

Summary of Changes Proposed for All Saints' Bylaws
January, 2012

#	Location	Existing Text	Proposed Change	Reason
1	Throughout		Capitalize "Church" Capitalize "Vestry" Other capitalization changes. Remove references to "him or her" and "his or hers".	Consistency and style
2	Title	ALL SAINTS' PARISH – FREDERICK COUNTY, MARYLAND	THE VESTRY OF ALL SAINTS' PARISH – FREDERICK COUNTY, MARYLAND	Legal name of the corporation
3	Article I, Members Section 1 Members	All baptized persons who regard All Saints' Episcopal Church – Frederick (the "Church"), as their regular place of worship shall be Members of the Church. An unbaptized person shall not be considered a member of the Church or be eligible to receive Holy Communion.	All baptized persons who regard All Saints' Episcopal Church – Frederick (the "Church"), as their regular place of worship shall be Members of the Church. An unbaptized person shall not be considered a member of the Church or be eligible to receive Holy Communion.	We say that all baptized persons are members, which implies that non-baptized persons are not members. Eligibility to receive Holy Communion is addressed in the canons Title I 17.6.
4	Article I, Members Section 3 Annual Meeting	There shall be an Annual Meeting of the Voting Members of the Church on the 2 nd Sunday of February of each and every year, or as soon thereafter as the Vestry may determine. Non-voting Members shall be welcome at these meetings but shall have no vote. The business to be transacted at each Annual Meeting of the Voting Members shall include the election of Vestry Members, considerations of reports of the Rector, Officers, Vestry Members and Committees, and any other business within the power of the Church as a religious corporation of the State of Maryland.	There shall be an Annual Meeting of the Voting Members of the Church on the 2 nd Sunday of February of each and every year, or as soon thereafter as the Vestry may determine. Non-voting Members shall be welcome at these meetings but shall have no vote. Non-voting members shall request permission of the presiding officer if they wish to speak at the meeting. The business to be transacted at each Annual Meeting of the Voting Members shall include the election of Vestry Members, considerations of reports of the Rector, Officers, Vestry Members and Committees, and any other business within the power of the Church as a religious corporation of the State of Maryland.	Changes proposed by previous committee. To ensure all voting members have the chance to speak first.

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5	Article I, Members Section 4 Special Meetings	At any time during the interval between annual meetings, special meetings of the Voting Members may be called by the Rector, or by not less than one-third of the members of the Vestry, or upon the written request of not less than 25 Voting members filed with the Rector, or in his or her absence, with the Senior Warden. Non-voting Members shall also be welcome at special meetings. Only business announced in the notice as described in Section 6 below may be conducted at a special meeting.	At any time during the interval between annual meetings, special meetings of the Voting Members may be called by the Rector, or by not less than one-third of the members of the Vestry, or upon the written request of not less than 25 Voting members filed with the Rector, or in the Rector's absence, with the Senior Warden. Non-voting Members shall also be welcome at special meetings. Non-voting members shall request permission of the presiding officer if they wish to speak at the meeting. Only business announced in the notice as described in Section 6 below may be conducted at a special meeting	Changes proposed by previous committee. To ensure all voting members have the chance to speak first.
6	Article II, The Vestry Section 2 Number and Term of Office Para. 4	No lay member, having served a full term of three or more years on the Vestry, shall be eligible for renomination or re-election to the Vestry for a period of one year after the lay member's term has expired. Any lay member, having filled an interim vacancy of less than three years, however, shall be eligible for renomination and re-election for a full 3-year term.	No lay member, having served a full term of three or more years on the Vestry (or one year for the Youth Member) , shall be eligible for renomination or re-election to the Vestry for a period of one year after the lay member's term has expired. Any lay member, having filled an interim vacancy of less than three years (or one year for the Youth Member) , however, shall be eligible for renomination and re-election for a full 3-year term (or one year term for the Youth Member) .	Vestry members cannot serve consecutive terms without at least a one-year break. The new language clarifies that for Youth Members as well.

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7	Article II, Vestry Section 3 Nomination	(none)	<p>Nominees shall be active participants of All Saints' through their time, talents and treasure. Candidates for the Vestry shall be recorded pledgers.</p> <p>Spouses, partners and significant others of All Saints' clergy shall not be eligible to serve on the Vestry. Parishioners whose family members, partners or significant others, and living in the same household are currently serving on the Vestry are ineligible to serve the Vestry until such time that their family member, partner or significant other have completed their term.</p> <p>Parishioners who are also staff members, as well as immediate relatives of staff members, of All Saints' shall not be eligible to serve on the Vestry while they or their relatives are employed by the Parish.</p>	<p>Changes proposed by previous committee.</p> <p>The first paragraph is intended to require Vestry members to be active in stewardship.</p> <p>The second paragraph is intended to limit the number of family members, partners or significant others who are living in the same household from serving on Vestry. This helps to ensure the diversity of the Vestry.</p> <p>The third paragraph is intended to limit family members of staff from serving on Vestry. This is to minimize potential conflicts of interest.</p>
8	Article II, Vestry Section 9. Quorum and Presiding Officer	Seven lay members of the Vestry shall constitute a quorum for the transaction of business at any meeting of the Vestry. Officers who are not members of the Vestry shall not be counted for purposes of determining a quorum. The Rector shall preside at all meetings of the Vestry at which he or she is present. In the absence of the Rector, the Senior Warden, or in his or her absence, the Junior Warden, shall preside. The presiding officer at Vestry meetings shall be entitled to vote only in the event of a tie.	Eight lay members of the Vestry shall constitute a quorum for the transaction of business at any meeting of the Vestry. Officers who are not members of the Vestry shall not be counted for purposes of determining a quorum. The Rector shall have the right to preside at all meetings of the Vestry at which he or she is present. If the Rector does not preside or is absent, the presiding officer at Vestry meetings shall be entitled to vote only in the event of a tie.	<p>Changes proposed by previous committee.</p> <p>The accepted practice for establishing a quorum at All Saints' has been one over 50% of the elected, voting members of the Vestry. Since the Youth Representative is routinely counted to establish the quorum – and is eligible to vote – the Vestry is not 12 persons but 13. Therefore, one over 50% is 8, not 7.</p> <p>It is often the practice for the Rector to allow a designee to preside over Vestry meetings even while present. The precedent for this is well established. However, a strict reading of our current bylaws would seem to prohibit this. The proposed text aligns the bylaws with established practice.</p>

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9	Article VII, Amendment to Bylaws	<p>These Bylaws may be altered, amended, repealed or added to by a two-thirds vote of those Voting Members who shall attend any duly constituted meeting of members of the Church as provided in Sections 3 or 4 of Article I above. Proposals for alterations, amendments, repeal or additions may be initiated by the Vestry or by a minimum of twenty-five Voting Members of the Church.</p> <p>Any alteration, amendment, repeal or addition proposed for consideration shall be specified in the notice of the meeting, whether it be an annual or a special meeting. Details of proposed amendments to the Parish Bylaws shall be made available to the Voting Members at least one month prior to the annual or special meeting of the church membership.</p>	<p>These Bylaws may be altered, amended, repealed or added to by a two-thirds vote of those Voting Members who shall attend any duly constituted meeting of members of the Parish as provided in Sections 3 or 4 of Article I above.</p> <p>Proposals for alterations, amendments, repeal or additions may be initiated by either members of the Vestry or by members of the Committee on Bylaws. Parishioners may submit proposals for changes to either the Vestry or to the Committee on Bylaws.</p> <p>A proposed change that is not approved by the Vestry for discussion at the Annual Meeting or at Special Meeting called for bylaws revisions may be brought to the congregation for consideration at an annual or a special meeting by the proposer(s) after acquiring the signatures of 25 voting members of the Parish. Such proposals must be made available as specified below.</p> <p>Any alteration, amendment, repeal or addition proposed for consideration shall be specified in the notice of the meeting, whether it be an annual or a special meeting. Details of proposed amendments to the Parish Bylaws shall be made available to the Voting Members at least one month prior to the annual or special meeting of the Church membership. This includes Vestry recommended changes as well as those initiated by 25 voting members of the Parish.</p>	<p>Changes proposed by previous committee.</p> <p>The intent of this is to better describe how bylaws changes can be brought forward, as well as describe a process to prevent the Vestry from blocking changes that at least 25 Parishioners want.</p>