

1 **BY-LAWS**

2 **ST. CHRISTOPHER'S EPISCOPAL CHURCH**

3 **(As amended January 2001)**

4 **ARTICLE I: Title, Location, and Jurisdiction**

5 The Rector, Wardens, Vestry, and People of St. Christopher's Episcopal Church,
6 545 South East Avenue (Cook County), Oak Park, Illinois, constitute a canonical parish of the
7 Episcopal Church of the Diocese of Chicago under the pastoral jurisdiction of The Bishop of
8 Chicago. St. Christopher's Episcopal Church recognizes the canonical jurisdiction of the Bishop
9 of Chicago, the Constitution and Canons of the Diocese of Chicago, and the Constitution and
10 Canons of the Episcopal Church in the United States of America.

11 **ARTICLE II: The Parish**

12 Section 1. The parishioners of St. Christopher's Church, Oak Park, Illinois, qualified to
13 vote under the provisions of Article II, Section 2 of these by-laws are declared to be the
14 congregation of the Parish of St. Christopher's Church for all statutory and other legal purposes.

15 Section 2. The parishioners qualified to vote for Wardens and members of the Vestry and
16 upon all questions coming before the congregation at any Annual Meeting or Special Meeting
17 thereof shall be only the following: All baptized persons, male or female, of age 16 years and
18 upwards who regularly attend the public services of St. Christopher's Church and are recognized

19 as members of the parish by the Rector and at least one of the Wardens, or if there be no Rector
20 present, by the two Wardens, and whose names appear on the books of the of the Parish
21 Treasurer as having contributed by pledge or otherwise to the funds to meet the expenses or other
22 obligations of the Congregation during the six months immediately previous to the Meeting, it
23 being understood that the pledge or obligation for such contributions shall have been incurred
24 prior to the said six months, and who, in addition, declare themselves conscientiously attached to
25 the doctrine, discipline, and worship of the Episcopal Church.

26 **ARTICLE III: Meetings of the Parish**

27 Section 1, Annual Meeting: The Annual Meeting of the Parish shall be held in the month
28 of January of each calendar year as the Rector, Wardens, and members of the Vestry may
29 previously by vote appoint, with due and sufficient time, however, in each case being allowed for
30 the Treasurer to close the books and prepare a financial report.

31 Section 2, Notice of Annual Meeting: Public notice of the Annual Meeting shall be given
32 from the chancel on the two Sundays immediately preceding such Annual Meeting by the Rector,
33 or if there be no Rector, by one of the Wardens, and in writing in the parish bulletin at least four
34 Sundays in advance. The agenda of the Annual Meeting shall be made available to parishioners on
35 the Sunday preceding the Meeting.

36 Section 3, Special Meetings: Special Parish Meetings may be called by the Rector or, if
37 there be no Rector, by both Wardens.

38 Section 4, Notice of Special Meetings: Notice of Special Parish Meetings and their
39 purpose shall be given at the Sunday morning services by the Rector immediately preceding the
40 meeting, or, if there be no Rector, by the Wardens or any three members of the Vestry.

41 Section 5, Place of Meetings: All Annual and Special Meetings of the Parish shall be held
42 at the Church address unless otherwise specified in the notice of the meeting.

43 Section 6, Quorum: At all duly called Parish meetings, 33 percent of the legal voters of
44 the Parish, as then canonically reported, shall constitute a quorum, except as otherwise provided
45 in the Canons. In all other cases in which a Canon of the Diocese of Chicago directs a duty to be
46 performed, or a power to be exercised, by any body consisting of several members, a majority of
47 said members, the whole having been duly called to meet, shall be a quorum; and a majority of the
48 quorum so convened shall be competent to act, unless the contrary is expressly required by the
49 Constitution or Canons.

50 Section 7, Conduct of Meetings: At all Parish meetings the Rector shall preside as
51 Chairman, or in the case of his or her absence or a vacancy, one of the Wardens shall preside. If
52 no Warden is present, a member of the Vestry chosen by the meeting shall preside. The Clerk of
53 the Vestry shall serve as Secretary of the meeting. In the absence of the Clerk, the meeting shall
54 elect a Secretary. When the meeting is called for the purpose of electing members of a Vestry,
55 two tellers shall be appointed by the Chair, and the results of the ballots shall be declared by the
56 Chair and recorded by the Secretary before the adjournment of the meeting. Ballots shall not be
57 collected and counted until at least one-half hour after the stated time for holding the meeting and
58 all qualified persons present have had due opportunity to cast their ballots. Each member of the
59 Vestry shall be notified by the Secretary of his or her election, and the new Vestry shall be
60 convened for organization and business as soon as practicable after the election.

61 **ARTICLE IV: The Vestry**

62 Section 1, Structure: The Vestry shall consist of the Rector as Chair, two Wardens
63 designated as Junior and Senior Wardens, and nine members. The Junior Warden shall be
64 nominated from current members of the Vestry or from among those who have served on the
65 Vestry at St. Christopher's Episcopal Church in the past, and shall succeed the Senior Warden.
66 Any change in the numerical membership of the Vestry must be approved by a two-thirds majority
67 of the Vestry, meeting in a regular monthly meeting.

68 Section 2, Appointment of a Nominating Committee: At least 60 days before the Annual
69 Meeting in January, the Rector, after consultation with the Wardens, shall appoint a Nominating
70 Committee consisting of four persons and the Rector as *ex officio*. The Nominating Committee
71 may consist of retiring or current members of the Vestry and Wardens and shall include at least
72 one member of the Parish not currently on the Vestry. The Committee shall have the duty of
73 nominating candidates for election to the Vestry. The appointment of the Nominating Committee
74 shall be announced to the Parish at least 45 days prior to the Annual Meeting.

75 Section 3, Wardens and Vestry Nominations: Nominations for Wardens and Vestry made
76 by the Nominating Committee shall be published to the Parish at least three weeks before the
77 Annual Meeting, after consent has been obtained from those nominated. To enable consideration
78 of other nominations from the Parish at large, nominations for Vestry may also be made by any
79 member of the parish qualified to vote at the Annual Meeting, provided that each nomination is
80 submitted in writing, with the consent of the nominee, to the Clerk of the Vestry at least two
81 weeks prior to the Annual Meeting. The names of all nominees shall be published or posted the
82 Sunday immediately prior to the Annual Meeting. Nominees qualified to serve as members of the

83 Vestry or Warden shall be parishioners as defined in Article II, Section 2, with the following
84 exception: Nominees shall be of age 18 and upwards.

85 Section 4, Vestry Terms: There shall be three classes of three persons each who shall be
86 elected to the Vestry for a term of three years. A class shall be so defined except when vacancies
87 are caused by unfinished terms, provided, however, that any person appointed or elected to fill
88 any unfinished term shall be a member of the same class as the Vestry member whose term was
89 unfinished. All persons elected shall be assigned to a Vestry class by the drawing of straws.

90 Providing that the unfinished term shall be one year or less, the person so appointed or elected is
91 eligible to stand for re-election to a full term. If the term being completed is more than one year,
92 the person appointed or elected is not eligible for re-election for at least one year following the
93 completion of said term. The Junior Warden shall be elected to a one-year term and shall succeed
94 the Senior Warden for a one-year term. In the event that the Junior Warden does not succeed as
95 Senior Warden, both Junior and Senior Warden shall be elected at the Annual Meeting. At the
96 Annual Meeting, in addition to other business which may be transacted, the parishioners who are
97 qualified and entitled to vote as prescribed and defined in Article II, Section 2, shall elect by ballot
98 by a plurality of votes, three members to replace those of a class whose term is expiring and shall
99 elect the Wardens as necessary.

100 Section 5, Vacancies and Unfinished Terms: Any vacancy or unfinished term among the
101 Wardens and Vestry may be filled by appointment by the Rector with the consent of the Vestry,
102 or with the consent of the Wardens if there be no Rector, or, upon the decision of the Vestry, may
103 be filled by election at any duly called meeting of the Parish.

104 Section 6, Period of Office: Terms of office shall begin at the first meeting of the Vestry
105 following the Annual Meeting at which the incoming class is elected and shall terminate at the last
106 Vestry meeting prior to the Annual Meeting at which the term of that class expires.

107 Section 7, Powers, Duties, and Responsibilities: The Rector, Wardens, and members of
108 the Vestry are understood to comprise the Vestry. At any time the Church is without a Rector,
109 the full rights, privileges, and duties are vested in and devolve upon the Wardens and Vestry,
110 consistent with the Canons of the Diocese of Chicago. When a Rector is present, the Vestry exists
111 in order to assist him or her in governing the temporal affairs of the Parish, to serve in an advisory
112 capacity in all other matters pertaining to the Parish, to provide for all direct and indirect services
113 required by the Rector in the performance of his or her duties, and to provide for both the needs
114 and the expression of views of the members of the congregation in all things pertaining to public
115 worship, education, social affairs, and evangelism with suitable participation of the congregation
116 in any and all of these programs. The Vestry shall transact the temporal business of the Parish,
117 seeing that all things necessary for public worship be provided and that all outstanding fiscal
118 obligations, including but not limited to the payment of salaries, be attended to punctually and at
119 intervals agreed upon.

120 Section 8, Non-performance of Duties: The seat of any member of the Vestry absent
121 without excuse from three regular meetings in succession shall be declared vacant and be filled
122 according to the provisions of Section 5 *supra*.

123 **ARTICLE V: Meetings of the Vestry**

124 Section 1, Meetings: Vestry meetings may be called by order of and upon due notice by
125 the Rector, or in case of his or her absence or inability to act, or if there be no Rector, by the
126 Warden or Wardens, at any time deemed expedient. Meetings of the Vestry may also be called
127 upon the request in writing of a majority of its members, declaring the object or objects of such
128 meetings.

129 Section 2, Notice: The date, time, and place of any regularly scheduled or special meeting
130 of the Vestry shall be made public and shall be open to members of the Parish, except that if the
131 Rector and a majority of the quorum so vote, discussion of issues involving parish personnel or
132 pastoral care may be deferred to executive session.

133 Section 3, Quorum: No meeting of the Vestry shall be held to be valid in which there shall
134 not be present either a Rector or at least one Warden. A majority of the members of the Vestry
135 shall constitute a quorum; and a majority of the quorum so convened shall be competent to act,
136 unless otherwise expressly required by the Constitution, the Canons, or specific provisions of
137 these By-Laws. Vestry meetings may be adjourned from time to time by a vote of members
138 present though less than a quorum.

139 **ARTICLE VI: Officers and Committees of the Vestry**

140 Section 1, Officers: A Clerk and a Parish Treasurer, who may or may not be members of
141 the Vestry but must be voting members of the Parish, shall be annually elected by the Vestry at
142 the first meeting following the Annual Meeting to serve for a term of one year or until their
143 successors in office are chosen. Any such officer may be removed by the Vestry and a successor
144 appointed at any time.

145 Section 2, The Clerk: The Clerk shall attend all meetings of the Vestry, take Minutes of
146 the proceedings, and, when approved by the Vestry, enter and attest the same in the record of the
147 Minutes, preserve all other Vestry records, send and receive correspondence as directed by the
148 Rector and Vestry, and preserve all written reports submitted by the standing or *ad hoc*
149 committees of the Vestry. The Clerk's records are the property of the parish and shall be handed
150 over to any successor. In the Clerk's absence another Vestry member shall be appointed as acting
151 Clerk for the duration of the meeting.

152 Section 3, The Treasurer: The Treasurer shall receive all monies collected under the
153 authority of the Vestry and shall have oversight for ensuring that expenditures take place within
154 the limits of the budget approved by the Vestry and reported at the Annual Meeting. The
155 Treasurer shall be responsible for keeping all such records of income and expenditures as are
156 prescribed by Canon and shall report on the same to each regularly scheduled meeting of the
157 Vestry and to the Annual Meeting. All such records are always subject to the inspection of the
158 Rector, Wardens, or Vestry and shall be submitted for an outside audit not less than once every
159 five years. Records of individual pledges are open only to the Treasurer and the Rector.

160 Section 4, Committees: Committees of the Vestry are appointed annually by the Rector in
161 consultation with the Vestry for a term of one year following the Annual Meeting. Voting
162 members of the Parish as defined in Article II are eligible to serve. The Rector and Wardens are *ex*
163 *officio* members of all committees. Committees shall upon request provide written summaries of
164 their activities as part of the agenda for Vestry meetings and in any case shall provide an annual
165 written report to accompany the agenda of the Annual Meeting of the Parish.

166 Section 5, Finance Committee: The Rector, with the advice and consent of the Vestry,
167 shall appoint a Finance Committee, of which at least two members may come from the Parish at
168 large. In addition to the *ex officio* members listed in Section 4 *supra*, the Treasurer shall serve *ex*
169 *officio* on the Finance Committee. The Finance Committee, after consulting all existing Parish
170 committees, officers, and staff of the church, and any member of the Parish who wishes to appear
171 before it, shall prepare the first draft of the budget for the ensuing fiscal year (January 1 -
172 December 31) prior to its submission to the Vestry. The Finance Committee may conduct
173 inquiries into issues of fiscal policy and long-range budgetary planning as directed by the Rector
174 and Vestry.

175 Section 6, Other Committees: The Rector and/or a majority of the Vestry present in a
176 valid meeting may appoint other committees, standing or *ad hoc*, to carry out the purposes of the
177 Parish. Such committees shall be responsible for developing statements of policy, procedure, and
178 areas of concern. The Vestry and Rector shall, in all cases of dispute, determine to which
179 committee a particular matter may be referred.

180 Section 7, Executive Subcommittee: At the discretion of the Rector, an Executive
181 Subcommittee composed of the Wardens and Treasurer may meet with the Rector for the
182 discussion of Parish business between Vestry meetings. Where a formal transaction of the
183 Executive Subcommittee involves the commitment of funds of the Parish, a record of the
184 transaction must be submitted to the next regular or special meeting of the Vestry for review and
185 final action.

186 **ARTICLE VII: Amendments, Jurisdiction, Effect**

187 Section 1: Amendments to these by-laws require the action of two-thirds of the Vestry
188 and two-thirds of the voting members in attendance at the next Annual or Special meeting of the
189 Parish. Any motion to amend must be submitted to the Vestry and Parish respectively at least 30
190 days in advance of the meeting at which action is called for.

191 Section 2: In the event of any conflict with the Constitution or Canons of the Diocese of
192 Chicago or the Episcopal Church or of any amendment of said Constitution or Canons which
193 would dictate a corresponding amendment in these by-laws, the language of the Constitution and
194 Canons will take precedence and these by-laws be considered to have been amended thereby.

195 Section 3: These by-laws supersede any previously existing by-laws for St. Christopher's
196 Episcopal Church, Oak Park, and shall take effect following approval by the Vestry and the Parish
197 according to the provisions of Section 1 of this Article.

198 **ARTICLE VIII: Restricted Funds**

199 **(As amended at the Parish Annual Meeting held on January 28, 2001)**

200 Section 1, St. Christopher's Endowment: The Rector, Wardens, and Vestry shall establish
201 and maintain the St. Christopher's Endowment from the Richard James Aldworth Foundation
202 bequest and any subsequent gifts allocated to the Endowment. ~~The Endowment shall provide~~
203 ~~long-term interest income funding for the Parish's special projects. The principal and half of~~
204 ~~annual accrued interest shall be restricted to investment purposes only. The principal and half of~~
205 ~~annual accrued interest shall be restricted to investment purposes only. Said investments shall be~~
206 ~~determined by the Rector, Wardens, Treasurer, and Vestry. In January of each year, half of the~~
207 ~~annual accrued interest of the preceding fiscal year shall be used for special projects as designated~~

208 by the Rector, Wardens, and Vestry. Amounts may be withdrawn from the Endowment from time
209 to time to fund special projects, as determined by the Rector, Wardens, and Vestry, *provided*
210 *however*, that the amount or amounts so withdrawn in any calendar year shall not exceed five
211 percent (5%) of the average balance of the Endowment in each of the eight calendar quarters
212 immediately preceding such calendar year. The remainder of the Endowment shall continue to be
213 invested in the manner determined by the Rector, Wardens, Treasurer, and Vestry.

214 Section 2, Housing Fund: The Rector, Wardens, and Vestry shall establish and maintain
215 the Housing Fund from the proceeds of the sale of the Parish rectory and any subsequent gifts
216 allocated to the Fund. The Fund shall provide long-term interest income for unrestricted use by
217 the Parish. The principal and at least \$120.00 per month of the interest shall be restricted to
218 investment purposes only. Said investments shall be determined by the Rector, Wardens,
219 Treasurer, and Vestry. Any monthly interest income in excess of \$120.00 may be transferred to
220 the Parish's operating budget as unrestricted income.