

Summary of Changes Proposed for All Saints' Bylaws January 2023

Location	Existing Text	Proposed Change/Addition	Reason
Throughout		General formatting changes.	Consistency and style
Preamble		Added full reference to Maryland code.	Clarity
Article I Members Section 2 Voting Members 2 nd paragraph		Modified footnote reference to specific Canon defining Communicant member: “For definitions please refer to Title I, Canon 17, Sections 2 3 Here is the link: https://extranet.generalconvention.org/staff/files/download/23914#17 of regulations respecting the laity	Clarity
Article I Members Section 2 Voting Members 2 nd paragraph	The Rector shall maintain a current list of communicant members in good standing, as determined in the rector’s best judgement according to the Canons of The Episcopal Church.	The Rector shall maintain a current list of communicant members in good standing, as determined in the rector’s best judgement according to the Canons of The Episcopal Church.	Communicant members is described in the Canons.
Article I Members Section 3 Annual Meetings 1 st paragraph		Added: Voting members do not need approval of the presiding officer to speak at the annual meeting.	Clarity
Article I Members Section 6 Notice and Place of Meetings 1 st paragraph	The location, time, and date of all meetings shall be specified in the notice. Notice of all meetings shall be given by announcement at services in the Church on at least two Sundays immediately preceding the date of the meeting, and, if there be such, by publication in the weekly bulletin of the Church, in not less than two issues immediately preceding the meeting.	Notice of all meetings per section 5 above shall be given by announcement at services in the Church on at least two Sundays immediately preceding the date of the meeting, and, if there be such, by publication in the weekly bulletin of the Church, in not less than two issues immediately preceding the meeting. The location, time, and date of all meetings shall be specified in the notice.	Clarity

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Same	A written notice shall also be mailed to the household of each Voting Member at least two weeks prior to an annual or special meeting. Publication of the notice of the meeting in the parish newsletter shall be construed as meeting this requirement of notification.	A written notice shall also be mailed electronically or via USPS to the household of each Voting Member at least two weeks prior to an annual or special meeting. Publication of the notice of the meeting in the parish newsletter or electronic “e-blast” or on the Church’s website (allsaintsmd.org) posting shall be construed as meeting this requirement of notification.	Added reference to electronic communications.
Article II The Vestry Section 1 Eligibility 1 st paragraph		Moved this text from Section 3, Nominations: No more than one member per household may serve on the Vestry at a time. In addition, no household members living with any paid All Saints’ staff may serve on the Vestry.	Clause is better suited in Eligibility section (See Article II Section 3). Also modified to be more succinct/clear.
Article II The Vestry Section 1 Eligibility 3 rd paragraph	The existence of the Vestry Youth Member shall not preclude any voting member who is younger than 21 years of age from being elected to a 3-year term or to fill an unexpired term.	The existence of the Vestry Youth Member shall not preclude any voting member who is younger than 21 but at least 16 years of age from being elected to a 3-year term or to fill an unexpired term.	Clarify to align with Vestry candidate qualifications, so that a youth member is distinguished from an adult member. Adult members must be at least 16, according to The Episcopal Church of the U.S. Canon 17, section 1, b, so this aligns with this membership eligibility.
Article II The Vestry Section 2 Number and Term of Office 1 st paragraph	The Vestry of the Church shall consist of the Rector and twelve elected lay members and one Youth Member and one Youth Alternate, chosen from among the Voting Members of the Church. Each year, four Vestry Members shall be elected to serve one 3-year term	The Vestry of the Church shall consist of the Rector and nine elected lay members and one Youth Member and one Youth Alternate, chosen from among the Voting Members of the Church. Each year, three Vestry Members shall be elected to serve one 3-year term	Reducing number of vestry members due to decline in attendance (average over 200 in 2019, current averages can be found in the weekly church bulletins – around 100) It allows a greater set of leaders to fulfill other equally significant roles as Ministry Leaders.

Location	Existing Text	Proposed Change/Addition	Reason
Article II The Vestry Section 3 Nomination 2 nd paragraph	At least three months in advance of each annual meeting, the Rector shall appoint a Nominating Committee consisting of five Voting Members, not more than two of whom shall be members of the existing Vestry. The Nominating Committee shall nominate at least as many Voting Members to serve as Vestry Members as there are vacancies in the Vestry to be filled by the election at the annual meeting.	No later than the regularly scheduled November monthly Vestry meeting in advance of each annual meeting (occurring each February per these bylaws), the Rector shall appoint a Nominating Committee consisting of five Voting Members, not more than two of whom shall be members of the existing Vestry. The Nominating Committee shall nominate at least as many Voting Members to serve as Vestry Members as there are vacancies in the Vestry to be filled by the election at the annual meeting.	Clarify
Article II The Vestry Section 3 Nomination 3 rd paragraph	The Nominating Committee shall submit to the Vestry the names of those persons so nominated at least one month prior to the Annual Meeting. The Vestry shall immediately make known the names of the nominees to the congregation by publication in the Church bulletin, or by such other means as the Vestry may select.	The Nominating Committee shall submit to the Vestry the names of those persons so nominated at least one month prior to the Annual Meeting. The Vestry shall immediately make known the names of the nominees to the congregation by publication in the Church bulletin and through “e-blast” and the Church’s website (allsantsmd.org). or by such other means as the Vestry may select.	Update to use electronic communication means.
Article II The Vestry Section 3 Nomination 4 th paragraph	Any group of five or more Voting Members may nominate a candidate or candidates for the Office of Vestry Member by submitting such nomination or nominations, over their signatures to the Registrar at least two weeks prior to the Annual Meeting.	Any group of five or more Voting Members may nominate a candidate or candidates for the Office of Vestry Member by submitting such nomination or nominations, over their signatures to the Registrar at least four weeks prior to the Annual Meeting.	Increase from two to four weeks before the annual meeting to allow enough time to communicate any additional nominations beyond the nominations provided from the nomination committee.
Article II The Vestry Section 3 Nomination 6 th paragraph	Nominees shall be active participants of All Saints’ through their time, talents and treasure. Candidates for the Vestry shall be recorded pledgers.	Nominees shall be active participants of All Saints’ through their time, talents and treasure. Candidates Nominees for the Vestry shall be recorded financial pledgers. This demonstrates a commitment to All Saints’, but does not have a minimum required financial amount.	Clarify

Location	Existing Text	Proposed Change/Addition	Reason
<p>Article II The Vestry</p> <p>Section 3 Nomination</p> <p>7th & 8th paragraphs</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 on the Vestry until such time that their family member, partner or significant other have completed their term.</p> <p>Parishioners who are also paid staff members, as well as immediate relatives, spouses or partners of paid 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>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 on the Vestry until such time that their family member, partner or significant other have completed their term.</p> <p>Parishioners who are also paid staff members, as well as immediate relatives, spouses or partners of paid 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>Made points more succinct and moved to Eligibility section of Bylaws (Article II, Section 1)</p>
<p>Article II The Vestry</p> <p>Section 4 Election</p> <p>3rd paragraph</p>	<p>All elections shall be by written ballot, unless otherwise ordered.</p>	<p>All elections, except for the Youth Member, shall be by written ballot, unless otherwise ordered.</p>	<p>Clarify</p>
<p>Article II The Vestry</p> <p>Section 4 Election</p> <p>4th paragraph</p>		<p>In the event the Annual Meeting cannot be conducted in person, the Annual Meeting may be held virtually using an online conferencing platform. The votes may be gathered using a sufficiently secure online electronic voting platform.</p>	<p>Accommodate virtual meeting and voting.</p>
<p>Article II The Vestry</p> <p>Section 4 Election</p> <p>6th paragraph</p>	<p>Those four nominees receiving the highest number of votes shall be elected to serve a full 3-year term.</p>	<p>Those four three nominees receiving the highest number of votes shall be elected to serve a full 3-year term.</p>	<p>Consistency with number of vacancies for nine vestry members.</p>
<p>Article II The Vestry</p> <p>Section 5 Absentee Ballots</p>	<p>The Church Office will mail an absentee ballot to the Voting member requesting it, together with a return envelope addressed to the Registrar.</p>	<p>The Church Office will mail or transmit as an attachment to an email, an absentee ballot to the Voting Member requesting it, together a return envelope addressed to the Registrar. The Voting Member may return the ballot via either return mail or email to the Register.</p> <p>If using a secure online electronic voting platform, absentee ballots may be entered anytime up to one week prior to the Annual Meeting.</p>	<p>Change to accommodate email absentee balloting and online voting.</p>

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Article II The Vestry Section 8 Meetings 2 nd paragraph	Special meetings may be called at any time or place by the Rector or by not less than one third of the number of Vestry members. Notice of the time and place of all meetings shall be given to each Vestry member via email, text, in person, or by telephone not less than 24 hours preceding the meeting or by mail posted not less than two days preceding the date of such meeting.	Special meetings may be called at any time or place by the Rector or by not less than one third of the number of Vestry members. Notice of the time and place of all meetings shall be given to each Vestry member via email, text, in person, or by telephone not less than 24 hours preceding the meeting or by mail posted not less than two days preceding the date of such meeting. Confirmation of receipt of such notice is necessary to ensure delivery and receipt of the notice.	Ensure sufficient communication.
Article II The Vestry Section 8 Meetings 3 rd paragraph	Vestry meetings are open to visiting members of the congregation, assisting clergy, and other staff as observers with voice but no vote. Visitors may be excluded at times when the Vestry enters an executive session for discussions involving sensitive topics such as personnel compensation, staffing, or disciplinary issues.	Vestry meetings are open to visiting members of the congregation, assisting clergy, and other staff as observers with voice but no vote. Visitors may be excluded at times when the Vestry enters an Executive Session for discussions involving sensitive topics such as, but not limited to , personnel compensation, staffing, or disciplinary issues.	Clarify
Article II The Vestry Section 9 Quorum and Presiding Officer 1 st paragraph	Eight lay members of the Vestry shall constitute a quorum for the transaction of business at any meeting of the Vestry.	Six lay members of the Vestry shall constitute a quorum for the transaction of business at any meeting of the Vestry.	Clarify Quorum with nine-person vestry.
Article III Officers Section 1 Titles of Officers	The Officers of the Church shall be the Rector, a Senior Warden, a Junior Warden, a Registrar, a Treasurer, and such other officers as the Vestry may from time to time designate.	The Officers of the Church shall be the Rector, a Senior Warden, a Junior Warden, a Registrar, a Treasurer, and such other officers as the Vestry may from time to time designate. These officers form the Executive Committee of the church.	Clarify Executive Committee
Article III Officers Section 2 Election	The Senior Warden, Junior Warden, Registrar, and Treasurer of the Parish shall normally be elected annually from a slate presented by the Rector by a majority at the first Vestry meeting held after the Annual Meeting. Officers must be Voting Members of the Church and may, but need not be, members of the Vestry. Any vacancy in any office shall be filled for the unexpired term in the manner stated above. All officers shall serve until their replacements are elected and have been sworn in.	The Senior Warden, Junior Warden, Registrar, and Treasurer of the Parish shall normally be elected annually from a slate presented by the Rector by a majority at the first Vestry meeting held after the Annual Meeting. Officers must be Voting Members of the Church and meet the same criteria as Vestry to be Officers and may, but need not be, members of the Vestry. Any vacancy in any office shall be filled for the unexpired term in the manner stated above. All officers shall serve until their replacements are elected and have been sworn in.	Clarify

Location	Existing Text	Proposed Change/Addition	Reason
<p>Article III Officers</p> <p>Section 3 The Rector</p>	<p>The Rector of the Church shall be the president and chief executive officer of the Church and shall perform such duties and shall have such powers as may be prescribed by the Constitution and Canons of the Protestant Episcopal Church in the United States of America and the Diocese of Maryland. The Rector shall preside at all meetings of the Vestry and at annual and special meetings of the congregation at which he or she is in attendance. The Rector shall be elected by a majority vote of the entire Vestry and, unless otherwise provided in the terms of the call, the Rector shall continue to serve until death or resignation or until the pastoral relationship is severed by mutual consent of the Rector and Vestry and approved by the Bishop or Ecclesiastical Authority of the Diocese.</p>	<p>The Rector of the Church shall be the president and chief executive officer of the Church and shall perform such duties and shall have such powers as may be prescribed by the Constitution and Canons of the Protestant Episcopal Church in the United States of America and the Diocese of Maryland. The Rector shall preside at all meetings of the Vestry and at annual and special meetings of the congregation at which he or she is in attendance. The Rector shall be elected by a two thirds majority vote of the entire Vestry and, unless otherwise provided in the terms of the call, the Rector shall continue to serve until death or resignation or until the pastoral relationship is severed by mutual consent of the Rector and Vestry and approved by the Bishop or Ecclesiastical Authority of the Diocese. If the Bishop recommends and the Vestry agrees to pursue a Priest in Charge (PIC), any PIC candidate would serve the role of Rector as outlined in this section, by being elected by a two thirds majority vote of the entire Vestry.</p>	<p>Clarify the majority definition by adding two-thirds. Add a section to address current situation where we have been recommended by the Bishop to secure a Priest in Charge.</p>
<p>Article III Officers</p> <p>Section 5 The Registrar</p>	<p>The Registrar shall have custody of the corporate seal of the Church, which shall be maintained on Church property. The Registrar shall record the minutes of all meetings of the Vestry and of the Voting Members and maintain those minutes and other appropriate documents of the meetings in a suitable bound book which shall be maintained in the Church office At the conclusion of the calendar year, the minutes of the Vestry meetings shall be given to the Parish Archivist for binding and permanent preservation. The Registrar shall be charged with the responsibility of keeping up-to-date at least two copies of the Bylaws which shall be open to inspection in the Church at reasonable business hours by any Voting Member of the Church. In addition, the Registrar shall perform such other duties as assigned by the Rector or Vestry.</p>	<p>The Registrar shall have custody of the corporate seal of the Church, which shall be maintained on Church property. The Registrar shall record the minutes of all meetings of the Vestry and of the Voting Members and maintain those minutes and other appropriate documents of the meetings in a suitable bound book which shall be maintained in the Church office. In addition to the bound book, the minutes and other documentation should be backed up electronically, either with a backup device or a cloud based secure location. Electronic versions of meeting minutes shall be posted on the Church's website within one week after approval. At the conclusion of the calendar year, the minutes of the Vestry meetings shall be given to the Parish Archivist for binding and permanent preservation. The Registrar shall be charged with the responsibility of keeping up-to-date at least two copies of the Bylaws which shall be open to inspection in the Church at reasonable business hours by any Voting Member of the Church. In addition, the Registrar shall perform such other duties as assigned by the Rector or Vestry.</p>	<p>Update recording of minutes to ensure backup and posting on website</p>

Location	Existing Text	Proposed Change/Addition	Reason
<p>Article III Officers</p> <p>Section 6 The Treasurer</p>	<p>The Treasurer shall keep the financial records of the Church and shall have general custody of all Church funds, securities and related documents. All monies received by the Church shall be delivered to the Treasurer or deposited in the Church account, and all expenses and other payments shall be made by the Treasurer or under the Treasurer's direction. The Treasurer shall make a report as to the general financial condition of the Church at the annual meetings of the Voting Members and such other reports at the regular Vestry meetings as the Rector or Vestry may request.</p>	<p>The Treasurer shall keep the financial records of the Church and shall have general custody responsibility of all Church funds, securities and related documents. All monies received by the Church shall be delivered to the Treasurer or deposited in the Church account, and all expenses and other payments shall be made by the Treasurer or under the Treasurer's direction. The Treasurer shall make a report as to the general financial condition of the Church at the annual meetings of the Voting Members and such other reports at the regular Vestry meetings as the Rector or Vestry may request.</p>	<p>Clarify</p>
<p>Article V Fiscal Matters</p> <p>Section 5 Audit</p>	<p>The financial books and records of the Church shall be audited annually and at a time of a change in the office of Treasurer or Church Accountant in accordance with the Canons of the National Church as interpreted by the office of the Bishop of the Diocese of Maryland. The results of such audits shall be submitted to the Vestry and shall be filed with the records of the Church and with the Diocese of Maryland.</p>	<p>The financial books and records of the Church shall be audited annually and at a time of a change in the office of Treasurer or Church Accountant in accordance with the Canons of the National Church as interpreted by the office of the Bishop of the Diocese of Maryland. The results of such audits shall be submitted to the Vestry and shall be filed with the records of the Church and with the Diocese of Maryland.</p>	<p>Redundancy removed</p>
<p>Article V Fiscal Matters</p> <p>Section 8 Facility Leasing</p>	<p>Rental of any part of Church facilities for ongoing activities, such as office space, shall be approved by a majority vote of the Vestry prior to signing a contract or lease agreement. Ongoing activities shall be defined as activities regularly recurring daily or weekly for a significant period of the calendar year.</p>	<p>Rental of any part of Church facilities for ongoing activities, such as office space, shall be approved by a majority vote of the Vestry prior to signing a contract or lease agreement. Ongoing activities shall be defined as activities regularly recurring daily or weekly, monthly, etc for more than a 30 day period. significant period at least half of the calendar year. Individual one time use and agreements for facility use of 30 days or less can be approved by the Junior Warden or an officer of the parish.</p>	<p>Clarify parameters to ensure communication on rentals.</p>