

St. Luke's Episcopal Church

Metuchen, New Jersey

By-Laws

Article I

Name and Location

Section I

The name of this corporation shall be “St. Luke’s Episcopal Church of Metuchen, New Jersey” – hereinafter referred to in these by-laws as the Parish. The Parish is located at 17 Oak Avenue, Metuchen, New Jersey.

Article II

Purpose

Section I

The Parish is organized to be and serve as a Parish of the Diocese of New Jersey (the Diocese) as provided in the Constitution and Canons of the Diocese and therefore, the Parish is a constituent part of the Diocese in accordance with the Constitution and Canons of the Episcopal Church of the United States of America (the Episcopal Church) and the Diocese. The Parish acknowledges, accedes to, adopts and shall at all times adhere to the Constitution, Canons, doctrines, discipline, worship and usages of the Church and the Diocese. The affairs and operations of the Parish shall be conducted by the Vestry according to the Constitutions and Canons of the Church and the Diocese.

Article III

Members

Section I

Parish

The Parish shall have members called Parishioners.

Parishioners are adult communicants, as defined by the Canons of the Church, whose names are duly enrolled as such in the register of the Parish.

Section II

Vestry

The Parish shall be governed by the Vestry, which shall consist of the Rector and the Senior and Junior Wardens, as well as nine (9) other elected Vestry Members, all of whom

(save the Rector) shall have been elected by and from the Parish Membership. (Please note: Junior Warden is understood to be that Warden in the first year of their term of office and Senior Warden is understood to be that Warden in the second year of their term of office.) All elected members of the Vestry shall have full and equal voting rights and responsibilities, as proscribed by Constitution and Canons of the Diocese. Further, please note that in accordance with the Constitution and Canons of the Episcopal Church it is expected that Members of the St. Luke's Vestry be Episcopalian or be received as such.

- a. Officers of the Vestry: Officers of the Vestry as such shall be identified as follows: Chairperson, Senior Warden, Junior Warden, Clerk and Treasurer. The Rector shall serve as Chairperson and the Vestry shall appoint a Clerk from its own

body and a Treasurer either there from or from the Parish Membership; the Members of the Parish shall elect Wardens.

- b. Terms of Wardens: Two Wardens shall serve, holding office for a term of two years, each to begin with alternate Annual Meeting elections.
- c. Terms of Vestry Members: The members of the Vestry shall be divided into three (3) classes with one-third of the members to be elected each year to serve three-year terms. Members of the Vestry shall be elected in the manner described in Section II d. of this Article III. The term of office for each class shall commence upon announcement of election results at the Annual Meeting and shall end as of the election of their successors.

d. Manner of Election: Open, contested election of Vestry Members shall be publicly noticed in a manner to be agreed upon by the Vestry and shall be conducted in accordance with the Constitution and Canons of the Dioceses Part IV Canon 49. Qualified voters in such elections shall be those Members of the Parish as defined in Section I of this Article III.

e. Term Limits: No member of the vestry shall be eligible for re-election until at least one year shall have elapsed since that member's most recent term of service, nor shall any member of the Vestry who has been elected to serve a full term on the Vestry and has subsequently resigned from that position be eligible for re-election until at least one year has elapsed since the date of resignation. This

rule shall not prohibit a Vestry Member from becoming a Warden or a Warden from becoming a Vestry Member.

- f. Vacancies: Vacancies occurring in a Vestry during the term of office of its members shall be filled by vote of the remaining members of the Vestry; provided however that no one may fill a vacancy during the period of time in which such person would be ineligible for re-election as set forth hereinabove in Section II e. of this Article III. Members so elected shall hold office until the next annual election or until their successors are elected.

Article IV

Meetings

Section I

Annual Meeting

The Parish shall hold an annual meeting at a time and place to be determined by the sitting Vestry. Said meeting shall be publicly noticed to registered Parish Members in a manner agreed upon by the Vestry. At such meeting the Rector shall preside and the Treasurer (or Finance Committee Chair or other qualified individual agreed upon by the Vestry) shall report to the Members assembled; the agenda of the meeting shall also include other such items deemed appropriate to bring before the Parish Members; including but not limited to election of Vestry Members and Delegates to Diocesan Convention, all of whom shall

be confirmed communicants in good standing as defined by the Constitution and Canons of the Church.

Section II

Vestry Meetings

Vestry meeting attendance is an expectation of Vestry Membership. Upon three absences of any Vestry Member (save the rector) in any calendar year, Vestry has the authority to dismiss, by majority vote followed by written notification, the individual member in question. The Vestry shall meet monthly (with the exception of the months of July and August), at a time and location agreed upon by the Vestry. Such meeting shall be publicly noticed to Parishioners in a manner agreed upon by the Vestry.

- a. Special Vestry Meetings: The Rector or Senior Warden or, in the absence of both the Junior

Warden, may call a Special Meeting of the Vestry upon the request of three (3) members of the Vestry.

b. Quorum: A simple majority of the current membership of the Vestry shall constitute a quorum. The approving vote of a majority of Vestry members present shall be necessary to carry any motion or action item; and such approval shall represent the approval of the entire Vestry membership. If a quorum shall not be present, the Vestry may adjourn without notice other than that announced at the meeting, until a quorum is established.

c. Powers and Duties:

i. General Powers: The Vestry shall exercise all powers pertinent to usages of the church buildings and grounds.

ii. Duties: The Vestry shall administer the temporal affairs of the Parish, shall elect and call the Rector, provide for the regular and well-ordered worship of Almighty God, and cooperate with the Rector in all efforts to develop the spiritual life of the Parish. The Vestry shall at all times keep the church in proper condition for its uses and likewise give proper care to all buildings and grounds belonging to the Parish.

Section III

Special Parish Meetings

Special Parish meetings may be called by the Rector or Wardens at any time, and must be called by them upon

written request of a number of registered Parishioners not less than twice the number of the Vestry.

Section IV

Meetings With the Bishop or Other Diocesan

Representative

No Warden or Vestry Member shall arrange to meet with the Bishop or other Diocesan representative without having been directed to do so by a majority of the Vestry.

Article V

Ministries and Other Activities

Section I

The Rector, Wardens and Vestry Members shall stimulate and organize the various ministry-related activities of the Parish as seems appropriate in light of the interests and energies of each Vestry Member and other interested Parishioners; as such they will employ methods of discerning God's will and engaging God's power. They will be guided in all Parish activities by the Constitution and Canons of the Diocese; and will meet annually to establish themes, directions and priorities of ministry for the Parish as a whole.

Section II

Special Projects

Specific committees may be authorized by the Vestry and appointed by the Chairperson (Rector) as occasion demands; their activities limited to the purposes for which they are authorized and powers only as are specifically conferred by action of the Vestry.

Article VI

Amendment of By-Laws

These By-Laws may be amended at any annual or special meeting wherein a quorum is present, provided such action, as an agenda item, is appropriately noticed. By- Laws amendments may only be passed by majority vote.

Article VII

Adoption of By-Laws

These By-Laws were adopted by the Parishioners of St.

Luke's Episcopal Church of Metuchen, New Jersey on the

_____ day of the month of _____ in the year

of Our Lord _____ by

_____.

Clerk