) by the time of the Annual Meeting.

**IX Meetings of the Parish**

1. There shall be an Annual Meeting of the members of the Parish in January, at a date to be designated by the Vestry, and special meetings when called as provided for in Canon 18, Section 1 (a, b and c).
2. Twenty (20) members of the Parish shall constitute a quorum at any meetings of the members of the Parish.
3. Any suspension of these rules will require a two-thirds (2/3) majority vote by the congregation present during an Annual Meeting or special meeting. Written notice of the proposed suspension of these rules must be sent to members of the congregation thirty (30) days prior to the Annual Meeting and ten (10) days prior to any special meeting.

**X Membership in the Parish**

1. Any person who shall have been baptized or has been duly admitted as a Communicant of the Episcopal Church, and who otherwise meets the qualifications prescribed by the Canons of said Church, shall be admitted as a member of the Parish of St. John's Episcopal Church, Crawfordsville, Indiana; and upon such admission, shall have the name and address of such person enrolled on the Parish Register, to be kept by the Rector, on books provided by the Vestry.
2. Any member of the Parish may request the Rector transfer such membership to any other parish of the Episcopal Church and thereupon the Rector shall give to such member desiring such a transfer a letter to be delivered to such other parish.
3. At meetings of members of the Parish, duly enrolled members who shall have attained the age of sixteen (16) years, and have been worshippers in the congregation and contributors to its support for at least one (1) month immediately preceding such meeting shall be entitled to vote in elections for the Vestry and upon such matters that may be taken in accordance with the Canons of the Diocese or these By-Laws. If a duly enrolled member is not able to be present at the meeting for good cause shown (absence from Crawfordsville, illness or similar reason as determined by the Priest), the member may vote by absentee ballot. All nominations for Vestry, Delegates, and Bylaws must be published by the Parish at least 15 days before the Annual Meeting. The Clerk of the Vestry or the Priest shall provide the member with an absentee ballot, which must be received by the Church Office prior to the beginning of the meeting of the Parish. The absentee ballot must be in a sealed envelope and will not be opened until the votes of those actually present at the meeting are cast and counted.
4. Every member of the Parish shall furnish to the Clerk of the Vestry an address to which all notices and documents may be sent by mail or otherwise. The sending of any notice or document to a member of the Parish at the address furnished by such member, or, if no address shall have been furnished to the last known address, shall constitute the proper service thereof.

XI **Committees**

1. There shall be an Executive Committee, consisting of the Rector, Rector's Warden, People's Warden, Clerk and Treasurer of Finance Committee Chairman. The Executive Committee functions as a council of advice and to fulfill other duties assigned to it by the Vestry.
2. There shall be a Finance Committee, consisting of the Treasurer, any Assistant Treasurers, the Finance Committee Chairman, the Rector, and other members appointed by the Rector.
3. The Vestry may appoint and prescribe the duties and powers of any other Committees to the extent that they are not prescribed by these By-Laws.

XII **Trust Funds**

1. Records shall be made and kept by the Treasurer of all trust and permanent funds, showing at least the following:
  - a. Source and date
  - b. Terms governing use of principal and interest
  - c. To whom and how often reports of condition are to be made
  - d. How Funds are invested.
2. Trust and permanent funds owned by the Vestry shall be deposited with a federal or state banking association or some other agency approved in writing by the Finance Committee of the Diocese under either a deed of trust or any agency agreement. Withdrawals from trust or permanent funds shall be made in accordance with the resolution provided by St. John's to the banking association or other agency. Requests for withdrawals of funds held by the Diocese on behalf of St. John's shall be made in writing, signed by the Treasurer, Rector's Warden and the Rector and given to the Chief Administrative Officer of the Diocese for processing the request. Securities received shall be sold by the brokerage firm holding such securities for the benefit of St. John's on the next available trading day pursuant to standing Vestry instructions.

XIII **Corporate Seal**

1. The Seal of the Vestry shall consist of a circular metal disc, on the periphery of which shall be the words "**The Rector, Wardens and Vestry of Saint John's Episcopal Church**" and upon the center the words "**Corporate Seal**" with a cross.
2. The Rector shall be the custodian of the seal.

XIV **Amendment**

1. These By-Laws may be amended or repealed or new ones enacted at any Annual Meeting of the Parish by a vote of a majority of members in attendance provided such proposed amendment or repeal has been published to the Parish at least fifteen (15) days prior to the Annual Meeting. Such changes, new articles or the

- repealing of any articles now in effect shall take effect immediately upon the adjournment of the Annual Meeting at which they were enacted or made.
2. The Clerk of the Vestry shall have and exercise the power of renumbering of, and correction of references to, Articles, Sections and Clauses required by the adoption of amendments to the By-Laws.