

**Bylaws
of
Hickory Neck Parish
of
The Episcopal Church**

December, 2010

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Bylaws of Hickory Neck Parish of The Episcopal Church

1 MISSION STATEMENT

Through the ever open doors of our historic church, our mission is to spread the Gospel of Jesus Christ by providing a loving, sharing, Christian community centered around the meaningful, joyful worship of Almighty God, and to continue expanding our ministries to the community at large and to one another.

2 PURPOSE AND SCOPE

The purpose of these bylaws is to promote and facilitate the orderly conduct of Hickory Neck Parish life by providing a common understanding of the core organization and procedures of the Parish to all members.

The scope of the bylaws includes provisions for calling and conducting parish meetings; reception, election, appointment, and duties of Parish Members, Vestry, Wardens, Trustees, and Clergy; and provision for commissions, committees, and other organizations

3 RATIFICATION AND MAINTENANCE

Bylaws shall be presented to the membership of Hickory Neck Parish for ratification after approval by a two-thirds majority of the full Vestry membership, and shall become effective upon ratification at the annual meeting by a majority of members of the Parish present who are eligible to vote (see Section 5.2).

Bylaws may be amended, subsequent to ratification, by written request of any voting member of the Parish. Amendments shall require approval by a two-thirds majority of the full Vestry membership, and ratification by a majority of members present who are eligible to vote at an annual or special Parish Meeting.

4 PARISH MEETINGS

4.1 Annual Meeting

The Annual Meeting of the congregation of Hickory Neck Parish shall be held each year at such date, time, and place as the Vestry shall select. If the Vestry fails to select a date by two weeks before the second Monday in Advent, the Rector shall fix the date, time, and place. In the absence of a Rector, the Wardens shall perform this duty. In case no call for the Annual Meeting is made prior to the 20th day of December, any three members qualified to vote may bring the matter to the Diocesan Bishop or his or her designated agent (hereafter referred to as the Bishop), who may order an Annual Meeting at a certain time and place. At least fourteen (14) days' notice of the Annual Meeting shall be given in writing (e.g., by letter, Parish newsletter, Sunday announcements) to the eligible voters.

Annual Meetings shall include:

1. Election of members of the Vestry
2. Election of Delegates and Alternates to Diocesan Council
3. Treasurer's report to the congregation as to the finances of the Parish
4. Presentation of a budget for the new fiscal year
5. Presentation by the Rector
6. Reports as requested by the Rector regarding the activities of the Parish committees and organizations

The Rector (or in the absence of a Rector, the Senior Warden) shall preside at Annual Meetings. The Rector shall appoint a Recorder who shall take the minutes of the meeting.

4.2 *Special Meetings*

Special Meetings of the Congregation may be held from time to time as called by the Rector, or by the Vestry, provided that at least fourteen (14) days' notice shall be given in writing (e.g., by letter, Parish newsletter, Sunday announcements) to the eligible voters. Notice of any Special Meeting shall state the business which is to be transacted at the meeting. Consideration of any business other than that specified in the meeting notice shall be undertaken only upon approval by a two-thirds majority of eligible voters present.

5 MEMBERS

5.1 *Qualifications and Process for Membership*

In consonance with Canon 17 of the National Church:

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 the Episcopal Church or in another Christian Church, and who's Baptisms have been duly recorded [in the rolls of Hickory Neck Parish], are members of [Hickory Neck Parish].

It is expected that all adult members of [Hickory Neck Parish], 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 a Bishop of the Episcopal Church or by a Bishop of a Church in communion with the Episcopal Church.

Persons who have previously been members of other Episcopal Parishes should provide information that will permit the Hickory Neck Parish office to request transfer of their records from the last Episcopal Parish in which they held membership.

Persons who have not previously been members of other Episcopal Parishes but who have been Baptized in accordance with Canon 17 should provide information demonstrating that fact.

Persons who have not been Baptized in accordance with Canon 17 are invited to receive the Sacrament of Holy Baptism at Hickory Neck Parish. Young children are invited, through their sponsor(s), to receive the Sacrament of Holy Baptism at Hickory Neck Parish.

5.2 Qualifications for Voting Membership

Any member of Hickory Neck Parish shall be eligible to vote on any matter brought before the membership, provided that the member:

1. Is at least sixteen (16) years of age,
2. Has been faithful in corporate worship, unless for good cause prevented, and
3. Has been faithful in working, praying, and stewardship for the spread of the Kingdom of God.

5.3 Duties of Members

In accordance with Canon XXI of the Diocese of Southern Virginia, members of Hickory Neck Parish shall:

... conform to the teachings of the Episcopal Church and to the creed upon which it is founded. They shall, as far as in them lies, live in the exercise of those Christian principles and duties prescribed in the Holy Scriptures and illustrated in the Book of Common Prayer. They shall instruct their families and those dependent on them in the like duties and principles, both by example and precept. Further, they shall use all sober and godly conversation, shall daily exercise family worship, be charitable in act and word, and shall celebrate and keep holy the Lord's day, giving all due attention to corporate worship.

6 VESTRY

The Hickory Neck Parish Vestry shall be responsible for the welfare and business of the church. The responsibilities of the Vestry are cited in Diocesan Canon XVIII, Sections 1, 2, 3, and 4 and are described in section 6.6 below.

6.1 Number of Vestry Members

The Vestry shall consist of the Rector, the Senior Warden, the Junior Warden, and not fewer than six (6) or more than sixteen (16) other laypersons. The number of Vestry members shall be determined by the Rector and agreed to by a two-thirds majority of the full Vestry membership before the notice of the Annual Meeting and election. A simple majority of the voting members of the full Vestry must be present at each Vestry meeting in order to form a quorum.

6.2 Qualifications

Members of the Vestry shall be:

1. Voting members of Hickory Neck Parish and contributors of record to the Parish for a period of twelve (12) months preceding the Annual Meeting of the Congregation.

2. At least eighteen (18) years of age, except that one or more persons between the ages of sixteen and eighteen may be appointed by the Vestry to a one-year non-recurring term, chosen from an available pool of volunteer applicants. Additionally, members under the age of eighteen may not serve in the capacity of Warden or as a Vestry member at large to the Executive Committee. In all other respects, they shall have full power and responsibilities as Vestry members. This person will serve as an apprentice to an adult Vestry liaison or leader of a particular ministry. Vestry members under the age of eighteen may not constitute a majority of the neither members, nor may they be included in the computation of a quorum or vote or be responsible for the acceptance of any contractual obligation of the Vestry.

6.3 *Nomination of Candidates*

The Rector of Hickory Neck Parish, in consultation with the Wardens, shall appoint a nominating committee each year to identify those laypersons qualified and interested in becoming Vestry members. Nomination of candidates for Vestry positions shall be made as follows:

1. At least six (6) weeks prior to the Annual Meeting of the Parish, the Rector, in consultation with the Wardens, shall appoint a Nominating Committee consisting of the outgoing members of the Vestry and at least one other Parishioner. The Nominating Committee will be chaired by the outgoing Senior Warden. Members of the Nominating Committee are not eligible for nomination to the Vestry.
2. The Nominating Committee shall solicit nominations for the Vestry from the members of the Congregation at large.
3. The Nominating Committee shall consider all names of eligible Parishioners submitted to it with their consent by one or more sponsors.
4. The Nominating Committee may add the names of un-sponsored eligible members of the Parish with their consent.
5. The Chairman of the nominating Committee will consult with the Rector to ensure that all potential candidates meet the qualifications of paragraph 6.2 of these bylaws.
6. At least two weeks prior to the Annual Meeting of the Parish, the Nominating Committee shall announce the slate of Vestry candidates to the congregation.
7. A biography of each candidate in conforming format shall be presented to the congregation when the slate is announced.

6.4 *Election of Vestry Members*

The election shall take place at a site designated by the Vestry or the Rector for the Annual Meeting. The procedure for election of candidates for Vestry positions shall be as follows:

1. Elections shall be held at the Annual Meeting of the Congregation.
2. Absentee FIRST ballots may be used only by members who are identified by the Rector as unable to attend the Annual Meeting because of illness or other physical infirmity, in agreement with Canon XVII of the Diocese of Southern Virginia. Requests for absentee first ballots must be received by the Rector at least one week

prior to the Annual Meeting, and all completed absentee ballots must be received by the Rector at least one day prior to the Annual Meeting.

3. The Nominating Committee shall be responsible for the preparation of the Vestry election ballot and the conduct of the election at the Annual Meeting.
4. Elections shall be by written ballots that have been counted by three or more tellers appointed by the Rector.
5. A number of nominees sufficient to fill the open positions, who have received the highest number of votes, shall be declared elected as members of the Vestry.
6. In the case of a tie vote which affects the outcome of the election, a further ballot among the tied candidates only shall resolve the tie.
7. Ballots not including votes for the full number of vacancies to be filled shall be considered invalid and not be counted.
8. When the election includes filling unexpired terms, the candidates elected first or receiving the largest number of votes will be considered as having been elected to full terms.

6.5 *Term of Office*

Hickory Neck Parish will use a rotating Vestry system to maintain continuity and stability. Vestry members shall serve a term of three (3) consecutive years. Those elected to the Vestry shall remain in office until their successors are installed. After serving a term of three years, persons are ineligible for election for one year. However, a member of the Vestry elected to fill a vacancy for the unexpired period to which another was elected, and who has served less than two years, may be elected as a member of the Vestry and serve a full three-year term.

Newly elected Vestry members shall take office beginning at the Vestry meeting immediately following the Annual Meeting and election.

6.6 *Responsibilities of the Vestry*

The Vestry is responsible for the welfare and business of the Church, and shall meet at least once every three (3) months. Other meetings of the Vestry shall be held at such times as the Vestry may prescribe, and may be held at any time upon the call of the member of the clergy-in-charge or of any two Vestry members.

The Vestry is responsible for regulating the temporal affairs of the Parish including, but not necessarily limited to, the following:

1. The election of a Rector whenever a vacancy occurs in that office.
 - 1.1. The Vestry may appoint a special search or nominating committee to solicit, receive, and screen candidate(s) for the position of Rector.
 - 1.2. The Vestry shall seek the counsel of the Bishop and shall not proceed with an election without first submitting the candidate's name to the Bishop for his suggestions, recommendations, and acceptance.

2. The Vestry shall cooperate with the member of the clergy in charge of the promotion of the spiritual welfare of the Parish and shall see that the member of the clergy in charge is properly supported.
3. The Vestry shall ensure that salaries and pension fund premiums are paid with regularity and punctuality.
4. The Vestry shall inform the Diocese on or before December 31st of each year the amount pledged toward the operating account of the Diocese and shall see that the pledged sum is remitted to the Diocesan Treasurer in regular installments.
5. It shall be the joint responsibility of the Rector (or the member of the clergy in charge) and Vestry to submit to the Bishop by the 1st of March the Annual Parochial Report for the preceding calendar year.
6. It shall be the duty of the Vestry to make and execute all contracts for the erection, furnishing, and preservation of the church property and to regulate the use of the Parish graveyard.
7. The Vestry shall provide for the appointment of Trustees under the Code of Virginia to hold the legal title to the Church property; and to generally act as agents of the Parish in its temporal affairs.
8. It is the responsibility of the Vestry to provide all lay employees who work a minimum of 1,000 hours annually, retirement benefits through participation in the Episcopal Church Lay Employees Retirement Plan (ECLERP), or an equivalent plan, the provisions of which are at least equal to those of ECLERP, effective on the date the Canon is imposed.

6.7 Vestry Vacancies

6.7.1 Resignations

A Vestry vacancy shall be declared to exist upon receipt of the resignation of a Vestry member in writing before completing the elected term. In that event, the remaining Vestry members shall elect a successor to hold office until the next Annual Meeting of the Parish. At the Annual Meeting a member shall be elected to hold office for the remainder of the unexpired term.

6.7.2 Removals

When a member of the Vestry has been absent without reasonable cause for three (3) consecutive Vestry meetings, the Vestry may elect to remove this member by a two-thirds majority vote of the full Vestry membership. In that event, the remaining Vestry members may elect a successor to hold office until the next Annual Meeting of the Parish. At the Annual Meeting a member shall be elected to hold office for the remainder of the unexpired term.

7 WARDENS

7.1 Qualifications of Wardens

Wardens shall first be elected as members of the Vestry of Hickory Neck Parish. Accordingly, they must first meet all of the qualifications established in section 6.2 of these bylaws. In addition to these requirements, all Wardens are required to be eighteen (18) years of age or older.

7.2 Selection of Wardens

The Senior and Junior Wardens shall be selected from elected members of the Vestry, appointed by the Rector, and confirmed by a majority vote of the Vestry present at the first Vestry meeting following the Annual Parish Meeting. In the event that the Vestry does not confirm the Rector's appointed Senior and/or Junior Warden, the Rector may offer an alternative candidate(s) for consideration by the Vestry. Otherwise, the appointment of the Senior or Junior Wardens will be made solely at the discretion of the Rector. If any Warden is not confirmed by the Vestry, a roll call vote shall be recorded in the Vestry meeting minutes for that appointment. The Senior and/or Junior Warden will still continue to serve at the will and pleasure of the Rector and may succeed himself or herself by subsequent appointment as long as still eligible for appointment as a Warden of the Vestry.

If there is a vacancy in the office of Rector, a designated Vestry member shall request that the Bishop of the Diocese of Southern Virginia either appoint the Senior and Junior Wardens, or authorize the Vestry to select the individuals who meet the qualifications of Section 7.1 of these bylaws to fill the positions.

7.3 Wardens' Term of Office

Wardens duly selected in accordance with Section 7.2 of these bylaws will serve a term of one year beginning with the Vestry Meeting immediately following the Annual Parish Meeting. No Warden shall be able to succeed himself or herself beyond a regular Vestry member term by serving as a Warden beyond the time limitations of office provided for them as Vestry members in Section 6.5 of these bylaws.

7.4 Responsibilities of Wardens

Responsibilities of the Senior and Junior Wardens are cited in Diocesan Canon XIX, Section 1. Wardens must endeavor to keep themselves informed about the general attitude, concerns and well-being of the congregation at large.

7.4.1 Senior Warden Responsibilities

In consonance with the Canon, the Senior Warden shall:

1. Serve as counsel and advisor to the Rector on matters concerning the spiritual state of the Parish.
2. Promote projects and activities that may be undertaken for the general welfare of the Parish.

3. Ensure that the Church is provided with all things necessary for the conduct of services of the Church decently and in good order.
4. Preside at all meetings of the Vestry in the absence of the Rector.
5. Be responsible for all Parish programs.
6. Be responsible for all Parish personnel matters (although others may be appointed to assist the Senior Warden in this regard).

7.4.2 Junior Warden Responsibilities

In consonance with the Canon, the Junior Warden shall:

1. Advise the Senior Warden and the Rector on all matters concerning the physical state of the Parish facilities.
2. Supervise the maintenance and upkeep of all Parish property (although others may be appointed to assist the Junior Warden in this regard).
3. Preside at all meetings of the Vestry in the absence of both the Rector and the Senior Warden.

7.5 Warden Vacancies

7.5.1 Resignation of Wardens

In the event that it becomes necessary for the Senior or Junior Warden to vacate his or her office, the affected Warden shall notify the Rector, who shall fill the vacancy by appointment with confirmation as provided in Section 7.2 of these bylaws. If there is a vacancy in the office of Rector, the unaffected Warden (or designated Vestry member if both Wardens have vacated their offices) shall request that the Bishop of the Diocese of Southern Virginia either appoint a successor Warden(s) or authorize the Vestry to select an individual(s) who meets the qualifications of Section 7.1 of these bylaws to fill the position for the remainder of the term.

7.5.2 Removal of Wardens

Removal of a Warden is a matter that should not be taken lightly and should be invoked only under the direst circumstances. However, if in the course of events, it becomes necessary to remove a Warden from office, the Rector shall notify both the affected and the unaffected Warden and also the Vestry of that decision. The Vestry may confirm the Rector's decision to remove a Warden only by a two-thirds majority vote of the full Vestry membership, including the Wardens, through a roll call vote that shall be recorded in the Vestry meeting minutes. In the event that the Vestry does not confirm the Rector's decision to remove a Warden, the Warden may be removed solely at the discretion of the Rector. In that instance, a roll call vote for support of the Rector's action will also be recorded in the Vestry meeting minutes.

If there is a vacancy in the office of Rector, a decision to seek removal of either or both Wardens shall require a two-thirds majority vote of the full Vestry membership, including the affected Wardens. This roll-call vote shall be recorded in the Vestry meeting minutes. The unaffected Warden (or a designated member of the Vestry, if the vote is to remove both Wardens) shall then request that the Bishop of the Diocese of Southern

Virginia authorize the removal of the affected Warden(s) and that the Bishop appoint successor Warden(s) or authorize the Vestry to select individual(s) meeting the qualifications of Section 7.1 of these bylaws to fill the position(s).

Finally, the Vestry may request that the Bishop of the Diocese of Southern Virginia remove any Warden without the concurrence of the Rector by a two-thirds majority vote of the full Vestry membership, including the Wardens, through a roll call vote that shall be recorded in the Vestry meeting minutes.

8 OFFICERS OF THE VESTRY

8.1 *Treasurer*

The Vestry shall nominate and elect a Treasurer of the Parish who must be at least age 18, but may or may not be a member of the Vestry. If the Treasurer is not a member of the Vestry, he or she will not have voting rights in meetings of the Vestry and the Executive Committee. The term of office of the Treasurer shall be one (1) year. The treasurer may be re-elected to serve multiple terms at the pleasure of the Vestry.

The Treasurer shall:

1. Appoint and train Tellers to record and deposit income. At least two Tellers must be present when income is recorded.
2. Take charge of all offerings and other income, whether for operating expenses or designated for special purposes, or for the Rector's Discretionary Fund as outlined in the National Canons.
3. Disburse all Hickory Neck Parish funds under the guidance and direction of the Vestry.
4. Report incoming funds, disbursements, and balances to the Vestry at every regular Vestry meeting.
5. Prepare an annual financial summary report for presentation to the membership at the Annual Parish Meeting.

8.2 *Register*

The Vestry shall nominate and elect a Register of the Parish who must be at least age 18, but may or may not be a member of the Vestry. If the Register is not a member of the Vestry, he or she will not have voting rights in meetings of the Vestry and the Executive Committee. The term of office of the Register shall be one (1) year. The Register may be re-elected to serve multiple terms at the pleasure of the Vestry.

The Register shall:

1. Maintain the Parish records as required by the Vestry.
2. Keep minutes of all Vestry and Executive Committee proceedings.
3. If there is no Rector

- 3.1. Maintain the Church Register, recording all baptisms, confirmations, marriages, deaths and funerals
- 3.2. Keep all necessary membership records
- 3.3. Prepare the annual parochial report.

8.3 *Officers of the Vestry Vacancies*

8.3.1 Resignation

Should an Officer of the Vestry find it necessary to resign the office, he or she shall notify the Rector or the Senior Warden. The Vestry, at its next meeting, shall elect a successor to fill the unexpired term of the Officer.

8.3.2 Removal

The Rector, a Warden, or any Vestry member may propose removal of an Officer of the Vestry. Removal shall require a two-thirds majority roll-call vote of the full Vestry membership, and the vote shall be recorded in the Vestry meeting minutes. The Vestry shall then elect a successor to fill the unexpired term of the Officer.

9 EXECUTIVE COMMITTEE

The Executive Committee must consist of the Rector, Wardens, Register, Treasurer and another Vestry member, who shall be at least 18 years of age and elected at-large by the Vestry. All members shall be voting members, with the exception of the Register and Treasurer if they are not Vestry members. Meetings will be held at the call of the Rector to discuss matters of a sensitive or urgent nature. All members must be present for a quorum. The Executive Committee shall keep the Vestry informed of the meetings, and minutes shall be recorded by the Register. A simple majority vote of the full Vestry membership is sufficient to override any Executive Committee decision.

10 PERSONNEL COMMITTEE

The Personnel Committee serves primarily in an advisory capacity to the Rector. The members consist of the Senior Warden, Junior Warden, Treasurer, immediate past Senior Warden and two members in good standing of Hickory Neck who are selected by the Personnel Committee to serve for a renewable period of one (1) year.

The ongoing duties of the Personnel Committee include:

1. Ensuring that Mutual Ministry Reviews are conducted with the Rector, other Parish clergy and the church staff on a regular basis, preferably once a year.
2. Making recommendations to the Treasurer on COLA and/or merit increases for the Rector and staff to be presented to the Vestry at its annual budget meeting.
3. Meeting with the Rector's prospective staff candidates and advising the Rector as to whether or not to hire that person.
4. Making recommendations regarding the release of a staff member.
5. Responding to issues as requested by the Rector.

11 LAY DELEGATES TO DIOCESAN COUNCIL

In conformity with the Canons of the Diocese, an authorized number of Lay Delegates and Alternate Delegates for the Diocesan Council shall be elected at the Annual Parish Meeting. Lay delegates must meet the requirements for voting members as stated in 5.2.

12 TRUSTEES

Legal title to Hickory Neck Parish real property is vested in the Trustees of Hickory Neck Parish. Trustees serve at the pleasure of the Vestry and are recorded in the court order book of James City County Circuit Court, as provided for in Title 57 of the Code of Virginia. Trustees must be at least age 18, and shall execute legal documents on behalf of Hickory Neck Parish at the direction of the Vestry. The number of Trustees shall be at least three (3).

Three Trustees were in place at the time the Bylaws were approved in December 2005, having been appointed to indefinite terms. They will hold these terms under the conditions stipulated at the time they accepted responsibility. Upon the vacancy of a Trustee position, a new Trustee will be nominated by the Rector, confirmed by a two thirds vote of the Vestry to a 6 year term. A Trustee may be re-elected to serve multiple terms at the pleasure of the Vestry.

A Trustee may be removed from office by a two-thirds vote of the Vestry.

After any change in Trustee(s), the Vestry shall register the revised slate of Trustees with the James City County Circuit Court. Upon issuance of the Court order naming the new Trustees, the Vestry shall report the change to the Bishop of the Diocese of Southern Virginia.

13 CLERGY

13.1 *Rector*

The Rector of the Parish shall control the worship and direct the spiritual interests of the Parish, subject to the Rubrics of the Book of Common Prayer, the Constitution and Canons of the Episcopal Church in the United States of America, and of the Diocese, and the godly counsel of the Bishop of the Diocese.

13.1.1 Election/Call of the Rector

When the Rectorship becomes vacant, the Vestry shall, by a majority vote of the whole Vestry, elect a new Rector from among the priests of the Episcopal Church or other clergy authorized by the canons of the General Convention to officiate in the Episcopal Church. The election shall follow consultation with the Bishop in conformity with the canons of the General Convention.

Search Process: When the rectorship becomes vacant, the Parish will seek the assistance and guidance of the Diocese of Southern Virginia.

Calls and Letters of Agreement: The call of a new Rector or new Assistant Clergy shall be made to, and accepted by, the member of the clergy in writing. The Senior Warden shall negotiate the terms of agreement with the candidate. The Wardens, as authorized by the Vestry, shall write the Letter of Agreement as prescribed by the Diocese of Southern Virginia.

Resignation: The Rector may not resign without consent of the Vestry. If the parties cannot agree, either party may give notice to the Ecclesiastical Authority of the Diocese for arbitration.

Removal: The Rector cannot be removed against the Rector's will. If the parties cannot agree, either party may give notice to the Ecclesiastical Authority of the Diocese for arbitration.

13.1.2 Responsibilities of the Rector

Worship: It shall be the Rector's responsibility to direct the worship of the Parish. The Rector shall see that music is used as an offering for the glory of God and as a help to the people in their worship in accordance with the Book of Common Prayer and as authorized by the rubrics or by the General Convention.

Religious Instruction: The Rector shall have direction and control of the Sunday and other schools of the Church and Parish and the giving of proper religious instruction, both to adults and to children.

Appointments: The Rector may appoint (subject to the approval of the Bishop of the Diocese as may be required by the Constitution and canons of the Episcopal Church in the United States of America) fit persons to assist in all duties which may be canonically performed by lay persons; and, if the expenditure be authorized by the Vestry, may employ assistant clergy (subject to the approval in writing of the Bishop of the Diocese) and staff.

Parish Buildings: The Rector shall be at all times entitled to access to all Parish buildings, to open the same for public worship, for catechetical or other religious instructions, marriages, baptisms, burials, and all other offices authorized by the Episcopal Church.

Meetings: The Rector shall preside at all Parish and Vestry meetings. In case of the Rector's absence, one of the Wardens (in order of seniority if both Wardens are present) shall preside at such meetings.

Parish Records: It shall be the duty of the Rector to keep all records required by the Constitution and the Canons of the Episcopal Church in the United States and of the Diocese. The Rector shall be the custodian of the Parish Register and shall also be responsible for the annual submission of the parochial report.

Other Ministers: Any other minister within the Parish, by whatever name designated, shall be under the authority of the Rector and shall have duties as shall be determined by the Rector.

Reviews: It is the responsibility of the Rector to conduct Mutual Ministry Reviews with other Parish clergy and each member of the church staff on a regular basis, preferably once a year.

13.2 Other Clergy

When assisting Clergy is deemed necessary, the Vestry shall, by majority vote of the Vestry, elect assisting Clergy from among the clergy of the Episcopal Church or other clergy authorized by the canons of the General Convention to officiate in the Episcopal Church. This election shall be at the nomination of the Rector and after consultation with the Bishop in conformity with the canons of the General Convention.

14 PARISH ADMINISTRATION

14.1 Fiscal Year

The fiscal year of the Parish shall be the calendar year.

14.2 Audits

The financial records of the Parish and all parish-administered funds shall be audited annually. Audits shall be conducted by one or more persons, selected by the Vestry, who have the qualifications to conduct such audits and are not involved with the financial books of the Parish on a day-to-day basis. If the audit is not conducted by a Certified Public Accountant, it shall follow the guidelines outlined in The Manual of Business Methods in Church Affairs. All audit results shall be provided to the Vestry.

14.3 Bonding

The Treasurer and any other individual within the Parish whose job description shall include the unsupervised handling of substantial amount of funds on a regular basis shall be adequately bonded. Alternatively, the Parish may purchase an insurance policy that covers commercial crime, providing protection against the loss of assets through criminal acts perpetrated by employees or volunteers.

14.4 Annual Report

The Vestry shall prepare or cause to be prepared each year a report of its business and activities. Reports prepared by chairpersons of committees shall be combined with the Vestry report to form the Annual Parish Report. This report shall be available for review by Members of the Parish no later than January 31.

15 GIFTS AND GIVING

15.1 Guidelines

Guidelines for gifts and giving to the Parish are provided here for all those who may be involved in the acceptance of gifts, to outside advisors who may assist in the gift-planning process, and to prospective donors who may wish to make gifts to Hickory Neck Parish.

All information obtained from or about a donor or a prospective donor gift will be held in the strictest confidence by the Parish, the Parish staff, and any Parish volunteers. The name, amount, or conditions of any gift will not be published without the expressed approval of the donor and beneficiary.

Prospective donors will be advised to consult with their own attorney, financial planner or tax advisor. Information provided by Hickory Neck Parish in no way constitutes advice. A disclaimer to this effect will be included on all gift-related documents, materials, illustrations, letters, and other correspondence.

15.2 Gift Review Committee

Any questions that may arise in the review and acceptance of gifts will be referred to the Gift Review Committee. The Gift Review Committee will be composed of the Treasurer, Stewardship Chairperson, Endowment Board Chairperson, and two parishioners appointed annually by the Vestry. The Senior and Junior Warden will be ex officio members.

The Gift Review Committee will seek qualified counsel in the exploration and execution of all planned gift agreements. The Parish recognizes that there may be a need to provide fair and just compensation for professional services in this regard.

The Vestry, upon the recommendation of the Gift Review committee, shall reserve the right to decline any offer that does not further the mission or goals of the parish. Also, any gift that would cause an administrative burden or cause the Parish to incur excessive expenses may be declined.

15.3 The Endowment Board

The Endowment Board shall consist of five members, all of whom shall be members in good standing of Hickory Neck Church; they shall be appointed by the Vestry. Additionally, the Rector and senior warden shall be ex-officio members of the Endowment Board. Except as herein limited, the term of each member shall be three (3) years. Upon adoption of this resolution, two (2) members shall be appointed for a term of three (3) years; two (2) members for a term of two (2) years, and one (1) member for a term of one (1) year. Thereafter, on an annual basis, the Vestry shall appoint the necessary number for a term of three years. No member shall serve more than two consecutive three (3)-year terms. After a lapse of one (1) year, former Endowment Board members may be reappointed. In the event of a vacancy on the Endowment Board the Vestry shall appoint a member to complete the unfulfilled term, upon the completion of which that person would be eligible for reappointment to a normal three (3)-year term.

15.4 Cash and Check Gifts

All cash gifts, proceeds, or other income to the Parish shall be accepted, deposited and recorded by the Treasurer.

Gifts that are donated by check to the Parish shall also be accepted, deposited and recorded by the Treasurer. Gifts or other income paid by check shall be made payable to Hickory Neck Parish. Under no circumstances shall a check intended for Hickory

Neck Parish be made payable to an individual. Cash collected by an individual for Hickory Neck Parish shall be promptly turned over to the Treasurer.

Gifts may be accompanied by a memorandum or contain a check memorandum entry to designate conditions surrounding the gift. Questionable or limiting conditions shall be reviewed on a case-by-case basis by the Gift Review Committee in order to allow some flexibility in donations without undue encumbrances being placed on the operation of the Parish.

15.5 Publicly Traded Security Gifts

Readily marketable securities, such as those traded on a public stock exchange, may be accepted by Hickory Neck Parish. For gift crediting and accounting purposes, the value of a publicly traded security is the mean of the high and low prices of the security on the date of the gift. A gift of securities to Hickory Neck Parish normally would be liquidated immediately and the proceeds deposited by the Treasurer. If the form or memorandum designation of the gift directs the gift to an Endowment Fund, a decision regarding the liquidation of the securities will be deferred until a determination is made by the Gift Review Committee regarding the donor's desires.

15.6 Other Financial Gifts

Gifts of Endowments, Closely Held Securities, Real Estate, Life Insurance and Tangible Personal Property must be reviewed and approved by the Gift Review Committee. The Parish encourages deferred gifts in its favor through a variety of instruments such as deferred gift annuities, charitable gift annuities, pooled income funds, charitable remainder trusts, charitable lead trusts, bequests and life insurance. In all cases, the Parish shall adhere to all Internal Revenue Service requirements and regulations and will provide appropriate forms to the donor and the Internal Revenue Service for any accepted contributions or gifts.

15.7 Recognized Charities

On occasion the Parish may sponsor or coordinate activities for the benefit of other recognized charitable organizations only when such solicitation activities have been approved by the Vestry. Under such approved circumstances, donor checks will be made payable directly to Hickory Neck Episcopal Church. All donations will be deposited by the Treasurer, who will issue a check to the benefiting charitable organization. Under no circumstances shall the sponsor or coordinator accept the cash and provide a personal check to the benefiting organization.

15.8 Prohibited Activities

No member of the Parish or the Parish staff shall act as an executor for a donor's estate unless the Parish member does so in a personal capacity, and not as an agent of the Parish.

The Parish, or its agents, shall not act as a Trustee of a charitable remainder trust.

No member of the Parish or the Parish staff shall exchange a personal check for any money in any form when that money is the property of Hickory Neck Parish or a Vestry recognized charitable organization.

16 PARISH COMMISSIONS, COMMITTEES, AND ORGANIZATIONS

16.1 *Establishment and Composition*

The Rector and Vestry shall establish such commissions, committees, agencies, boards, affiliate institutions and other organizations essential for the conduct of Parish life. The Rector and Senior Warden will serve as *ex-officio* members.

16.2 *Committee Chairpersons*

Committee chairpersons may be appointed by the Rector, the Vestry or the committee members at the discretion of the Rector or Vestry.

16.3 *Committee Members*

Members of committees may be appointed by the Rector, by the Vestry, or by the committee chairperson.

16.4 *Committee Authority*

Committees appointed by the Vestry shall exercise such authority of the Vestry in the management of the Parish as the Vestry shall delegate, but shall not relieve the Vestry of any responsibility imposed upon it by civil or canon law. Authority for budget and policy shall remain with the Vestry. These bylaws also provide for the Rector to appoint other committees not having the authority of the Vestry in the management of the Parish. This section does not limit the inherent authority of the Rector to appoint committees to assist in the Rector's ministry to the Parish.

16.5 *Oversight of Committees*

All Committees in existence shall be of such size, composition, function, description of duties, and duration as may be determined to be appropriate by the Rector and the Vestry.