

**The By-Laws of  
St. Luke's Episcopal Church  
Seaford, Delaware**

September 16, 1998  
Revised: June 09, 1999  
Revised: April 14, 2001  
Revised: December 15, 2004

**PREAMBLE**

St. Luke's Episcopal Church is incorporated under the laws of the State of Delaware and as such is subject to the Delaware Code, Article 27, relating to (Protestant) Episcopal Church Corporations.

St. Luke's Episcopal Church accedes to the Constitution, Canons, Doctrine, Discipline, and Worship of the (Protestant) Episcopal Church in the United States of America, and to the Constitution and Canons of the Diocese of Delaware, and acknowledges their authority.

By virtue of its incorporation, St. Luke's Episcopal Church, through its Vestry, has the power to adopt by-laws for its government providing such by-laws are not in conflict with the Constitution and Canons of the Diocese of Delaware and the Delaware Code, Article 27, relating to (Protestant) Episcopal Church Corporations.

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**ARTICLE I – MEMBERSHIP**

### Section 1. Ordinary Members

All persons who have been baptized with water and in the name of the Trinity and who may consider themselves identified with St. Luke's Episcopal Church and regard it as their regular place of worship shall be Ordinary Members of the Parish.

### Section 2. Voting Members

Those qualified to vote at any regular or special parish meeting are all baptized members, 18 years or older, who regularly and frequently attend divine worship, and who are contributors of record for the six months preceding.

### Section 3. Annual Parish Meeting

The Annual Parish Meeting for the purpose of electing Vestry persons by ballot, and for the transaction of such business as shall properly come before the meeting, shall be held on or before the last Sunday in May with the exclusion of Memorial Day weekend, the time and place to be fixed by the Vestry.

- a. Twenty-five (25) members shall constitute a quorum for all purposes, except as otherwise provided by law.

### Section 4. Special Parish Meetings

Special Parish Meetings for any purpose may be called by the Rector, by a majority of the Vestry, or at the request of twenty-five (25) members of the parish who are qualified to vote at any parish meeting.

### Section 5. Notice of Annual and Special Meetings

- a. Notice of the Annual Parish Meeting and any special parish meeting shall be given by mail at least one (1) month in advance of the Annual Parish Meeting or special meeting.
- b. This notice shall also be announced in church on the two (2) Sundays prior to the meeting.
- c. At least fourteen (14) days prior to the Annual Parish Meeting for the purpose of electing members to the Vestry, a notice of those nominated under the provision of Article II will be mailed to the members of the Parish.

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### Section 6. Presiding Officer of Annual Meeting

- a. At any Annual Parish Meeting, the Rector shall preside. At the Rector's discretion, or in the absence of the Rector, the Senior Warden or a designee by the Rector may preside.
- b. When the Cure is vacant, the Senior Warden shall preside over the Annual Meeting.

#### Section 7. Absentee Voting

Absentee voting shall be permitted for the election of members to the Vestry subject to the following conditions:

- a. Absentee ballots shall be submitted only by qualified voters, who, for reasons, which in their conscience they deem to be good and valid, are unable to be present at the meeting.
- b. The absentee ballots shall be placed in an envelope and the envelope shall be signed by the voter. The envelope shall be mailed by the voter to the Parish office, 202 North St., Seaford, DE 19973, or it shall be delivered by a carrier to the Parish office. If the envelope is delivered by a carrier, the carrier's name shall be noted on the envelope. The Rector or the Parish Administrator shall be the custodian of these absentee ballots until the time of the election.

### **ARTICLE II – THE VESTRY**

#### Section 1. Eligibility

- a. To be eligible for election to the Vestry, the candidate shall be a communicant in good standing, that is, a Confirmed Episcopalian who regularly attends the Eucharist, shall be at least 21 years of age, and is a pledger of record for the six months preceding.
- b. At the expiration of the first term for which elected, a Vestry person shall be eligible to run for a second term. At the expiration of the second term, a Vestry person shall not be eligible for reelection until one (1) year has elapsed.

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#### Section 2. Number and Term of Office

- a. The Vestry shall consist of the Rector, any associate or assistant Minister or Ministers of the Parish, and no less than nine (9) vestry persons.

- b. Each Vestry person shall hold office for a period of three (3) years.
- c. The term of the retiring Vestry members expires upon election of the new Vestry Members.

### Section 3. Nominations

- a. A Nominating Committee, consisting of the retiring Vestry Members not eligible for or seeking reelection, at least one (1) current Vestry member (who shall be appointed by the Rector), and the Rector, shall meet at least three (3) weeks prior to the Annual Parish Meeting. The Nominating Committee shall consist of at least four (4) members and the Rector.
- b. Nominations for the Vestry will be accepted only in writing to the Rector at least three (3) weeks prior to the Annual Parish Meeting.
- c. Nominations from the floor will be excluded.
- d. Permission to place any person's name in nomination must be given by such person.
- e. The Rector shall determine the eligibility of nominees before they are placed on the ballot.

### Section 4. Election

- a. The retiring members of the Vestry, who are ineligible for reelection, shall compose the Election Committee which shall conduct and be the judge of the election of members to the Vestry at the Annual Parish Meeting.
- b. Election of the members to the Vestry shall be by a plurality of votes cast.
  - (1) In the event of a tied vote, a second ballot shall be cast before the results of the first ballot are announced.
- c. The Rector shall appoint (or re-appoint) a Senior Warden and a Junior Warden on or before the day of the Annual Parish Meeting.

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### Section 5. Oaths

Immediately following the election of new Vestry Members, before the Annual Parish Meeting is adjourned, the newly elected Vestry Members and newly appointed Wardens shall be sworn in.

## Section 6. Regular Meetings of the Vestry

- a. Meetings of the Vestry shall be held on a regular basis, which will be a minimum of once per month, excepting the months of July and August.
- b. The meeting date will be reestablished on a uniform basis by the Vestry at its first meeting following the Annual Parish Meeting.
- c. At any meetings of the Vestry, a majority shall constitute a quorum.
- d. The Rector shall preside at meetings of the Vestry, at the Rector's discretion, or in the absence of the Rector, the Senior Warden or a designee by the Rector may preside.
- e. In case of a tie vote, the Rector shall cast the deciding vote.
- f. Each Vestry meeting shall include:
  - (1) Opening and closing prayer.
  - (2) Reading or acceptance of the minutes of the previous meeting.
  - (3) Old business, new business, Treasurer's report, committee reports, and educational exercises.

The order in which agenda items occur shall be at the discretion of the Rector and Senior Warden.

## Section 7. Special meetings of the Vestry

Special Meetings of the Vestry may be called at any time by the Rector, by any Warden, or by the request of two (2) Vestry Members.

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## Section 8. Duties and Powers

The Vestry shall take charge of the property of the Church, regulate all its temporal concerns, elect and call a Minister, provide for clergy maintenance, keep order in the Church during the celebration of Divine Worship and, in general, act as helpers to the Minister in the furtherance of the Gospel. Canon 10, section 4.

Section 9. Vacancies in the Vestry

- a. Vacancies occurring on the Vestry shall be filled by selection by the remaining members of the Vestry.
  - (1) The person filling a vacancy shall serve the balance of the unexpired term in which the vacancy occurred.

**ARTICLE III – OFFICERS**

Section 1. The Rector

- a. The Rector shall be called by the Vestry at a meeting set for that purpose, of which every member of the Vestry shall receive notice.
- b. The election of a Rector shall require the affirmative vote of two-thirds of the members of the Vestry.
- c. At any time when an Assistant or Associate Minister is to be elected, the Rector shall have the right and responsibility to select and nominate to the Vestry any ordained individual for this office.
  - (1) Such nomination shall be subject to confirmation by the affirmative vote of a majority of the members of the Vestry and the Vestry shall determine the term of the Assistant or Associate Minister's employment and the amount of compensation to be paid to him/her.
- d. The Rector, subject to the authority of the Bishop and to the provisions of the Constitution and Canons of the Diocese of Delaware and the National Church, has exclusive charge of all things pertaining to the spiritual interest of the parish.
  - (1) It is the Rector's duty to order the worship of the church and all that accompanies it.

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- (2) The Rector may from time to time appoint fit persons for the performance of such duties, under said Rector's supervision as may be properly assigned to lay-persons, men and women. Such persons shall serve under the Rector's supervision and discretion.
- e. The Rector shall be entitled at all times to access to the church and church buildings and use and control of same for religious purposes.

- f. If for any urgent reason a Rector, or the Vestry shall desire a separation and dissolution of the pastoral relations, and the parties be not agreed respecting a separation and dissolution, notice in writing shall be given by either party to the Bishop of this Diocese. The Bishop, in case the difference be not settled by his/her Godly judgment, shall ask the advice and consent of the Standing Committee of the Diocese, and proceeding with its aid and counsel, shall be the ultimate arbiter and judge.

Section 2. The Wardens

- a. The Senior and Junior Wardens shall be at least 21 years of age or older, and communicants of the church in good standing. (See Article II, section 2).
- b. The Wardens shall be appointed by the Rector from among the elected Vestry members.
- c. It shall be the duty of the wardens to protect the church property, and, under the supervision of the Rector, to see that all things needed for the orderly worship of God and for the administration of the Sacraments be provided.
- d. When the Cure is vacant, the Senior Warden will act on administrative matters.

Section 3. The Secretary of the Vestry

- a. The Vestry shall elect a Secretary, who shall be over 21 years of age or older.
- b. Term of office: The Secretary will be elected for a period of one year and may succeed himself/herself.
- c. The Secretary shall also be known as the Clerk or the Registrar.
- d. The Secretary need not be a member of the Vestry.

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- e. Duties of the Secretary:
  - (1) Take and record the minutes of all Vestry proceedings and see that they are typed and distributed to all members of the Vestry.
  - (2) Attest to public acts of the Vestry.
  - (3) Perform such other duties as shall be legally assigned.

(4) All books and documents shall be delivered into the hands of the succeeding Secretary.

(5) The Secretary shall preserve all documents belonging to the Parish.

Section 4. The Treasurer(s)

- a. It shall be the duty of the Treasurer(s) to receive and have custody of all funds, securities, evidences of indebtedness, and all other like personal property of the parish, and shall deposit the same in such banks or trust companies as shall be designated by the Vestry.
- b. They shall pay out of the funds on hand all bills, notes, and other just debts of the parish of whatever nature upon maturity of the same.
- c. The Treasurer(s) shall keep full and accurate accounts of all money received and paid out for or on account of the parish and perform such other duties as may be delegated.
- d. The Treasurer(s) shall render a monthly report of finances at each regular meeting of the Vestry.
- e. The accounts shall be audited annually by an auditor other than the Treasurer(s).
- f. The Treasurer(s) shall render a statement twice a year showing the total amount of money on hand as well as stocks and/or bonds in the endowment fund, or any other accounts under their custody.
- g. The Treasurer(s) are to be elected by the Vestry, shall be 21 years of age or older, and do not have to be members of the Vestry.

(1) The Treasurer(s) shall be elected for a term of one year and may be reelected in the next election.

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**ARTICLE IV – COMMITTEES**

Section 1. Vestry Committees

- a. The Rector shall appoint whatever committees shall seem to be necessary.
- b. The Rector is ex-officio member of all committees.

- c. An executive committee consisting of the Rector, Warden(s), and at least one (1) Vestry person may be empowered to act on matters demanding attention between meetings of the full Vestry.

## **ARTICLE V – FISCAL MATTERS**

### Section 1. Contracts

- a. No officer of the Parish or member of the Vestry shall make or enter into any contract involving any financial obligations on the part of St. Luke's Church, unless it first be submitted to and approved by the Vestry.
- b. The proper officers to sign contracts are the Rector and Senior Warden of the Vestry.

### Section 2. Annual Audits

- a. The accounts (of the Parish) shall be audited annually by an auditor other than the Treasurer(s).

### Section 3. Bonding

- a. The Treasurers and members of all organizations of the parish handling money shall be bonded, the cost of same to be paid from funds of the parish.

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## **ARTICLE VI – DELEGATES TO ANNUAL CONVENTION OF DIOCESE**

### Section 1. Progression of Delegates and Eligibility

- a. Voting Delegates to the annual convention of the diocese progress to this position from the position of Alternate Delegate.
- b. Voting Delegates and Alternate Delegates are not required to be members of the Vestry, but shall be communicants in good standing of the Church.

- c. The normal progression is for the Alternate Delegate with the most service as Alternate Delegate to become the next Voting Delegate. Normally, one Alternate Delegate will progress to Voting Delegate each year.

Section 2. Number and Tenure of Voting Delegates

- a. There are two (2) Voting Delegates.
- b. Voting Delegates shall serve a term of two years.
  - (1) The terms of the two (2) Voting Delegates will overlap as opposed to being concurrent, that is, a new Voting Delegate takes office each year, and one Voting Delegate leaves office each year.

Section 3. Number and Tenure of Alternate Delegates

- a. The Vestry shall elect one (1) new Alternate Delegate to the annual Diocesan Convention each year, with two (2) serving concurrently.
  - (1) Each Alternate Delegate will be expected to serve two (2) years as Alternate Delegate, and two (2) years as Voting Delegate.

**ARTICLE VII - AMENDMENTS**

These By-Laws may be amended or repealed by the affirmative vote of two-thirds of the entire Vestry, provided the proposed revisions are presented in writing at one regular meeting of the Vestry, and acted upon at the next regular meeting.

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