

TRINITY EPISCOPAL CHURCH
By-Laws

(Revised and adopted at Annual Meeting: January 31, 2021)

Preamble:

This Parish shall be governed by and be in compliance with the Constitution and Canons of the Episcopal Church of the Diocese of Connecticut by the Constitution and Canons of the Episcopal Church in the United States of America and by the following By-Laws:

Article I - Membership

To be a voting member of this parish a person must:

A. Have attained the age of sixteen and have received the Sacrament of Holy Baptism, whether in this Church or in another Christian Church, and whose Baptism has been duly recorded in this Church. All members of this Church who have received Holy Communion in this Church at least three times during the preceding year are considered communicants of the Church, provided Holy Communion is available.

It is expected that all adult members of this Church, after appropriate instructions, will have made a mature public affirmation of their faith and commitment to the responsibilities of their Baptism and will have been confirmed or received by a Bishop of the Episcopal Church or by a Bishop or a Church in communion with the Episcopal Church.

B. For at least six months prior to the meeting, have been faithful attendants at the services of this Parish unless for good cause prevented, contributors of record to its support, and faithful in working, praying, and giving for the spread of the Kingdom of God.

Article II - Governing Body

Section I

A. The direction, management and control of the property and business affairs of the Parish shall be the responsibility of the Vestry. The Vestry shall consist of eleven (11) to fourteen (14) members - five (5) officers and six (6) to nine (9) Vestry persons. The officers shall be: The Rector, the Senior Warden, Junior Warden, Treasurer, and Clerk. All duly elected Lay Delegates to the Annual Diocesan Convention, who are not serving on the Vestry, shall become ex-officio members of the Vestry with voice but without a vote. The Vestry may appoint Assistant Treasurer(s), who need not be a member of the Vestry. The Vestry may appoint a Building Warden who is a member of the Vestry. The Vestry may appoint a Warden for Pastoral Ministries who is a member of the Vestry.

- B. The Parish Clerk shall be Clerk of the Vestry ex-officio; shall be sworn to the faithful discharge of the Clerk's duties; shall make and preserve a full record of the proceedings of all Parish meetings and of the meetings of the Vestry.
- C. There shall be a Parish Registrar appointed by the Rector and approved by the Vestry. It shall be the duty of the Parish Registrar to keep an accurate roll of the members of the Parish and those entitled to vote, and have such roll present at every Parish meeting; and shall be custodian of the files, records, and archives of the Parish.
- D. The elected officers are responsible for the calling and conducting Vestry and Annual Meetings, bringing before the Vestry matters of the Parish which are within the jurisdiction of the Vestry for action and any other actions necessary for the continued welfare of the Parish. The property and all business affairs of the Parish shall be subject to the direction, management, and control of the Vestry; except that the election of a Rector, the disposition of 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.
- E. The Rector has responsibility for the worship and spiritual jurisdiction of the Parish. He/She is also ex-officio chairperson of the Vestry and all commissions and committees of the Parish and shall at all times be entitled to the use and control of the Parish buildings and the appurtenances and furniture thereof, for the purposes of his/her office and the full and free discharge of all functions and duties pertaining thereto.
- F. The Executive Committee is empowered to act on matters demanding attention when a full Vestry meeting is not feasible. This committee may authorize major expenditures when the welfare of the Parish or its property is in jeopardy, and shall report such action to the Vestry at its next meeting. The Executive Committee shall consist of the officers, (the Rector, the Wardens, the Treasurer, the Clerk,) and may include two (2) Vestrypersons appointed by the Rector and approved by the Vestry.
- G. Commissions or committees may be organized as necessary to fulfill special needs of the Parish and may be requested by the Rector, the Vestry or a parishioner by submitting the request to the Vestry with an outline of objectives. Approval for said commission or committee remains with the Vestry. In general, commissions shall be responsible for ongoing, year to year Parish matters, and committees will be for time-limited issues or projects.
- H. Every commission (or committee) shall have regular communication with the Vestry.
- I. Each year there shall be a Nominating Committee selected by the Vestry at its October meeting. Such committee shall consist of at least two (2) outgoing Vestry members and at least two (2) non-Vestry persons who are adult communicants of the Parish. Such committee shall seek out and nominate members of the Parish for positions on the Vestry, including Wardens, Treasurer, Clerk, and Vestrypersons and shall report back at the December Vestry meeting. Each person so nominated shall give written consent to the nomination.

J. There shall be a Parish Historian appointed by the Rector and approved by the Vestry. It shall be the duty of the Parish Historian to collect and safely maintain all manuscripts, photographs, news clippings and other memorabilia relating to the history of the Parish, not directed by any other By-Law to be kept by Parish officers, and arrange them so they are accessible for reference. The Historian may assume other duties as assigned by the Rector.

Section II - Responsibilities of Commissions or Committees

A. The Vestry shall develop the responsibilities of all commissions and committees, in cooperation with commission and committee members.

(3) Section III - Terms of Office

A. Vestry persons shall be elected each year at the Annual Meeting each to serve a three (3) year term and may be re-elected as a Vestry person after an interval of at least one (1) year off the Vestry. Vestry persons may be elected to one of the four officer positions without a waiting period. A candidate for Vestry must be a voting member of the parish.

B. The officers shall be elected in even numbered years at the Annual Meeting. The Wardens must have previously served on the Vestry of the Parish. Wardens shall be elected for a two-year term but not to exceed two consecutive terms in office as Warden. The Senior Warden may be the Warden most senior in years of service as Warden. At the completion of a four-year term as Warden, the person shall be ineligible for a Parish Office or a Vestry term for at least one (1) year. The Clerk shall be elected annually, and shall serve no more than four (4) consecutive terms. The Treasurer shall be elected annually and shall serve no more than six (6) consecutive terms unless explicitly authorized by the other members of the outgoing Vestry.

C. Two Lay Delegates to the Annual Diocesan Convention shall be elected at the Annual Meeting of the Parish to serve until the third Annual Meeting following their election, and until their successors be chosen and qualified. No person may be re-elected after serving two terms until the Annual Meeting following the Annual Meeting at which their second term expired. Immediately following the election of such delegates, the Clerk shall transmit to the Secretary of the Diocese a certificate of such election. At least one of these delegates shall be a Vestry member or serve as an ex-officio member of the Vestry.

D. Vacancies - Any vacancy occurring on the Vestry (other than the Rector) or among the Delegates to Convention due to the death of any member, or upon the resignation, refusal to serve, or other disqualifications of any Vestry person or Warden shall be filled by a majority vote of the remaining Vestry persons then in office. The successor so appointed shall serve until the next Annual Meeting of the Parish and shall be eligible for nomination to a full Vestry term.

E. A member of the Vestry who misses three consecutive regular meetings of the Vestry without good cause may be asked to resign.

Article III - Meetings

A. The Vestry shall meet on the third Wednesday evening of each month or when otherwise agreed by a vote of the majority of the Vestry. Special meetings of the Vestry shall be called by the Rector or Executive Committee or by five Vestry persons when deemed necessary.

B. The Executive Committee shall meet by a call of the Rector or any of its members.

C. The Annual Meeting shall be held on the fourth Sunday in January at the conclusion of the last morning worship service, or on some other day appointed by the Vestry. A majority vote of the voting members of the Parish present at an Annual Meeting shall elect the Officers, Vestrypersons, and Delegates and Alternates to the Diocesan Conventions; adopt a budget, and act on such other business as may properly come before the Parish. The Vestry shall within one month of the Annual Meeting revise, or cause to be revised, the roll of members of the Parish and those entitled to vote at Parish meetings, in accordance with the provisions of these By-Laws, and such roll shall be presented by the Vestry to the Annual Meeting, and when adopted by said meeting shall be the roll of that meeting.

D. Special meetings of the Parish shall be called by a vote of the Vestry or upon the written request of ten percent (10%) of the voting members of the Parish and any notice of such meeting shall be signed by the Clerk and posted or published at least one (1) week before such meeting.

E. For the purpose of clarification, the quorum for any Parish body is the majority of voting-eligible members (51%) present and voting.

Article IV - Elections

A. Officers of the Parish shall be elected by ballot. The nominee receiving the most votes in each officer category shall be declared elected. In case of a tie for any position, a run-off election shall be held for the tied positions only.

B. Vestry persons shall be elected by ballot. The three (3) candidates receiving the most votes shall be declared elected. In case of a tie for any position, a run-off election shall be held for the tied positions, only.

C. Printed ballots shall be prepared to facilitate the orderly process of voting. Qualified candidates may be nominated from the floor providing there is written consent from the person so nominated.

Article V - Business Methods in Church Affairs

Section 1 - The fiscal year shall begin January 1.

Section 2 - The following business methods shall be observed:

(1) Trust and permanent funds and all securities of whatsoever kind shall be deposited with a Federal or State Bank, or a Diocesan Corporation, or with some other agency approved in writing by the Bishop and the Finance Committee of the Diocese, under a deed of trust or an agency agreement, providing for at least two signatures on any order of withdrawal of such funds or securities. But this paragraph shall not apply to funds and securities refused by the depositors as being too small for acceptance. Such small funds and securities shall be under the care of the persons or corporations properly responsible for them.

(2) Records shall be made and kept of all trust and permanent funds showing at least the following:

- (a) Source and date.
- (b) Terms governing the use of principal and income.
- (c) To whom and how often reports of conditions are to be made.
- (d) How the funds are invested.

(3) Treasurers and Custodians, other than banking institutions, shall be adequately bonded, except treasurers or funds that do not exceed five hundred dollars at any one time during the fiscal year.

(4) Books of account shall be so kept as to provide the basis for satisfactory accounting.

(5) All accounts shall be audited annually by an independent Certified or independent Licensed Public Accountant, or by such an audit committee as shall be permitted by the Bishop and Finance Committee of the Diocese. All audit reports, any supplemental memorandum, and summaries of actions taken or to be taken to correct any deficiencies or to implement other recommendations shall be filed with the Bishop not later than 30 days following the date of such report, and in no event later than September 1 of each year, covering the financial reports of the previous calendar year.

(6) The Parish shall participate in a Diocesan Property/Casualty Insurance Program approved by the Bishop and the Diocesan Executive Council, which provides that all property (real and personal) shall be adequately insured including adequate public liability insurance and other coverages deemed necessary by the Bishop and Diocesan Executive Council, and that the premiums for said insurance program shall be paid for by the Parish.

A full-time Clergy of the Parish shall participate in a Diocesan Group Life, Medical, Dental Plan(s) approved by the Bishop and Diocesan Executive Council, which provides adequate coverage as deemed necessary by the Bishop and Diocesan Executive Council, and that the premiums for said insurance shall be paid by the Parish.

Article VI - Amendments

A. These By-Laws may be repealed, suspended or amended at any Special or Annual Meeting called in accordance with these By-Laws by two-thirds (2/3) vote of those members present and voting. Proposed amendments must be submitted to the Clerk at least thirty (30) days prior to the meeting to assure their distribution to all parishioners for their consideration.

Article VII - Parliamentary Procedure

- A. Interpretation of these By-Laws is governed by the Constitution and Canons of the Episcopal Church and the Diocese of Connecticut as well as the latest edition of Robert's Rules of Order.
- B. Any articles of the By-Laws can be suspended by the approval of two-thirds (2/3) of the Vestry and approved by the Annual Meeting.

Article VIII - Effective Date

- A. These By-Laws were adopted by a two-thirds (2/3) majority vote of the members of the Parish present and shall be effective and govern the proceedings of the Parish as of this date.

Note: Parish By-Laws do not require the approval of the Diocese of Connecticut.