

The By-Laws of
St. Paul's Anglican Church
San Miguel de Allende, GTO Mexico

ARTICLE I

AUTHORITY

The Constitution, Canons, and ilegulations of the *Inglesia Anglicana de Mexico* shall form a part of these By-Laws and prevail against anything contrary to them except the laves of Mexico.

ARTICLE II

MEMBERSHTP

Seçtion 1. Parishioners and Members

All persons who indicate their interest in St. Paul's by their attendance and contributions shall be considered parishioners and members of St. Paul's.

Section 2. Electors

Electors of the parish shall be baptized members over 18 years old who support the parish by their presence and their offerings.

ARTICLE III

OFFICERS OF THE PARISH AND VESTRY

Section 1. Officers

The officers of the parish and the vestry shall be the Rector or Priest-in-Chame, the Senior Warden, the Junior Warden, the Clerk, and the Treasurer.

Section 2. Elections and Terms of Office

The Senior Warden and Junior Warden shall be elected at the annual parish meeting either from the vestry or the congregation, and shall serve for a period of one year. They must be parishioners in good standing and, when elected from the congregation, become members of the vestry.

The Clerk and Treasurer are- to be elected by the vestry but need not necessarily be chosen from the vestry. They are elected annually at the first meeting of the vestry following the annual parish meeting and shall serve for one year.

In case a vacancy occurs in any office except that of Rector, or in case of a,n unauthorized absence of more than three months in such offices, the vestry may fill the vacancy by electing a replacement to serve until the next annual meeting, subject to the approval of the Rector.

In case the Rector's office is vacated due to death or resienation the vestry will conduct a rector search following appropriate established procedures and clect and call a new Rector. During the rector search process the vestry shall call an Interim Rector. The vestry and the Rector shall execute a Letter of Agreement spccifving the responsibilities of both parties

ARTICLE IV

VESTRY

Section 1. Function and Responsibilities

The vestry is a body elected by the membership to be agent and legal representative of the parish in all matters concerning its corporate assets and relations of the parish with its clergy.

Section 2. Membership and Chair

The vestry shall consist of at least nine members, elected from among the electors of the parish. The Rector shall serve as chair, or in the Rector's absence, the Senior or Junior Warden in that order of preference.

Section 3. Nominations

- a. Nominating Committee: Two months prior to the annual meeting a nominating committee of at least three, of whom no more than two shall be vestry members, shall be appointed by the Rector, or, in the Rector's absence, by the Senior Warden. Any parishioner may submit names for consideration by the Nominating Committee.
- b. Nominations:- The nominating committee shall prepare a list of candidates for election including vestry openings plus Senior and Junior Warden candidates, to be handed to the Rector, or in his absence, the Senior Warden, a reasonable time before the annual parish meeting. The names and backgrounds of all nominees shall be communicated to all parishioners via the parish newsletter and by placing these on the bulletin board in the parish hall before the annual parish meeting.
- c. Eligibility: No retiring vestry member who has served a full three year term shall be eligible for reelection until a period of one year has elapsed after completion of such term.
- d. Independent Nominations: Independent nominations may be made in writing and must be signed by no less than five electors. Such nominations must 1) indicate that the persons named are willing to serve in the capacities for which they are nominated, and 2) be presented to the Nominating Committee Chair at least one week prior to the annual parish meeting.

Section 4. Election and Term of Office

New members shall be elected by majority vote at the annual parish meeting to serve for three years, or for the remaining term of any vestry member who has vacated their position prior to serving their full term. Voting by proxy shall not be permitted. In the event that independent nominations have been submitted; voting shall be by secret written ballot.

Section 5. Vacancies

In case a vestry vacancy occurs between annual parish meetings, or in case of an unauthorized absence of more than three months, the vestry may fill the vacancy by electing a replacement, subject to the approval of the Rector, to serve until the next annual parish meeting.

Section 6. Meetings

The vestry shall meet each month of the year.

Special vestry meetings may be called by 1) the Rector or 2) the Senior or Junior Warden in the Rector's absence, or 3) upon receipt of an officer of a written notice signed by a majority of the vestry. Notice of any special meeting shall be given at least 24 hours prior to such meeting stating the purpose of the meeting or, in the absence of notice, a waiver shall be signed by all members not on authorized absence and included in the minutes.

All vestry meetings are open to all members of the parish.

The Clerk shall keep minutes of the meetings, to be read and approved at the next meeting and filed for reference. A copy of the minutes of each meeting shall be sent to each vestry member and active clergy person before the following meeting.

The treasurer shall 1) report at regular meetings or when requested to do so regarding transactions and the financial state of the parish; 2) receive offerings, pledges, and other income, depositing them as directed by the vestry; and 3) keep a record of members' pledges and other donations in books belonging to the parish.

Section 7. Committees:

At the first regular vestry meeting following the annual meeting the vestry shall determine the various areas of activity of the parish. All committee chairs shall be selected by the Rector subject to the approval of the vestry. The Rector shall assign a vestry member to be responsible for each area, and the latter shall maintain liaison with the vestry. Each chair may assign others, not necessarily vestry members, to work with that committee.

Gifts to the parish, except offerings and pledges, shall be subject to the approval of the vestry.

The Finance Committee shall prepare a budget for the following year to be submitted to the vestry for approval at the January meeting.

The Rector and the Senior Warden shall be ex-officio members of all committees and shall be duly notified of all committee meetings.

Section 8. Quorum.

A quorum at any meeting shall be at least one more than half the vestry who are not on authorized absence.

Section 9. Informing the Congregation of Significant Matters

Vestry members individually and collectively have the duty of bringing important non-routine situations to the attention of the congregation before taking action on them. The criteria for deciding whether an issue is significant is whether more than ten members of the congregation would be offended by vestry action without open discussion. In general the calling of a special parish meeting as described in Article V, Section 2, Special Meetings, to discuss the matter would represent an adequate response to such a situation.

ARTICLE V

PARISH MEETINGS

Section 1. Annual Meeting

The regular annual meeting shall be held in January.

Section 2. Special Meetings

Special meetings may be called by the Rector or, in the Rector's absence, by a Warden, or on signed petition by twenty or more electors presented to a parish officer.

Section 3. Meeting Notice

Notice of the annual meeting and any special meeting shall be given to each member of the parish at least a week before the meeting and announced at church services on the Sunday prior to the meeting stating any special action to be taken.

Section 4. Conduct of Meetings

The Rector shall preside at all parish meetings, or, in the Rector's absence, the Senior or Junior Warden, in that order of preference. The Clerk of the vestry shall act as secretary of the meeting and shall keep the meeting minutes, to be posted on the parish hall bulletin board, and read and approved at the next annual meeting.

Section 5. Quorum

A quorum shall be twenty or more electors.

ARTICLE VI

AMENDMENTS AND RULES OF ORDER

Section 1. Amendments

These By-Laws may be amended at any parish meeting by a two-thirds majority, provided the notice of the meeting stated the intention to amend the By-Laws.

Section 2. Rules of Order

Parish and vestry meetings shall be conducted in general accordance with Robert's Rules of Order.

ARTICLE VII

BY-LAWS EFFECTIVENESS

These By-Laws shall be effective from the date of their approval at a parish meeting.

Approved by the vestry, July 29, 1998

Approved by the annual parish meeting, January 23, 1999

In witness thereof:

Michael R. Long
Michael R. Long, Rector
J. Brown
Parish Clerk

Russell D. Archibald
1998 Senior Warden
Rosalie A. Lower
1999 Senior arden

AMENDMENTS TO THE BY-LAWS (DATED DATED JULY 23, 1999) OF ST. PAUL'S ANGLICAN CHURCH.

AMENDMENT 1

ARTICLE IV, Section 3c. The following statement will be appended to IV.3.c, alter the words "completion of such term."

1. A retiring member will be eligible to serve an unexpired term up to two years, provided the aggregate is no longer than five years consecutively.

AMENDMENT 2

ARTICLE III, Section 2 [should say "paragraph 1"] currently appears as follows:

The Senior Warden and Junior Warden shall be elected at the annual parish meeting, either from the vestry or the congregation, and shall serve for a period of one year. They must be parishioners in good standing and when elected from the congregation)become members of the vestry.

The amended Article III, Section 2 [should say "paragraph 1"], will read as follows:

The Senior Warden and Junior Warden shall be elected at the annual parish meeting. They must be parishioners in good standing and when elected from the congregation become members of the vestry. The rules for their nomination and election are identical to those of all vestry members, as set forth in ARTICLE IV, Section 3, below.

Approved by the annual parish meeting, January 28, 2007