

BY-LAWS OF ST. TIMOTHY'S EPISCOPAL CHURCH

Approved at the Parish Annual Meeting

February 4, 2007

PREAMBLE

St. Timothy's Episcopal Church (Winston-Salem), as a congregation in union with the Convention of the Church in the Diocese of North Carolina of the Protestant Episcopal Church in the United States of America, otherwise known as the Episcopal Church, hereby sets forth these By-Laws for the government of this parish. In matters concerning the interpretation of these By-Laws, the provisions of the Constitution and Canons of the Church in the Diocese of North Carolina and of the Protestant Episcopal Church in the United States of America shall be supreme authority. These By-Laws may be amended only by a majority vote of the qualified members of St. Timothy's Episcopal Church present and voting at any properly called meeting of the parish.

I. ANNUAL PARISH MEETING

- A. There shall be an annual meeting of the members of St. Timothy's to be held on the first Sunday in Advent or at such other time as the vestry may determine. Other parish meetings may be held as called by the vestry. The annual parish meeting shall be conducted for the purpose of:
 - 1. Electing a vestry for the coming year from among the enrolled, confirmed, adult communicants in good standing of the parish. The term of the newly elected vestry members shall begin upon election.
 - 2. Conducting such other business as may be brought before the meeting.
- B. Eligibility for voting at parish meetings is limited to enrolled, confirmed, adult communicants in good standing of St. Timothy's Episcopal Church (Winston-Salem) when present at any properly called parish meeting.
- B. In accordance with Canon 30, Section 3(a) of the Canons of the Diocese of North Carolina, an enrolled, confirmed, adult communicant in good standing is a member whose baptism has been recorded or who has been duly transferred to this parish; who has been baptized and received the laying on of hands by any bishop in apostolic succession and/or received into the Episcopal Church by a bishop of this Church; who is sixteen (16) years of age or older; who has received Holy Communion in this parish at least three (3) times during the preceding year; and who, for the preceding year has been faithful in corporate worship and faithful in working, praying and giving for the spread of the Kingdom of God.

II. THE VESTRY

- A. The vestry of St. Timothy's Episcopal Church represents the parish in all legal matters, and its members are responsible for such secular and spiritual concerns of the parish, as are authorized by the Constitution and Canons of the Protestant Episcopal Church in the United States of America, or the Constitution and Canons of the Episcopal Church in the Diocese of North Carolina.

- B. The vestry shall be constituted and elected according to the following rules:
 - 1. The vestry shall consist of nine (9) duly elected members of the parish who are enrolled, confirmed adult communicants in good standing in the Episcopal Church.
 - 2. The term of each member shall be three (3) years under the rotation system in accordance with Vestry Plan Two of Canon 22, Section 2(c) of the Canons of the Diocese of North Carolina, with one-third (1/3) of the vestry to be rotated off at the end of their three-year terms and be ineligible for re-election until one year has passed.
 - 3. The Senior Warden shall appoint a nominating committee to bring before the annual parish meeting a list of at least two (2) nominations for each vacancy on the vestry. Names presented by the nominating committee shall be announced to the parish at least ten (10) days before the election. Additional nominations may be received from the floor. In order for a nominee to be elected, he or she must receive a majority vote of those present and voting.
 - 4. In case of a vacancy on the vestry by reason of death, resignation or other cause, the remaining members of the vestry may fill the vacancy from among those eligible to serve and such person shall complete the unexpired term of the member so replaced.
 - 5. Any member filling a vacancy of an unexpired term of one (1) year or less shall be eligible for re-election. Any member filling a vacancy of more than one (1) year will be ineligible for re-election until one (1) year has passed.
 - 6. Any member who is absent without good cause from three (3) regularly scheduled meetings within a 12-month calendar year period shall, upon majority vote by the vestry, be presumed to have resigned his or her position and shall be replaced upon nomination by the vestry as set forth in the immediately preceding two paragraphs.

- C. Except for the rector, officers of the parish are to be elected at the vestry's first meeting following the annual parish meeting in which the new vestry members are elected. The rector and such officers shall have all such duties and authority as may be provided by the Constitution and Canons of the Protestant Episcopal Church in the United States of America, or the Constitution and Canons of the

Episcopal Church in the Diocese of North Carolina, including but not limited to the following functions concerning the conduct of church business:

1. Rector - Is presiding officer of all meetings of the vestry or parish. In the absence of the rector, the wardens shall preside in order of their official seniority.
2. Wardens
 - a. Each vestry shall annually elect a senior and a junior warden from among their own number, the former upon nomination by the rector. If there is no rector, the election shall proceed after nomination by any vestry member. In case of a vacancy in the office of a warden, a successor shall be nominated and elected in the same manner as the warden was originally chosen.
 - b. In the absence of the rector, the wardens shall preside in all meetings of the vestry or parish, in the order of their official seniority. As representatives of the vestry, they shall (subject to the vestry's direction and consistent with the rights, duties and responsibilities of the rector) have charge of the parish buildings, and shall see that they be kept from all uses inconsistent with the doctrine or discipline of the Episcopal Church, and, so far as possible, in good repair, as becomes a house of God.
 - c. The wardens shall see that the church buildings are prepared for public worship, and that order is preserved during that worship; that suitable books, vestments for the clergy, and, when necessary, the elements for the Holy Communion are provided for the services.
3. Clerk
 - a. The clerk shall be elected annually by the vestry from among the communicants of the parish and may be re-elected up to a total of three (3) terms in office after which he or she must be rotated off for one (1) year before becoming eligible to serve in this position again.
 - b. The clerk shall keep minutes of all vestry and annual parish meetings, and shall present the minutes of a particular vestry meeting at the beginning of or prior to the immediately subsequent meeting.
 - c. The clerk shall function as a corresponding secretary in communicating the official business of the vestry.

4. Treasurer

- a. The treasurer shall be annually elected by the vestry from among the communicants of the parish and may be re-elected up to a total of three (3) terms in office after which he or she must be rotated off for one (1) year before becoming eligible to serve again in this position.
 - b. The duties of the treasurer include the safekeeping of all money collected by St. Timothy's Episcopal Church with the exception of: (1) the loose offerings at the earliest Sunday morning Communion services and midweek services of Holy Communion, which offerings go to the rector's Discretionary Fund, and (2) the money collected at any special services of a Diocesan or parish organization held at St. Timothy's, which offerings go to the purposes designated by such organization.
 - c. The treasurer shall provide at each vestry meeting, a report of the parish's current financial position.
 - d. At least twice a year the treasurer shall present to the vestry a report summarizing the financial position of the parish in terms of each item in the annual budget, with such report being at a minimum the parish financial position as of the end of June and the end of December. This report, along with the approved annual budget, shall be made available to members of the parish for inspection.
 - e. The treasurer shall be an ex-officio member of the vestry's finance committee and will advise this committee in its task of preparing the annual budget.
- D. The vestry shall regularly meet each month and at such special meetings as may be called from time to time by the vestry. Unless otherwise required by these By-Laws, a simple majority of the vestry shall constitute a quorum for voting purposes, and a simple majority of those present at any such meeting shall carry a motion or any vote. The date and time of each meeting shall be established by a majority vote of the vestry members.
1. Committees of the Vestry: The vestry is empowered to create any necessary committees to conduct the business and programs of St. Timothy's Parish.