

Vestry Handbook



CALVARY EPISCOPAL
CHURCH & SCHOOL

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2003 Vestry Organization

		Year Ending
Senior Warden	David Harrison	2004
Junior Warden	Shawn Cooper	2004
Mission and Ministry	Kathy Snow - Chairperson	2005
	Gwen Cooley	2006
	Jeannine Hillis	2005
	Reb Scarborough	2006
	Bob Todor	2006
Finance	Tracy Whiting - Chairperson	2005
	Mary Servantes	2005
	Treasurer - Nancy Bauer	
Buildings and Grounds	Shawn Cooper - Chairperson	2004
	John Jacobson	2006
	Don Joiner	2004
	Jim Kidda	2006
Treasurer	Nancy Bauer	
Clerk	Martha Roberts	

Mission Statement¹

Calvary Church seeks to know Christ and make him known to all people through worship, fellowship, prayer and service.

Vision Statement

Calvary Episcopal Church will continue to grow as more families move to Western Fort Bend County and as we reach out further to the unchurched already here. These new members will be transferring Episcopalians, churched and unchurched people.

Our membership will become more ethnically diverse as we attract people through the winsome witness of our members, our various ministries and our school. Outreach to the community and the world shall be a major focus. Calvary Episcopal School will continue to be an important part of our outreach with attendance reaching a maximum of 350 students at our present site.

Worship will be celebratory, yet true to the Book of Common Prayer.

A primary focus of our educational programs will be spiritual development, spiritual gift discovery and application of those gifts for ministry. As members participate in these programs and respond to God's love, our service to the community will increase. Small groups will be the basic building blocks of the Calvary community. We will be known as a faith community where people can find and be found by God, where the Bible is studied and lived out, where people are nurtured, healed and fed.

¹ The Mission Statement, Vision Statement and Core Values will be updated following the Visioning event.

Core Values²

- ◆ We believe all people are important to God and worthy of hearing the Gospel through the church. This includes concepts of both corporate and individual evangelism. Luke 5:30-32; Luke 15; Matthew 18:14.
- ◆ We believe that we are called to proclaim the Gospel to the ends of the earth with focused attention on Western Fort Bend County. This includes the unchurched, those long absent and newly arrived Christians. Luke 24:44-48; John 21: 1-19.
- ◆ We believe that as we faithfully proclaim the Gospel to all people the church will grow. This includes spiritual growth of individuals and the numerical growth of our congregation. Matthew 28: 18-20; Acts 2:43-47; Acts 4:1-4.
- ◆ We believe that outreach with our resources to the community, the nation and the world is an outward sign of the passing on of God's Grace that has been given to us. This includes physical, financial and people resources. John 13: 5-11; Acts 11:27-29; I Corinthians 16: 1-4.
- ◆ We believe that Christian community happens best in small groups. This includes concepts of discipleship, vulnerability, accountability and care for each other. Luke 6:12-13; Acts 2:44-47.
- ◆ We believe that the church should be culturally relevant while remaining true to apostolic teaching. This includes the Holy Scripture, the Creeds of the Church, as found in the Book of Common Prayer, and the Traditions of the Church. I Corinthians 9: 19-23; Acts 2:42, Acts 16:4-5, Baptismal Covenant (Book of Common Prayer), Articles VIII & XX of the Articles of Religion. We believe that Prayer is the basis of all worthy decisions in the Church and in our lives. This includes prayer engaged in through worship, prayer teams, small groups and by individuals. Mark 11:24; John 17:20-23; Acts 2:42.
- ◆ We believe that the Laity are the true ministers of the church and that the clergy are to be the enablers of the people. This includes the concepts of the priesthood of all believers, spiritual gifts, servanthood and ministry calling. I Corinthians 12 and 14; Romans 12; Ephesians 4; I Peter 2:9.
- ◆ We believe that excellence honors God and inspires people. This includes concepts of evaluation, accountability, intensity and excellence. Malachi 1:6-14; Proverbs 27:17, Matthew 25:14-30.
- ◆ We believe that Christian education is at the center of Christian growth and is necessary for all followers of Jesus Christ. This includes children, adults and those seeking to discover the Lord. Acts 2:41 & 42; Matthew 11:29, Matthew 28: 18-20, Romans 12:2.
- ◆ We believe stewardship is all that we do, with all that we have after we say, "I believe" - an all-encompassing, joyful response to God's gifts. We recognize the tithe as the scriptural standard for giving; therefore, we are tithing or striving to achieve that standard. This includes the concept of God's call to be faithful stewards of our time, talent and treasure. Genesis 28:20-22; Malachi 3:6-10; Mark 12:41-44; II Corinthians 9:6-15.

² The Mission Statement, Vision Statement and Core Values will be updated following the Visioning event.

Vestry Person of the Day

Opening Round (7:00 A.M.)

- Unlock parish hall side door
- Turn on lights and A/C in nursery
- Turn on lights to parish hall
- Turn on air to parish hall (7 hr. on timer)
- Unlock office
- Unlock front door
- Turn on light in parlor
- Turn on light and A/C in library
- Turn on lights to hall and green room
- Turn on air to church (7 hr. on timer)
- Turn on lights in church
 - Left side
 - Acolyte room
 - Sacristy
 - Sanctuary (4 switches)
 - Reader podium (rheostat)
 - Choir (rheostat)
 - Chapel
- Unlock chapel doors
- Unlock church doors (key in closet)
- Put 20 bulletins in chapel for Tuesday service)
- Unlock church side door by Brides Room
- Unlock Solarium door
- Make coffee in big pot in parish hall (100 cups)
- Turn on hall lights in School
- Unlock School back door. Key is in the circuit box in the stairwell. Keyhole is underneath push bar on right.
- Unlock door to Family Life Center (if there is a class). Hex key to hold lock open is in the storage room of Multipurpose Room #120. Hex keyhole is on front face of the push bar.
- Turn light on in classroom

Interim Service Duties

- Gather money after service (remember chapel)
- Unlock file cabinet in office (key # 8)
- Count loose cash and place in envelope
- Write amount of loose cash and service time and date on envelope
- Place loose cash envelope and other collections in the lock bag in the file cabinet (drawer #2)
- Lock file cabinet

Closing Round

- Reverse order and action of opening round
- A/C in parish hall and church will go off automatically
- Clean out coffee pots

Building Use Policy

I. Church or School Groups

1. Use of the Parish Hall, Solarium, Conference Room, Library, Nave, Nursery, Kelly Moore Room and the Kitchen must be cleared in advance with the church secretary and placed on the church calendar by the secretary.
2. The rooms used by a group will be cleaned and all furniture and other objects returned to their proper place.

II. Outside Groups

1. Use of any of the above facilities will be approved by the Rector and placed on the calendar by the secretary.
2. There will be a charge of \$100 per hour with a three-hour minimum.
3. All areas will be cleaned and waste put in proper receptacles.
4. Each group must furnish proof of current liability insurance in the amount of \$1,000,000.00.

III. Miscellaneous

1. The air conditioning in the facilities will be maintained between 67° F and 72° F.
2. Any decorations or unusual trash will be removed and all furniture restored to the place it was found upon arrival. Under no circumstances will tape, nails or tacks be used to secure decorations.
3. All doors shall be locked or an authorized representative of the church or school present before leaving.
4. Permission must be obtained for use of any alcoholic beverages. A licensed police officer must be present in compliance with all applicable laws.

Criteria for Vestry Nomination

The Canonical duties of the Vestry are to care for the temporal concerns of the church. This includes providing the necessary monies, prompt payment of debt, maintenance and care of church property, maintaining order about the facilities and other duties of a similar nature.

The Canonical requirements for election to the Vestry, according to the canons of the diocese of Texas are as follows: Men or women 18 years of age or older; communicants of the parish in good standing (Confirmed or Received by a bishop of the Episcopal Church, faithful in corporate worship and has been faithful in working; praying and giving for the spread of the kingdom of God); those who ascribe to the following declaration. "I am persuaded that the Holy Scriptures contain all doctrines required necessary for eternal salvation through faith in Jesus Christ; and I accede to the doctrine, discipline and worship of the Protestant Episcopal Church."

Obviously the above are minimum requirements for election to the Vestry, and we are expecting much more of members of the Vestry at Calvary. Our goal is that the Vestry can accomplish their Canonical duties in a minimum amount of time and devote more attention to the spiritual life and growth of the Body of Christ at Calvary. As we move toward that goal, we are looking for candidates for the Vestry...

- ◆ who worship with regularity at Calvary;
- ◆ who make a written financial pledge; and acknowledge that it is the teaching of the Episcopal Church that the tithe is the minimum standard of Christian stewardship.
- ◆ who are active in the life of the parish;
- ◆ who make an effort to get to know other members and their ideas;
- ◆ who are interested in the future growth of Calvary Church and demonstrate the love of Christ in their lives.

Election to the Vestry is a commitment to service, not a promotion or reward for previous service. Although each member brings his or her own unique gifts and strengths, it should be remembered that it is a cooperative team effort of commitment and mutual support that makes a successful Vestry.

The following are some questions you must be able to answer in the affirmative as you pray concerning your nomination to serve on the Vestry:

1. Will you attend each monthly meeting, participating by voice and vote?
2. Will you make it a top priority to attend parish-wide events?
3. Will you serve on Vestry committee(s) as they meet during the year to do the work of the church as prescribed by the Vestry, Rector and Chairman?
4. Will you support in words, deeds and actions the decisions of your Rector, Wardens and Vestry and other parish leaders charged with the responsibility for taking decisions in the parish?
5. Will you attend the Annual Vestry Retreat?
6. Will you attend the Bishop's Stewardship Conference to be held and take an active supportive role in Parish Stewardship?
7. If elected to the Vestry, and your circumstances change so that you can no longer devote the necessary time and energy, will you feel free to offer to resign without embarrassment of stigma?

February 1. 1999

Delegates to Diocesan Council

Delegates for council from Calvary are elected for a two-year term with two being elected each year. Four alternates to council are elected each year. Nominations are made by any confirmed member in good standing, with the permission of the nominee, to the Vestry Nominating Committee before the September Vestry Meeting. The Vestry reviews and approves the nominations. Nominees must be confirmed members in good standing. Balloting is done on the third Sunday of September at each worship service. Confirmed members in good standing of Calvary cast two votes each. The two with the highest number of votes will be delegates and the next four will be alternates.

Delegates shall attend the regular Diocesan Council held in February of each year and any special councils called by the Bishop. There is also the expectation that the delegates will attend all informational meetings that may be called in preparation for council. Delegates shall be reimbursed for reasonable expenses incurred in attending council meetings.

Alternates are expected to be available to replace a delegate who is unable to attend a session of council. The Rector will contact the alternates on notification by a delegate. Alternates may attend any of the councils and meetings, where seating is available, at their own expense. If called upon to replace delegate, regular reimbursement applies.

Delegates and alternates are expected to participate in discussion and vote guided by the Holy Spirit and their consciences while also doing their utmost to represent the mind of the people of Calvary Church.

BYLAWS OF CALVARY EPISCOPAL CHURCH, RICHMOND³

ARTICLE I DEFINITIONS

The following terms shall have the meanings set forth below, unless context requires otherwise:

"Act" shall mean the Texas Non-Profit Corporation Act, as now constituted or as the same may be amended.

"Articles" shall mean the Articles of Incorporation of the Corporation and any valid amendment thereof.

"Bishop" shall mean the Bishop of the Diocese of Texas.

"Bylaws" shall mean these Bylaws and any valid amendment thereof.

"Canons" shall mean the Canons of the Episcopal Church or the Diocese of Texas, as used in context, as now constituted or as the same may be amended. Used alone, "Canons" shall mean the Canons of the Diocese of Texas.

"Church" shall mean Calvary Episcopal Church, Richmond.

"Constitution" shall mean the Constitution of the Episcopal Church or the Diocese of Texas, as used in context, as now constituted or as the same may be amended. Used alone, "Constitution" shall mean the Constitution of the Diocese of Texas.

"Corporation" shall mean Calvary Episcopal Church, Richmond, a Texas non-profit corporation. The terms "Corporation" and "Church" shall be synonymous.

"Diocese of Texas" shall mean the Episcopal Diocese of Texas.

"Episcopal Church" shall mean the Protestant Episcopal Church in the United States of America.

"Members" shall have the meaning ascribed to it in the Articles.

"Mission" shall have the meaning ascribed to it in the Constitution and Canons of the Episcopal Church and the Diocese of Texas.

³ This is a scanned version of the bylaws document. Official document is on file in the church office.

"Organization Meeting" shall mean the meeting held pursuant to Section 1396-3.05 of the Act.

"Parish" shall have the meaning ascribed to it in the Constitution and Canons of the Episcopal Church and the Diocese of Texas.

"Rector" shall mean the Rector of the Church.

ARTICLE II

THE CORPORATION AND CHURCH

Section 1. The Corporation. The Corporation is organized and is to be operated and administered exclusively for religious and charitable purposes as Calvary Episcopal Church, Richmond, a church in union with the Episcopal Church and the Diocese of Texas.

In the accomplishment of the above purposes and subject to the terms and conditions of the Articles, the Corporation hereby recognizes and accedes to the authority of the Constitution and Canons of the Episcopal Church and the Diocese of Texas and agrees to conform to the Doctrine, Discipline and Worship of the Episcopal Church and the Diocese of Texas. In pursuit of the foregoing purposes, the Corporation may (a) receive personal property and use and apply the income therefrom and the principal thereof; (b) receive real property, title to which shall be vested in accordance with the Constitution and Canons of the Diocese of Texas; and (c) undertake any other act or action permitted by the Act.

The Corporation shall have Members, a Rector and assistant Rectors, if any, a Vestry, a Senior Warden, a Junior Warden and such other officers as may be authorized or permitted by the Constitution and Canons of the Episcopal Church or the Diocese of Texas, each and all of whom shall be determined, selected or elected, as the case may be, , and, upon such determination, selection or election, shall have such rights, powers, duties and responsibilities as are authorized or permitted by the Constitution and Canons of the Episcopal Church and the Diocese of Texas.

The Church is a Parish; however, pursuant to the Constitution and Canons of the Episcopal Church and the Diocese of Texas, the Church may be a Parish or a Mission. If and while the Church is a Parish or a Mission, the provisions of the Constitution and Canons of the Episcopal Church and the Diocese of Texas relating to a Parish or a Mission, respectively, shall apply to the Church, including, without limitation, its membership, governing body, officers and employees. Without limiting the generality of the preceding sentence, if the Church becomes a Mission, its Vestry shall thereupon become its Bishop's Committee and its Rector shall become its Priest-in-Charge, and if the Church thereafter becomes a Parish, its Bishop's Committee shall thereupon become its Vestry and its Priest-in-Charge shall become its Rector.

Section 2 Conflict. In the event of any conflict between the provisions of Articles I and II and any other provisions of these ByLaws, including, without limitation, a conflict caused by a subsequent amendment of the Constitution or Canons of the Episcopal Church or the Diocese of Texas, the provisions of Articles I and II shall prevail.

ARTICLE III

VESTRY

Section 1. Powers, Numbers, Vacancies and Term of Office. The Vestry shall be elected and shall hold office as provided in the Canons, and shall have the right, powers, duties and responsibilities of the Vestry as provided in the Canons.

Section 2 Meetings of the Vestry. Subject to Section 1 of this Article, the Vestry may hold meetings, maintain an office and keep the Corporation's books and records at such place or places within the State of Texas as the Vestry may from time to time determine; provided, however, that in the absence of any such determination, such place shall be the Corporation's registered office in the State of Texas.

Section 3. Annual Meetings. Subject to Section 1 of this Article, (a) the annual meeting of the Vestry ("Annual Meeting") shall be held as soon as reasonably possible, and in any event, within thirty (30) business days after the annual Parish meeting wherein the new members of the Vestry shall have been duly elected, and (b) the Annual Meeting may be held at such place as shall be designated by resolution of the Vestry. The purpose of the Annual Meeting shall be to (a) elect officers for the ensuing year and (b) transact such other business as may be properly brought before such meeting. Notice of the Annual Meeting shall be required.

Section 4. Regular Meetings. Regular meetings of the Vestry ("Regular Meetings") shall be held at such times and places as shall be designated, from time to time, by resolution of the Vestry. No notice of Regular Meetings shall be required.

Section 5. Special Meetings. Special meetings of the Vestry ("Special Meetings") shall be held whenever called by the Rector or, upon the written request of a majority of the members of the Vestry, by the Secretary. Notice of Special Meetings shall be required.

Section 6. Notice of Meetings. The Secretary shall give notice of each Special Meeting to each member of the Vestry in person, or by mail, telegraph or telephone at least two (2) calendar days before such meeting. At any such meeting at which every member of the Vestry shall be present, even though without notice, any matter pertaining to the Corporation's purposes may be considered and acted upon; provided, at a Special Meeting, only the matters set forth in the notice of such meeting, and matters all members of the Vestry agree to consider at such meeting may be considered and acted upon.

Section 7. Quorum. Subject to Section 1 of this Article, a majority of the then acting members of the Vestry shall constitute a quorum. If at any meeting of the Vestry there is less than a quorum present, a majority of those present may adjourn the meeting from time to time. The act of a majority of the Vestry present at a meeting at which a quorum is present shall be the act of the Vestry, unless the act of a greater number is required by law, the Articles or the Bylaws.

At all meetings of the Vestry, the Rector shall preside; provided, in the absence of the

Rector, the presiding officer shall be determined by the Constitution and Canons.

The Secretary of the Corporation shall act as secretary of all meetings of the Vestry, but in the absence of the Secretary, the presiding officer may appoint any person to act as secretary of the meeting.

Section 8. Compensation of Presiding Officer. Persons serving as members of the Vestry shall not receive any salary or compensation for their services as members of the Vestry; provided, however, that nothing contained herein shall be construed as precluding any member of the Vestry from receiving compensation in a reasonable amount for personal services rendered (other than services rendered as a member of the Vestry) which are reasonable and necessary in carrying out the Corporation's purposes as the Vestry may from time to time determine.

Section 9. Removal. Any member of the Vestry may be removed as provided in the Constitution and Canons.

ARTICLE IV

OFFICERS

Section 1. Officers, Number, Titles and Term of Office. The officers of the Corporation shall be the Rector, the Senior Warden, Junior Warden, Secretary, assistant Rectors, if any, and such other officers as are authorized or permitted by the Constitution and Canons with respect to the Church. The term of office and duties of the officers shall be governed by the Constitution and Canons, and, subject to the Constitution and Canons, shall be determined by the Vestry.

Section 2 Compensation of Officers. The Rector and assistant Rectors, if any, shall be entitled to compensation. Other officers of the Corporation shall not be entitled to receive salary or compensation for personal services rendered to the Corporation; provided, with the approval of the Vestry, any such officer may receive reasonable compensation for services that are necessary in carrying out the Corporation's purposes.

ARTICLE V

MISCELLANEOUS PROVISIONS

Section 1. Fiscal Year. The Corporation's fiscal year shall be the calendar year.

Section 2 Seal. The Corporation's seal, if any, shall be such as may be approved by the Vestry.

Section 3. Action Without a Meeting by members of the Vestry or Committees. Any

action required by law, the Articles or the Bylaws to be taken at a meeting of the Vestry, or any action which may be taken at a meeting of the Vestry, may be taken without such a meeting if a consent in writing, setting forth the action to be taken, shall be signed by all of the Members of the Vestry.

ARTICLE VI

INDEMNIFICATION AND INSURANCE

Section 1. Definitions. For purpose of this Article VI, the following terms shall have the meanings set forth below:

"Corporation" shall mean the Corporation and, where appropriate in context, shall include the Church as an unincorporated association prior to creation of the Corporation,

"director" shall mean member of the Vestry or Bishop's Committee, as the case may be, of the Corporation, and

"officer" shall mean the Rector, Assistant Rector, if any, and any other officer of the Corporation.

Section 2 Right to Indemnification. Subject to the limitations and conditions as provided in this Article VI, each person who was or is made a party or is threatened to be made a party or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, arbitrative or investigative (hereinafter a "proceeding"), or any appeal in such a proceeding or any inquiry or investigation that could lead to such a proceeding, by reason of the fact that he or she, or a person of whom he or she is the legal representative, is or was a director or officer of the Corporation or while a director or officer of the Corporation is or was serving at the request of the Corporation as a director, officer, partner, venturer, proprietor, trustee, employee, agent, or similar functionary of another foreign or domestic corporation, partnership, joint venture, sole proprietorship, trust, employee benefit plan or other enterprise, shall be indemnified by the Corporation to the fullest extent authorized by the Texas Non-Profit Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than said law permitted the Corporation to provide prior to such amendment) against judgments, penalties (including excise and similar taxes), fines, settlements and reasonable expenses (including, without limitation, attorneys' fees) actually incurred by such person in connection with such proceeding, but if the proceeding was brought by or in behalf of the Corporation, the indemnification is limited to reasonable expenses actually incurred or suffered by such person in connection therewith, and indemnification under this Article VI shall continue as to a person who has ceased to serve in the capacity which initially entitled such person to indemnity hereunder; provided, however, that in no case shall the Corporation indemnify any such person, or the legal representatives of any such person, with respect to any matters as to which such person shall be finally adjudged in any such proceeding to be liable on the basis that personal benefit resulted from an action taken in such person's official capacity, or in which such person is found liable to the Corporation. Any person entitled to indemnification

pursuant to this Article VI is sometimes referred to as an "Indemnified Person."

Section 3. Advance Payment. The Indemnified Person's right to indemnification conferred in this Article VI shall include the right to be paid or reimbursed by the Corporation the reasonable expenses incurred by an Indemnified Person who was, is or is threatened to be made a named defendant or respondent in a proceeding in advance of the final disposition of the proceeding; provided, however, that the payment of such expenses incurred by an Indemnified Person in advance of the final disposition of a proceeding shall be made only upon delivery to the Corporation of a written affirmation by such Indemnified Person of his or her good faith belief that he or she has met the standard of conduct necessary for indemnification under this Article VI and a written undertaking, by or on behalf of such Indemnified Person, to repay all amounts so advanced if it shall ultimately be determined that such Indemnified Person is not entitled to be indemnified under this Section or otherwise.

Section 4. Indemnification of Employees and Agents. The Corporation may indemnify and advance expenses to an employee or agent of the Corporation to the same extent and subject to the same conditions under which it may indemnify and advance expenses to directors and officers under this Article VI; and, the Corporation may indemnify and advance expenses to persons who are not or were not directors, officers, employees or agents of the Corporation but who are or were serving at the request of the Corporation as a director, officer, partner, venturer, proprietor, director, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, sale proprietorship, trust, employee benefits plan or other enterprise against any liability asserted against such person and incurred by such person in such a capacity or arising out of such person's status as such a person to the same extent that it may indemnify and advance expenses to directors under this Article VI.

Section 5. Appearance as a Witness. Notwithstanding any other provision of this Article VI, the Corporation may pay or reimburse expenses incurred by an Indemnified Person in connection with his or her appearance as a witness or other participation in a proceeding at a time when he or she is not named defendant or respondent in the proceeding.

Section 6. Nonexclusivity of Rights. The right to indemnification and the advancement and payment of expenses conferred in this Article VI shall not be exclusive of any other right which an Indemnified Person may have or hereafter acquire under any law (common or statutory), provision of the Articles of Incorporation of the Corporation or the Bylaws of the Corporation, agreement, vote of disinterested directors or otherwise.

Section 7. Insurance. The Corporation may purchase and maintain insurance, at its expense, to protect itself or any Indemnified Person, whether or not the Corporation would have the power to indemnify such person against such expense, liability or loss under this Article VI.

Section 8. Savings Clause. If this Article VI, or any portion hereof, shall be invalidated on any ground by any court of competent jurisdiction, then the Corporation shall nevertheless indemnify and hold harmless each Indemnified Person as to costs, charges and expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement with respect to any action, suit or proceeding, whether civil, criminal, administrative or investigative to the full extent permitted by any applicable portion of this Article VI that shall not have been invalidated and to the fullest extent permitted by applicable law.

Section 9. Limitation on Indemnity. Notwithstanding any provision of this Article VI to the contrary, the liability of the Corporation under this Article VI is limited to the proceeds and benefits of insurance, if any, actually paid or received with respect to the matter or event giving rise to any proceeding which constitutes a basis for the indemnity provided for in this Article VI; provided, the Vestry or Bishop's Committee, as the case may be, may, in the exercise of its sole discretion, waive or qualify this limitation in specific cases.

ARTICLE VII

AMENDMENTS

These Bylaws may be altered, amended or repealed by the affirmative vote of a majority of the then acting members of the Vestry at any Annual Meeting, Regular Meeting or Special Meeting, if written notice is given of the meeting and notice of the proposed amendment is contained in the notice of such meeting; provided, no such alteration, amendment or repeal shall be effective unless and until the same has been approved in writing by the Bishop; or, if the office of Bishop is vacant, by the Ecclesiastical Authority of the Diocese of Texas, which approval shall be evidenced by the signature of the Bishop or the Ecclesiastical Authority, as the case may be, on a document evidencing such alteration, amendment or repeal.

ARTICLE VIII

MISCELLANEOUS

Subject to the provisions of Articles I and II hereof, and unless expressly stated below to the contrary, subject to the provisions of Article III through and including Article VII of these Bylaws:

Section 1. Committees. The Vestry may, by resolution or resolutions passed by a majority of the whole Vestry, designate one or more committees, each of which shall consist of one or more members of the Vestry and shall have such power and authority as shall be provided in said resolution or resolutions; provided, that each committee shall report to the Vestry and no committee, shall have any authority to act by or for the Corporation or the Vestry, except only the authority, if any, expressly delegated to it by these Bylaws or by resolution of the Vestry and such implied authority as is necessary and proper for the exercise of such express authority. Each committee shall keep regular minutes of its proceedings and report them to the Vestry at the Regular Meeting of the Vestry next following the committee's proceedings or as soon thereafter as is practical. At all meetings of each committee the presence of a majority of its members shall be necessary and sufficient to constitute a quorum for the transaction of business, and the act of a majority of the members present at any such committee meeting at which there is a quorum shall be the act of that committee, except as may be otherwise provided by law or the Articles of Incorporation or these Bylaws.

CERTIFICATE OF SECRETARY

I hereby certify that these Bylaws were adopted by the Vestry of Calvary Episcopal Church, Richmond on the 8th day of February, 1992.

Martha C. Roberts

Name:

Title: Secretary

APPROVAL OF THE BISHOP

Approved on the ___ day of _____, 1992.

Maurice M. Benitez

The Rt. Rev. Maurice M. Benitez, D.D.,
Bishop of the Episcopal Diocese of Texas

Canon 9 THE VESTRY⁴

Section 9.1

Election at Parish Meetings

In each Parish shall be chosen from the qualified voters not less than three nor more than eighteen communicants to serve as members of the vestry. The number and the manner of electing the same shall be determined from time to time by the Parish at the annual Parish Meeting. The Parish Meeting at which the election takes place may be held no earlier than October 1st nor later than the annual Parish Meeting, as the vestry may determine, public notice of such election in any case to be given during the stated services the two (2) Sundays preceding; provided that, except to fill vacancies, the vestry members so elected shall not take office until the adjournment of the annual Parish Meeting, which shall be held on the first Monday in January or as soon thereafter as convenient, public notice of such annual Parish Meeting in any case to be given during the stated services the Sunday preceding.

(a) Members of the vestry shall regularly be elected to serve for three years, and shall hold office until their successors are elected and qualified, and their terms shall be so arranged that one-third shall go out of office each year. In new Parishes, when the Vestry is first chosen, one-third of the Vestry shall be chosen for one year, one-third for two years, and one-third for three years, the full term thereafter to be three years.

(b) No person shall serve as member of the Vestry until he or she shall have subscribed to the following declaration:

"I am persuaded that the Holy Scriptures contain all doctrine required as necessary for eternal salvation through faith in Jesus Christ; and I accede to the Doctrine, Discipline, and Worship of the Protestant Episcopal Church."

(c) In case a vacancy shall occur, the Vestry shall fill the vacancy until the next annual election by electing a communicant from the qualified voters of the Parish, and the Congregation shall then fill the unexpired term. Members of the Vestry chosen to fill unexpired terms, shall, like those elected for full terms, be communicants and qualified voters of the Parish.

(d) No retiring member of the Vestry elected by the Congregation for a full term, shall be eligible for re-election until a period of one year shall have elapsed, unless approved in writing by the Bishop.

⁴ Excerpt from CONSTITUTION & CANONS of the Episcopal Church in the DIOCESE OF TEXAS, Edition of 2000

Section 9.2

Persons Eligible to Vote -- Definitions of Confirmed Communicant and Communicant in Good Standing

Men and women at least 16 years of age, who are enrolled confirmed communicants in good standing of the Parish, are entitled to vote for members of the Vestry and upon all questions requiring the action of the Congregation, but none shall be admitted to serve as members of the Vestry except those who are at least 18 years of age. Voting may be by absentee ballot under such rules and regulations as may have been established at a prior Parish Meeting.

For the purpose of Canon 9.2, an enrolled communicant in good standing of a Parish is a communicant in good standing who is enrolled as such in the records of such Parish.

For purpose of the Canons, a confirmed communicant or confirmed communicant in good standing is a communicant or communicant in good standing who has been confirmed by a Bishop of the Episcopal Church or a Bishop of a Church in communion with the Episcopal Church or has been received into the Episcopal Church by a Bishop of the Episcopal Church.

For purpose of the Canons, a communicant in good standing is a communicant 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.

Section 9.3

Presiding Officers at Parish Meetings

At all meetings of the Congregation or Vestry, the Rector, the Senior Warden, or the Junior Warden, taking precedence in the order named, shall have the right to preside; but, unless otherwise provided by Parochial legislation, the Congregation may name its own election managers.

Section 9.4

Elections to be Certified

The managers shall certify in writing the result of any election by the Congregation to the Rector, if there be one, and to the Junior Warden, to be laid before the retiring Vestry.

Section 9.5

Regular and Special Meetings

The Vestry shall meet as may be required by Parochial regulations, and whenever called by the Rector; if the office of Rector is vacant, by the Senior Warden; or by a majority of the members of the Vestry.

Section 9.6

Wardens, Officers and their Qualifications

At the first meeting of the Vestry after the annual election there shall be chosen a Senior Warden and a

Junior Warden, both to be members of the Vestry, and such other officers as Parochial regulations may provide. The Rector shall have the right to name the Senior Warden and the Sunday School Superintendent. None but confirmed communicants shall be eligible to serve as Wardens or Sunday School Superintendents.

Section 9.7

Clerk

At the first meeting of the Vestry after the annual election thereof, or as soon thereafter as practical, the Vestry shall elect or appoint a Clerk, who need not be a member of the Vestry. It shall be the duty of the Clerk to keep record of proceedings of the Vestry and to perform such other duties as shall be directed by the Vestry or required by the Canons.

Section 9.8

Treasurer

At the first meeting of the Vestry after the annual election thereof, or as soon thereafter as practical, the Vestry shall elect or appoint a Treasurer, who need not be a member of the Vestry. It shall be the duty of the Treasurer of the parish to receive all moneys contributed to the church through the parish, to make whatever disbursements are required by Canon, the Council, or authorized by the Vestry. Specifically, the Treasurer shall conduct the affairs of the Treasurer's office in accordance with the provisions of Canon 8.6(b) and Canons 13, 14, 18, and 19. The Treasurer shall keep account of all monetary transactions, and provide the diocesan officers, the Rector, Priest-in-Charge and the Vestry and its members such reports as each may from time to time require. The Treasurer shall reimburse the Rector, Priest-in-Charge, and the Wardens for actual expenses necessarily incurred in the performance of the duties required of them by Canons or as directed by the Vestry. The receipt of the Rector, Priest-in-Charge, or the Wardens shall be a proper voucher, such receipt stating the item of expense.

Section 9.9

Authorities and Duties -- Rules and Reports

The Vestry shall establish rules and keep a record of its proceedings; it shall report to the Secretary of the Diocese the result of the annual Parish election; it shall supply any vacancy in the Rectorship of the Parish; it shall administer the temporal concerns of the Church in the Parish; it shall provide for the prompt payment of all liabilities incurred; it shall maintain order in and about the Church building during divine services; and it shall in general assist the Minister in carrying on the work of the Church in the Parish in all things appropriate. By two-thirds vote of the whole membership, approved by the Rector, the Vestry may remove any member of the Vestry whose conduct may tend to bring reproach on the Church.

Canon 10 THE WARDENS⁵

Section 10.1

Care and Use of Church Building

The Wardens shall have a care that the Church building shall be kept free from all secular uses, and that it be opened for all services, rites, ceremonies, or other purposes, either authorized or approved by the Protestant Episcopal Church in the United States of America and in this Diocese and for no other purpose, and that it be kept in good repair as becometh the House of God.

Section 10.2

Service Books and Records

The Wardens shall provide for the Parish such service books as may be necessary to maintain properly the services of the Church. They shall provide all necessary record and registration books and, if there be no Minister, they shall make or cause to be made all registrations required by these Canons.

Section 10.3

Provision for Church Services

They shall provide the elements for the administration of the Holy Communion and, when necessary, the Ecclesiastical vestments for the Minister in which to conduct the services of the Church. .

Section 10.4

Provision for Public Worship

Whenever there is a vacancy in the Rectorship, they shall provide for the maintenance of public worship by clerical or lay services as circumstances may permit. They shall perform all duties pertaining to proper maintenance of the services of the Church.

Section 10.5

Care of Church Property

The care of all secular and property matters shall devolve upon the Wardens, but no expense shall be incurred by either unless with the consent of the Vestry.

⁵ Excerpt from CONSTITUTION & CANONS of the Episcopal Church in the DIOCESE OF TEXAS, Edition of 2000

Section 10.6

Annual Parish Report

At the annual meeting of the Congregation, provided for in Canon 9, Section 9. 1, it shall be the duty of the Wardens to present the annual report.

Section 10.7

In Warden's Absence

In the absence of the Wardens their several duties shall devolve upon the members of the Vestry.