

SAINT STEPHEN'S EPISCOPAL CHURCH
WARETOWN, NEW JERSEY

BYLAWS

OF THE RECTOR, WARDENS AND Vestry Members OF
SAINT STEPHEN'S EPISCOPAL CHURCH
WARETOWN, NEW JERSEY

PREAMBLE

The Rector, Wardens and Vestry Members of the Church of St. Stephen's in Waretown, New Jersey is a religious corporation formed pursuant to the authority of Title 16 of the Revised Statutes of New Jersey, and particularly in accordance with Chapter 12 of that Title, pertaining to the Episcopal Church. The Certificate of incorporation is dated May 1, 1965 and was filed in the Ocean County Clerk's Office on May 3, 1965 in Book 46 of Corporations on page 130.

These Bylaws are intended to be consistent with the Constitution and Canons of the Diocese of New Jersey and of the Episcopal Church in the United States. Any provision inconsistent with such laws is unintentional and void. Portions hereof included within provisions of, said Constitution or Canons, which may hereafter be amended, shall be regarded as amended accordingly. All such Constitutions and Canons are a part hereof as though set forth in full herein.

As used herein, the term Vestry refers collectively to the Rector, Wardens and Vestry Members.

The word "parish" when used herein shall be construed to be equivalent to "congregation" whenever necessary to carry out the object and intent of these Bylaws.

ARTICLE I

ANNUAL PARISH MEETING AND ELECTION

- 1:1 **Time.** The Annual Meeting of this Parish shall be held on the third Sunday of January each year. Prayers having been said immediately before, the meeting shall proceed, due notice having been given.
- 1:2 **Notice.** Notice of the time and place of the Annual Meeting and election shall be given by advertisement set up in open view at the door of the Church or usual places of worship, 10 days prior to the election and shall be read by the Rector or officiating minister on the two Sundays next preceding the election, in time of public service.
- 1:3 **Officers of Meeting.** The Rector shall preside, with the right to vote, or if absent or if no Rector is settled in the parish, the meeting shall choose one of the Wardens, or if neither of the Wardens is present, one of the Vestry Members, or if no Vestry Members is present, then some duly qualified voter to act as Chairperson. The Secretary of the Vestry, or if absent, a person

appointed by the Chairperson, shall enter the preceding in the minute book of the Vestry, and shall sign the same, together with the Chairperson.

1:4 **Voters.** The voters shall be baptized persons of full age, domiciled in the Parish or adjacent thereto within the Diocese, of good moral character, adhering to this church and to no other religious body, regular attendance at the services of the church in said Parish, meaning thereby those who are more frequently present than absent, and regular contributors to the current expenses of the Parish for six months next before the said Annual Meeting. The Chairperson of the meeting shall be the judge of the qualifications of voters.

1:4.1 The Rector shall keep a list of all members of the Parish who are qualified to vote, which list shall be open to inspection by members of the Parish on reasonable request.

1:5 **Election.** At such Annual Meeting, the qualified voters shall elect by ballot, by a plurality of the votes cast, to serve for the ensuing year, from among the voters in the Parish, officers to fill the offices hereinafter provided:

1:5.1 A warden to serve a term of two years, provided that there shall be two Wardens, whose terms expire in alternate years. No person shall serve as a Warden for more than two consecutive two-year terms, except that a term filling a vacancy shall not be considered as part of such term. Wardens shall be elected by the Congregation from among the Vestry Members then serving or previously having served in this Parish.

1:5.2 Three Vestry Members to serve terms of three years, provided that there shall be nine Vestry Members, whose terms shall expire, three each year. No person shall serve as Vestry Members for more than two consecutive three-year terms, except that a term filling a vacancy shall not be considered as part of such term. In the event an incumbent Vestry Members shall be elected Warden, the seat as Vestry Members shall be considered vacant, and the congregation may elect another for the unexpired term.

1:5.3 Three Deputies and three Alternate Deputies to the Diocesan Convention. The term of such Deputies and Alternate Deputies shall be until the next Annual Election.

1:5.4. Six persons will be elected as Deputies to the Convocation of which this Parish is a part, to serve until the next Annual Meeting.

1:6 **Other Business.** Such other business may come before the meeting as the Rector, Wardens, Vestry Members, or Voters present shall designate.

ARTICLE II

SPECIAL MEETINGS

- 2:1 Special meetings of the Parish may be called by the Rector, or if there be no Rector, by the Wardens, upon the same notice as prescribed in Article I. The notice shall specify the object(s) for which the meeting is called, and no vote shall be taken upon any question not specified in the notice.

ARTICLE III

CONDUCT OF ELECTIONS

- 3:1 **Nominations.** There shall be an adequate opportunity for nominations from the floor. No ballots shall be cast until the nominations have been closed by majority vote of the qualified voters.
- 3:2 **Election.** At the said meeting, in addition to other business, the qualified voters as defined in 1:4 herein, shall successively elect by secret ballot Wardens, Vestry Members, Deputies and Alternates for the Diocesan Convention, and Deputies and Alternates of the Convocation. The polls shall remain open for one-half hour and for such longer time as may be required to receive the ballots of the persons present and ready to vote.
- 3:2.1 **Election of Wardens and Vestry Members** shall be by plurality of the vote.
- 3.2.2. **Election of Deputies to Diocesan Convention.** There shall be elected three Deputies and three Alternates. Election of Deputies and Alternates shall be by plurality of the vote. Separate elections will be held for Deputies and Alternates. However, with a majority consent of the Voters present, the election can be held simultaneously and the three persons receiving the largest number of votes cast shall be declared elected Deputies. The three persons receiving the next largest number of votes shall be declared elected as alternate Deputies.
- 3.2.3 **Election of Delegates to Convocation.** Election of Delegates and Alternates shall be by plurality of the vote. Separate elections will be held for Delegates and Alternates. However, with a majority consent of the Voters present, the election can be held simultaneously and the six persons receiving the largest number of votes shall be declared elected as delegates. the three having the greatest number of votes to be Delegates, the next three shall be Alternates.

- 3:3 The Meeting Chairperson, at the close of elections, shall publicly announce the result and shall cause it to be read to the congregation on the Sunday following. The Parish Secretary/Clerk shall forthwith issue notices to the persons elected of their election and shall add to those for the Wardens and Vestry Members a notice of the next meeting of the Vestry.

ARTICLE IV

VACANCY

- 4:1 In the event of a vacancy caused by the death, resignation, removal, incapacity, refusal or neglect for six months of any duly elected Warden or Vestry Members to serve in such capacity, the vacancy will be filled by majority vote of the Vestry Members until the next annual meeting.

ARTICLE V

MEMBERS AND OFFICERS

- 5:1 The Rector shall be a member and the presiding officer of this Corporation, but if there be no Rector, the Wardens and Vestry Members shall constitute the Corporation, and one of the Wardens shall be elected the presiding officer. A Clerk or Secretary, who shall be one of the Vestry Members, and a Treasurer shall be elected annually by the Vestry.
- 5:2 The Clerk or Secretary shall keep faithful minutes of the meetings of the congregation, and present the minutes to the Vestry for approval. The Secretary shall have custody of the minute book, and of the corporate seal of the parish. The Secretary shall affix the seal and attest the same to documents of the parish when duly authorized. The Secretary shall carry out secular correspondence of the parish as directed by the Vestry.
- 5:3 The Treasurer shall have custody of and maintain the books of account of the parish; shall make monthly report thereof to the Vestry and annually to the congregation at the time of parish meeting. The Secretary shall deliver up the books for audit as directed by the Finance Committee.

ARTICLE VI

DUTIES OF THE RECTOR

- 6:1 The Rector shall have exclusive charge, under the Canons, of all things affecting the spiritual interests of the parish, subject only to the Bishop. The Rector shall give orders concerning the worship of the church, together with all that appertains thereto. The Rector may from time to

time appoint fit and proper persons to perform under supervision, such duties relative to the service and the decoration of the church may be properly done by the congregation. The Rector shall be at all time entitled to access to the Church, to open the same for public worship, for catechetical or other religious instruction, marriages, baptisms, funerals, and all other offices authorized by the Church. The Rector shall have spiritual direction and control of the Church School, music, and shall preside, with right to vote, at all Parish and Vestry meetings.

ARTICLE VII

DUTIES OF THE WARDENS AND Vestry Members

- 7:1 It shall be the duty of the Wardens and Vestry Members, under the Rector to protect the Church property, and to see that all things needed for the orderly worship of God, and for the administration of the Sacraments and Ordinances of the Church, are provided.
- 7:2 It shall be the duty of the Wardens and Vestry Members to see that the funds of the Parish are expended properly, and to elect and call the Rector and provide for the Rector's maintenance.
- 7:3 The Wardens are the chief lay officers of the Parish, and in addition to their duties as members of the Body Corporate, shall have the following duties:
- 7:3.1 To preside at meetings in the absence of the Rector, the Senior Warden to preside in preference to the Junior Warden.
- 7:3.2 To arrange for services of Clergy as required in the absence of the Rector, pursuant to instructions to be furnished by the Rector.
- 7:3.3 Members of the vestry are expected to attend all vestry meetings unless excused by informing the rector and/or the clerk of the Vestry. Three unexcused absences in a single Vestry term shall constitute sufficient reason for removal of that member from the Vestry.

ARTICLE VIII

MEETINGS OF THE VESTRY

- 8:1 Meetings of the Vestry shall be held at a regular time and day as determined at the annual organization of the Vestry, and when called on not less than 24 hours notice in one of the following ways:
- 8:1.1 By the Rector at any time.

- 8:1.2 By the Wardens, if there is no Rector, or if the Rector is absent from the Diocese for three calendar months, or is incapable of acting, or if the Rector has refused to call the meeting within one week after receipt of a request signed by a majority of the members of the Vestry or
- 8:1.3 By a majority of the Members of the Vestry, in case of failure of the Wardens to call such meeting within one week after the receipt of such request.
- 8:2 To constitute a quorum of the Vestry, there must be present either:
- 8:2.1 The Rector, one of the Wardens, and a majority of the Vestry Members, or
- 8:2.2 The Rector, both Wardens, and one less than a majority of the Vestry Members, or
- 8:2.3. If the Rector is absent from the Diocese, or is incapable of acting, and shall have been so absent or incapable for more than three calendar months, or if the meeting is called by the Rector and he is absent therefrom, or If the meeting is called by the Wardens or Vestrymen Members and the Rector is absent therefrom, one Warden and the majority of the Vestry Members, or both Wardens and one less than a majority of the Vestry Members.
- 8:3 If there is a Rector called to or settled in the Parish, no action shall be taken in his absence, or relating to or affecting the personal or exclusive rights of the Rector, or the alienation of the capital or principal of any investments held by the Corporation, or the sale of its real estate, or the encumbrance thereof, except as may be necessary for ordinary repairs.
- 8:4 The Rector shall preside if present; in his absence, the Senior Warden, or the Junior Warden. The presiding officer may propose an agenda, which shall be followed unless overruled by a majority of those present. Except as provided by Canon or these by-laws, the customary rules of parliamentary practice shall prevail. Appeals from rulings of the Chair shall be by majority vote, except that no appeal shall be allowed concerning prerogatives of the Rector.

ARTICLE IX

COMMITTEES

- 9:1 There shall be an Executive Committee consisting of the Rector, the Wardens and the Treasurer.
- 9:2 There shall be a committee on church property, which shall have cognizance of the real and tangible personal property of the parish; shall see that it is maintained in a suitable condition to serve the needs of the congregation; shall maintain careful inventories and valuations and

take all precautions for its protection. The Committee shall make recommendations concerning acquisitions, development, alteration, repair, replacement and disposal thereof.

- 9:3 There shall be a finance committee, with cognizance of the financial affairs and planning of the Parish. It shall cause the audit of the Parish's accounts not less than annually, and deliver copies of the audit report to the Vestry.
- 9:4 The Rector is required not later than the October meeting of the Vestry to appoint a Nominating Committee which shall consider members of the Parish qualified for offices, and submit the names for consideration of the Congregation at the Parish Meeting. The Committee shall be comprised of at least three members and include person/s not members of the Vestry.
- 9:5 There shall be such other Committees, either standing or ad hoc, as the Vestry may direct or the Rector may see fit to appoint. At the discretion of the Rector, persons not members of the Vestry may be appointed to serve on Committees.
- 9:6 All Committees shall be appointed by the Rector, who shall be a member of all Committees. He is requested to appoint one member of the Executive Committee to each Committee.

ARTICLE X

AMENDMENTS AND SUSPENSION OF BY-LAWS

- 10:1 **Changes.** ¹With proper Notice, a meeting of the vestry shall be called and held in the manner provided herein. If the vestry, by a two-thirds vote of all members thereof, shall recommend such change or changes, the proposed change or changes shall be presented to the parish at a special meeting, or at the annual meeting as determined by the vestry, for the purpose of ratifying the change/s. At such meeting, the recommendations of the vestry shall be ratified by a two-thirds vote of those present balloting separately upon each proposed change, then a certificate shall be executed by the rector and secretary and shall be immediately filed and recorded in the office of the Ocean County Clerk.
- 10:2 **Conflict.** Any provision or portion of any provision of these bylaws which shall be in conflict with any civil statute, or any portion of the national or diocesan Constitutions and Canons, which are now in effect or which may hereafter take effect, shall be void. The invalidity of any provision or portion of any provision by reason if this article shall not affect the validity of the remainder of these bylaws.
- 10:3 **Suspension.** The operation of any By-Law may be suspended in whole or in part, but not inconsistent with law or Canon, by a two-thirds vote of those present and voting at any duly

¹Per NJ 16:12-14

convened meeting of the Vestry, a quorum being present, provided the action and the reasons therefore be spread upon the minutes.

ARTICLE XI

THE MEMORIAL GARDEN

- 11:1 There is hereby established a Memorial Garden for use as a columbarium for the cremated remains of members of the church.
- 11:2 The lands so consecrated shall be used solely and exclusively for such purposes, including memorial and dedicatory services.
- 11:3 There shall be no charge for the use of the columbarium.
- 11:4 The use of the columbarium shall be limited to members of the church and their families as limited by law for religious corporations not operating as cemetery companies. The decision of the Rector, decision may be made by the Vestry, after consultation with such authority as the Bishop may designate.
- 11:5 Any funds donated to the Memorial Garden shall be segregated from the general funds of the Parish and used for the development and maintenance of the Memorial Garden and columbarium, including such measures as may be thought prudent to ensure its security and privacy. After completion and consecration of the columbarium, should there be more funds available than required for proper maintenance, the Vestry may authorize excess funds to be used for other memorial purposes, which may include the purchase, improvement, or repair of a memorial of the parish, the service of the Altar by the Altar Guild, or candles, flowers or similar expendable items used in the services of the Church.
- 11:6 Nothing in these by-laws shall be construed to permit, and it is hereby prohibited, that any property rights in land shall pass to any person as a result of the inurnment or other deposit of human remains herein; provided, however, that such remains may be exhumed by agreement of the Vestry and whatever persons may be authorized to make such exhumation, subject to any bylaw of this church law, or by order of a Court of competent jurisdiction.