**BY-LAWS**

**Atonement Parish**

**Adopted February 8, 2015 at the Annual Parish Meeting**

**(Previous editions of Constitutions and By-Laws of Atonement Parish are void.)**

**ARTICLE I – NAME**

The name of this congregation shall be Church of the Atonement, Parish of the Atonement (Parish 132), the Episcopal Diocese of Washington, the Protestant Episcopal Church in the United States of America.

**ARTICLE II – OBJECT**

**Section 1.** The purpose of Atonement Parish, hereinafter referred to as the

Parish, shall be to carry out the work of God’s kingdom on earth according to the teachings of his Son, our Lord and Savior Jesus Christ.

**Section 2.** The governing body of the Parish shall be a Vestry under the

Chairmanship of the Rector.

**ARTICLE III – MEMBERSHIP**

**Section 1.** Members shall be communicants of the Parish. A communicant of the Parish shall be anyone approved by a Rector for entry in the Parish register who meets the requirements of Church Canons to remain on the list of Parish communicants.

**Section 2.** A qualified voter of the Parish shall be a communicant who meets all of the following criteria: (1) is in good standing, as defined in the Canon 17: Sections 2 and 3 of the General Convention of the Episcopal Church, (2) is at least fifteen (15) years of age, and (3) is a contributor of record to the Parish for at least six (6) months.

**Section 2(a).** A contributor of record is defined as a person who has contributed to the Parish during the calendar year preceding the meeting of the Parish, and those contributions are a matter of record.

**ARTICLE IV – THE VESTRY**

**Section 1.** Under the chairmanship of the Rector, the Senior and Junior Wardens and the Vestry shall be the governing body of the Parish with charge to conduct and be responsible for the temporal and fiscal affairs of the Parish. In the absence or disability of the Rector, the Senior Warden shall preside. The Junior Warden shall preside should the Senior Warden be unable to do so.

**Sections 1(a).** The Vestry shall consist of nine (9) members, each being at least eighteen (18) years of age and a contributor of record during the calendar year, and who are elected at the Annual Parish Meeting or at a Special Parish Meeting.

**Section 1(b).** Vestry officers shall be elected by the Vestry from among its members at the first Vestry meeting following the Annual Parish Meeting. If necessary, the Vestry may elect the Treasurer from the roster of eligible voters.

**Section 1(c).** Each member shall serve for one three-year term. Following serving for a full term, a member may stand for election to the Vestry again after a period of at least one year. For one year following a full Vestry term of office, the previous Vestry person may not hold any Parish office with assigned Vestry voting rights. If a vacancy occurs on the Vestry, the Vestry Nominating Committee shall develop a slate of nominees to fill the vacancy from which the Vestry shall select the person to fill the vacancy until the next annual parish meeting at which time a Vestry member will be elected to fill the remainder of the unexpired term. If a vacancy occurs within six months of the next annual parish meeting, the Vestry may elect not to fill the vacancy until the next annual parish meeting.

**Section 1(c)1**. During a transition period in which the Atonement Parish is engaged in an official search for a new Rector, in the interest of management and financial stability, the Vestry is authorized to postpone the election of new members and extend the terms of its members whose terms are scheduled to expire at the Annual Meeting into the new term for a period not to extend beyond the date of the next Annual Meeting. After a new Rector is installed, at its sole discretion, the Vestry may call a Special Meeting of the parish membership for the purpose of electing vestry members to replace those vestry members whose term would have expired had they not been extended.

**Section 1(d).** The Vestry may have one Youth Representative who is fifteen (15) to seventeen (17) years of age. The Youth Representative may not be included in the computation of a quorum or vote on the consideration or acceptance of any contractual obligation of the Vestry. In all other respects, the Youth Representative shall have full power and responsibilities as all other Vestry members.

**Section 1(e).** The Vestry may elect to adjourn during the months of July and August. During adjournment, an Executive Committee consisting of the Rector, Wardens, Clerk, Treasurer and one other member appointed by the Rector shall constitute an Executive Committee.

The Executive Committee shall submit recommended actions to the full Vestry by telephone and/or electronic mail as soon as practicable so as to obtain a majority of voting support on each proposal.

**Section 1(f).** The Vestry shall have full power and authority to adopt rules for its internal regulation and operation within the terms of ARTICLE Il Section I.

**Section 2 Officers**

**Section 2(a).** The officers of the Vestry shall be a Clerk, Senior Warden, Junior Warden, Treasurer, and Financial Secretary. If the Treasurer is selected from the list of eligible voters, then s (he) shall be Treasurer of the Parish, but s (he) shall be neither a member nor officer of the Vestry.

**Section 2(b). The Clerk of the Vestry**

The Clerk of the Vestry shall take minutes at all Vestry meetings and shall be custodian of the formal minute books of the Vestry and Parish. S/he shall submit a copy of the minutes of each Vestry meeting and the Annual Parish Meeting, with all attachments, to the Church Secretary for inclusion in the Church Office files.

**Section 2(c). The Senior Warden**

The Senior Warden shall be the Rector’s advisor on all matters affecting relations between the Rector and the Parish and shall be an ex-officio member of all committees of the Vestry except the Nominating Committee.

**Section 2(d). The Junior Warden**

The Junior Warden shall be responsible for the care and maintenance of all property of the Parish, both real and personal, wherever located.

**Section 2(e). The Treasurer**

The Treasurer shall receive all funds of the Parish including securities of all kinds, except those funds retained by Parish organizations for their own operations, and shall make authorized disbursements of Parish funds upon receipt of proper authorizations/documentation approved by the Vestry.

**Section 2(f). The Financial Secretary**

S/he shall render quarterly, semiannual and annual accounts of contributions of record for each parishioner.

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**Section 3. Removal of Vestry Members and Officers**

1. Vestry Members and Officers of the Parish may be removed only for cause, which is defined as;

a. Persistent failure to attend Vestry meetings or retreats as evidenced by unexcused absences for three consecutive Vestry meetings or retreats or unexcused absences for four nonconsecutive Vestry meetings or retreats during any calendar year.

b. Removal from Parish rolls;

c. Moving from the geographical area by such distance as to preclude active regular participation;

d. Conviction of a felony;

e. Physician certified mental or physical incompetence to perform his or her duties;

f. Substantial misfeasance or malfeasance on the part of any officer.

2. Removal shall be accomplished in the following manner:

a. If a member is absent from two Vestry meetings or retreats, the Rector and the Senior Warden shall request a meeting with the member to determine the extent to which the relevant circumstances will affect future attendance. If it is determined that the circumstances that caused the member to fail to attend said meetings or retreats no longer exist and are not likely to reoccur, then the Rector and Senior Warden shall review the Vestry attendance requirements and removal policy with the member and encourage the member to be vigilant about

attendance in the future. If it is determined that the circumstances will continue to prevent regular attendance, the Rector and Senior Warden may agree to accept a written resignation from the member. If the member does not resign, the Rector and Senior Warden shall report the circumstances to the Vestry at the next meeting of the Vestry following the interview.

b. If a member is absent from either three consecutive Vestry meetings or retreats or four Vestry meetings or retreats during any fiscal year, the Rector and Senior Warden shall present a recommendation for removal of the member by motion at the next Vestry meeting following the most recent failure of the member to attend.

c. A motion for removal shall be voted on at the regular Vestry meeting following the meeting in which it was introduced with two-thirds of the elected Vestry members present voting in favor of said motion.

d. Thereafter, a notice of intention to remove shall be addressed to the person concerned setting forth the specific grounds for removal. Said notice may be delivered in person by the Rector or Senior Warden or sent by certified mail, return receipt requested, and shall provide for fifteen days from the date of the receipt of the notice in which the Vestry member or other officer concerned may respond to the notice and present statements and arguments (in opposition) at a regular or special meeting of the Vestry. Upon hearing and

considering the said statements and arguments, the Vestry shall take final action, which shall be in the form of a motion with two-thirds of the Vestry voting in favor thereof. Notice of said final action shall be addressed in writing to the person concerned and shall be delivered in the same manner provided above for delivery of the notice of intention to remove.

e. If the final action results in removal of the Vestry member or Officer, the Vestry shall declare a vacancy and proceed to fill the vacancy as provided for in Article IV, Section 1(c) of the Atonement Parish By-Laws.

**ARTICLE V**

**DIOCESAN DELEGATES AND CONVOCATION REPRESENTATIVES**

Diocesan delegates, and Convocation Representatives when necessary, shall be elected at the Annual Parish Meeting. Such person(s) shall meet the mem-bership requirements in ARTICLE III of this document. The number of persons elected will be determined by Diocesan guidelines.

**ARTICLE VI – VESTRY COMMITTEES**

**Section 1. The Standing Committees**

The Standing Committees, or Committees of the Vestry, shall be: Audit Committee; Christian Education; Community Outreach; Church Security; Fellowship; Finance; Investment Committee; Property; Stewardship; Strategic Planning; Technology; and the Welcoming Committees. All activities and programs of Standing Committees shall be approved by the Vestry before implementation.

**Audit Committee**

The Audit Committee shall monitor Parish financial and accounting practices to: 1) ensure that approved policies and procedures are adhered to; 2) ensure that all financial reports, accounting system outputs, fiscal year documents needed for the annual audit of the Parish are prepared and ready for submission to the independent auditor on or before July 15th of each year; and 3) ensure that recommendations for operational improvements in internal controls made by the auditor in the annual audit report are properly considered and appropriate actions taken to eliminate the deficiencies addressed. The Chair of the Audit Committee will coordinate the work of the committee with the Treasurer to prevent any disruption in the operations of the Parish finance office. The

Chair of the Audit Committee shall report to the Sr. Warden

**Christian Education Committee**

The Christian Education Committee shall develop and maintain a structured program of life-long learning in Christian formation for all parishioners. The committee will recruit a committed Director of Christian Education to coordinate with the Rector in the recruitment and training of teachers and other needed staff, organize the curricula, teaching methods, and instructional materials for each age group, and monitor Christian formation activities and programs undertaken by church ministries and organizations to ensure that all youth programs complement ongoing Parish Christian Education program objectives and meet or exceed minimum performance standards mandated by the Christian Education Committee and the Vestry.

**Community Outreach Committee**

The Community Outreach Committee shall recruit, organize and train volunteers and staff to reach out to neighboring communities to identify critical needs of vulnerable individuals and families and to join with other service providers in the communities to channel needed resources to those who most need help. The committee will seek out opportunities among at risk neighborhood residents to serve as ambassadors for Christ to help provide assistance in meeting their physical, psychological, social, educational, economic, and spiritual needs. This committee will also assist the Rector in developing and implementing strategies for promoting growth in church membership.

**Church Security Committee**

The Church Security Committee shall develop and maintain a comprehensive security plan to ensure the physical well- being of the Parish membership and visitors to parish premises. The security plan will extend to all Parish property and personal property of Parish members and visitors. The Church Security Plan will be comprehensive in nature and include provisions for utilizing current technological capabilities for assisting with all aspects of public and personal safety. The committee will focus on prevention of accidents and criminal activity and effective communications with local public safety agencies.

**Fellowship Committee**

The Fellowship Committee will consist of representatives of all Parish organizations as provided for in Article VII, Section 2 of these Bylaws. The committee shall seek to foster friendship, caring and encouragement among parishioners, visitors, neighbors, and newcomers. The committee shall engage in activities and practices to cultivate a culture of fellowship and hospitality in which visitors and newcomers will find a congregation that is warm, friendly, and enthusiastic about the Parish and its mission.

**Finance Committee**

The Finance Committee shall evaluate all financial requests submitted to the Church and make its recommendations to the Vestry accordingly. It shall write the proposed budget for the church and analyze, on an ongoing basis, progress toward meeting each line of the budget. It shall review proposed salaries and contractual monies and make recommendations to the Vestry.

**Investment Committee**

The Investment Committee shall oversee the management and investment of the Restricted Funds of the Parish. The committee shall monitor the performance of the invested funds of the Parish and make recommendations to the Vestry when the majority of the committee agrees that the financial investment management company retained by the Parish is performing its duties at such a subpar level that it is in the best interest of the Parish that the Vestry consider a replacement company. If the Vestry concurs, the committee will request proposals from a minimum of three reputable, licensed investment management companies and make recommendations to the Vestry based on its written evaluation of the competing proposals. The committee shall report monthly, or quarterly as the case may be, to the Vestry on the performance of all invested funds of the Parish.

**Property Committee**

The Property Committee shall assist the Junior Warden in the care and maintenance of all property of the Parish, both real and personal, wherever located as detailed in Article IV, Section 2(d) of this document.

**Stewardship Committee**

The Stewardship Committee shall develop approaches to encourage parishioners to give of their time, talent and treasure to carry out the work of God’s Kingdom in the Parish. The Committee shall also be responsible for stewardship education in the Parish.

**Strategic Planning Committee**

The Strategic Planning Committee shall update the long-term Strategic Plan of the Parish and assist the Vestry and membership in evaluating progress made toward the goals and objectives on an annual basis. The committee shall concentrate its efforts on the following seven core values:

1) Worship and Music; 2) Christian Education, Growth and Development; 3) Pastoral Care;4) Fellowship and Hospitality; 5) Stewardship and Fundraising; 6) Community Outreach; 7) Governance and Administration.

**Technology Committee**

The Technology Committee shall serve as the Technical assistance arm of the Vestry for technological support to the governance and operations of the church. The committee shall re-design the Parish website when required and maintain the website as the primary information source for the membership and the public with regard to the affairs and activities of the Parish. The committee will coordinate the installation of new support systems within the Parish, such as the financial accounting system, and provide helpful training to parishioners, such as email.

**Welcoming Committee**

The Welcoming Committee shall provide support services to membership and church organizations to help make activities and events successful. The committee shall seek to foster a sense of caring and friendly hospitality among church members and visitors. The committee shall consist of volunteers who willingly provide such support to Parish organizations as: decorating, room set up, serving the tables, and cleaning up for organization’s luncheons, dinners, church events, and special occasions. Committee members will seek creative ways of increasing the atmosphere of hospitality in the church, such as assembling and distributing visitor gift packets at worship services.

**Section 2.**

The Chair of each Standing Committee, or Ad Hoc Committee, shall be a member of the Vestry, or a Non-Vestry Member appointed by the Rector.

**Section 3. Ad Hoc Committees**

The Vestry may create ad hoc committees from time to time for the purpose of accomplishing a task that will not likely be needed on a permanent or recurring basis, but may be needed at the time. These ad hoc committees of the Vestry will serve until the objective is accomplished, then they will go out of business until needed again. Examples include the Archives Committee, Bylaws Committee, and 100th Anniversary Committee.

**ARTICLE VII – PARISH ORGANIZATIONS**

**Section 1.** All Parish organizations, including all organizations which are not Committees of the Vestry, must be approved by the Vestry.

**Section 2.** All Parish organizations are required to provide one (1) representative to the Fellowship Committee; where possible the organization head is the preferred representative.

**Section 3.** Parish organizations shall retain funds for their own operations not to exceed one thousand dollars ($1000.00) at the end of any calendar year. Each organization shall submit an annual report to the Rector not later than January 31st of the following calendar year which shows the disposition of all funds. Such a report shall include at least the following information:

a. Name and purpose of the organization.

b. Number of active members.

c. Number of meetings for the year.

d. Summary of all receipts and expenditures.

e. Summary of all activities.

**Section 4.** Parish organizations that function as chapters of a diocese approved national organization may conduct activities and fundraising in support of the national organization’s annual plans and programs. However, all monies retained by the chapter at the end of the calendar year may not exceed one thousand dollars ($1000.00) except for funds that meet the following conditions:

1. The funds have been duly and properly designated and obligated by the chapter for expenditure on a project in support of the national organization’s approved annual plans, programs, or activities, i.e., missionary projects, membership drives, annual conferences and conventions, stewardship programs, and young men’s programs.
2. A minimum of fifty-one percent (51%) of the funds must have been raised by member donations.

**Section 5.** No Parish organization, or individual person, shall authorize any contract for a sum exceeding one thousand dollars ($1000.00) without prior Vestry approval, or enter into any contract pledging Parish assets or credit, or liability.

**Section 6.** Parish organizations shall have two (2) signatures on all checks issued by the organization.

**ARTICLE VIII – PARISH MEETINGS**

**Section 1.** There shall be an Annual Parish Meeting during February for the purpose of electing Vestry members, delegates to the Diocesan Convention, and for such other matters as may be properly brought before the Parish. The actual date of the Annual Parish Meeting shall be set at the September meeting of the Vestry.

**Section 2.** Communicants entitled to vote at the Annual Parish Meeting shall meet the criteria specified in ARTICLE III of this document.

**Section 3.** At least thirty (30) days prior to the Annual Parish Meeting, written notice shall be given to Parish members. Notice shall also be posted on Church bulletin boards, in the Sunday service bulletin and, where possible, in the Parish newsletter. Written notice shall be mailed to Parish members of any proposed amendment, modification, revision, or repeal of any By-Law.

**Section 4.** A quorum shall consist of the Rector, unless absent due to disability or death, the Senior or Junior Warden, five (5) other members of the Vestry, and twenty (20) percent of the qualified voters of the congregation. A majority vote of those present shall be necessary for any matter to be adopted, except that a two-thirds vote shall be required for any amendment of, revision to, or repeal of any By-Law.

**Section 5.** Robert’s rules of Order, current edition, shall be the parliamentary authority at all Parish meetings.

**Section 6.** Special Parish meetings may be called by the Rector or by petition of one-third of the qualified voters of the Parish.

**Section 7. Elections**

Three (3) members of the Vestry will be elected at each Annual meeting of the Parish. The spirit of the provision is to provide stability for the Vestry so that at all times the Vestry consists of members with experience and new members.

The Nominating Committee will present a slate of nominees for all available offices; however, floor nominations may also be taken under advisement but **NOT** voted on during that same Annual Meeting.

The oath of office of Vestry members and Wardens shall be administered by the Rector in a Commissioning Ceremony during church services on the Sunday following the Annual Parish meeting.

**ARTICLE IX – EFFECTIVE DATE**

These By-Laws shall become effective upon ratification at the 2020 Annual Meeting of the congregation. By ratification, they shall supersede any and all Constitutions and By-Laws heretofore operative in the Atonement Parish. The term of any incumbent office shall not be abridged or extended by such ratification.

**ARTICLE X – AMENDMENTS**

These By-Laws may be amended by written proposals which shall be submitted to the Vestry no less than forty-five (45) days prior to any Annual or Special Parish Meeting.