

**Bylaws of St. Mark's Episcopal Church  
Fairland, Maryland**

**Adopted January 22, 2006**

**PREAMBLE**

These bylaws have been prepared with the intention of implementing the guidance of and being in conformance with the following sources:

- The Constitution and Canons of the Episcopal Church
- The Constitution and Canons of the Diocese of Washington, and
- The Maryland Vestry Act, Laws of Maryland (Session Laws)

**ARTICLE I – MEETINGS OF THE PARISH**

**Section 1 – Annual Meeting**

There shall be a meeting of the entire parish every year. The vestry shall decide when and where the meeting will be held. Any parish business may be discussed at this meeting. However, its primary purpose shall be to elect new voting members to the vestry and delegates to the Diocesan Convention.

**Section 2 – Special Meetings**

A special meeting of the entire parish may be called at any time, and for any purpose, either by the Rector, by one-third of the voting members of the vestry, or by a petition signed by a third of the parish's members. Only business described in the call may be discussed at a special meeting. The special meeting will be scheduled by the vestry within 60 days of receiving the call for such a meeting.

**Section 3 – Notice of Meetings**

The vestry must notify all of the parish's members of annual or special parish meetings. The notice must describe when and where the meeting will be held and must give the reason for any special meeting. The notice of the meeting must be announced in the church bulletin and mailed to members at least thirty (30) days before the meeting. The notice will also be posted on the two main entrance doors of St. Mark's Church, Fairland two weeks before the meeting. If that meeting must be rescheduled, the notice of the rescheduled meeting must be published in the church bulletin and mailed at least two weeks prior to the new date.

**Section 4 – Members Entitled to Vote in a Parish or Special Meeting**

A qualified voter in a parish or special meeting must be a member of the church (as defined in Title I, Canon 17, Section I(a) of the Constitutions and Canons of the Episcopal Church); at least 16 years of age; a communicant in good standing in the church (as defined in Title I, Canon 17, section 3 of the Constitution and Canons of the Episcopal Church); and a contributor of record at St. Mark's Episcopal Church, Fairland for at least three months prior to the parish or special meeting.

A contributor of record is a member of St. Mark's who has given of his or her time, talent, or financial support toward the ministries of St. Mark's parish. The parish Registrar shall record and maintain the list of qualified voters using the parish register, financial giving records, and participation lists maintained by the chairs of the various committees and heads of other service activities within the parish. This list shall be available upon request at any parish meeting.

**Section 5 – Parish Meeting Administration**

Opening: The meeting will begin with an opening prayer.

Rules of Conduct: The business of the meeting will be governed by Robert's Rules of Order.

Quorum, Manner of Acting: A quorum will be 10% of the members of the parish qualified to vote, as reflected in the parish register of qualified voters. A majority of those present shall be necessary for the adoption of any matter voted upon by the members except where specified elsewhere in these bylaws.

**Section 6 – Specific Positions**

Presiding Officer: The Rector is the presiding officer at all parish or special meetings. In the Rector's absence, the Senior or Junior Warden will preside, in that order. If the parish is without a rector, the Bishop shall preside, if present.

Judges of the Election: Voting members of the vestry who are present at any parish meeting shall judge the election of members of the vestry, the qualifications of qualified voters and the qualifications of persons proposed as candidates for the vestry.

Secretary of Parish Meetings: The Secretary of the vestry shall act as secretary of any parish meeting. If the Secretary of the vestry is absent, the Rector or authorized representative shall appoint a secretary. The secretary of any parish meeting shall make, or cause to have made for parish approval, a full and fair written record of the proceedings of the meeting and also disposition of the questions raised upon by the judges of election, which record shall be included in official records of the vestry.

Parish Registrar: The Secretary of the vestry shall act as the parish Registrar. If the Secretary of the vestry is absent, the Rector or authorized representative shall appoint a secretary pro tem.

## ARTICLE II – THE VESTRY

### Section 1 – Elections

**Eligibility:** Any qualified voting member of St. Mark's parish who is at least 18 years of age is qualified to be elected to the vestry.

**Membership:** The vestry has twelve voting members. They include the Rector, two Wardens, and nine others. Non-voting members include the Secretary of the vestry and the parish Treasurer.

**Elections:** Elections for membership on the vestry are held at the annual parish meeting.

**Terms:** All voting members of the vestry serve for three years with the exception of the Rector whose tenure is addressed in Article IV, and the Wardens whose terms are addressed in Article III. Terms are measured from one annual meeting to the next. Every year at least three of the voting members of the vestry will be elected. Voting members of the vestry may not serve consecutive terms with the exception of the wardens who may succeed themselves once. If a voting member of the vestry has served more than half of an incomplete term, he or she is considered to have served a full term for the purposes of reelection. The length of terms of vestry members may not be changed in a way that shortens the term of someone serving on the vestry when the change is made.

**Nominations:** The outgoing members of the vestry, together with the Rector, make up a vestry nominating committee. They may add members to the committee. This list should be included in the church bulletin and shall be mailed to all members of the parish at least thirty (30) days prior to the election. Nominations from the floor may be taken during the annual meeting, if the nominator has previously received the nominee's consent.

**Vacancies:** If a vacancy occurs among the voting members of the vestry, a majority of the remaining voting vestry members will appoint a qualified voting member of the parish to serve on the vestry until the next annual parish meeting at which time a Vestry member will be elected to fill the remainder of the unexpired term. If a vacancy occurs within six months of the next annual parish meeting the Vestry may elect not to fill the vacancy until the next annual meeting.

**Oath:** Except for the Rector, all voting vestry members will take an oath before assuming their positions of the vestry. The oath is prescribed in the Maryland Vestry Act and reads as follows:

I (name of newly elected vestry member), do solemnly swear, that I will faithfully execute the office of a vestryman of St.

Mark's parish, in Montgomery Count, without prejudice, favor or affection, according to the best of my skill and knowledge.

The Bishop, Rector, or a previously sworn in and current voting vestry member may administer this oath.

### Section 2 – Meetings

**Schedule:** The vestry shall meet monthly. The vestry sets the dates for its meetings. A special meeting of the vestry may be called by either the Rector, the Senior Warden, or by a third of the voting members of the vestry. Three days notice is required for a special vestry meeting unless this time is shortened by a waiver approved by a majority of the vestry at any regular meeting. Every effort shall be made to notify all vestry members of special meetings.

**Quorum:** Eight voting members of the vestry, including one of the following: Rector, Senior Warden, or Junior Warden, shall be a quorum for the transaction of any business that it is authorized to do by law, except where specified elsewhere in these bylaws.

**Voting:** The act of a majority of the voting members of the vestry shall be the act of the vestry.

**Rules of Conduct:** The business of the meeting will be governed by Robert's Rules of Order as interpreted by the Parliamentarian.

**Annual Parish Budget:** The vestry shall adopt an annual parish budget. This budget will be presented to the parish at the annual parish meeting.

**Presiding Officer:** The Rector is always a voting member of the vestry and if present shall preside. If the Rector does not preside or is absent, the Senior Warden presides. The Junior Warden presides if Rector and Senior Warden are absent.

### Section 3 – Committees

**Committees Having Authority of the Vestry:** A majority of the voting members of the vestry in office may appoint one or more committees, each of which shall consist of two or more members of the vestry, which committee(s), to the extent provided by resolution of the vestry, shall have and exercise the authority of the vestry in the management of the parish, that is, carry out the mandate from the vestry.

**Committees Not Having Authority of the Vestry:** The Rector, the Senior Warden, or the vestry shall be entitled to appoint committees not having the authority of the vestry in the management of the parish.

**Standing Committees:** The Standing Committees shall be defined by the vestry and shall include, but not be limited to, Financial Oversight, Buildings and Grounds, Stewardship, Christian Education, Evangelism, and Outreach.

### Section 4 – Youth Vestry Position

**Eligibility:** Any member of St. Mark's parish who is between the ages of 15 and 18 years of age is qualified to be elected to the Youth Vestry position.

**Responsibilities and Rights:** The Youth Vestry member will be accorded full responsibilities and rights as Vestry members provided that they may not:

- Be used to compute a Vestry quorum
- Vote on matters concerning contractual obligations

**Election and Nomination:** Nominations and election for the Youth Vestry position are will be conducted by the Parish members who are 11 to 18 years of age. Election for the Youth Vestry position is to be held in May.

**Term:** The term for this position is one year from the date of election.

**Vacancies:** If a vacancy occurs among the voting members of the vestry. Two-thirds of the remaining voting vestry members may appoint a qualified voting member of the parish to complete the unexpired term.

## ARTICLE III – PARISH OFFICERS AND DIOCESAN DELEGATES

### Section 1 – Designated Positions

The lay officers of the parish shall include the Senior Warden, Junior Warden, Registrar, Treasurer and Parliamentarian.

### Section 2 – Specific Positions – Wardens

**Elections:** Each position shall be filled by an individual elected by a majority of the qualified voters present at an annual parish meeting.

**Terms:** The term of each position is two years, with alternating terms. An election for both Junior Warden and Senior Warden shall not normally occur in the same year.

**Vacancies:** If an unexpected vacancy occurs in either position, a majority of the voting members of the entire vestry may vote another member of the vestry to serve until the next annual parish meeting. Nominations for the interim position may be made by the Rector or other voting members of the vestry. If the vestry does not fill such a vacancy within 60 calendar days, a special election shall be held to fill such a vacancy. At the next annual parish meeting the unexpired term will be filled by election of one of the candidates nominated for the position.

### The Parish Treasurer

**Treasurer:** An individual shall become parish Treasurer by the vote of a majority of the voting members of the vestry.

**Eligibility:** The Treasurer shall not be a voting member of the vestry. Membership at St. Mark's parish is not required to act as parish Treasurer.

**Term:** The parish Treasurer's term is two years. The Treasurer may serve consecutive terms.

**Position on the Vestry:** The parish Treasurer is a non-voting member of the vestry.

**Removal:** The Treasurer may be removed from that position by the vote of a majority of the vestry.

**Final Audit:** If the Treasurer does not complete his or her term, the vestry shall, unless otherwise determined by the vestry, order an audit of the parish's financial records before a new Treasurer assumes the position.

**Vacancies:** If the Treasurer does not complete a term, a replacement shall be appointed by majority vote at a regular vestry meeting.

### Parish Registrar/Secretary of the Vestry

**Parish Registrar/Secretary of the Vestry:** An individual shall become Secretary of the vestry, and consequently parish Registrar, by majority vote of the vestry.

**Eligibility:** The parish Registrar/Secretary of the vestry shall not be a voting member of the vestry. Membership at St. Mark's parish is not required to act as parish Registrar/Secretary of the vestry.

**Term:** The parish Registrar/Secretary of the vestry's term is two years. The parish Registrar/Secretary of the vestry may serve consecutive terms.

**Position on the Vestry:** The parish Registrar/Secretary of the vestry is a non-voting member of the vestry.

**Removal:** The parish Registrar/Secretary of the vestry may be removed from that position by a vote of the majority of the voting members of the entire vestry.

### Parliamentarian

**Parliamentarian:** An individual shall become Parliamentarian by vote of a majority of the voting members of the vestry. The Parliamentarian shall be responsible for interpreting Robert's Rules of Order during vestry and parish meetings.

**Eligibility:** an individual shall be a voting member of the vestry to be Parliamentarian.

**Term:** The Parliamentarian's term is one year. The Parliamentarian may serve consecutive terms.

**Position on the Vestry:** The Parliamentarian shall be a voting member of the vestry.

**Removal:** The Parliamentarian may be removed from that position by a vote of the majority of the voting members of the entire vestry.

### Delegates to the Diocesan Convention

The number of delegates representing St. Mark's parish is set by the Diocese.

**Delegate:** An individual is elected as a delegate by a majority vote of those present at a parish meeting.

**Eligibility:** A delegate must be a qualified voting member of the parish.

**Vacancies:** If St. Mark's parish is not represented by a full quota of delegates as prescribed by the Diocese, a majority of the voting members of the vestry may vote another qualified voting member of the parish to serve until the next parish meeting. Nominations may be made by the Rector or other voting members of the vestry. If the vestry does not fill the vacant position within 60 calendar days, a special election shall be held to fill such a vacancy.

## Cemetery Trustees

There shall be two trustees responsible for overseeing the operation, maintenance, and improvement of the St. Mark's Cemetery and the management of the Cemetery Trust in accordance with the Cemetery Trust Operations Guide.

Trustee: An individual shall become cemetery trustee by the vote of a majority of the voting members of the vestry.

Eligibility: Both trustees must be members of St. Mark's parish.

Term: The term of a trustee shall be two years. The trustees may serve consecutive terms.

Position on the Vestry: If elected, either trustee may also be a voting member of the vestry.

Removal: A trustee may be removed from that position by the vote of a majority of the voting members of the entire vestry.

Final Audit: If a trustee does not complete his or her term, the vestry shall, unless otherwise determined by the vestry, order an audit of the cemetery's financial records before a new trustee assumes the vacant position.

Vacancies: If a trustee does not complete a term, a replacement shall be appointed vote of a majority of the voting members of the vestry at a regular vestry meeting.

## ARTICLE IV – CLERGY

### Section 1 – Selection

Election of a Rector: When the office of Rector becomes vacant, the vestry shall, by a two-thirds majority of the voting members of the entire vestry, elect to call a new Rector from among the presbyters or Bishops of the Protestant Episcopal Church. Such election shall conform with the National and Diocesan Canons.

Assistant Clergy: Any assistant clergy shall be elected by a two-thirds majority of the voting members of the entire vestry, from among the clergy of the Protestant Episcopal Church authorized to officiate in the Protestant Episcopal Church. Such election shall be at the nomination of the Rector, and after consultation with the Diocesan Bishop in conformance with the National and Diocesan Canons.

Calls to Rectors and Assistant Clergy: A call of a new Rector or assistant member of the clergy shall be made and accepted in writing and shall be in form and substance in conformance with the National and Diocesan Canons.

Agreement: The Rector and all assistants must have a written agreement with the parish. Any agreement shall contain the elements required by the National and Diocesan Canons in effect at the time the agreement is written.

### Section 2 – Ending the Pastoral Relationship

To Rector shall, <sup>not</sup> be removed except in compliance with the National and Diocesan Canons. The vestry shall consult the Diocesan Bishop regarding this matter.

## ARTICLE V – AMENDING THESE BYLAWS

These bylaws may be amended at any regular or special parish meeting by a two-thirds vote of those present. Proposed amendments must be mailed to all parish members at least thirty (30) days before such a meeting.

## ARTICLE VI – OVERSIGHT OF FINANCES

All books of accounting and funds of the parish shall be audited as directed by the Diocese and determined jointly by the vestry and the Financial Oversight Committee. Personal financial information resulting from St. Mark's annual pledge drive or other giving programs benefiting St. Mark's shall not be accessible to anyone except the recorder of pledging and pledge amounts, the recorder of other giving programs, and the recorder of actual giving; with the single exception of the individual quarterly giving statements which are accessible only to the recorder of actual giving and the individual whose giving the statement records.