

By Laws

Saint Monica's Episcopal Church, Cantonment Adopted by Vestry of Saint Monica's November 16th, 2025

PREAMBLE

This document acknowledges that Saint Monica's Episcopal Church, Cantonment, is a constituent member of the Diocese of the Central Gulf Coast (Diocese), and the Protestant Episcopal Church in the United States of America (The Episcopal Church). As such it accedes to the Constitution and Canons of The Episcopal Church, and to the Constitution and Canons of the Diocese. In the event of any conflict between the General Convention Canons and either the Diocesan Canons or these By-Laws, as they relate to the affairs of the Church, the General Convention Canons shall prevail, to the extent of such conflict.

ARTICLE I Name, Intent and Definitions

Section 1. Name: The name of this congregation shall be Saint Monica's.

Section 2. Intent: These By Laws are intended to supplement the Constitutions and Canons of the Episcopal Church and the Diocese, and to establish a structural guide, for the Vestry, with Christian intent to wisely and orderly govern and organize essential ministries and committees to conduct all activities of this parish, while sustaining and fulfilling the spiritual needs, council, and guidance, for all Communicants.

Section 3. Definitions: As they pertain to these by laws the following definitions shall have the meanings ascribed:

CANON(S) includes the Constitution and Canons of the Episcopal Church and the Constitution and Canons of the Diocese.

BISHOP means the Bishop holding canonical and corporate authority as recognized by the House of Bishops of the Episcopal Church (or otherwise canonical authority of the Diocese.)

VICAR/RECTOR/DEACON (as appropriate) means the Ecclesiastical leader(s) duly elected by the Vestry and therefore approved and/or accepted/appointed by the Bishop to serve at Saint Monica's.

VESTRY means the duly elected and recognized Lay council of advice and consent providing local governance for a given congregation. While the VRD, as per below, normally serves as presiding officer thereof, the priest, by whatever designation is not a member of the Vestry.

ADULT COMMUNICANT IN GOOD STANDING: Saint Monica's shall use the extant definition in the Canons of the Episcopal Church and the Diocese, currently designated as a confirmed Christian member 16 years or older of this Church who for the previous year has been faithful in corporate worship, unless for good cause prevented, and has been faithful in working, praying, and giving for the spread of the Kingdom of God. Such person shall be considered an adult communicant in good standing. For the purposes of these By laws, the definition so stated shall be considered synonymous with the term "qualified member" as used throughout, except in such circumstances as the Canons may otherwise stipulate the minimum age of 18 be necessary for reasons of secular law.

ARTICLE II

The Vestry

Section 1. Governance: The affairs of Saint Monica's shall be exercised by a Vestry in accordance with the Canons of the Diocese. It shall be the duty of the Vestry, subject to the rights and privileges of the VRD (by whatever designation might be appropriate to the canonical status of the congregation), to take charge of the temporal concerns of Saint Monica's.

- Duties of the Vestry shall be to keep order in the church during Divine Service and work with the clergy for the furtherance of St. Monica's program.
- The Vestry shall be responsible for seeing that reports and registers required by Canons are kept in order. The verification, accuracy and completion of all reports to be sent into the Diocese shall be the responsibility of the Vestry and VRD working together as so indicated by the required signature attestations upon said documents.
- It shall be the duty of the Vestry to take charge of temporal concerns of the Church. The Vestry shall be the agent and legal representative of the Parish in all business matters concerning finance and revenue, real and personal property and relations of the Parish to VRD and Salaried Staff.
- No changes of a permanent nature to the Church, Parish Hall, Thee House or Thee Apartment will be performed without Vestry or Committee approval at a regular scheduled monthly meeting. This also includes the surrounding property and its amenities, and any structure completed in the future.

Section 2. Composition of the Vestry: The Vestry shall consist of such qualified lay persons and in such number as may be agreed upon, said number being five (5). The VRD shall be the presiding officer except in such circumstances as said leadership may be delegated, in order, to the Sr. Warden, the Jr. Warden, or other qualified member of the Vestry. The Wardens must be chosen from those who are Vestry members. The Sr. Warden and Jr. Warden shall be selected by the VRD and confirmed by majority vote of the Vestry at its next meeting after the Annual Meeting. In the absence of a VRD, the Wardens shall be elected by the people at the Annual Meeting or a Special Meeting. A Treasurer and Clerk serve at the pleasure and for such terms as designated by the Priest in Charge or VRD, with the consent of the Vestry, and must otherwise conform to the qualifications herein stated for election to the Vestry but may not be required to be Vestry members and their respective attendance shall not be counted in determining a quorum. Nothing in these By Laws shall preclude or prevent the retention of

either volunteer or professional financial management to assist the Treasurer in the management of congregational accounting.

In the event there may occur a vacancy in the office of either Sr. Warden or Jr. Warden prior to the completion of a regularly elected term, the VRD (or, if the Cure be vacant, the Bishop) shall appoint a successor until such time as the next regularly scheduled Vestry meeting. Unless the Vestry elects otherwise, said appointment shall stand for the remainder of the term. These By Laws do not presume the Jr. Warden automatically becomes Sr. Warden in the case of a vacancy in the latter office.

Section 3. Vestry Nominations: The Vestry shall appoint a Nominating Committee, with the consent of the VRD for the purpose of nominating persons to stand for the election to Vestry. This committee may be presided over by the VRD and shall present to the members of Saint Monica's a list of nominations of those who have agreed to stand for election. Any qualified person conforming to the provisions contained throughout these By Laws and as specified by Canons may self-nominate or be so nominated by any other qualified member, provided that the nominator has received the nominee's consent. Nominations must be provided to the VRD and the currently serving Sr. Warden not less than two successive Sundays before the date set for the Annual Meeting. Nominations from the floor may be added during the Annual Meeting, provided that a majority of those present at the Annual Meeting approve through a secret ballot, show of hands, or voice vote to allow floor nominees and the nominator has received the nominee's consent (in writing if the nominee is not present).

Section 4. Limitations of Terms: An adult confirmed Communicant in Good Standing of Saint Monica's is elected to the Vestry for a three-year term. The terms are staggered by a third of the total number of Vestry seats and Saint Monica's shall hold elections for the vacant seats at the Annual Meeting. Vestry members, upon serving a full three-year term, cannot seek immediate reelection to the Vestry for a period of not less than one year, said year to be defined as the time between Annual Parish Meetings, except in such circumstances as there be, as determined by the VRD, and with the consent of the Bishop, insufficient qualified members to serve otherwise.

Section 5. Vacancies: Should a premature vacancy occur in the Vestry, the Vestry may, by majority vote, elect a qualified person to serve until the next Annual Meeting. At the next Annual Meeting, an election will be held to fill the vacancy for the remainder of the term. Those elected for a partial term to fill a prematurely vacated Vestry member seat may, after serving the partial term, seek reelection for a full three-year term unless such election may conflict with Section 4, above.

Section 6. Presiding Office: The Senior Warden, or if the Senior Warden be not present then the Junior Warden, shall conduct the Vestry meeting. (cf. Article II, Section 2, above) At the discretion of the VRD the privilege of presiding may be delegated to the appropriate Warden according to the succession described previously. There can be no meeting of the Vestry to conduct any official business in the absence of the Sr. Warden unless such Vestry person gives prior consent.

Section 7. Quorum: A quorum shall consist of a majority of the total elected Vestry members present at a meeting. At the discretion of the Vestry, and with the consent of the VRD, the Vestry may determine to allow, from time to time, electronic or telephonic presence in the establishment of a quorum. Such electronic/telephonic allowances shall not apply, however, in circumstances requiring approval of financial obligations, the calling of a VRD, or other such limitations as may be previously agreed upon by Vestry resolution.

Section 8. Voting: The seniormost VRD present at a given meeting may cast a vote when such a vote is necessary to alter the outcome. There may be an exception, however, if the vote in question is for the election of the Sr. Warden or the Jr. Warden. In such circumstances, the election(s) shall be attempted at the next regularly scheduled meeting. If there continues to be no majority for those offices, the seniormost VRD may either cast the deciding vote or otherwise bring the matter before the congregation.

Section 9. Discharge by reason: If a Vestry member is absent for three (3) consecutive normally scheduled meetings or fails to fulfill their duties, the Vestry, at its discretion, may remove the member by a majority vote and approval of VRD. Said person shall not be eligible for reelection or appointment for a period of one year as defined elsewhere in these By Laws.

Section 10. Vacancy of the Cure: The Vestry will inform the Bishop immediately upon the knowledge that the current VRD is no longer willing to serve Saint Monica's in such official capacity. The Vestry shall use the Canons of the Diocese and the Episcopal Church as the governing rules to guide them in securing a call.

Section 11. Committees: The Vestry may in its discretion form committees and designate committee chairpersons to perform certain functions as may be deemed necessary, including but not limited to Worship Services, Support, Communication, Education, Outreach, Parish Life, Pastoral Care, Finance, Stewardship, Grounds & Facilities. Committee meetings may be held at the discretion of the committee chairperson as deemed necessary to fulfill its mission and purpose. A supplemental document ("Vestry Organizational Ministries") is available which defines the specific committees and responsibilities of each.

Section 12. Mutual Ministry Review Committee (MMRC): The MMRC shall meet annually, to review and evaluate the VRD and shall be chaired by the Senior Warden. The committee shall consist of not less than four (4) members of the vestry and/or other Parish members in good standing or more than six (6). They shall reflect the diversity of the congregations and shall serve on a rotation basis to provide continuity. The VRD shall be reviewed based on job descriptions and contract. The financial requirements of the VRD shall be reported for inclusion in the budget process. Meetings of the MMRC shall be closed, but all reports shall be made public. Contractual and compensation adjustments will be considered and voted on according to Diocesan Canons and Parish By-Laws and provided for by the budget.

Section 13. Communication: A written summary of Vestry meetings shall be provided to the congregation by the next regularly scheduled worship service.

ARTICLE III **VRD**

Section1. Spiritual and Pastoral: The VRD shall have full authority and responsibility for the conduct of the worship and the spiritual jurisdiction of Saint Monica's, subject to the Rubrics of the Book of Common Prayer, the Constitution and Canons of The Episcopal Church and this Diocese, and the pastoral direction of the Bishop.

Section 2. Use of Buildings: For the purposes of the office and for the full and free discharge of all functions and duties pertaining thereto, the VRD shall at all times be entitled to the use and control of the buildings of Saint Monica's together with all appurtenances and furniture, and to access to all records and registers maintained by or on behalf of the congregation.

Section 3. Employees and Staff: The staff and employees, if any, shall serve under the direction and control and pleasure of the VRD. Nothing in this section, however, shall prevent the VRD from delegating to the Vestry or a member/ committee thereof all or part of the authority to employ, direct, control, evaluate, discharge, or otherwise control the staff or employees.

ARTICLE IV **Annual Meeting and Special Meeting**

Section 1. Annual Meeting: A meeting of Saint Monica's shall be held annually on the second Sunday in November (or as decided by the Vestry and VRD) for the purposes of electing Vestry members, electing delegates and alternates to the Diocesan Convention, receiving the reports covering parochial statistics and finances, receiving reports from such other congregational activities as may be appropriate, and conducting such other business as may come before the meeting. In all respects, said Annual Meeting shall conform to the requirements and stipulations of Canon XVIII, inclusive, of this Diocese.

Section 2. Special Meeting (Vestry or Parish): The VRD or Senior Warden may call such meetings as necessary to manage church matters not already set forth. When possible, two weeks advance notice will be given in the form of announcements, emails, bulletins, or US mail to all members. No other church business shall be conducted at such a meeting. Only business of the stated meeting should be conducted.

ARTICLE V **Executive Committee**

At the discretion of the VRD and by majority consent of the Vestry, there may be formed an Executive Committee to provide advice and assistance to the members of the clergy in the operation of the congregation between times of the regularly scheduled meeting. Such a committee will normally be composed of the VRD, Sr. Warden, Jr. Warden, and Treasurer. The VRD shall chair the Committee or may delegate the presidency with the understanding that such

delegation can be rescinded at will. If the VRD is absent, the Sr. Warden shall preside. However, no meeting of the Committee may take place without prior notice to and the consent of the VRD. The Executive Committee may establish the Vestry agenda and cause such to be distributed to the Vestry prior to regularly scheduled meetings. The Executive Committee may establish financial procedures consistent with the “Manual of Business Methods in Church Affairs;” review financial records and reports, develop and maintain an annual budget under the guidance of the Treasurer and the chair of the Executive Committee. The Executive Committee shall assist the Treasurer as needed in providing financial reports to the Vestry. The Executive Committee may also make emergency expenditures up to a certain monetary limit set by the Vestry. The Vestry may adjust the monetary limit by a majority vote. In such places where the Cure be vacant, the Sr. Warden or some other Vestry member elected by majority vote by the Vestry may preside in the same manner as otherwise stated above.

ARTICLE VI

Amendments

These By Laws may be amended, changed, added to, repealed or replaced with the consent of the VRD (where the Cure be vacant, the Sr. Warden or some other Vestry member elected by majority vote by the Vestry) and at least a 2/3 vote of the Vestry, followed by approval of a majority of those present at a special or Annual Meeting of St. Monica’s.

- The Vestry shall function as a Standing review committee of the Parish By-Laws.
- The By-Laws will be reviewed annually or as need occurs in the event of changes in Parish or changes in Diocesan canons.
- The review committee shall consist of no less than three (3) or no more than five (5) Parish volunteers or Vestry members appointed by the Senior Warden.
- A current copy of these By Laws shall be provided to the Diocese and any changes thereto shall be provided not later than the date required for the annual Parochial Report.
- A copy of these By Laws, and any subsequent changes of whatever nature, shall be entered by majority adoption into the minutes of the applicable Vestry meeting and shall be so posted in a prominent and public space of the congregation for a period of not less than three months from such adoption.
- A copy of these By Laws shall be made available to any qualified member of St. Monica’s provided that the expense for such copies becomes the responsibility of the requesting party.
- A copy of these By Laws may likewise be provided to any persons upon the approval of the VRD.

Approved on the Sixteenth day of November 2025 by the Vestry of Saint Monica's, Cantonment.

Priest In Charge

TW A. K

Sr. Warden

Wick-L H

Clerk

Sadie Hawk

Vestry Member

Tori MacWhirr

Date entered into the Vestry Minutes

11/16/25