

BYLAWS

Saint Alban's Anglican Church

(A Maryland Corporation Not-for-Profit)

ARTICLE 1: NAME

The name of this corporation shall be "Saint Alban's Anglican Church, Inc.", hereinafter referred to as the Church or the parish. (Amended November 17, 2019)

ARTICLE II: PURPOSE

The purpose of the Church shall be to serve as a visible expression of the Church Catholic, to provide for the preaching of the Word of God, to provide for the proper administration of the Holy Sacraments in accordance with the Anglican Tradition, as most recently expressed in the *1928 Book of Common Prayer* and as provided in Article X of the Constitution of the Anglican Province of America.

ARTICLE III: MEMBERSHIP

Section 1. Membership in Saint Alban's is open to any person who has received the Sacrament of Holy Baptism with water in the Name of the Father, and of the Son, and of the Holy Ghost.

Section 2. There shall be four classifications of membership as follows:

- (a) *Member* - A person who has been validly baptized and whose name appears in the parish register. (Amended November 21, 2004)
- (b) *Communicant Member* - A person who has been validly baptized and validly confirmed and whose name is contained in the parish register. (Amended November 21, 2004)
- (c) *Adult Communicant Member* - A person of at least eighteen years of age who has been validly baptized and validly confirmed and whose name is contained in the parish register. (Amended November 21, 2004)

(d) *Voting Member* - An adult communicant member who shall have received Holy Communion at least three times during the preceding year, one of which shall be during Eastertide, and who shall have been regular in observance of the Lord's Day and shall have contributed regularly to the financial support of the church (Amended November 21, 2004)

ARTICLE IV: MEETINGS

Section 1. There shall be an annual meeting of the parish members, due notice to be given at least thirty (30) days in advance, to be held each year at a convenient time and place on the third Sunday in November.

Section 2. Special meetings of the membership may be called by the Rector or by a majority of the Vestry. In the event a special meeting is called, all members shall be given timely notice. The business to be conducted at a special meeting shall be stated in a previous notice. No additional items shall be discussed.

Section 3. A quorum at any regular or special meeting of the membership shall consist of thirty percent (30%) of the voting members of the Church, as shown in the Parish Registry as of the prior Easter. The Rector shall regularly preside at these meetings. In the Rector's absence, the Rector's Warden shall preside. In the absence of the Rector's Warden, the People's Warden shall preside.

ARTICLE V: ADMINISTRATION

Section 1. The affairs of the Church shall be managed by a Vestry consisting of lay voting members who shall serve as the Board of Directors of the corporation and have absolute control of the financial, legal, administrative, and temporal affairs of the Church. The membership of the vestry shall be reduced, over a period of three years to six lay voting members. In the 2005 elections the number of the vestry shall be reduced to eight (8) lay voting members. In the 2006 elections the number of the vestry shall be reduced to seven (7) lay voting members. In the 2007 elections the number of the vestry shall be reduced to six (6) lay voting members. Starting at the 2007 elections the membership of the vestry shall be six (6) lay

voting members. The Vestry shall meet monthly and/or upon the call of the Rector, or a majority of the sitting Vestry. (Amended Nov. 20, 2005)

Section 2. Officers shall be the Rector, the Rector's Warden, the People's Warden, the Secretary and the Treasurer, whose powers and method of selection shall be as follows:

(a) *The Rector* shall be the chief pastor and priest of the Church, whose spiritual authority shall be as provided in the Ordinal and in the Constitution and Canons of the Anglican Province of America, or its lawfully constituted successor. The Rector shall serve as the president of the Church and as the presiding officer at all meetings of the membership and Vestry, when present. The Rector shall appoint the chairman of each parish committee and shall serve as an *ex officio* member of all such committees. The Rector shall be appointed by the Bishop of the Diocese and shall serve at the Bishop's pleasure, provided, however, that the Vestry may by a majority vote refuse to accept the appointment of any Rector. The Rector shall serve until he retires, resigns, dies or is removed by the Bishop of the Diocese. The stipend, professional fee, benefits and other remuneration of the Rector shall not be decreased during his tenure without his consent. The Rector shall also receive at least the minimum stipend as provided in the Canons of the Diocese of the Eastern United States.

(b) *The Rector's Warden* shall be the vice-president of the Church, and his duties and powers shall be those assigned to him by the Rector and these Bylaws. In the absence of the Rector, the Rector's Warden shall preside at all meetings of the general membership and the Vestry. The Rector's Warden shall be appointed annually by the Rector from among the members of the Vestry and ratified by the Vestry.

(c) *The People's Warden* shall be chiefly responsible for the care of all properties owned or controlled by the Church. The People's Warden shall be elected annually by the Vestry from among members of the Vestry. In the absence of both the Rector and the Rector's Warden, the People's Warden shall preside at all meetings of the general membership and the Vestry.

(d) *The Secretary* shall be the chief clerical officer and records-keeper of the Church and shall serve as the secretary of the Vestry. The Secretary shall be elected annually by the Vestry from among the voting members of the Church. If the Secretary is not an elected member of the Vestry, he or she shall have voice in the proceedings of the Vestry, without vote.

(e) *The Treasurer* shall keep the financial records of the Church and shall make a financial report of receipts and disbursements and the status of each Church bank account at each regular meeting of the Vestry. The Treasurer shall be elected annually by the Vestry from among the voting members of the Church. If the Treasurer is not an elected member of the Vestry, he or she shall have voice in the proceedings of the Vestry, without vote.

(f) All officers of the Church shall be voting members of the Church at the time of their election to office.

Section 3. A quorum at any regular or special meeting of the Vestry shall be a simple majority of the lay members of the Vestry. The Rector shall regularly preside at these meetings. In his absence, the Rector's Warden shall preside. In the absence of the Rector's Warden, the People's Warden shall preside.

Section 4. Any member of the Vestry may be removed for cause by a majority vote of the Vestry, excluding the one who is charged. Removal from the Vestry shall be automatic for three (3) unexcused absences from regular meetings of the Vestry within one (1) calendar year or irregular church attendance without due cause.

ARTICLE VI: ELECTIONS

Section 1. At least one month prior to the annual meeting of the membership, the Rector shall appoint a Nominating Committee for the purpose of nominating sufficient voting members of the Church to fill the necessary positions on the Vestry. The names of the nominees shall be made available to the congregation at least two (2) weeks prior to the annual meeting.

Section 2. Additional nominations to the Vestry may be made from the floor during the annual parish meeting. At the close of the nominations, a ballot shall be given to each voting member present with instruction to vote for sufficient nominees. The nominees receiving the highest number of votes shall be elected.

Section 3. Section 3. After a lay member of the Vestry has completed a term of three (3) consecutive years, he or she shall be ineligible for re-election for a period of one year; however, this term limitation shall not apply to the vestry member serving as the senior warden. (Amended November 17, 2019)

Section 4. In the event of a vacancy during a three year term, the Vestry may fill the vacancy by electing an eligible voting member of the parish to serve the unexpired term of the vacancy. A member who has been selected to fill an unexpired term shall not be subject to Section 3 above.

ARTICLE VII: FISCAL YEAR

The Fiscal Year of the parish shall commence on January 1st of the calendar year and shall terminate on December 31st of the same calendar year.

ARTICLE VIII: SEAL

The seal of the Church shall be circular in form and shall contain the words “Saint Alban’s Anglican Church” and may contain any proper heraldic device approved and designated by the Vestry.

ARTICLE IX: PARLIAMENTARY PROCEDURE

Meetings of the membership and of the Vestry and of other committees shall be governed by *Robert’s Rules of Order , Revised*. In the event *Robert’s Rules of Order* conflict with these Bylaws, these Bylaws take precedence.

ARTICLE X: MEMORIAL INCOME

A fund shall be established to contain all special undesignated gifts and memorials given to the parish. This fund shall only be used to purchase items (altarware,

vestments, and furnishings) to beautify the church and glorify God. The Rector shall provide the vestry with a list of such items. Gifts for a specific purpose must be approved by the vestry prior to acceptance.

ARTICLE XI: AMENDMENTS

These Bylaws may be altered, amended and/or rescinded by a two-thirds (2/3) majority vote of the voting members present at two (2) constituted parish meetings, held at least thirty (30) days apart, one of which may be the annual parish meeting.

ARTICLE XII: DISSOLUTION (Appended November 21, 2004)

Section 1. Upon dissolution of the parish, its corporate assets will be disposed of in accordance with this article.

Section 2. Any and all debts incurred by the parish in the course of its existence will be settled in accordance with the agreements or judgments that may exist at the time of its dissolution.

Section 3. Property subject to its return to its donor(s) or the donors' heirs, successors or assigns shall be returned to the same upon the parish giving appropriate notice to the respective party(ies).

Section 4. Any and all monies and property remaining shall be transferred to another mission or parish in fellowship or full communion with the diocese.