

THE EPISCOPAL CHURCH OF THE GOOD SHEPHERD

308 East Acacia Avenue, Hemet, California 92543

(951) 929-1152

BYLAWS

**Pursuant to the authority conferred by Section 59B of the Civil Code of
The State of California and
Title II of The Canons of The Episcopal Diocese of San Diego California.(Amended 2013)
The following are hereby adopted as The Bylaws of the Corporation known as
The Rector, Wardens and Vestry of
The Good Shepherd Parish
In Hemet, California.**

(All other Bylaws of the Corporation, if any, are hereby repealed)

I. Mission

The mission of the Church of the Good Shepherd is to be a Eucharistic community which tends and feeds the sheep of Jesus Christ, loving one another as God loves us and reaching out in the name and love of Christ to those in need in our valley, the nation, and the world.

II. Qualified Electors

Voting membership in the Church of the Good Shepherd (herein after known as **Parish**) shall be as required in **The Canons of the Episcopal Diocese of San Diego. (Title II, Canon 5)**

Any person of 16 or more year of age, who is attendant at worship and a regular contributor of record and who for the previous 60 days shall have been registered in the congregation as a member, shall be a member in good standing of this Parish and therefore an elector.

III. The Vestry

The Board of Directors or Trustees of this Corporation shall be known as the Vestry thereof and shall be organized in the following manner:

The Rector of The Church of the Good Shepherd shall be Ex-officio (Definition: by virtue of one's office or position) a voting Member and President thereof. The remaining members shall be elected on the day and in the manner prescribed by The Canons of the Diocese of San Diego (**Title II, Canons 5 & 6**) and shall serve for a period of three years or until their successors are elected.

The number of elected Directors or Vestry Members shall be Nine (9); a Senior Warden (selected by the Rector), a Junior Warden (elected by the Vestry members) and seven other members. There also will be a Vestry Clerk (who shall not be a member of the Vestry) and a Treasurer (selected by the Rector) (who may or may not be a Vestry Member). If a non-member, he/she will be without a vote).

The Vestry members (Directors) shall be rotated so that three (3) members shall be elected each year. No elected Member of the Vestry shall be eligible for re-election to the Vestry for the year immediately following the expiration of his/her term of office. Nothing in these

bylaws shall prevent the election of any otherwise eligible parishioner to replace a Vestry member if vacancies occur in its own body. The Vestry may declare that a vacancy exists when a member shall have unauthorized absences for three (3) successive regular Vestry meetings or is otherwise unable to serve. The Vestry shall have the power to fill vacancies in its own body. The Vestry member(s) so elected shall meet the requirements of a "Qualified Elector" (*Title II, Canon 5*) and serve the length of the unexpired term of the Vestry member(s) whose place he/she has been elected to fill. A Vestry member is eligible for re-election if they have served less than half (18 months or less) of a 3-year term.

IV. The Rector & Duties

The Rector, subject to the Bishop, shall have exclusive charge of all things pertaining to or affecting the spiritual interests of the Parish, including the right to give order concerning public worship, together with all that pertains thereto. The Rector shall have the spiritual direction and control of all organizations of the Parish and preside, with the right to vote, or delegate such authority at all Parish and Vestry meetings. The Rector shall at all times have access to the Church buildings and have or delegate the custody and control of the keys of the same (*Title II, Canon 7*)

V. Executive Committee

There shall be an Executive Committee consisting of the Rector, the Senior Warden and the Junior Warden. The Executive Committee may exercise the powers of the Vestry in the management of the business of the corporation between meetings of the Vestry. The Executive Committee shall meet regularly to compose the agenda for all Vestry meetings and to make recommendations for the good of the parish.

VI. Vestry Meetings

Vestry meetings shall be held no less than ten regular times each calendar year. Five members of the Vestry shall constitute a quorum at such meetings and shall have the power to transact business. Any meeting at which all Vestry members are present shall be deemed a regular meeting, however called. Meetings of the Vestry shall be held at the Church or at a convenient place in the vicinity of the church, approved by the Vestry.

VII. Meetings of the Corporation

Notice of election of members of the Vestry or delegates to convention, at the annual meeting, shall be given in writing, at all services on the two Sundays prior to the scheduled election. The number of members appearing after proper notification shall constitute a quorum.

VIII. Representation to Diocesan Convention

Delegates and Alternates to The Convention of The Episcopal Diocese of San Diego shall be elected at the Parish Annual Meeting or by the Vestry if not elected at the Annual Meeting. The number of delegates and alternate delegates to be determined by The Rules of Order of The Episcopal Diocese of San Diego. (*Title I, Canon 4*)

IX. Special Meetings of the Corporation

A Special Meeting of the Corporation may be called by three qualified electors, presenting a petition to the Vestry Clerk, who shall select a date and time allowing for notice of

such meeting on two successive Sundays. In the event a Special Meeting is requested, the Clerk shall also notify the Bishop of the Special Meeting.

X. Duties of the Vestry

The Vestry shall ensure that all day to day operating systems comply with the audit requirements of The Diocese.

No indebtedness, sale, conveyance, mortgage or contracts over \$1,000, except receipts from donations or contributions to the property of the Corporation, shall be incurred, made or entered into by or be validated or binding against this Corporation, unless each and all of the following proceedings are regularly taken. That is to say, all such transactions must be processed completely by the following:

1. A resolution to incur the indebtedness by making a written contract must be adopted at a regular meeting of the Vestry, and informed by multiple bids if the amount exceeds \$3,000.
2. Such resolutions must specify exactly, as it relates to a proposed indebtedness, the purpose for which it is to be incurred; or, if it relates to a sale, conveyance, mortgage or contract, the exact terms.
3. When required by Canon, the consent of the Bishop and the appropriate committee of the Diocese shall first be obtained in writing. *(Title II, Canon 3)*

XI. The Duties of the Treasurer

The Treasurer shall be the custodian of all funds of the parish and be a member of the Finance Committee.

He/she shall oversee the collection and deposit of all sources of church offerings made by the parishioners through pledges, open plate, donations, bereavements, church fund raisers and sponsored activities.

The Treasurer shall deposit the funds in the name of the corporation by the Vestry designated banks, trust companies or other depositories.

The Treasurer shall provide monthly, quarterly and annual reports as requested by the Vestry, Finance Committee and Diocese, and post same for all members of the Corporation.

The Treasurer shall be responsible for the entry of all computer stored financial data, as required to ensure timely, complete and accurate data is available, upon request to those, approved by the Finance Committee, and have a need to know.

The Treasurer shall process all properly completed Check Requests upon receipt.

The Treasurer shall ensure that all required systems, procedures and instructions are documented, configuration controlled and are available for training and use.

XII. The Duties of the Vestry Clerk

The Clerk shall keep a record of the proceedings of the Vestry meetings, attest to the minutes thereof and provide copies of the minutes to the Vestry prior to each Vestry meeting, as directed by the Executive Committee. The Clerk shall present the minutes of the last Vestry meeting and make any changes prior to signing and filing. The Clerk and Rector or Senior Warden, if designated in writing by the Rector, will sign all Notices, Minutes of all Regular

and/or Annual Meetings, and Special Reports prior to delivery or filing as permanent. The records shall be reviewed once a year by the Rector and/or Senior Warden.

XIII. Duties of the Finance Committee

The Finance Committee, appointed by the Vestry, monitors compliance with the annual budget and recommends actions to the Vestry when variances are identified or foreseen. They shall meet on a regular monthly basis, no less than 10 times a year. The Finance Committee shall oversee the process for approval and submission of check requests to the Treasurer. The Finance Committee ensures the Corporation is audited in compliance with Diocesan standards.

XIV. Title to Property

The title to all real estate and property of this Parish is vested in The Corporation known as **THE RECTOR, WARDENS AND VESTRY OF GOOD SHEPHERD PARISH IN HEMET, CALIFORNIA.**

XV. Amendment of Bylaws

These Bylaws may be altered or amended at any regular meeting of the members by an affirmative vote of a majority of those present, notices of said amendment having been given at a previous regular meeting or by any other method provided by Section 59B of the Civil Code. Any proposed amendment shall be checked for compliance with the Diocesan Canons.

XVI. Authority

This Parish shall be forever held under the Ecclesiastical Authority of the Bishop of San Diego and of his successors in office and in conformity with the Constitution, Canons, Rules, Regulations and Discipline of the Episcopal Church in The United States of America and The Episcopal Diocese of San Diego, to whose liturgy, doctrine, discipline, rites and usage it shall forever give corporate obedience and conformity.

The territorial boundaries of this Parish shall be corporate limits of the San Jacinto Valley, Riverside County, California.

The Constitution, Canon, Rules, Regulations and Disciplines of The Episcopal Church in The United States of America and the Constitution and Canons of the said church in the Diocese of San Diego shall, unless they be contrary to the laws of this State, always form part of the Bylaws, Ordinances, Constitution and Articles of Incorporation and prevail against anything therein contained that may appear to be repugnant to such Constitution, Canons, Regulations or Discipline.

Ecclesiastical censure pronounced against any member of this Corporation, according to the Episcopal Church in the United States of America, shall ipso facto terminate the membership of such person in the Corporation. In case of removal of censure, a censured person may be restored to membership in this Corporation upon complying with any condition which may be attached to removal of censure and the terms of admission required of new members.

XVII. Seal

The Seal shall have engraved upon it, the name of this Corporation, the Date and State of Incorporation and the word "Seal".

XVIII. Consent of the Vestry

We, the undersigned, are all of the persons duly elected to serve as directors as provided herein on the date shown and consent to, and hereby do, adopt the foregoing bylaws consisting of 5 pages as the bylaws of this corporation, the electorate having approved same on June 29, 2014, after notice of proposed amendments was given at the January 26, 2014 Annual Meeting.

Date: June 29, 2014

Senior Warden: Gail A. Redmond
Name: Gail A. Redmond

Junior Warden: Dorina Green
Name: Dorina Green

Director: Donald E. Alrickhan
Name: Donald E. Alrickhan

Director: Joyce B. Brightman
Name: Joyce B. Brightman

Director: Chase Pendleton
Name: Chase Pendleton

Director: Ann Gilbert
Name: Ann Gilbert

Director: Linda Brown
Name: Linda Brown

Director: Rob Jenkins
Name: Rob Jenkins

Director: Rit Somerville
Name: Rit Somerville

Rector: Rev. Kathleen M. Kelly
Name: Rev. Kathleen M. Kelly

Clerk: Linda Rush
Name: Linda Rush