

GOVERNING BYLAWS

OF

ALL SAINTS CHURCH

BOROUGH OF BAY HEAD

Ocean County, New Jersey

Adopted: January 15, 1995

Amended: January 21, 1996

GOVERNING BYLAWS

OF

ALL SAINTS CHURCH

Borough of Bay Head, Ocean County, New Jersey

Incorporated October 16, 1979

The Rector, Wardens, and Vestry of All Saints Church in Bay Head, Ocean County, New Jersey is a religious corporation formed pursuant to the authority of Title 16 of the Revised Statutes of the State of New Jersey, and particularly in accordance with Chapter XII of the Title pertaining to the Episcopal Church.

All Saints Church was incorporated October 16, 1979 by the Secretary of State of New Jersey. This corporation was accepted as a parish in the Diocese of New Jersey at the Convention of the Diocese of New Jersey held in November, 1979.

ARTICLE I PURPOSE

These Bylaws are designed to enable All Saints Church to provide the membership with facilities and programs which will effectively administer the doctrine, discipline and worship as expressed in the Constitution and Canons of the Diocese of New Jersey and of the Episcopal Church in the United States.

ARTICLE II ANNUAL PARISH MEETING AND ELECTION OF CHURCH
OFFICERS AND GOVERNING BODY

- A. The annual meeting of All Saints Church shall held on the third Sunday in January each year.
- B. Notice of the time and place of the annual election shall be given by advertisement set up in open view at the door of the Church or usual place of worship, ten (10) days prior to the election and shall also be read by the Rector or officiating minister on the two Sundays next preceding the election, in time of public service.
- C. The Rector shall preside, with the right to vote, or if he/she is absent or if no rector is settled in the parish, the meeting shall choose one of the Wardens, or if neither of the Wardens is present, one of the Vestry, or if no Vestry is present, then some duly qualified voter to act as Chairman.
- D. The Secretary of the Vestry, or in his absence a person appointed by the Chairman, shall enter the proceedings in the minute book of the Vestry, and shall sign the same together with the Chairman. (N.J.S.A. 16:12-20)

E. The voters shall be baptized, at least eighteen (18) years of age, domiciled in the Parish or adjacent thereto, of good moral character, adhering to this Church and to no other religious body, those regular in attendance (more frequently present than absent except for a good cause which would prevent such attendance), and regular contributors to the current expenses of the Parish for six (6) months next before the said annual meeting in the manner prescribed by the Vestry of said Parish.

F. The Secretary of the Vestry shall keep a list of all who have been received as voters, which list shall be open to inspection by the members of the Parish. No one shall be permitted to vote or be eligible for office in more than one parish in this Diocese. (Canon 49)

G. At said annual meeting the qualified voters shall elect by ballot, by a majority of the votes cast, to serve for the ensuing year, from among the voters in the Parish, officers to fill the offices hereafter provided:

1. One Warden shall be elected to hold office for two (2) years, or until his/her successor is chosen. The Wardens, Junior and Senior, shall not come up for re-election on the same years. They must be communicant members of All Saints Church in the Borough of Bay Head.

2. One-third of the total number of Vestry shall be elected to hold office for three (3) years, or until their successors are chosen. A Vestry member shall not be eligible for re-election to his/her status as such until one (1) year has elapsed. This will not bar him/her from serving as a Warden of a different status.

3. A Treasurer shall be elected or re-elected to serve in this position for one (1) year. Upon election of a new Treasurer, all Church financial books, accounts, vouchers, and other documents in his/her possession shall be delivered to his/her successor in this office.

4. Deputies and Alternate Deputies to the Diocesan Convention and the Monmouth/Ocean Convocation shall be elected at the annual meeting. The terms of these Deputies shall be until the next annual meeting.

ARTICLE III WARDENS OR VESTRY: FILLING A VACANCY

In the event of a vacancy in the office of Warden or Vestry member caused by the failure of any candidate to receive a majority of the votes cast, the vacancy shall be filled at a special meeting of the parish, call forthwith and conducted as hereinafter provided. In the event of a vacancy caused by the death, resignation, removal, incapacity, refusal or neglect for six (6) months of any duly elected Warden or Vestry member to serve in such capacity, the vacancy may be filled by the Vestry until the next annual meeting.

ARTICLE IV SPECIAL MEETINGS

Special meetings of the Parish may be called by the Rector, or if there is no rector, by the Wardens, upon the same notice as prescribed in Article II. The notice shall specify the objective for which the meeting is called, and no vote shall be taken upon any question not specified in the notice. Special meetings shall be conducted in the same manner as the meeting for the annual election, but the votes may be counted and declared forthwith upon any question except the election of Wardens and Vestry members.

ARTICLE V DUTIES OF THE RECTOR, WARDENS, VESTRY,
TREASURER and SECRETARY

A. The Rector has exclusive charge, under the Cannons of the Diocese of the Episcopal church of New Jersey, of all things affecting the spiritual interests of the Parish, subject only to the Bishop. It is the duty of the Rector to give orders concerning the worship of the Church, together with all that appertains thereto. (He/she may from time to time appoint fit and proper persons to perform under his/her supervision such duties relative to the service and the decoration of the Church as maybe properly done by laypersons.) He/she shall be at all times entitled to access to the Church, to open the same for public worship, for catechetical or other religious instruction, marriages, baptisms, funerals and all other offices authorized by the Church. He/she shall have spiritual direction and control of all Sunday Schools, Parish Schools and other educational and charitable associations connected with the Parish, and shall preside, with the right to vote, at all Parish and Vestry meetings.

B. It shall be the duty of the Wardens and Vestry, under the Rector, 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, be provided.

C. It shall be the duty of the Wardens and Vestry to see that the funds of the Parish are expended properly and to elect and call the Rector and provide for his/her maintenance.

D. When a vacancy shall occur in the office of the Rector, in any manner whatsoever, the Wardens and Vestry, two-thirds (2/3) of them concurring in the choice, may, subject to the Constitution and Canons of the Protestant Episcopal Church in the United States, and of the Diocese of the Episcopal Church of New Jersey, choose some fit person, duly qualified, to be Rector of the Parish. (N.J.S.A. 16:12-7)

E. Meetings of the Vestry shall be called on at least twenty-four (24) hours notice by:

1. The Rector at any time; or
2. The Wardens, if there is no Rector, or if the Rector is absent from the Diocese for three (3) calendar months, or is incapable of acting, or if the Rector has refused to call the meeting within one (1) week after the receipt of a request signed by a majority of the members of the Vestry; or
3. A majority of the members of the Vestry, in case of failure of the Wardens to call such meeting within one (1) week after the receipt of such request.

F. To constitute a quorum of the Vestry there must be present either:

1. The Rector, one of the Wardens and a majority of the Vestry (7); or
2. The Rector, both Wardens and one less than a majority of the Vestry (6); or
3. The Rector and two-thirds (2/3) of the Vestry (8); or

4. If the Rector is absent from the Diocese, or is incapable of acting, and shall have been so absent or incapable for more than three (3) calendar months, or if the meeting is called by the Rector and he/she is absent therefrom, or if the meeting is called by the Wardens or Vestry and the Rector is absent therefrom, one Warden and a majority of the Vestry, or both Wardens and one less than a majority of the Vestry.

G. If there is a Rector called to or settled in the Parish, no action shall be taken in his/her absence, relating to or affecting the personal or exclusive rights of the Rector, or the alienation of the capital or principal of any investments held by the corporation, or the sale of its real estate, or the encumbrance thereof, except as may be necessary for ordinary repairs.

H. The Wardens are the chief lay officers of the Parish, and in addition to their duties as members of the Body Corporate, shall have the following duties:

1. To preside at meetings in the absence of the Rector, the Senior Warden to preside in preference to the Junior Warden.
2. To arrange for services of Clergy as required in the absence of the Rector, pursuant to instructions to be furnished by the Rector.

I. The Treasurer shall be responsible for maintaining the Church financial records, the distribution of funds, honoring Church obligations and the preparation and submission to the Vestry and Rector of Monthly and Annual Statements.

J. The Secretary shall keep the minutes of the Vestry meetings and other special meetings of the Church. The Secretary may or may not be a member of the Vestry and shall be appointed on an annual basis by the Vestry.

ARTICLE VI COMMITTEES

A. There shall be an Executive Committee consisting of the Rector, the Senior Warden, the Junior Warden, the Clerk or Secretary, the Finance Committee Chairman, and two (2) Vestry members appointed by the Rector.

B. There shall be a Committee on Church Property which; shall have cognizance of the real and tangible personal property of the Parish; shall see that it is maintained in a suitable condition to serve the needs of the congregation; shall maintain careful inventories and valuations and take all due precautions for its protection. The Committee shall make recommendations concerning acquisitions, development, alteration, repair, replacement and disposal thereof.

C. There shall be a Finance Committee, with cognizance of the financial affairs and planning of the Parish. It shall cause the audit of the Parish accounts not less than annually, and deliver copies of the audit report to the Vestry.

D. There shall be such other committees, either standing or ad hoc, as the Vestry may direct or the Rector may see fit to appoint. At the discretion of the Rector, persons not members of the Vestry may be appointed to serve on committees.

ARTICLE VII SALE, CONVEYANCE, MORTGAGE OR LEASE OF REAL ESTATE

No sale, conveyance or mortgage of any real estate other than burial lots in the churchyards or cemeteries, and no lease for a longer term than one (1) year shall be made by such corporation without the previous consent of the Bishop and a majority of the Standing Committee of the Diocese of New Jersey, or in case of a vacancy in the office of Bishop, or of his/her absence from the Diocese, then of a majority of the Standing Committee. Such consent shall be acknowledged or proved and recorded with the deed, lease, mortgage or instrument of conveyance at the Ocean County Clerk's office. Without such consent the sale, conveyance, mortgage or lease shall be void.

ARTICLE VIII CONSISTENCY WITH DIOCESE OF NEW JERSEY, CHURCH
OF THE UNITED STATES AND LAWS OF NEW JERSEY

The Bylaws are intended to be consistent with the Constitution and Canons of the Episcopal Diocese of New Jersey, of the Episcopal Church in the United States and the Laws of New Jersey. Any provision inconsistent with such constitution and canon and laws is unintentional and void. Portions hereof included within the provisions of said Constitution or Canons, which may hereafter be amended, shall be regarded as amended accordingly. All such Constitutions and Canons are a part hereof as though set forth in full herein.

ARTICLE IX AMENDMENTS

These Bylaws may only be amended, revoked or in any way changed by a majority vote of the congregation at a duly call annual or special meeting.