

St Peter's Episcopal Church

Lake Mary, FL

By-Laws

(Approved at the parish annual meeting January, 19th 2013)

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ARTICLE I: NAME

The name of the corporation shall be St. Peter's Episcopal Church, Inc., located in Lake Mary, Seminole County, and Florida

ARTICLE II: PURPOSE

The corporation acknowledges its allegiance to be due to the One, Holy, Catholic and Apostolic Church of Christ; and recognizing the body known as the Protestant Episcopal Church in the United States of America otherwise known as the Episcopal Church, and the Episcopal Diocese of Central Florida, to be a true branch of said Church, having rightful jurisdiction as provided in the Constitutions and Canons of this Church. We do hereby accede to the Doctrine, Discipline and Worship of this Church, and to the Constitution and Canons set forth by the General Convention, and to the Constitution and Canons of the Diocese of Central Florida.

ARTICLE III MEMBERSHIP

Members of the Corporation are adult communicants who are 16 years of age and over, whose names are duly enrolled as such in the register of said Parish, and 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.

ARTICLE IV: MEETINGS-OF THE MEMBERS

Section 1 – Annual Meeting: There shall be an Annual Meeting of the Members of the Corporation within 60 days, on or before the 31st day of January of each year. At the Annual Meeting, at least one-third of the members of the Vestry shall be elected. Notice of such meeting shall be given at least 30 days prior to the meeting.

Section 2 – Special Meetings: The Rector or the Vestry, by the vote of at least a majority of its members, may call a special meeting of the members of the Corporation upon notice of at least 30 days. The manner and form of notice shall be subject to the approval of the Ecclesiastical Authority and the Ecclesiastical Authority may shorten the time of notice to no less than 10 days. Such notice shall state the matters to be considered at such meeting in appropriate detail. Only those matters set forth in the notice may be considered at the special meeting.

ARTICLE V: VESTRY

Section 1 – Members: There shall be nine (9) elected members of the Vestry. The Rector shall be a non-elected member of the Vestry. At each annual meeting, one-third of the members of the Vestry shall be elected to serve a term of three years. Any member of the Vestry completing service for a full term shall not be eligible to serve on the Vestry until one year or more has elapsed since such member has served on the Vestry.

Section 2 – Qualifications: A person shall be eligible to serve as a member of the Vestry who is a qualified elector in St. Peter's Episcopal Church, Lake Mary, Florida, at least 18 years of age, and an adult confirmed communicant in good standing.

Section 3 – Nominations: Three months prior to the Annual Meeting, the Rector, or, in the absence of the Rector, the Senior Warden, shall appoint a Nominating Committee. The Nominating Committee shall nominate candidates to fill the expiring terms for that year. The nominations shall be presented to the Rector, or, in the absence of the Rector, to the Senior Warden, in writing at least 10 days prior to the Annual Meeting. Additional nominations may be made from the floor at the Annual Meeting.

Section 4 – Elections: The Vestry shall be elected at the Annual Meeting of the Church. They shall be chosen by ballot, and a majority of those voting shall be necessary for election. They shall take office at the Organizational Meeting of the Vestry following their election and shall be installed at a regular Church Service at a time appointed by the Rector.

Section 5 – Vacancies: Should a vacancy occur on the Vestry during the year the Rector shall appoint a successor with the consent of a majority of the remaining members of the Vestry, such appointee to serve until the next Annual Meeting.

Section 6 – Removal of Vestry Member(s): A Vestry Member may be removed from office pursuant to the following:

(a) By the members of the Parish:

- (i) Any member of the Vestry may be removed from office with or without cause by the vote or agreement in writing by a majority of all persons entitled to vote as determined under Section 2 of this Canon.
- (ii) The notice of a meeting of the members to recall a member or members of the Vestry shall state the purpose of the meeting and the specific Vestry members sought to be removed.
- (iii) A proposed removal of a Vestry member at a meeting shall require a separate vote for each Vestry member sought to be removed. Where removal is sought by written agreement, a separate agreement is required for each Vestry member to be removed.
- (iv) If removal is effected at a meeting, any vacancies created thereby shall be filled by the members at the same meeting.

(b) By the Vestry, Rector, and Ecclesiastical Authority:

- (i) Any member of the Vestry may be removed from office upon the vote of that number of Vestry members constituting two-thirds (2/3's) of the number of Vestry members established in the Bylaws of the Parish with the consent of the Rector and the consent of the Ecclesiastical Authority.
- (ii) A Vestry member who is removed from the Vestry shall not be eligible to stand for reelection until the next annual meeting of the members.
- (iii) Any Vestry member removed from office shall turn over to the Vestry within 72 hours any and all records of the Vestry in his/her possession.

ARTICLE VI: OFFICERS

Section 1 – President: The Rector shall be ex-officio president of the Vestry and shall have the right to vote at all times.

Section 2 – Wardens: At the Organizational Meeting of the Vestry following the Annual Meeting of the Church, the Rector shall appoint one member of the Vestry to serve as Senior Warden. The Vestry shall elect one member of the Vestry to serve as the Junior Warden.

Section 3 – Duties of the Wardens: It shall be the duty of the Wardens 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. The Rector shall preside at all meetings of the Vestry. In the absence of the Rector, or at the Rector's request, the Senior Warden shall preside at the meetings of the Vestry. In the absence of both, the Junior Warden shall preside. The person presiding at a meeting of the Vestry may appoint another to preside at that meeting.

Section 4 – Secretary and Treasurer: The Vestry, at the Organizational Meeting following the Annual Meeting of the Church, shall elect from the Church's membership a Secretary and a Treasurer. Neither the Secretary nor the Treasurer need be a member of the Vestry. The same person may hold both the offices of the Secretary and Treasurer. The Vestry may appoint assistant Secretaries and Assistant Treasurers. The terms of the Secretary and Treasurer are one year and cannot serve more than three (3) consecutive terms..

Section 5 – Duties of the Secretary: The duties of the Secretary shall be to take and record the minutes of the proceedings of the Vestry, attest the public acts of the Vestry, preserve all records and papers belonging to the Vestry, perform such other duties as shall be legally assigned and faithfully deliver into the hands of the successor all books, documents, and records of the Vestry.

Section 6 – Duties of the Treasurer: The Treasurer shall have custody of all monies and securities of the Corporation, keep regular accounts and perform such duties as are incumbent upon his or her office in accordance with Generally Accepted Accounting Practices (GAAP). The Treasurer shall make monthly reports to the Vestry of the accounts of the Church, and regularly deposit or cause to be deposited, all monies of the Church in a Bank or Banks approved by the Vestry. The Treasurer shall be bonded in a suitable amount, and the books and accounts of the church shall be audited annually and at any other time, the Vestry may direct. The Treasurer shall relinquish all records, keys, securities and monies of the Corporation to his or her duly elected successor.

Section 7 – Lay Officers: All lay officers shall hold their respective offices until the election and qualification of their successors or until removed in accordance with the provisions of Article V Section 6 above.

Section 8 – Staff and Employees: The staff and employees of the Corporation shall serve under the direction and control and at the pleasure of the Rector. Nothing in this section, however, shall prevent the Rector from delegating to the Vestry or committee thereof, all or part of the authority to employ, direct, control, evaluate, discharge, or otherwise to control the staff or employees.

ARTICLE VII: VESTRY MEETINGS

Section 1 – Organizational Meeting: The Organizational Meeting of the Vestry shall be held as soon as possible following the Annual Meeting of the Parish. All questions concerning the conduct of meetings shall be resolved in accordance with Robert's Rule of Order.

Section 2 – Regular Meetings: Regular Meetings of the Vestry shall be held at times and dates agreed on by the Rector and the Vestry.

Section 3 – Special Meetings: Upon reasonable notice, special meetings may be held on call of the Rector; or in the absence of the Rector, by the Senior Warden, or at the request of two or more members of the Vestry. The Ecclesiastical Authority has the discretion and authority to call a meeting of the Vestry and to preside at such meeting.

Section 4 – Quorum: A quorum for the conduct of official business shall consist of a majority of the members of the Vestry.

Section 5 – Attendance: Communicants of the congregation shall be welcome at any meeting of the Vestry, (except when the Vestry shall declare itself in Executive Session) but without voice or vote. At the invitation of the presiding officer, one of the Wardens or any member of the Vestry yielding for the purpose, others may be permitted the floor.

ARTICLE VIII: COMMISSIONS AND COMMITTEES

Commissions and Committees as are needed to carry out the functions of the Church shall be appointed by the Rector, subject to the approval of the Vestry. The Vestry may establish such committees as it may deem advisable and necessary for the conduct the affairs of the 'Parish, and with the concurrence of the Rector, name members of the Congregation to such committees as it may deem suitable. The administrative organization through which such Commissions and Committees operate and relate to the Rector and the Vestry shall be as approved by the Rector and the Vestry.

ARTICLE IX: OPERATING POLICIES AND PROCEDURES

The Vestry will prepare and maintain an Operating Policies and Procedures Manual and an Employee Handbook that must be consistent with these by-laws as they pertain to the operation of the Church, as well as any other appropriate subjects.

ARTICLE X. - CHURCH SCHOOL

Section 1 – Organization and Administration: The School shall be organized and administered under a Director, who shall be appointed by and report directly to the Rector.

Section 2 – Policies and Procedures: The School Committee will prepare and maintain Operating Policies and Procedures that must be consistent with these by-laws as they pertain to the operation of the School, as well as any other appropriate subjects. The Operating Policies and Procedures of the school shall be subject to the continued approval of the Vestry.

Section 3 – Spiritual Direction: The Rector of St. Peter's Church shall be in full charge of the spiritual direction of the School.

Section 4 – Preschool Parent Advisory Committee: The Preschool Parent Advisory Committee (PPAC) is a standing committee of the Vestry. The Committee shall be established under the guidelines of the Operating Policies and Procedures of the school.

Section 5 – Physical Facilities: Changes and improvements to the physical facilities assigned to the School will require approval of the Vestry, or in the case of minor changes and improvements, by the Junior Warden.

Section 6 – Standards and Requirements: The School will conform to the standards and requirements for the establishment, approval, operation, and the accreditation of schools prescribed by the Diocese of Central Florida.

ARTICLE XI: AMENDMENTS

These by-laws, after approval by the Vestry, shall be approved by, or may be amended or repealed by a majority of the electors present and entitled to vote at any Annual Meeting or Special Meeting, provided that notice of such meeting and proposed amendments or repeal of the by-laws has been sent to qualified electors not less than two (2) weeks prior to the Meeting. Amended by-laws must be approved by the Ecclesiastical Authority prior to them taking effect.

CERTIFICATE

We, the undersigned, do hereby certify that the above and foregoing "By-Laws", as amended on the 20th day of February AD, 2003, were approved by the Vestry of St. Peter's Episcopal Church, Lake Mary, Florida, at its regular meeting on the 9th day of June AD, 2003, and ordered to be submitted to the church membership for approval, amendment, or repeal at its next Annual Meeting presently scheduled for the 18th day of January, AD, 2004.

Rector: The Rev. Charles L Holt

Senior Warden: Mr. Eugene Anderson

Junior Warden: Mr. Michael Ivanov