

BY-LAWS OF ST. ANDREW’S CHURCH NEWCASTLE, MAINE

I PURPOSE - St. Andrew's Church is dedicated to the public worship and to the service of Almighty God according to the faith and discipline of The Episcopal Church. This parish accedes to the Constitution and Canons of The Episcopal Church and of the Diocese of Maine, and acknowledges their authority.

II THE NAME of this parish is "The Rector, Wardens, and Vestry of St. Andrew’s Church, in Newcastle, County of Lincoln, Maine.”

III RIGHT OF VOTING - Any person fifteen years of age and older who has worshipped in St. Andrew's Church and has supported the mission of the Church for six months and has signed the following statement shall be entitled to vote at annual and special parish meetings:

"I have associated myself with St. Andrew's Church and have been faithful in working, praying, and giving for the spread of the Kingdom of God according to the faith and discipline of The Episcopal Church."

IV THE VESTRY shall consist of the rector, the two wardens, and nine vestry members, all of whom, except the rector, shall be elected by ballot at the annual parish meeting in the following manner:

1. A senior warden and a junior warden shall be elected in alternate years to hold office for two years. Each shall be eligible for a second two-year term, but shall not be eligible for an additional term until one year has elapsed. Filling an unexpired term shall not be considered a two-year term.
2. Three vestry members shall be elected for three-year terms. Vestry members shall not be eligible for a second term of office until the lapse of one year after the expiration of their terms of office. Filling an unexpired term shall not render anyone ineligible for re-election.
3. The two wardens and nine vestry members shall be active at St. Andrew’s Church and shall qualify under the Canons of the Diocese of Maine pertaining to the election of vestry members.
4. Two-thirds of the vestry shall constitute a quorum at any meeting of the vestry. The rector shall preside at vestry meetings. In the rector’s absence, one of the wardens shall preside. A majority of those present when a quorum is present will decide the vote on any issue.
5. The clerk shall be elected by the vestry from the vestry at each first meeting following the annual parish meeting.

6. The treasurer shall be elected by the vestry. If a member of the vestry, the term of office shall coincide with the term as vestry member. If not a member of the vestry, the term shall be defined upon election, and in that case the treasurer may attend and speak but have no vote at vestry meetings. An assistant treasurer shall be elected annually by the vestry to assume such duties as the vestry specifies. Unless the Vestry determines that St. Andrew's has adequate crime-related insurance, the treasurer and the assistant treasurer shall be bonded, the cost of the bonds being borne by the parish.

V DUTIES OF OFFICERS

1. The rector, or in the rector's absence, one of the wardens shall preside at annual parish meetings, special parish meetings and vestry meetings. In the absence of the rector and both wardens, a moderator shall be chosen by ballot to preside at the annual parish meeting or special parish meetings.
2. It shall be the duty of the wardens, in the absence of the rector, to make provisions for the services of the parish, to oversee parish property, to supervise the collection of all funds given or payable to the Parish and to see the services are not disturbed by irreverent or careless behavior.
3. It shall be the duty of the vestry to manage the affairs and care for the property of the parish; to supervise and direct the officers, excepting the rector, in the discharge of their duties; and to see that the records of the vestry are open to examination by members of the parish.
4. In addition to regularly scheduled meetings, special meetings of the vestry may be called by the rector, by either of the wardens, or by any three members of the vestry. The rector and all members of the vestry will be informed of all such meetings at least 72 hours in advance.
5. The rector, wardens, and vestry shall have authority to fill vacancies in the offices of the wardens, the nine vestry members, the treasurer, the assistant treasurer, and the clerk. The persons elected to fill such vacancies shall hold office for the unexpired terms of their predecessors.
6. The clerk shall serve as clerk of the parish and keep all minutes of annual parish meetings and special parish meetings as well as the minutes of vestry meetings. The clerk shall, as directed by the vestry, attest to all corporate acts and shall sign and affix the seal in the

name of and on behalf of the parish to contracts, certificates, letters, communications, and other documents voted by the vestry.

7. The treasurer shall receive the alms and all funds given or payable to the parish, keep a record of all gifts and legacies, pay all obligations as authorized by the vestry, and make investment of parish funds as the vestry may direct. The treasurer shall keep a record of all receipts and expenditure and submit a full statement thereof and of the financial condition of the parish at each annual parish meeting and whenever so requested by the vestry. The treasurer shall prepare, with the rector, the annual report for the Diocese. The treasurer shall provide the vestry with a certification of annual audit, the cost being borne as a parish expense. Upon the completion of a term of office, the treasurer shall deliver all records, accounts, bank books, papers, and other property of the parish to the next treasurer or to the wardens.
8. The assistant treasurer shall help the treasurer in such manner as the vestry directs and shall become acting treasurer in the absence of the treasurer.
9. The rector shall have all the rights and privileges and duties accorded under the Canons of The Episcopal Church and of the Diocese of Maine.
10. Whenever a vacancy shall occur in the office of rector by death, removal, or otherwise, it shall be the duty of the vestry to give immediate notice thereof to the ecclesiastical authority in accordance with the Constitution and Canons of the Diocese of Maine, and Special Laws of Maine, and then to proceed to select a candidate to be elected by the parish in agreement with the Constitution and Canons of the Episcopal Church, the Diocese of Maine and the laws of Maine. (Note: see the Laws of Maine for the process of ratification of the vestry's selection.)

VI PARISH MEETINGS

1. The annual parish meeting shall take place on the first Sunday of March or as determined by the vestry.
2. Special parish meetings may be called by the rector, the wardens or vestry at any time and shall be called by the wardens whenever requested in writing by the rector or by ten members of the parish.
3. Notice of annual or special parish meetings shall be given publicly at least two Sundays prior to the meeting. Nothing acted upon at a special parish meeting shall have legal operation unless the subject thereof is inserted in the warrant of such a meeting.

4. Twenty-five members of the parish eligible to vote shall constitute a quorum, and a quorum being present, a majority shall control.
5. Delegates to the Diocesan Convention shall be persons of voting age, active members of St. Andrew's Church, regular supporters of its work, and shall be chosen in such manner as the members of the parish may determine at the annual parish meeting.

VII. AMENDMENTS AND BY-LAWS - These by-laws may be amended at an annual or special parish meeting at which a quorum is assembled, by a two-thirds vote of those present, if notice of the amendment proposed has been given at a previous annual or special parish meeting, and if the subject thereof is inserted in the warrant calling the meeting at which the amendment is to be adopted. No amendment of by-laws shall be made which shall release the parish from its allegiance to the authority of The Episcopal Church or to the Diocese of Maine; nor which shall deduct anything from the qualifications required for eligibility to the office of rector or from the rights of the rector as may be defined by the Constitution and Canons of The Episcopal Church.

The above by-laws, replacing all prior articles of association, were adopted by two-thirds of those present at a duly called _____ parish meeting on _____, 2016 at which a quorum of legal voters were present, notice of the proposed amendment having been given in the warrant at a duly called _____ parish meeting on _____, 2016 at which a quorum of legal voters were present.