

BYLAWS OF THE CHURCH OF THE RESURRECTION EPISCOPAL CHURCH

CLARKSTON, MICHIGAN

ARTICLE I – NAME AND INCORPORATION

A. CHURCH OF THE RESURRECTION EPISCOPAL CHURCH was incorporated in the State of Michigan on March 24, 1960 and is a Parish of the Protestant Episcopal Church in union with the Episcopal Diocese of Michigan.

B. The Church of the Resurrection Episcopal Church accedes to the Constitution and Canons of the General Convention of the Episcopal Church and the Episcopal Diocese of Michigan.

ARTICLE II – MISSION AND VISION

A. CHURCH OF THE RESURRECTION is a Christian Community whose mission is to restore all people to unity with God and each other in Christ. Church of the Resurrection respects the dignity of every person and supports activities that seek to unite all humankind and elevate marginalized populations.

ARTICLE III – GOVERNANCE

A. The Church of the Resurrection shall be governed and administered by the Vestry and the Rector (or Clergy in Charge), who shall worship and work together for the good of God's Church in this community and the World.

B. The most recent edition of Robert's Rules of Order shall be the parliamentary authority for the conduct of business at all meetings.

ARTICLE IV – MEMBERSHIP

A. The membership of Church of the Resurrection shall be as specified by the Canons of the Episcopal Church.

ARTICLE V – MEETINGS

A. Annual Meeting – The Annual Meeting of the membership of Church of the Resurrection shall be held each January for the election of Vestry members, for the presentation of reports requested by the Rector (or Clergy in Charge) and the Vestry, for matters required by these Bylaws, and for any other purpose deemed appropriate by the Rector (or Clergy in Charge) and/or the Vestry. The Annual meeting shall be held on the Second Sunday in January or at such other time as shall be

appointed by regular meeting of the Vesty. Public notice of the annual meeting shall be given to the members of the Parish by announcement at services at three (3) Sundays before the meeting and Posted on the Parish Bulletin Boad.

B. Special Meetings – Special Meetings outside of the Annual meeting of the members of The Church of the Resurrection may be held at any time by the order of the Bishop, Rector (or Clergy in Charge), or by resolution of the Vestry. Such order of the resolution shall specify the time of the meeting, the place of the meeting, complete purpose for which such meeting is to be held. Special Parish meeting may also be held upon a petition to the Bishop or to the Vestry. In the case of such a petition, it must in every case be signed by not less than one third (1/3) to those entitled to vote at the annual meeting. Petitions shall specify the time and place of the meeting and the complete purpose for which the meeting is to be held.

C. Notice of all Meetings – The time, place and agenda, for the Annual Meeting, Special Meetings, Vestry Meetings or any other Meetings of the Parish shall be caused to be published by the Vestry at all services no fewer than two (2) Sundays prior to the meeting. Such notice may be published by placement in the parish bulletin, newsletter and/or by being sent electronically to all members of The Church of the Resurrection. Notification of the Annual Meeting shall include the names of Vestry nominees and the order of business.

D. Conduct of the Meetings – At all meetings the following shall apply:

1. Presiding Officer – The Rector (or Clergy in Charge) or a Vestry member designated by the Rector (or Clergy in Charge) shall preside over the meetings.
2. The Secretary of the Vestry shall keep minutes of the meetings.

E. Quorum – A quorum for any Parish meeting shall consist of 10% of the adult communicants in good standing (based on the parochial report from the previous year).

ARTICLE VI – VESTRY

A. The Vestry shall consist of Rector (Clergy in Charge), 2 Wardens and four-six (as adopted at the annual parish meeting in January 19, 2025) Adult Communicants of The Church of the Resurrection and will meet on a regular basis and on a schedule determined by the Vestry at the beginning of each year. Minutes of meetings are to be visibly posted in the Church.

B. Rector – The Rector (or Clergy in Charge) shall be an ex-officio member of the Vestry and may vote in case of a tie.

C. Manner of Attendance – Attendance at any meeting of the Vestry may be in person, by telephone, by Zoom or any other electronic means through which all participants can communicate with one another. All Vestry members in attendance by any of the methods indicated will be eligible to vote and also count towards the quorum required for the meetings.

D. Terms of Office – Each Vestry member shall be elected to serve for a continuous term of three years, or until his/her successor is elected. Vestry members may not be eligible for re-election for one year after their term has ended. One third (1/3), of the Vestry terms shall expire each year.

E. Nominations –

1. The election of Vestry members shall be preceded by nomination. A Nominating Committee composed of the Vestry members whose term(s) are expiring, shall propose at least an equal number of candidate(s) to the Vestry for its approval. The Vestry shall propose such candidate(s) for election at the annual meeting. Such candidate(s) should be communicants in good standing, resident for six (6) months in the parish and qualified electors of Parish. Spouses shall be ineligible to serve concurrently.

2. The Nominating Committee shall solicit the Congregation in November for volunteers for Vestry candidates. The Nominating Committee shall also identify and solicit potential candidates.

3. The Nominating Committee shall present a slate of Vestry candidates to the Vestry no later than the December Vestry meeting. The slate shall contain candidates equal to or greater than the number of outgoing Vestry members.

4. The Vestry may nominate additional candidates at the December Vestry meeting.

F. Open Meetings – All Vestry meetings are open to the members of The Church of the Resurrection, but they shall have no right to participate in discussion unless allowed by unanimous approval of the vestry by appropriate vote or ruling of the presiding officer. No person other than Vestry members, and the Rector (Clergy in Charge) in the case of a tie vote, shall be permitted to vote at any Vestry meeting.

G. Closed Sessions – The Vestry may go into closed session from which non-Vestry members may be excluded when the subject matter to be discussed and/or acted upon involves a sensitive

subject, as determined by a majority of the full membership of the vestry or when required by the Canons or law.

H. Vacancies – All vacancies on the Vestry occurring between Annual Meetings shall be promptly filled by vote of the remaining members of the Vestry.

I. Action without Meetings (TRANSACTION OF BUSINESS) – The Vestry may not transact any business except when either the Rector (Clergy in Charge) AND one of the Wardens, or if the Parish is without a Rector (Clergy in Charge), one of the Wardens, is present and there is a quorum consisting of a majority of the Vestry members. The Vestry may take actions without a meeting by a consent resolution signed by all members of the Vestry and published to the parish along with minutes of the Regular and Special Meetings. Signature may be made by electronic signature.

J Committees – The Vestry shall designate committees as deemed necessary or as required by these bylaws. The Vestry shall appoint the chair of each such committee and shall state its purpose by resolution of the Vestry.

K. Conflict of Interest – A Vestry member shall be required to recuse him/herself from all discussions and decisions that involve a conflict of interest.

VII – OFFICERS

A. Election of Officers – The Vestry shall elect the Officers of Church of the Resurrection, which shall include a Two (2) Co-Wardens, from the members of the Vestry. The Vestry shall also elect or appoint a Secretary and Treasurer (who need not be members of the Vestry, but who will serve on the Vestry, ex officio and without a vote.)

B. Senior Warden (Co-Warden) – shall be the chief executive officer of the Vestry; and shall assist the Rector (or Clergy in Charge) in the discharge of his/her duties. In the absence of the Rector (or Clergy in Charge), or at the pleasure of the Rector (or Clergy in Charge), shall perform the lay duties, and exercise the lay powers, of the Rector (or Clergy in Charge); and perform such other duties as may be assigned to him/her by the Vestry.

1. Duties; Care for buildings; insurance; worship; and maintaining order. He/She shall care for and protect the church building, see that they are kept in good reverent repair, and keep them sufficiently insured. Under the Rector (Clergy in Charge) he/she shall see that all things needed for orderly worship of God, and for the proper administration of the sacraments are provided.

C. Junior Warden (Co-Warden)– shall assist the Rector (or Clergy in Charge) and the Senior Warden in the discharge of their duties and in their absence shall perform their lay duties, and exercise their lay powers; and perform such other duties as may be assigned to him/her by the Vestry.

D. Secretary/Clerk – The Clerk shall attend all meeting of the Parish and Vestry; take minutes of all of the proceedings, and enter and attest the same in the book of minutes of the Vestry. He/She shall also enter into the said book the annual accounts of the Parish and keep all of the original documents, and the list of the qualified voters, provided by the Canons and these Bylaws.

1. Other Duties: The Records of the Parish and Vestry shall, at all times, be safely and permanently kept and open to inspection by the Bishop, Rector (Clergy in Charge) and all qualified electors of the Parish. The Clerk shall be the custodian of the Bond of the Treasurer. He/She shall to see to it that proper timely notice is given for ALL meetings of the Vestry and the Parish.

E. Treasurer – collect and hold all monies received or to be received, belonging to The Church of the Resurrection; pay all bills incurred in regular and normal operations; he/she shall keep a record of financial institutions and account numbers of the checking/saving and all other financial accounts of all Parish organizations; ensure that all expenditures shall be approved in accordance with such procedures as the Vestry may prescribe; appoint, with Vestry approval, an Assistant Treasurer and direct the work of the Assistant Treasurer; make a report at the Annual Meeting of the Parish and at such other times as the Vestry may designate (at each monthly Vestry meeting); and perform such other duties as may be assigned to him/her by the Vestry.

F. Assistant Treasurer- The Assistant Treasurer shall collect and receive the funds of the Parish, determine and record the amounts of such funds and arrange for their deposit and communication to the Treasurer. The Assistant Treasurer shall not be responsible for collection and receipt of funds collected for sub-organizations.

G. Vacancy in the Rectorship- In the case of a vacancy in the Rectorship, the Church wardens shall notify the fact to the Bishop of Michigan. IF the authorities of the parish for thirty days fail to make provision for the services, the Bishop may take measure as he/she may deem expedient for the temporary maintenance of Divine services therein.

VIII. RECTOR

A. Spiritual Jurisdiction- The Rector (Clergy in Charge) shall have, subject only to the Canons of the National Church and the Diocese the exclusive charge of all things pertaining to the

spiritual interest of the Parish; he/she shall order and direct the Services and Worship of the Church and all that appertains thereto; he/she shall have the spiritual direction and general oversight of the Sunday School, the Parish School, if one is established, and all guilds and associations, connected with the Parish; he/she shall give order as to the collections to be taken at the services of the church; and he/she may appoint persons to perform, under his/her supervision, such duties pertaining to the Services, and to the care and decoration of the Church, as are properly performed by lay members.

- B. Control of the Buildings- The Rector (Clergy In Charge) shall have free access to the Church and to the Rectory, if one exists, to open and use the Church and the Rectory, as shall be required for the purposes of public worship, for catechetical or other religious instruction; for baptisms, marriages, funerals and other offices authorized by the Church; and for such parochial occasions and other objects as he/she deem necessary; he/she may arrange, modify or improve the appointments and conveniences of the Church or Chapel as he/she shall deem desirable within the financial capacity of the Parish; and, in conjunction with the Vestry, he/she shall have control of the use of the Parish Hall; provided always that he/she does not involve the Parish in expenditure of its funds not authorized by the annual Parish meeting or the Vestry.
- C. Presiding Officer of The Vestry- The Rector (Clergy in Charge) shall be the Presiding officer and shall preside all Parish and Vestry meetings. He/She shall at all times have an exercise such other rights as pertain to his/her office under the laws and usages of the Church in the United States.
- D. Worship- The control of the worship and the spiritual jurisdiction of the Parish, are vested in the Rector (Clergy in Charge), subject to the appropriate constraints and limitations imposed by the Book of Common Prayer, the Canons, Resolutions and Communiques of the Church and its assembled Bishops, and further subject to the spiritual needs and consideration of the character of the Parish. It shall be the duty of the Rector(Clergy in Charge) to see that Music is used in the Parish as an offering to the Glory of God and as an aid to the people in their worship in accordance with the Book of Common Prayer as authorized for use in the Parish.

IX – FINANCIAL MATTERS

All funds for which The Church of the Resurrection bears responsibility shall be audited annually in

accordance with the provisions of Canons of the Episcopal Diocese of Michigan.

- A. Funds- The handling of the cash, funds and investments of the congregation, including the purchase, custody, sale and transfer of the same, may be delegated by the Vestry to the Wardens, the Treasurer, and/or to committees designated by the Vestry, either generally or as to specific instances, but subject to the ultimate direction and control of the Vestry. The financial affairs of the congregation shall be guided by business methods in Church affairs, published by the national church.
- B. Fiscal Year- The fiscal year of the congregation shall coincide with the calendar year beginning January 1st, and ending December 31st.
- C. Indebtedness- The congregation shall have the authority to borrow money, provided that no indebtedness shall be incurred, renewed or extended by or on behalf of the congregation without the express approval of the Vestry and, to the extent required by Diocesan Canons, the consent of the Bishop.
- D. Books of Account- Proper books of account for the congregation shall be kept by the Treasurer so as to provide the basis for satisfactory budgeting, accounting, reporting and auditing. The Treasurer shall keep such books of account available for delivery to the Vestry and congregation at all times
- E. Audits- All accounts of the congregation shall be audited by an independent certified public accountant, a licensed public accountant, or in such other manner as the Diocesan Finance Committee may from time to time prescribe. The audit report shall be filed as prescribed in the Diocesan Canons and should be performed once per fiscal year.
- F. Insurance-All buildings and tangible personal property owned by the Parish shall be kept adequately insured against loss or damage by fire, windstorm and such other hazards as the Diocese of Michigan may prescribe.
- G. Annual Reports- An annual report of all business and financial matters of the congregation, including complete financial statements, shall be prepared by or under the direction of the Treasurer, approved by the Vestry and distributed to the congregation at least seven (7) days prior to each annual meeting of the congregation. Any group in the congregation that handles money shall file an annual report describing the income and expenses of the group. The Treasurer shall specify the form of this report.
- H. Gifts and Memorials- No object intended as a permanent addition to the property of the congregation, or to be used therein for public worship, shall be accepted as a gift or

memorial without the approval of the Rector (Clergy in Charge) and the Vestry, subject to such conditions as they may prescribe. All objects so accepted may be altered, removed or disposed of when deemed necessary or appropriate by the Vestry. The names of the donors of and of the persons memorialized by such gifts and memorials, any terms and conditions thereof and the dates of acceptance of the same shall be preserved in the permanent records of the congregation.

- I. Rector Discretionary Fund- In consultation with the Rector (Clergy in Charge), the Vestry will adopt and maintain a policy regarding the sources and recordkeeping of these funds, to be applied to such pious and charitable uses as shall be thought fit by the Rector (Clergy in Charge). When the Parish is without a Rector (Clergy in Charge) the Vestry shall appoint a responsible person to serve as Almoner.

X- MEMBERSHIP

- A. Membership in the Congregation. - All persons who have received the Sacrament of Holy Baptism and whose name and baptism have been duly recorded in the Parish register are members of the congregation.
- B. Communicants- All members of this Parish who have received the Holy Communion in this Church at least three (3) times during the preceding year are communicants of this Parish.

XII- DELEGATES TO THE DIOCESAN CONVENTION AND OTHER DIOCESAN MEETINGS

- A. For every Annual Diocesan Convention and other Diocesan meetings, the members of The Church of the Resurrection shall elect as many lay delegates as allowed by the Episcopal Diocese of Michigan and the Canons.
- B. Any member of The Church of the Resurrection may present nominations for delegate positions to the Vestry by December 1 for publication and vote at the Annual Meeting of The Church of the Resurrection.

XIII- INDEMNIFICATION

- A. The Church of the Resurrection shall, to the maximum amount permitted by law, indemnify any person who was or is a party to, or is threatened to be made a party to, any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative, or investigative, by

reason of the fact that he she is or was a member of the Vestry or Officer of The Church of the Resurrection, against expenses (including legal fees), judgment, fines and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action.

B. This right of indemnification shall inure to each member of the Vestry or Officer whether that person is a member of the Vestry or Officer at the time such costs or expenses are imposed or incurred, and whether or not the claim asserted against him/her is based on matters that antedate the adoption of these Bylaws; and in the event of his/her death shall extend to his/her legal heirs and assigns. Each person who shall act as a member of the Vestry or Officer shall be deemed to be doing so in reliance upon such right of indemnification; and such right shall not be exclusive of any other right which that person may have.

XIV – AMENDMENTS

A. These Bylaws may be amended or new bylaws adopted by both a three-quarters (3/4) vote of the full Vestry, and then by a three-quarters (3/4) vote of those present at any Annual Meeting or Special Meeting of The Church of the Resurrection.

XV-PARISH INCORPORATION- No provision of the Constitution and Canons of the Episcopal Church in the United States of America, no the Constitution and Canons of the Diocese of Michigan which are now, or shall be, in conflict with the Charter of Incorporation of the Church of the Resurrection, shall be of any force or effect.

ADOPTION

These Bylaws have been duly adopted by a majority vote of the electors of The Church of the Resurrection, Clarkson, Michigan, on the 25th day of February, 1990. They have been revised on the 24th day of June, 1990 and the 15th day of January, 1995. Another revision was published by the Vestry on the 28th day of September, 2005 and approved on the 15th day of December, 2005. A new revision was Published by the Vestry on the 13th day of January, 2025 and approved on the 19th day of January, 2025.

Christiana Voelker, Clerk/Secretary

Attest

Jeff Gillette, Co-Warden

Jennifer Somers, Co-Warden