

Summary of proposed Code of Regulations

In 2015 the Vestry appointed a Bylaws Committee to review the parish bylaws and propose an updated corporate document. Parish bylaws serve as the primary organizational document for the church, much like a Constitution, setting forth the structure, authority and responsibilities of the constituent parts of an organization.

The Bylaws Committee has worked for over 18 months to draft a new document, to be called the Code of Regulations, a term more modern and more appropriate to the actual corporate legal structure of an Ohio Episcopal parish. The committee met on many occasions as it worked its way through multiple discussions and drafts of the proposed document. Much of the content of the proposed Code is based upon a set of Model Form of Regulations that was prepared by the Diocese of Ohio for the guidance of parishes in this diocese. This proposed Code will be reviewed by the Vestry and if approved, thereafter will be submitted to the Members of the parish for consideration.

The summary that follows highlights the changes from the current Bylaws of St. Christopher, which were last revised on February 8, 2000 in comparison to the new proposed Code of Regulations. The summary also provides a brief explanation as to the rationale for the substantive changes from the Bylaws to the Code, leaving grammatical and terminological clarifications aside. Finally, this summary shall address each Article in the Code of Regulations and will address the comparable, if one exists, Article in the 2000 Bylaws or the Diocesan Model Form. Copies of the current Bylaws, the Diocesan Model Form and the proposed Code of Regulations accompany this summary.

Article I

Governance, Canons and Membership

This article acknowledges the relationship of the Code to the diocesan and national constitutions and canons, to which the Code and this parish are at all times subject. A similar article exists in the current Bylaws and in the Model Form.

This article also includes an additional new section, defining in accordance with the national and diocesan documents, the definition of a Member of the Parish and the definition of a Qualified Elector. Similar terminology appears in Article II of the Model Form. The current parish Bylaws do not address these definitions. This

section has been proposed to clarify these terms which are important for the purposes of voting and service in various positions in the parish.

Article II

Parish Meetings

This article in the Code addresses Annual or Special Meetings of the parish, the requisite notices that must be issued regarding these meetings, who may serve as the presiding officer and the number of Qualified Electors necessary to establish a quorum. Much of this Article is based upon the Model Form. The current parish Bylaws require a quorum of thirty. The proposed Code reduces this number to twenty, a more practicable number given the size of this parish.

Article III

Nomination and Election of Vestry

This article is based upon portions of the current Bylaws as well as the Diocesan Model Form and it includes several very important changes. The current Bylaws provide for three-year terms on the Vestry after which an individual is not eligible for reelection to the Vestry for a period of one year following the expiration of that person's three year term. The proposed Code would permit an individual to serve two consecutive three-year terms and would thereafter be ineligible for a period of one year for reelection to the Vestry.

This major change in the structure of the Vestry is being proposed in light of the length of time it takes for individual on the Vestry, particularly an officer of the Vestry (wardens, clerk or treasurer) to become sufficiently knowledgeable about the operation of the parish to perform the functions and responsibilities of that position. For example, in the past, an officer of the Vestry, limited to a single three year term has often been elected to that position in the last year of that term, leaving insufficient time in service to comfortably and efficiently fulfill the duties and responsibilities required. This article does not require that an officer or any other member of the Vestry must stand for reelection to a second three year term nor that the Qualified Electors must necessarily vote for that individual to hold a second three year term; this provision is permissive, not mandatory in permitting consecutive three-year terms.

This Article also modifies the manner in which a Nominating Committee operates and proposes names for election to the Vestry. The current Bylaws require the

Rector to appoint a Nominating Committee, which must prepare a report to be submitted by December 15 of each year with the names of members of the parish who are proposed to be elected to the Vestry. The proposed Code changes the time specifications for the appointment of a Nominating Committee and the report of that Committee.

The Nominating Committee established under the current Bylaws has issued a report nominating two slates of candidates for the 2017 Annual Meeting to address the contingency that a new Code may become effective before an election is held for new members of the Vestry. If the proposed Code is approved by the Vestry and subsequently adopted by the Parish, the slate of candidates for that contingency would stand for election and be voted upon at the Annual Meeting. If the proposed Code is not approved by the Vestry or not adopted by the Parish, then the alternate slate of candidates reported by the Nominating Committee would stand for election.

Article IV

Vestry Meetings

This article is based largely upon the Diocesan Model Form. The current parish Bylaws do not contain a similar, detailed Article regarding Vestry meetings. The purpose of this article is to codify a number of practices to which the Vestry has adhered over the years and to define the mechanics of voting, attendance, meeting schedules and quorum.

Article V

Officers and Members

This article is likewise based largely upon the Diocesan Model Form and greatly expands the details contained in the current Bylaws regarding the Officers of the parish. The proposed Code includes detailed job descriptions of the Rector, the Senior Warden, the Junior Warden, the Treasurer and the Clerk. This Article also specifies the circumstances under which a Member of the Vestry may be removed for just cause or may resign from their position. The Bylaws Committee believes that greater specification and details regarding these job descriptions will be helpful to the ongoing functioning of these positions.

Article VI

Committees

This Article is based upon a similar Article in the current Bylaws. It authorizes the Vestry to establish various committees, both Standing Committees composed primarily of members of the Vestry, such as the current Finance Committee, as well as other non-standing committees that may be created from time to time for particular purposes or missions and which may include any number of non-Vestry Members.

Article VII

Parish Organizations

This is an entirely new article, having no predecessor in the current Bylaws nor in the Diocesan Model Form. This Article is being proposed to address a multitude of issues relating to various parish guilds and similar groups. This Article acknowledges the value and contributions of such organizations, the responsibility of the Rector regarding the direction of such organizations and the responsibility of the Vestry regarding the funds of these organizations. The Article requires that these organizations submit annual budgets to the Vestry and provides that the Vestry may enter into Memoranda of Understanding with such organizations to delineate their missions, ministries, functions and budgets. It is the intent of this Article to resolve past issues regarding the relationship between these organizations and the parish and to facilitate clear and continuous cooperation and communication among these groups.

Article VIII

Reports and Records

This article is based in large measure upon a similar Article in the Diocesan Model Form and serves to codify the responsibilities associated with the preparation and delivery of the Annual Parochial Report, upon which the Diocesan assessment is based each year. This Article also addresses the maintenance of the Parish Register, necessary to properly record the identification and status of parish members, sacraments and services. The current Bylaws do not contain a comparable article.

Article IX

Amendments

This Article is similar to comparable Articles in the current Bylaws and the Diocesan Model Form and provide the circumstances under which the Code of

Regulations may be amended or repealed, namely by a two thirds vote of Qualified Electors at a Meeting of Members at which there is a quorum.

Article X

Other

This Article includes provisions based upon the Diocesan Model Form addressing parliamentary procedure and also election to Diocesan Convention.

Respectfully submitted to the Vestry _____, 2016

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