

PREAMBLE

St. Francis Anglican Parish seeks to be parish upholding the faith, morals, discipline and worship of the One, Holy, Catholic and Apostolic Faith. The Parish shall remain a distinct and autonomous ecclesiastical body, constituted under the laws of North Carolina, and shall retain its name, property, and freedom of association pursuant to its canonical order and governing documents.~~The Parish is incorporated under the laws of North Carolina governing non-profit unincorporated associations, as a separate and free membership but always it desires to retain its name, property and freedom of association.~~

ARTICLE ONE – REGISTERED OFFICE AND AGENT

1.01 The registered office of the PARISH is located at 1089 Wilkins Drive, Sanford, North Carolina, 27330.

1.02 The registered agent of the PARISH is Robert W. Nelson.

ARTICLE TWO – STANDARDS OF FAITH, DOCTRINE AND DISCIPLINE

2.01 The standards of faith, doctrine and discipline of the PARISH shall be the Holy Scriptures, which we hold to be the authoritative Word of God and as containing all things necessary for salvation; the Book of Common Prayer; the historic Creeds of the undivided Catholic Church: the Nicene Creed, the Apostles Creed and the Athanasian Creed; and the thirty-nine (39) Articles of Religion as generally received by Anglicans in the United States throughout history.

2.02 We acknowledge our baptism as the initiation for us all as ministers of Christ's lay ministry in this PARISH and shall be open to all regardless of age, color,

ethnic origin, or sex in accordance with the practice of One, Holy, Catholic and Apostolic Church.

2.03 We affirm the doctrines, constitution and canons of the Diocese of Christ Our Hope (the Diocese) and the Anglican Church in North America (the Province). All powers not granted to the Province or the Diocese are reserved to the Parish. In the event of a conflict between the by-laws of the Parish and the Constitution and Canon of the Diocese or the Province, the Constitution and Canons of the Diocese and/or Province shall govern the Parish.

ARTICLE THREE – AFFILIATION

3.01 On January 31, 2016, at the Parish's annual meeting, the membership, by greater than a two-thirds (2/3) majority, voted to affiliate with the Diocese of Christ Our Hope (Diocese) and the Anglican Church in North America (Province), thus authorizing the Vestry to submit proper application.

ARTICLE FOUR – MEMBERSHIP

4.01 A member shall comprise all persons who consent to these by-laws; have received the Sacrament of Holy Baptism with water in the Name of the Father, and of the Son, and of the Holy Spirit; attend worship services regularly and contributes to the financial support of the PARISH; and who may voluntarily submits a letter of transfer to be affiliated with this Parish.

4.02 The clerical head (RECTOR) of the PARISH shall be treated as a member with voice but without a vote and shall preside over all meetings. All CLERGY, including priests and deacons, shall be recognized as members with voice but without vote. CLERGY membership shall be at the diocesan level and not at the parish level.

4.03 Only those Members of the Congregation who are at least 18 years of age are eligible to vote for Vestry or on other matters. Prior to each annual Vestry

election, the list of eligible voters shall be established and this list shall be confirmed by the Vestry to ensure that voting requirements are met. The Rector and Wardens shall maintain a current list of the Members and eligible voters. Any person who believes he or she is entitled to be included on the list of eligible voters may appeal to the Vestry for its determination.

ARTICLE FIVE – MEMBERS’ MEETINGS

5.01 All meetings of the membership shall be held at the parish or any other place within or without the State of North Carolina, including electronic media, as may be designated for the purpose from time to time by the governing board.

5.02 The Annual Meeting of the membership shall be held each year on a Sunday designated by the ~~clerical head~~RECTOR or in the case the office of ~~clerical head~~RECTOR is vacant, by the senior officer of the Vestry.

5.03 Notice of all meetings, stating the location, date and hour of the meeting (and in the case of a special meeting, the purpose for which the meeting is called) shall be communicated to each member entitled to vote at such meeting at least ten (10) days prior by mail, text or email addressed to the member at the address appearing for him/her on the books of the PARISH.

5.04 Greater than ~~one-half~~one-half of the members entitled to vote (meets the requirements of 4.03) constitutes a quorum for the transaction of business. ~~Business may be continued after a withdrawal of enough members to leave less than a quorum.~~

5.05 No members’ meeting of the Parish can be legally held without the ~~clerical head’s~~RECTOR’S knowledge and, as a matter of courtesy, should not be conducted without his presence unless he is away from the Parish for an extended period. In such event, the senior governing board member shall preside at the meeting. A person shall be named clerk of each meeting and applicable minutes shall be recorded.

5.06 There shall be no proxy voting.

5.07 Parliamentary authority, per Robert's Rules of Order, latest revision, will govern procedures for all Parish meetings.

5.08 If an in-person meeting is not possible such as during the Covid-19 pandemic, voting can be conducted via alternate methods. Examples of alternatives are ballot forms emailed or direct mailed to members and returned to the Parish office. Each ballot cast in this manner must have the signature of the eligible member casting that ballot.

ARTICLE SIX – GOVERNING BOARD

6.01 The governing board of this Parish shall be referred to as the Vestry and oversees the temporalities thereof, serving as its legal representative with respect to its business and property. The powers and duties of the Vestry are to aid and support the ~~clerical head~~RECTOR in all efforts for the spiritual, physical welfare and growth of the Parish. A quorum shall be met if greater than half the Vestry members are present.

6.02 The ~~clerical head~~RECTOR shall be called by the Vestry and shall serve at the pleasure of the Vestry.

6.03 The authorized number of Vestry persons of the Parish shall be no less than six or more than nine lay members of the Parish. The number of members composing the Vestry may be increased or decreased from time to time within these limits by majority vote of the Vestry, but no decrease shall have the effect of shortening the term of any incumbent Vestry person. Any position to be filled by reason of an increase in the number of Vestry persons shall be filled at an annual meeting or at a special meeting of the membership of the Parish called for that purpose.

6.04 No meeting of the Vestry can be legally held without the ~~clerical head'S~~ RECTOR'S—knowledge and, as a matter of courtesy, should not be conducted without his presence unless he is away from the Parish for an extended period. In such event, the Senior Warden shall preside at the meetings of the Vestry. The Junior Warden shall preside in the absence of the ~~clerical head~~RECTOR and the Senior Warden. The Clerk of the Parish shall preside in the absence of the ~~clerical head~~RECTOR, the Senior Warden and the Junior Warden. In the absence of the Clerk of the Parish or when the Clerk of the Parish presides, any Vestry person appointed by the presiding officer, shall act as Clerk pro-tem of the Vestry.

6.05 No more than one member of a household shall be a Vestry member at the same time.

6.06 No employee (compensated position) of the Parish shall be eligible to serve on the Vestry.

6.07 All elections of the Vestry shall be by ballot. A ballot is valid by including one vote for each vacant position. The qualifications for voters shall be those set forth in Article 4.03

6.08 A vestry person shall meet the requirements of Article 4.03. To be eligible such person shall also have been nominated by a voting member as defined in Article 4.03 and timely submitted to the ~~clerical head~~ RECTOR or Senior Warden but not later than 2 days prior to the annual meeting. Only those eligible voters of the Congregation who are over 21 years of age and have also been confirmed or received by a Bishop of the Province or another Province of the Anglican Communion shall be eligible to serve on Vestry.

6.09 At the Annual meeting one third (1/3) of the Vestry shall be elected from among those who have been properly nominated to serve a three-year term. No

vestry member may serve more than three consecutive years without a period of inactivity for at least one year.

6.10 The Vestry shall determine the location, time and dates of its meetings, which shall be at least once each calendar quarter.

6.11 The Vestry shall fill all vacancies occurring within its governing body with a qualified member of the Congregation. An interim vestry member shall serve out the remaining term.

~~6.12 Eligibility. Only those eligible voters of the Congregation who are over 21 years of age and have also been confirmed or received by a Bishop of the Province or another Province of the Anglican Communion shall be eligible to serve on Vestry.~~

6.13 Unless permitted by written waiver of the Bishop Ordinary or the Diocesan Council: (1) spouses and other immediate family members of Vestry members; and (2) paid staff of the Congregation, excepting the Rector, and their spouses and other immediate family members are ineligible to serve on Vestry. In the situation where a waiver has been granted, any affected Vestry members shall recuse themselves from any votes affecting their family member.

6.14 Duties. The Vestry shall at a minimum have the following duties:

- Provide for the financial support of the ~~Rector~~ RECTOR and staff, including proper benefits of health, disability, and liability insurance, and retirement.
- Support the Rector in all aspects of the ~~Rector's~~ RECTOR'S ministry, including ensuring the Christian formation, biblical literacy and spiritual maturity of the members of the Congregation.
- Under the direction of the ~~Rector~~ RECTOR, maintain congregational bylaws in accordance with Diocesan Constitution and Canons.
- Provide an adequate place for regular worship.

- Provide for the elements necessary for the celebration of Sacraments and public worship, including music, hymnals, prayer books, and Bibles as needed for use by the Congregation.
- Provide for the compensation of staff members, including (where appropriate) proper benefits of health, disability, and liability insurance, and retirement.
- Establish an adequate insurance program for the Congregation that includes, at a minimum, property damage, liability, personal injury, and errors and omissions.
- Be familiar with the Constitution and Canons of the Province and of the Diocese and provide for compliance therewith.
- Establish a biblically based program of financial giving by members of the Congregation.
- Conform, as much as possible, with the financial asking of the Diocese; and
- Strive for unity and adopt the principles found in Matthew 18 as the standard for resolving ~~conflict~~ conflicts that may develop within the Vestry, the Congregation, the Diocese, and the Province.

6.15 Vestry Oath. Every person elected a Vestry member shall attest, by signing a book kept for that purpose, the following declaration and promise: "I do believe the Holy Scriptures of the Old and New Testament to be the Word of God and to contain all things necessary for salvation through our Lord Jesus Christ and I do yield my consent to the doctrine set forth in the Constitution of the Anglican Church in North America, and to the discipline and forms of worship of the same as practiced within the Diocese of Christ our Hope. I promise that I will faithfully execute the duties of the office of Vestry member of this Congregation to the best of my ability."

ARTICLE SEVEN – OFFICERS

7.01 The officers of the Parish shall be the Senior Warden, the Junior Warden, the Clerk of the Parish, the Treasurer and such other officers as the Vestry shall from time to time determine to be required. The Senior Warden shall be selected by the Rector from among the members of the Vestry; the Junior Warden shall be selected by the Vestry from among its members. The treasurer and clerk shall be appointed by the Vestry.

7.02 The treasurer and clerk may or may not be a member of the Vestry.

7.03 The officers of the Parish shall have the powers and duties generally ascribed to the respective offices and such additional authority or duty as may from time to time be established by the Vestry.

**ARTICLE EIGHT – ELECTIONS OF DELEGATES TO SYNOD/CONVENTION AND
AFFILIATED ORGANIZATIONS AND ASSOCIATIONS.**

8.01 The Parish, as defined in Title I, Canon 6, Section 1 of the Canons of the Diocese shall be entitled to at least two lay delegates and one alternate delegate for each delegate and one youth delegate under the age of 21 to participate in the Synod.

8.02 Persons meeting the criteria of 4.01 shall be eligible to participate in the Synod upon request.

8.03 The ~~Rector~~RECTOR shall appoint all delegates, with confirmation by the Vestry, for a term of one year beginning July 1st. Delegates may serve consecutive terms.

8.04 The Parish shall reimburse reasonable expenses for the cost of delegates to attend Synod meetings.

ARTICLE NINE – ~~CLERICAL HEAD~~RECTOR

9.01 The clerical head of this Parish shall have been canonically recognized and shall be titled as ~~Rector~~RECTOR. He shall have charge of the spiritualities of the Parish, and, subject to Article 2.01, he shall be the liturgical officer thereof. The ~~Rector~~RECTOR shall always have possession and control of and access to the use of all Parish buildings and property.

9.02 The ~~Rector~~RECTOR shall be called in accordance with Article 6.02.

9.03 The ~~Rector~~RECTOR shall be the Chairman of the Vestry ex officio.

9.04 The ~~Rector~~RECTOR shall preside over the Parish Meeting with voice but without vote.

ARTICLE TEN – ~~STANDING~~ PARISH STEWARDSHIP COMMITTEE

10.01 ~~A Standing~~The Parish Stewardship Committee (PSC) shall be formed and shall be a council of advice to the Rector and Vestry and have such authority and responsibility as the Vestry may determine from time to time. At all times, the ~~Standing Committee~~PSC shall be accountable to the Vestry.

10.02 The committee shall consist of six members each serving a term of five years. The treasurer shall be one of the members.

10.03 The scope of responsibilities shall include.

- developing and overseeing the annual projection.
- keeping a proper account of all funds consistent with accounting principles that are accurate and transparent.
- Review investment strategies.

- review the need to establish separate funds to account for restricted gifts.
- evaluate employee health, general insurance and retirement benefit plans.

10.04 The Vestry shall approve the members of the ~~standing committee~~PSC at their first meeting in July of each year.

ARTICLE ELEVEN – COMMITTEES, ORGANIZATIONS AND GUILDS

11.01 Lay Organizations and Guilds may be organized under the jurisdiction of this Parish upon approval of the Rector and consent by the Vestry.

11.02 No lay organization may maintain cash or have an account in any financial institution. Responsibility for the collection and disbursement of funds is assigned to the treasurer.

11.03 Lay organizations or guilds may request from the Vestry they be assigned a credit card for efficiency. All authorized charges shall be remitted to the treasurer for proper accounting.

ARTICLE TWELVE – PARISH FINANCES AND OPERATIONS

12.01 The Parish shall have an annual fiscal year beginning July 1 and ending June 30.

12.02 The Parish shall maintain its books, accounts and applicable records using generally accepted accounting principles, identifying funds as unrestricted, restricted and permanent.

12.03 For effective cash management funds may be commingled but the treasurer shall account for such funds separately using generally accepted accounting principles.

12.04 An annual operating projection shall be prepared consistent with the fiscal year of the Parish.

12.05 The ~~clerical head~~RECTOR shall have the final authority to hire and dismiss all employees of the Parish. The Vestry shall establish staff position in conjunction with the Rector.

12.06 The vestry shall have the books and records of the Parish subjected to annual inspection pursuant to Diocese guidelines or such other higher level of inspection as deemed appropriate.

12.07 The treasurer shall prepare a statement of net assets and statement of activity and functional expenditures for presentation to the vestry.

12.08 All amounts for outreach, contractual agreements, capital outlay and significant maintenance and repair items shall receive Vestry approval.

12.09 The Vestry shall establish a Discretionary Fund by setting aside, in a separate bank account, on a periodic basis, funds for the ~~Rector's~~RECTOR'S use. The account is always the property of the Parish. The Fund shall be used to enhance the mission of the Parish and the ministry of the Rector. Amounts set aside shall be determined on an annual basis by the Vestry. No portion of the Discretionary Fund may be used for personal purposes by the ~~Rector~~RECTOR. The treasurer shall be responsible for reviewing transactions and reconcile the account monthly. The fund shall not accept gifts directly from the membership.

ARTICLE THIRTEEN – GIFTS

13.01 All designated and permanent gifts, including memorials shall first be approved by the Vestry, with the consent of the Rector.

13.02 All unrestricted noncash gifts shall first be approved by the Vestry, with the consent of the Rector.

13.03 Gifts shall be recorded and acknowledged in accordance with regulatory requirements of the Internal Revenue Service.

ARTICLE FOURTEEN – RECORDKEEPING

14.01. Sacramental Registers and Vestry Minutes. The ~~Rector~~RECTOR shall maintain a register of official acts such as worship services, baptisms, confirmations, weddings, funerals, and visitations of bishops. Minutes of all meetings of the Vestry shall be kept in permanent form.

14.02 Annual Report. The ~~Rector~~RECTOR and Wardens shall submit an Annual Report on a form to be prescribed by the Diocesan Council.

ARTICLE 15 – ADMENTMENT OF BY-LAWS

15.01 The power to adopt, alter, amend, or repeal these bylaws is vested in members entitled to vote at an annual Parish meeting or a called meeting with the purpose of amending these by -laws. A two-thirds (2/3) vote of the members at such meeting shall be required to alter, amend, or repeal, these by -laws.

15.02 The Vestry shall appoint a committee to review these by-laws of the Parish periodically not to exceed five years beginning fiscal year end 2025 or sooner as may be determined by the Vestry.

The above by-laws were approved by the Vestry on February 21, 2021, submitted to the membership on _____ and approved by the membership at the annual meeting on _____.

Attested by Clerk of the Vestry _____.

Date _____