

PROPOSED AMENDMENTS as of May 6, 2015

BY- LAWS - ST. LUKE'S EPISCOPAL CHURCH PARK CITY, UT EPISCOPAL DIOCESE OF UTAH

Article I NAME AND OBJECT

Section 1. Introduction. The Patron Saint of this Parish shall be St. Luke. The Parish shall commonly be known as St. Luke's Episcopal Church. The purpose of this congregation is to provide for the corporate worship of Almighty God, for the spread of His work, and for meeting the religious needs of its community. The principal place of the activities of this congregation is St. Luke's Episcopal Church, 4595 Silver Springs Drive, Park City, UT 84098. Activities will also be conducted at St. Luke's Chapel, 525 Park Avenue, Park City, UT 84060.

Section 2. Incorporation. St. Luke's is a Parish, not separately incorporated, of the Episcopal Diocese in Utah. This congregation is subject to the Constitution and Canons of both The Episcopal Church and of the Episcopal Diocese of Utah.

Article II MEMBERSHIP

Section 1. Members.

A member of St. Luke's Episcopal Church is anyone who:

1. has received the sacrament of Holy Baptism in an Episcopal church; or
2. has received the sacrament of Holy Baptism with water in another Christian Church; and
3. whose baptism is duly recorded in the St. Luke's registry.

Section 2. Communicants.

A member of this Church who has received Holy Communion in this Church at least three times during the preceding year is considered Communicants of this Church.

Section 3. Communicant in good standing.

Any communicant of this Church who for the previous year has been faithful in corporate worship, unless for good cause prevented, and has been faithful in working, praying and giving for the spread of the Kingdom of God, is considered a Communicant in Good Standing.

Section 4. Voting member.

All Communicants in Good Standing over the age of sixteen years are eligible to vote in this parish. He/she may vote in the parish meetings and hold elective or appointive office in the congregations.

**Article III
PARISH MEETINGS**

Section 1. Annual meeting. An annual meeting shall be held each year at a time and place designated by the Rector in consultation with the Wardens and Vestry. All attempts should be made to hold this meeting in January, but it may be as late as March if circumstances warrant. **Notice of the Annual Meeting shall be communicated to the Parish at least ten days prior to the meeting using any and all media deemed appropriate.** The purpose of the meeting shall be to hear the report of the Rector or Warden in charge of the Parish; receive the report of the Treasurer; elect members of the Vestry, delegates and alternate delegates to Diocesan Convention; vote on amendments to the by-laws; and to conduct other business as required.

Section 2. Special parish meetings. Special Parish meetings may be called by the Rector, Wardens, Vestry, or by petition of one-tenth of the voting members of the Parish. All voting members must be given reasonable advance notice of any **Annual Meeting**. This notice must include a statement of purpose with a list of specific agenda items. Items and topics not included in this list may not be introduced, discussed and/or voted upon at the parish meeting.

Section 3. Voting. Action at annual or special parish meetings may be taken by majority vote of voting members present. **Notice of the meeting having been communicated as required in this Article, a quorum shall be deemed to be present.**

Section 4. Bishop's role. The Bishop of Utah is an ex-officio member of both the Parish and the Vestry. As an ex-officio member of the vestry, the Bishop shall have full voice. If present, the Bishop may preside at any meeting of the Parish or Vestry.

**Article IV
THE RECTOR**

Section 1. Rector's role.

When there is a Rector that person is the chief ecclesiastical and administrative officer of the Parish and may preside at all meetings of the Parish and of the Vestry. The Rector has authority to hire and discharge parish employees. The Rector is an ex-officio member of the Vestry with full voice. The Rector shall have charge of all phases of worship in the Parish.

Section 2. Calling a Rector.

The calling of a Rector shall be the responsibility of the Wardens, and Vestry in consultation with the Bishop and in accord with the Canons of The Episcopal Church and the Episcopal Diocese of Utah.

Section 3. Absence of a Rector.

Where there is no Rector, the Senior Warden shall have those responsibilities associated with the Rector, subject to applicable Canons of The Episcopal Church and the Episcopal Diocese of Utah

Section 4. Interim clergy.

Interim clergy are ex-officio members of the Vestry with full voice.

**Article V
THE VESTRY**

Section 1. Vestry composition.

The elected members of the Vestry are adult communicants of the congregation and are the representatives of the congregation at large. There shall be nine elected members of the Vestry.

Three members of the Vestry shall be elected each year for a three-year term; remaining vacancies shall be filled as specified in Section 6, below. No Vestry member who is elected to a three-year term shall be eligible for re-election to the Vestry until four years have elapsed. The Vestry, comprised of the Rector, Wardens, Treasurer, and Vestry Persons, is responsible for the life of the Parish and for the care of its property.

Section 2. Senior Warden.

The Senior Warden shall be an adult communicant of the congregation in good standing appointed by the Rector or clergy-in-charge from the parish at large, or from the vestry. The Senior Warden, at all times, functions as the principal lay officer of the congregation.

Section 3. Junior Warden.

The Junior Warden is an adult communicant of the Parish in good standing and elected by the Vestry from the Vestry members. The Junior Warden serves for the remaining portion of his or her elected Vestry term.

Section 4. Parish Treasurer.

The parish treasurer shall be a paid employee of the church with bookkeeping and accounting expertise or an adult communicant in good standing approved by the rector and vestry. The Treasurer does not have a vote in matters that involve a disbursement of funds. The treasurer has the responsibility to collect, care for, and disburse all funds on behalf of the Parish; to keep books of account; and to submit monthly financial statements to the rector and Vestry; and present an annual financial statement to the

Parish. The Parish Treasurer is not empowered to sign the checks of the parish. The Vestry provides appropriate bonding for the Treasurer.

Section 5. Clerk.

The Clerk is elected by the Vestry from the Vestry members or congregation at large following the annual meeting, for a term of up to three years. The Clerk of the Parish shall have the responsibility for the minutes of all Parish and Vestry meetings.

Section 6. Vestry vacancy.

In the event a vacancy occurs in the office of Vestry member, the parish is notified and asked to seek God's leadership concerning who among the parish membership is being called to serve.

Nominations are received in accordance with Article 8, Section 2 of these bylaws. Following the nomination process, the vestry through consensus, shall elect a qualified person to fill that office until the next annual meeting, at which time an eligible person is elected to fulfill the unexpired portion of the term. If any Vestry member is absent for two consecutive meetings, unless excused for good cause that office shall be declared vacant and another voting member selected as a Vestry member.

Article VI

ORGANIZATION AND DUTIES OF THE VESTRY

Section 1. Vestry powers.

The Vestry has the power to initiate and execute such actions as are needed, with the approval of the Rector, to promote the objectives of the Parish. Vestry powers include, but are not limited to, the power to collect and disburse funds, to buy and sell property, to enter into contracts, to engage in fund raising, to deal with agencies outside the parish, and to publish documents, all on behalf of the parish.

Section 2. Real property.

No real property of the parish can be encumbered, conveyed, or alienated without prior written consent of the vestry, bishop, and the standing committee of the diocese of Utah.

Section 3. Vestry meetings.

The Vestry meets as soon as practicable after the annual meeting to organize itself as it sees fit. The Vestry will meet at such times and places as the Rector and the Vestry shall decide. A quorum, as required for vestry actions, shall be a warden and four voting Vestry members. The Vestry will govern by consensus. A consensus is reached if all members of the vestry and the rector can accept and live with the decision or action being taken. Under non-emergency circumstances, in the event of an action being needed for which there is not consensus, after a minimum of three meetings of the Vestry during which the action needed has been discussed, the Rector may call for a vote. The decision on the action will then be determined by a majority vote

of those present. If the circumstances are deemed an emergency situation by the Rector and a majority of the Vestry, if consensus cannot be reached, the Rector may immediately call for a vote. The decision on the action will then be determined by a majority vote of those present.

Section 4. Vestry meeting attendance.

Vestry meetings are open to all voting members of the Parish, who may speak, but not vote.

Vestry meetings may be closed only when personnel matters, litigation, or contract negotiations are being discussed.

Section 5. Special vestry meetings.

A special meeting of the Vestry may be called by the Rector, either Warden, or by two Vestry members. All Vestry members shall be given adequate notice of the purpose and time of these meetings.

Section 6. Committees.

All committees of the parish are formed and chairpersons appointed by the rector. The rector has authority to dissolve any parish committee, when appropriate. The Vestry shall maintain a record of the formation of, and the powers granted to, all committees.

Section 7. Parish policy.

The Parish Policy addresses roles and responsibilities as well as appropriate communication between parishioners, the Vestry, individual Vestry members, staff, and the Rector. The Vestry shall set, approve, and maintain a written record of Parish Policy. The Vestry shall be responsible for ensuring that Parish Policy is followed. The Parish Policy and by-laws shall be posted and available to all. The By-Laws shall retain primacy over any and all Parish Policies.

**Article VII
FINANCE**

Section 1. Goals.

It shall be the responsibility of the Rector and Vestry to develop long range goals (financial and non-financial) for the Parish. The goals and budget shall be reviewed by the Parish annually.

Section 2a. Funds

All funds of the Parish shall be the responsibility of the Rector and Vestry. The Vestry must approve the opening of any bank account. All parish checks are signed only by one of the wardens or an authorized vestry member.

Section 2b. Authority to expend church funds.

Only ministry directors are authorized to expend monies budgeted for their areas of ministry. Only ministry directors can authorize the reimbursement of expenses for their areas of responsibility.

Section 3. Fiscal year.

The fiscal year shall be from January 1 to December 31. **Annually**, an audit of the Parish books of account shall be made within **180** days of the close of the fiscal year, and the results of that audit presented to the Vestry and the Standing Committee of the Diocese.

**Article VIII
ELECTIONS**

Section 1. Elections. Election of the Vestry members and delegates to the Diocesan Convention shall be held at each annual meeting.

Section 2. Nomination process.

Eight weeks before the annual meeting the vestry and the rector will issue a notice announcing to the congregation vestry openings for the next year. Anyone interested in being nominated for the vestry will contact the rector or a member of the Vestry expressing interest. A letter is required from all candidates outlining their qualifications. These letters will be posted at both church buildings and in the bulletin for the two weeks before the annual meeting. Nominations may also be received from the floor during the annual meeting.

To qualify to serve on the vestry, one must be an **adult** communicant in good standing. **Meaning that such person is a communicant of this church over the age of sixteen (16) years who has been faithful in corporate worship, unless for a good cause prevented, and who has been faithful in working praying and giving for the spread of the Kingdom of God.**

Section 3. Ballot.

All elections are by secret ballot.

Section 4. Eligibility.

All those elected to hold office in the congregation must be voting members of the Parish and serve until their successors are elected.

Section 5. Vote.

No person is considered elected **at an Annual or Special Meeting of the Parish** unless that person receives a majority of votes cast.

Section 6. Delegates.

Delegates and alternate delegates to the Diocesan Convention are elected each year to serve a term of one year.

**Article IX
AMENDMENTS**

Section 1. Amendment to the by-laws.

The By-Laws may be amended at any annual or special meeting of the Parish by a majority of eligible votes cast. Any voting member may present an amendment for consideration of the parish. Written notice must be given to all voting members at least two weeks in advance of the meeting at which the amendment is to be presented. **The amendment of Bylaws shall not be effective until the requirements of Diocesan Canons have been met.**

**Article X
VALIDITY OF PROVISIONS**

Section 1. Validity of provisions.

If any article or section of these bylaws or the Parish policy are rendered invalid **as being inconsistent with the Constitution and Canons of The Episcopal Church or the Constitution and Canons of the Episcopal Diocese of Utah** or by civil law, the remaining provisions are still in force.