

**BY-LAWS OF SAINT ANDREW'S EPISCOPAL CHURCH  
YORK, PENNSYLVANIA**

**ARTICLE I – MEETINGS OF THE PARISH**

- I. All official business meetings of the members of the Parish shall be held at the church premises in York, Pennsylvania. Provision shall be made for virtual attendance. See “Guidelines for Virtual Meetings” for current parish policies.
- II. The Annual Meeting of the members of the Parish shall be held the last Sunday in January. At this meeting there shall be elected such members of the Parish Vestry as shall be necessary to fill any vacant or seats. At the annual meeting delegates to Annual Convention (who also serve as delegates to the Convocation) shall be elected. The number of delegates shall be determined by diocesan canon.
- III. Notice of the Annual Meeting shall be published in the church bulletin at least thirty days prior to said Annual Meeting and shall be announced at all services on the two Sundays immediately prior to the annual meeting.
- IV. Special meetings of the Parish may be called by the Rector, one of the Wardens, five members of the Vestry, or twenty-five members of the Parish at any time on ten (10) days notice given to the Parish. If twenty-five members of the Parish call for a meeting, these members must present in writing to the Rector and senior warden such call expressing the purpose of the meeting. The Rector and warden will then relay the call to the Parish.
- V. Ten Percent (10%) of the total number of members of the Parish, as defined by in Article II of these bylaws, shall constitute a quorum at any meeting of the Parish.
- VI. The Rector, or rector's designee, shall preside at all meetings of the Parish.

**ARTICLE II – VOTING MEMBERS OF THE PARISH**

- I. All registered communicants as defined by General Convention Title 1. Canon 1.17 shall be members of the Parish.<sup>1</sup>
- II. All members, 16 years of age or upwards, who for at least one year immediately preceding the annual election, shall have contributed to the support of the church, shall be entitled to vote at the annual meeting of the Parish, or at any special business meeting of the parish.

### ARTICLE III – THE PARISH VESTRY

- I. The Vestry shall consist of the Rector, the Senior Warden, chosen by the Rector, and 9 Vestry members elected by ballot from the membership of the Parish entitled to vote.
- II. The Senior Warden shall be entitled to vote if not one of the 9 elected Vestry members
- III. Regular meetings of the Vestry shall be held on the third Tuesday of the month. Meetings shall be in-person at the parish or virtually at the discretion of the Rector.
- IV. Special meetings may be called by the Rector, or any two Vestry members by giving five (5) days notice to all Vestry members via email or phone call. If called by two members of the Vestry, the members shall present to the Rector and Senior Warden the reason for calling the meeting. The Rector will then relay the call to the full Vestry.
- V. Vestry members shall be elected for a term of three years. No elected Vestry member shall be eligible for re-election until one year after the expiration of such prior elected term.
- VI. The only exception from the three-year term would be vacancies in the Vestry by reason of death, resignation or other causes. These may be filled by the remaining Vestry members choosing from among the members of the Parish, a Vestry member to serve until the next annual meeting. The vacant position shall be filled by election, at the next Annual Meeting, to fill the remaining unexpired term.
- VII. The Rector and Vestry shall be responsible for the general management and control of the business affairs of the Parish and shall exercise all the powers that may be exercised or performed by the Parish under the Statutes, the Certificate of Incorporation, the By-Laws, and the Constitution and Canons of the General Convention of the Episcopal Church and the Diocese of Central Pennsylvania.
- VIII. At any regular or special meeting of the Vestry, five Vestry members shall constitute a quorum.

### ARTICLE IV - RECTOR

- I. The Rector shall be the spiritual head of the Parish. The control of the worship and the spiritual jurisdiction of the Parish shall be vested in the Rector, subject to the rubrics of the Book of Common Prayer, the Canons of the Church, and the godly counsel of the Bishop.

- II. The Rector shall be the president of the Parish. The Rector or Rector's designee, shall preside at all Parish business meetings and all meetings of the Parish Vestry.
- III. The election of a Rector shall not be held unless a written notice shall have been first sent to every Vestry member stating the meeting is particularly called for such election.
- IV. The concurrence of two-thirds (2/3) of the Vestry shall be necessary to elect a Rector.

#### ARTICLE V – VESTRY OFFICERS

- I. There shall be two church wardens: (1) The Senior Warden (aka the Rector's Warden), appointed annually by the Rector from the members of the Parish, and (2) A Junior Warden (aka the People's Warden), elected annually by the Vestry from its membership. The Wardens shall care for the church and church property and shall see that the church and church property are kept in proper repair.
- II. The elected officers of the Parish Vestry shall consist of the Junior Warden, Clerk, Treasurer, and Financial Secretary. Their term of office shall be one year. They may be elected for additional terms.
- III. The Clerk shall be elected by the Vestry from among its members or appointed by the Rector if no sitting vestry member agrees to serve. If appointed, the Vestry will confirm by vote the Rector's appointee. The Clerk, if not an elected member of the Vestry, will have a voice during Vestry meetings, but will not be given a vote. It shall be the duty of the Clerk to keep minutes of the proceedings of every meeting and record the same. He or she shall give notice of the time and place of each meeting, and at the expiration of his or her term shall deliver to his or her successor all books and papers belonging thereto.
- IV. The Treasurer shall be elected by the Vestry and shall have charge of all monies belonging to the Parish; he or she shall keep records for that purpose and present a statement of receipts and disbursements at each stated meeting of the Vestry and a statement at the Annual Meeting. The annual statement shall be duly audited by a certified public accountant, or other person appointed by the Vestry, and shall be available to the members. At the expiration of his or her term of office he or she shall deliver to his or her successor the Treasurer's books and all monies of the Parish, and papers belonging to his or her office. The Treasurer or other designated person shall be responsible for deposit of all monies coming into his or her hands

in a separate account or accounts in the name of the Parish in a depository or depositories designated by the Vestry.

- V. The Financial Secretary shall be elected by the Vestry and shall be responsible for monitoring receipts for each pledging unit and for reporting all income by account to the Treasurer each month. He or she shall report at Vestry meetings and at the Annual Meeting. He or she shall keep records of the individual pledges from each pledging unit and issue bi-annual statements to each person who has contributed money to the church.
- VI. The Head Teller and assistant tellers shall be appointed by the Rector and approved by the Vestry. Tellers shall be responsible to count and deposit all monies given to the Parish, in a depository or depositories designated by the Vestry.
- VII. The Financial Secretary, Treasurer and Tellers are bonded under the Church Pension Group.
- VIII. Other officers may also from time to time be elected by the Vestry. Such officers' duties and tenure shall be determined by the Vestry.

## **ARTICLE VI - ELECTION OF VESTRY MEMBERS**

- I. Nominations for Vestry members shall be made from the voting members of the Parish by a nominating committee consisting of at least three members of the Vestry appointed by the Rector. The Chairperson of the nominating committee shall deliver the names of its nominees to the Clerk not less than two weeks prior to the Annual Meeting. The Clerk shall certify to the Rector the names of the nominees, which names shall be announced by the Rector at the service or services on the Sunday immediately preceding the Annual Meeting and posted on the church bulletin board.
- II. Additional nominations may be made from the floor at the Annual Meeting. The nominee must have agreed to be nominated from the floor prior to the "Call to Order" of the Annual Meeting and the name of the person to be nominated from the floor shall be submitted in writing to the Clerk of the Vestry prior to the "Call to Order" of the Annual Meeting.
- III. Voting shall be by ballot. All voting members who cannot attend the Annual Meeting may submit an absentee ballot, sealed in a signed envelope, to the Clerk of the Vestry prior to the commencement of the Annual Meeting. They may vote for those candidates previously nominated and posted, provided that a quorum is constituted. Three Vestry members shall be elected annually unless additional vacancies exist, when the number to be elected shall be increased by the number of vacancies.

- IV. A Judge of elections and two tellers, none of whom is a candidate for election, shall be appointed by the Rector.
- V. After all ballots, including absentee ballots, have been cast they shall be counted by the tellers. The judge of election shall certify the result of the election to the Clerk, who in turn shall announce the names of the successful candidates to the Rector who will announce the elections. In case of tie votes, the candidates who tied shall draw lots for the office.
- VI. All newly elected and continuing vestry members shall be installed the Sunday following the annual meeting of the parish. At the installation, all newly elected members of the vestry shall sign the following declaration:

*I do believe the Holy Scriptures of the Old and New Testaments to be the Word of God, and to contain all things necessary to salvation; and I do consent to be governed by the doctrine, discipline and worship of the Protestant Episcopal Church in the United States of America; and I promise that I will faithfully execute the office of member of the Vestry of St. Andrew's Parish in York County, according to the best of my ability.*

#### **ARTICLE VII - DUTIES AND POWERS OF THE PARISH VESTRY**

*Without prejudice to the general powers conferred by Statutes, the Articles of Incorporation and other clauses of these By-Laws and the Constitution and Canons of the General Convention of the Episcopal Church and the Constitution and Canons of the Episcopal Diocese of Central Pennsylvania, it is hereby expressly declared that the Rector and Vestry shall have the following powers:*

- I. From time to time to make and change rules and regulations including periodic review of these bylaws.
- II. To lease, purchase or otherwise acquire in any lawful manner, any and all real estate and other property, rights or privileges whatsoever deemed necessary or convenient for the execution of Parish affairs, and which the Parish is authorized to acquire, at such price or consideration and generally on such terms and conditions as they think fit, and at their discretion to pay therefore either wholly or partly in money, notes or other security of the Parish, and in keeping with the rules and requirements set forth by the diocese regarding these activities.
- III. To sell or dispose of any real or personal property, property rights or privileges belonging to the Parish whenever in their opinion, its interests would be thereby promoted and pursuant to the vote of a majority of the members to sell, assign, transfer or otherwise dispose of the whole property

of the Parish, and in keeping with the rules and requirements set forth by the diocese regarding these activities.

- IV. To create, issue and make mortgages and negotiable or transferable instruments and securities secured by mortgage or otherwise, and to do every other act and thing necessary to effectuate the same.
- V. To appoint any person or Parish to accept and hold in trust for the Parish any property belonging to the Parish, or in which it is interested, or for any other purpose, and to execute and do all such deeds and things as may be requisite in relation to any such trust.
- VI. To delegate any of the powers of the Vestry in the course of the current business of the Parish to any standing or special committee.
- VII. All of the above actions require two-thirds (2/3) of the Vestry approving.

#### ARTICLE VIII - COMMITTEES

- I. All committees shall be appointed by the Rector unless otherwise provided in these By-Laws, or in a resolution constituting a special committee. Committee members need not be Vestry members.
- II. Reports of committees shall be in writing or submitted verbally to the Vestry and be included in the minutes of the Vestry unless otherwise ordered.
- III. Any member of a committee shall have the right to attend and speak at any meeting of the Vestry during that time which his or her committee's report is to be acted upon.
- IV. At the annual organization meeting of the Vestry to be held in February, the Rector shall appoint, with the approval of the Vestry, Vestry members as members of the Finance, Property, and other Special Committees as needed.
- V. The Finance Committee shall consist of the Senior Warden, who shall be the chairperson, Treasurer and three other voting members of the Parish with the approval of the Vestry. It shall be the duty of this committee to provide ways and means for the raising of funds for maintenance and missionary work of the church, and it shall have charge of the general fiscal affairs of the Parish, subject to the approval of the Vestry. It shall be the duty of the Finance Committee to prepare and submit to the Vestry at its November meeting, a proposed annual budget for the year following, showing itemized estimates of all expenditures and receipts.
- VI. The Property Committee shall consist of the Junior Warden, at least three members of the Parish and one Vestry member. The chairperson shall be

the Junior Warden. It shall be the duty of this committee to care for all property belonging to the Parish, subject to the approval of the Vestry.

VIII. The Rector shall sit on all committees *ex officio* and shall have voice and vote.

## ARTICLE IX - AMENDMENTS

The Vestry shall have the power to make, alter, repeal or supplement these By-Laws. Any such change to the By-Laws shall take effect following successful votes at two consecutive meetings of the Vestry.

## ARTICLE X - ADOPTION

These bylaws have been duly adopted by the St. Andrew's Vestry at a regularly scheduled meeting on October 20, 2020, and supersede all former bylaws that are now null and void.

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1 Canon 17: Of Regulations Respecting the Laity Sec. 1 (a) All persons who have received the Sacrament of Holy Baptism with water in the Name of the Father, and of the Son, and of the Holy Spirit, whether in this Church or in another Christian Church, and whose Baptisms have been duly recorded in this Church, are members thereof. (b) Members sixteen years of age and over are to be considered adult members. (c) It is expected that all adult members of this Church, after appropriate instruction, will have made a mature public affirmation of their faith and commitment to the responsibilities of their Baptism and will have been confirmed or received by the laying on of hands by a Bishop of this Church or by a Bishop of a Church in full communion with this Church. Those who have previously made a mature public commitment in another Church may be received by the laying on of hands by a Bishop of this Church, rather than confirmed. (d) Any person who is baptized in this Church as an adult and receives the laying on of hands by the Bishop at Baptism is to be considered, for the purpose of this and all other Canons, as both baptized and confirmed; also, Any person who is baptized in this Church as an adult and at some time after the Baptism receives the laying on of hands by the Bishop in Reaffirmation of Baptismal Vows is to be considered, for the purpose of this and all other Canons, as both baptized and confirmed; also, Any baptized person who received the laying on of hands at Confirmation (by any Bishop in historic succession) and is received into the Episcopal Church by a Bishop of this Church is to be considered, for the purpose of this and all other Canons, as both baptized and confirmed; and also, Baptized members. Adult members. Members confirmed or received. Adult baptism.

CANON I.17.1 TITLE I 85 (2018 Revision) CANONS Any baptized person who received the laying on of hands by a Bishop of this Church at Confirmation or Reception is to be considered, for the purpose of this and all other Canons, as both baptized and confirmed. Sec. 2 (a) All members of this Church who have received Holy Communion in this Church at least three times during the preceding year are to be considered communicants of this Church. (b) For the purposes of statistical consistency throughout the Church, communicants sixteen years of age and over are to be considered adult communicants. Sec. 3. All communicants of this Church who for the previous year have been faithful in corporate worship, unless for good cause prevented, and have been faithful in working, praying, and giving for the spread of the Kingdom of God, are to be considered communicants in good standing.