



Church of the Epiphany - Herndon

A member of the Anglican Communion in Virginia

*To stand For Jesus Christ, grow together as God's family and
make Him known through the power of the Holy Spirit*

BYLAWS

OF

CHURCH OF THE EPIPHANY, HERNDON

As Adopted by the Vestry on September 11, 2007

Amendments	
Approved	Change
November 13, 2007	Modified/Clarified Article III - Membership
January 15, 2008	Modified Article VIII C. – Nominating Committee

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PREAMBLE

The Vision of Church of the Epiphany, Herndon, is

To stand for Jesus Christ, grow together as God's family and
make Him known through the power of the Holy Spirit

Our mission is to accomplish our vision by building spiritually mature individuals and families, by worshipping through liturgy and praise, and by experiencing the presence of the living God. We place a high priority on the care and growth of our children and youth. We are dedicated to providing assistance to the needy in our community. We exist and do all things so that others may know that through Jesus Christ salvation is for everyone.

These bylaws govern the activities of Church of the Epiphany, Herndon (also referred to herein as "the Church" or "the Parish", as the context requires) and are intended to reflect our purposes, our vision, and our faith in ways that enable the Church to effectively fulfill its mission.

ARTICLE I NAME AND LOCATION

Church of the Epiphany, Herndon, 3301 Hidden Meadow Drive, Herndon, Virginia 20171, is a church organized for the worship of Almighty God and incorporated pursuant to the Virginia Non-Stock Corporation Act, Title 13.1, Ch. 10, Code of Virginia (the "Church").

ARTICLE II PURPOSE

The Church, founded in the Anglican tradition within the Worldwide Anglican Communion, is dedicated to the worship of Almighty God in accordance with the Principles set forth in its Articles of Incorporation, dated January 11, 2007.

ARTICLE III MEMBERS

A. Membership. All persons who have received the Sacrament of Holy Baptism with water in the Name of the Father, and of the Son, and of the Holy Spirit, whether in this Church or in another Christian Church, and whose Baptisms have been duly recorded with the Parish Office, are members thereof.

B. Membership List. a) The Parish Office shall maintain a list of members. This list shall include for each member:

1. Full name, address and other contact information;
 2. Other biographical information (gender, age, birth date, marital status, etc.);
 3. Baptismal date; and
 4. Date and evidence of confirmation or reception.
- b) The Parish Office shall also maintain a record of the dates of Membership Classes attendance and completion.

C. Eligible Voters. a) Except as noted in paragraph III.C.b and paragraph III.D, Eligible Voters are those Members of the Church, per paragraph A above, who have:

1. Have been confirmed or received by a Bishop of a Province of the Worldwide Anglican Communion;¹ and
 2. Who are sixteen years of age or older.
- b) No person shall be an Eligible Voter in this Parish while at the same time holding equivalent status in another church or parish regardless of denomination.

D. Grandfather Clause. A person who was eligible to vote in the parish at the time of its incorporation is considered to be an Eligible Voter if all of the following are true:

- a) The person qualifies as a member pursuant to paragraph III.A, above.
- b) The person has not notified the Parish Office of their relinquishment of such membership; and
- c) The person does not hold a similar status in another parish or church.

ARTICLE IV ANNUAL AND SPECIAL CHURCH MEETINGS

A. Annual Meeting. a) An Annual Meeting of the Church shall be held for the purposes of reporting on the year just concluded and the year ahead, including a report from the Rector, a report from the Treasurer and a report from the Vestry, transaction of other business specified by the Rector and Vestry, for the election of the Vestry, and for the election of the Nominating Committee for the succeeding year.

b) Except as noted in paragraph IV.A.c), the annual meeting shall be held between September 1 and the Sunday preceding the regularly scheduled November Vestry meeting.

c) For the year 2007, the election of members of the Vestry and other business as specified by the Rector and Vestry shall be held in the month of November. A

¹ For the purposes of this section the Bishop conferring Confirmation or Reception is considered a part of the World Wide Anglican Communion if he or she was considered such at the time of the act.

second part of the Annual meeting to report on the year past and look forward to the year ahead shall be held in the month of January, 2008.

B. Special Meetings. Special Meetings of the Church may be called at any time by any of the following: the Rector; a majority of the Vestry; both Wardens; or, if they decline, by ten Eligible Voters of the Church. All notices of any Special Meeting shall clearly state the purpose and agenda of the meeting as specified by the Rector, Associate Rector, or Vestry, and no matters may be considered at a Special Meeting unless set forth in such notices. The presiding officer at any Special Meeting shall be as set forth in paragraph IV.G of these bylaws irrespective of how the meeting was called. The presiding officer may require that any one or more matters decided at any Special Meeting be voted upon by written ballot.

C. Place of Meetings: The annual meeting and all special meetings shall be held on the Parish premises unless the Vestry determines, for good cause, that any such meeting shall be held at some other reasonably convenient location.

D. Notice of Meetings and Agendas: a) Notice of the Annual Meeting and all Special Meetings shall be given during Sunday morning services on not less than two (2) consecutive Sundays prior to the meeting; shall be published in the service bulletin for said two (2) Sundays; or shall be mailed to all Eligible Voters at a reasonable time in advance of the meeting. Notice given in the edition of the monthly Parish newsletter immediately preceding the meeting shall comply with the requirements of this paragraph provided that the newsletter is sent by USPS at least two weeks in advance or by email at least one week in advance.

b) Copies of the Agenda and outlines of the Rector's Report, the Vestry Report, the Treasurer's Report, and the Parish Budget shall be available to Members of the Parish through the Parish Office or on the Parish website at least seven (7) days prior to the Annual Meeting. For the purposes of this paragraph availability of the Annual Report shall satisfy this requirement.

E. Quorum and Adjourned Meetings: The quorum for Annual and Special Meetings shall be ten (10%) percent of the total number of Eligible Voters. In the absence of a quorum at an Annual or Special Meeting a majority of Eligible Voters present may adjourn the meeting to a time certain for the purpose of conducting an Adjourned Meeting. A majority of those present shall constitute a quorum for an Adjourned Meeting. Any business to be conducted at the previous meeting may be conducted at the Adjourned Meeting; provided, however, that no Adjourned Meeting shall consider or take any action with respect to election or removal of the Vestry, any capital expenditures, or the purchase, sale, lease, or encumbrance of real property of the Parish, or the amendment of these bylaws.

F. Requirements for Official Action: a) Except as set forth in subparagraph (b) of this paragraph, a Parish meeting may act by (1) the larger of a majority of Eligible Voters that are present or a majority of the quorum, or (2) by a majority of Eligible Voters attending an Adjourned Meeting.

b) Matters relating to the purchase, sale, or encumbrance of real property of the Parish shall require the affirmative vote of the larger of two-thirds (2/3) of the Eligible Voters that are present, or two-thirds (2/3) of the quorum.

G. Conduct of Meetings: The Rector, or in his absence the Associate Rector, the Senior Warden, or the Junior Warden, in that order, shall preside at any meeting. The Register of the Vestry, or in the absence thereof, a person appointed by the presiding officer, shall record the minutes of the meeting. The Vestry, at any time in advance of any meeting, may appoint a Parliamentarian, and if none has been appointed the presiding officer at any meeting may appoint a Parliamentarian for that meeting. Except as provided in paragraph IV.E, the agenda for an Adjourned Meeting may include any items permitted to be considered at an Annual Meeting, but shall not include any other items.

ARTICLE V VESTRY

A. Duties of Vestry. (a) Except as stated in (b) following, the business and affairs of the Church shall be managed by the Vestry, who shall make provision for the support of the Rector and for the other necessary Church expenses. In addition to the powers set forth in the Articles of Incorporation, *supra*, and these Bylaws, the Vestry shall have all of those powers granted corporations by the laws of Commonwealth of Virginia now or in the future, including those set forth in the Virginia Non-Stock Corporation Act, *supra*, and that are not prohibited by federal or state law.

(b) In the case of schism within the Church or within any other denominational entity with which the Church is now or hereafter affiliated, the Vestry shall consider all questions of ownership, management, and disposition of the real and personal property of the Church, and any and all questions as to whether the Church should maintain, discontinue, or institute any denominational affiliation with any other entity. The Vestry shall call a Special Meeting of the Parish to publish the Vestry recommendations related to these issues and the procedures to be followed for making any decisions related to the ultimate disposition of the Church. These bylaws shall apply unless otherwise dictated by church, state, or federal law.

B. Composition of Vestry. The Vestry shall consist of the Rector and the Associate Rector *ex officio*; and twelve Lay Members, including a Senior Warden, a Junior Warden, and ten (10) other Vestrymen or Vestrywomen.

C. Qualifications of Vestry. Only Eligible Voters who are eighteen years of age or over shall be eligible to serve as a Member or Officer of the Vestry. Prior to commencing service, each Officer or Member of the Vestry shall affirm: (1) a personal commitment to the Principles set forth in the Articles of Incorporation², *supra*; (2) a pledge to serve without any conflict of interest; and (3) pledge to honor the confidentiality of all confidential materials accessed during the term of service, which confidentiality shall continue indefinitely after the conclusion of the term of service.³

D. Nomination and Election of Vestry Members. a) Each year at the Annual Meeting, one-third of the total number of Vestry Members shall be elected to hold office for three (3) years. The Nominating Committee shall present at least as many candidates for election as there are positions to be filled. Each candidate for election to the Vestry shall provide background information on forms, and at times, prescribed by the Rector or someone designated by him to do so. The names and background information with respect to all nominees shall be mailed to all Eligible Voters. Inclusion of such information in the edition of the monthly Parish newsletter immediately preceding the meeting shall comply with the requirements of this paragraph. Notice in the Parish newsletter that the informational materials are available on the Parish website also shall comply with any requirements of this paragraph. Copies of all materials shall be available in the Gathering Place.

b) Any Eligible Voter who is present at any Annual Meeting and has prayerfully consented to the Qualifications in V.C may be nominated "from the floor" and have such nomination seconded by an Eligible Voter. There shall be no nominating or seconding speeches. The presiding officer shall inquire of the nominee if he or she has consented to be nominated and to fulfill the obligations of the Vestry. Upon giving an affirmative answer the nominee shall be afforded not more than five (5) minutes to address the meeting. Any person nominated from the floor may distribute written biographical information of the form provided by the nominees on the ballot, not to exceed two (2) pages, if the same is available at the time.

c) The form of ballots, and any other voting and counting procedures shall be as determined by the Vestry and stated prior to the vote.

d) Members of the Vestry shall continue in office until their successors are installed. Newly elected Vestry Members will be installed on the Sunday in January immediately preceding the regular January meeting of the Vestry. Retiring Vestry Members shall be eligible for election after one year.

e) Should a vacancy occur among the Members of the Vestry during the year between Annual Meetings, the Vestry shall have power to fill the same until the next Vestry election at which time the position shall be filled by election for the remainder of the term. The person selected to fill the vacancy may run for election at that time.

² See Exhibit A for an excerpt from the Articles of Incorporation Principles

³ See Exhibit B for a sample of the Vestry Member Declaration to be agreed to before election and signed upon installation in the presence of the congregation.

E. Election of Senior and Junior Wardens. Each year, the Rector shall appoint the Senior Warden from among Vestry Members to hold office for one (1) year, subject to the approval of the Vestry. The Senior Warden shall be eligible to hold office for succeeding terms. Each year, the Vestry shall nominate and elect the Junior Warden from among its Members to hold office for one (1) year. The Junior Warden shall be eligible to hold office for succeeding terms. This election may take place prior to the new Vestry taking office but the nominees and voting members are those who will make up the Vestry for the current year.

F. Limitation of Liability. No Officer or Member of the Vestry shall be personally liable for monetary damages for any action taken, or any failure to take action, in the course of performing the duties as Officer or Member of the Vestry unless the Officer or Member of the Vestry has breached or failed to perform the duties of office in compliance with the Virginia Non-Stock Corporation Act, *supra*, and the breach or failure constitutes self dealing, willful misconduct, recklessness, the violation of any criminal statute, or the failure to pay taxes pursuant to federal or state law.

G. Indemnification. The Vestry may indemnify its members to the full extent allowed by the Virginia Non-Stock Corporation Act, *supra*, and may meet any such indemnification obligations through the purchase of insurance.

H. Resignation and Removal. a) At any Annual or Special Meeting of Eligible Voters duly called for the purpose, any one or more Vestry Members may be removed with or without cause by a majority of Eligible Voters present and voting at such meeting and a successor or successors there be elected to fill the vacancy or vacancies thus created. Any Vestry member whose removal has been proposed shall be given an opportunity to be heard at such meeting prior to any vote.

b) Any member of the Vestry who the Rector or the Vestry has determined no longer is a Member of the Church shall not be eligible to continue to serve on the Vestry. If such person has not resigned from the Vestry the Rector shall request that he or she do so forthwith. Within seven (7) days after such resignation or the Rector's request for the same, whichever occurs first, a vacancy shall be deemed to exist with respect to that particular Vestry seat, and the Rector thereupon shall advise the Vestry in writing that the vacancy exists. Any member of the Vestry may be removed by the Rector for the unexcused absence from three (3) consecutive regular Vestry meetings.

c) Any member of Vestry may be removed for good cause by a vote of three-fourths (3/4) of the total members of Vestry and the approval of the Rector. The member sought to be removed shall not vote on questions relating to his or her removal.

ARTICLE VI VESTRY MEETINGS

A. Regular Meetings. A regular meeting of the Vestry shall be held each month. The place and time shall be advertised to the parish.

B. Special Meetings. Special meetings of the Vestry may be called by the Rector or the Senior Warden of the Vestry. Whenever three members of the Vestry request it, the Rector or Senior Warden shall call a special meeting. In calling a special meeting, the business to be transacted shall be specified by the Rector or Senior Warden and no other business shall be transacted.

C. Notice of Meetings. Notice of all regular and special meetings of the Vestry shall normally be given at least twenty-four hours before the time appointed for the meeting. Notice may be given by telephone, during church services or via e-mail.

D. Quorum and Vestry Action. a) Two-thirds of the lay members of the Vestry shall be necessary to form a quorum at a regular or special meeting of the Vestry. In the absence of a quorum, the meeting may be held, but no business requiring a vote of the Vestry shall be transacted.

b) The Rector, or in his absence the Associate Rector, the Senior Warden, or the Junior Warden, in that order, shall preside at any meeting of the Vestry.

c) The presiding officer at any meeting of the Vestry shall, upon calling the meeting to order, declare whether a quorum is present, and if not present may declare the presence of a quorum at any time the same becomes apparent. After a quorum has been established at any meeting of the Vestry, the Vestry may act on any matters before it by a majority vote of the members then present and voting, except in cases where a different fraction for official action by the Vestry is specifically required by these bylaws.

E. Minutes of Meetings: The minutes of each Vestry meeting shall be presented at a subsequent meeting for approval. The original copies of approved meeting minutes shall be the property of the Parish and shall be maintained by the Parish Secretary in Parish records.

F. Open and Closed Meetings: a) Any Member of the Church may attend any Regular or Special Meeting and submit any written information to the Vestry, but shall not participate in any meeting without approval of the Rector, or a majority of the Vestry.

b) At its discretion and for good cause, the Vestry by a majority vote, or the Rector, may close an open meeting or hold a closed meeting. Only Vestry members, the Rector, and persons invited by a majority of the Vestry, or the Rector, may attend a closed meeting. The fact that a meeting is or has been closed shall be noted in the minutes of the meeting.

G. Action Without A Meeting: Any action that could be taken by the Vestry at a meeting can be taken without a meeting if three-fourths (3/4) of the members of the Vestry, and the Rector, consent in writing (including e-mail) to the adoption of a resolution that authorizes or describes the action, and if there are no dissenting votes with respect to the proposed action. The resolution and written consents shall be signed by the Rector and the members of the Vestry, and shall be filed with the Register of the Vestry. Any resolution adopted pursuant to this paragraph shall be noted, along with a statement of the subject or subjects of the resolution, in the minutes of the immediately following meeting of the Vestry under the heading of "Interim Actions."

H. Meetings By Conference Telephone: Any Special Meeting of the Vestry may be conducted through the use of a conference telephone or other communications equipment by means of which all persons participating in the meeting can communicate with each other. Participation in such meeting shall constitute attendance and presence in person at the meeting of the person or persons so participating.

ARTICLE VII OFFICERS

A. Senior Warden. The Senior Warden shall be the senior Lay Officer of the Church and Corporation. In the absence of the Rector and Associate Rector if there be one, or during a vacancy in the Cure⁴, he shall preside at Meetings of the Church and Meetings of the Vestry, he shall oversee the administrative management of the Church and shall be responsible for the maintenance of worship in the Church. In addition, the Senior Warden shall perform such other duties as may be assigned to him by the Rector.

B. Junior Warden. The Junior Warden shall rank next to and after the Senior Warden. In the absence of the Senior Warden, the Junior Warden shall assume the duties of the Senior Warden. The Junior Warden shall perform such other duties as may be assigned to him by the Senior Warden or the Vestry.

C. Vestry Register and Treasurer. The Treasurer of the Church and Register of the Vestry shall be appointed by the Vestry annually at the regular meeting of the Vestry next following the Annual Meeting or subsequently whenever a vacancy shall occur and shall have the responsibilities set forth in Articles X and XI of these Bylaws, respectively. The Register shall be selected from the membership of the Vestry. The Treasurer may be, but need not be, a member of the Vestry. The Treasurer shall not serve more than three (3) consecutive one-year terms, excluding any unexpired

⁴ Cure of Souls - (Latin cura animarum), technically, the exercise of a clerical office involving the instruction, by sermons and admonitions, and the sanctification, through the sacraments, of the faithful in a determined district, by a person legitimately appointed for the purpose.

term. The Treasurer may serve beyond the third one-year term until a successor is selected.

D. Parish Representatives. The Vestry shall annually appoint delegates and alternates to represent the parish at appropriate synods, councils, and conventions.

ARTICLE VIII COMMITTEES

A. Finance Committee. A Finance Committee including one or more members of the Vestry shall be appointed by the Vestry. The Finance Committee shall provide assistance in financial matters to the Rector and the Vestry and, together with the Vestry, shall oversee the Treasurer.

B. Buildings and Grounds Committee. A Buildings and Grounds Committee including one or more members of the Vestry and the Building Manager shall be appointed by the Vestry. The Buildings and Grounds Committee shall examine the Church property from time to time and shall report to the Vestry any repairs exceeding \$1000 or other work necessary for its proper maintenance.

C. Nominating Committee. a) The Nominating Committee shall consist of the retiring members of the Vestry and two Eligible Voting Members of the Church elected as members-at-large. The members-at-large shall serve a two year term and shall not succeed themselves. The terms of each of the members-at-large shall be staggered so that one position is filled each year, election to take place during the Annual Meeting or such other parish meeting as the Vestry shall determine.

b) The Nominating Committee shall prepare a slate of nominees for each office to be filled at the Annual Meeting of the Church and Corporation. The Report of the Nominating Committee shall be read at the Annual Meeting prior to the election of officers, and shall contain a certification that all nominees have consented to serve if elected. In addition, the Nominating Committee shall submit at least one name for election to the Nominating Committee as Member-At-Large.

D. Additional Committees. Additional committees, consisting of two or more Eligible Voters of the Church, at least one of whom shall be a Member of the Vestry, shall be organized to assist the Rector in the mission of the Church.

E. Special Committees. Special committees for any lawful purpose, consisting of two or more Eligible Voters of the Church, at least one of whom shall be a Member of the Vestry, may be appointed on an ad hoc basis by the Rector, or, during his absence or during a vacancy of the Cure, by the Presiding Officer of the Vestry. The responsibilities of such special committees shall be stated at the time of their appointment.

ARTICLE IX THE RECTOR

A. Election, Term and Qualifications. The Rector of the Church shall be elected by an affirmative vote of three-quarters of the lay members of the Vestry at a meeting duly convened. His term shall be until age 72, unless terminated earlier by a unanimous vote of the Vestry. He must be a lawful Minister of Christ in the Worldwide Anglican Communion and acceptable to the Bishop of the diocese, convocation or district to which the church is affiliated.

B. Corporate Duties. The Rector shall preside at all Church and Vestry Meetings. In the Rector's absence, the Associate Rector, if there be any, shall preside or if both the Rector and the Associate Rector are absent or if there shall be a vacancy in the Cure, the Senior Warden followed by the Junior Warden shall preside.

C. Committees. The Rector shall be a voting member ex officio of all standing and special committees of the Church and Vestry.

D. Associate Rector. The Rector may appoint an Associate Rector with the concurrence of the Vestry. The person so appointed must be a lawful Minister of Christ in the Worldwide Anglican Communion and acceptable to the Bishop of the diocese, convocation or district to which the church is affiliated. The Associate Rector shall assist the Rector in worship and ministry. The Associate Rector shall assume the Rector's Corporate Duties during the temporary absence of the Rector (e.g. vacation, illness, sabbatical, etc.). The Associate Rector shall offer his or her resignation to the Vestry upon the vacancy of the position of Rector.

ARTICLE X FISCAL MANAGEMENT

A. Fiscal Year. The fiscal year for the Parish shall be from July 1 through June 30.

B. Financial Affairs. The financial affairs of the Church shall be the responsibility of the Vestry and of the Finance Committee both to whom the Treasurer is responsible.

C. Financial Books and Records. The Treasurer shall receive and account for all moneys belonging to the Church in accordance with generally accepted accounting principles and practices. The Treasurer and all other persons with check-writing or withdrawal authority over any Church account shall be bonded in an amount and by a surety approved by the Vestry. The Treasurer shall maintain all Church financial records in a secure and fireproof location on Church property.

D. Accounts. The Treasurer, or his appointee, shall deposit all moneys in the name of the Church in such banking depositories as the Vestry may designate and approve.

E. Treasurer's Authority to Make Payments. The Treasurer shall pay out no money without the approval of the Vestry except as hereinafter provided. He shall pay regularly and when due the salary of the Clergy, the administrator, and other church staff, and all charges for the normal and customary functioning and administration of the Church and the care and maintenance of its buildings and appurtenances; provided however, that payment for other than the salary of the Clergy, the administrator, and the staff, shall not be made without the approval of the Vestry when there is doubt as to whether there are sufficient funds for more than these.

F. Limitations on Treasurer's Authority to Incur Debt. The Treasurer shall incur no indebtedness on behalf of the Church without the specific approval of the Vestry.

G. Treasurer's Reports. The Treasurer shall report and furnish a statement of the condition of the Treasury at regular meetings of the Vestry and at the Annual Meeting of the Church.

H. Safekeeping of Records. The Treasurer shall be the custodian of the securities, deeds, other evidences of property and insurance policies belonging to the Church, and shall keep them in safe deposit in a banking depository designated and approved by the Vestry.

I. Insurance. The Treasurer shall regularly renew any insurance policies authorized by the Vestry on property belonging to the Church, and he shall report to the Vestry any additional requirements for insurance.

J. Endowment Funds. The Endowment Funds of the Church shall be maintained in a commercial agency or custodial account which shall invest and reinvest the same and shall pay the income thereon in accordance with customary business and commercial practice. The Vestry may appoint a committee or an individual to oversee the investment of the Endowment Funds. In appointing such a committee or individual, the Vestry shall be guided in its selection on the basis of the knowledge, abilities and sound judgment of the persons or person appointed, and such persons or person need not be Members of the Church.

ARTICLE XI CORPORATE BOOKS AND RECORDS

A. Maintenance of Corporate Book. The Register of the Vestry shall keep the corporate book of the Church as a permanent record that shall contain the articles of incorporation, Bylaws, Vestry and Church resolutions, and minutes of Vestry and Church Meetings, consents and waivers and like corporate records.

B. Minutes. The Register of the Vestry shall attend all Meetings of the Church and all meetings of the Vestry. He or she shall take minutes of their proceedings and shall enter them in a Record Book provided by the Church for that purpose. In the absence of the Register the Vestry may designate a person in attendance to take minutes of the proceeding.

C. Authentication of Church Records. The Register shall authenticate all resolutions, documents and extracts from the Church records. In addition, the Register shall perform such other duties as are usually required of a Secretary, including the conduct of correspondence for the Vestry as its agent.

ARTICLE XII AMENDMENTS

A. By the Vestry: Amendments or additions to these Bylaws shall be submitted in writing at a regular meeting of the Vestry immediately prior to the regular meeting at which they are proposed for adoption. Such amendments or additions to the Bylaws shall require a two-thirds majority vote of the entire Vestry voting for adoption. All amendments or additions to these Bylaws shall be published in the newsletter or other public means to inform the members of the parish as soon after as is possible and a summary of all amendments shall be presented to the congregation as a part of the Vestry Report during the Annual Meeting.

B. By a Member of the Parish: Amendments or additions to these Bylaws may be proposed by a member of the Parish. The proposed changes shall be submitted in writing to the Vestry at a regular meeting. The Vestry shall consider proposals submitted by the member and may take action to adopt the proposal, reject the proposal or refer the proposal for consideration by the Members of the Parish. If the proposal is rejected by the Vestry, the member may obtain the signature of 10 Eligible Voters on a petition requesting the Vestry to present the proposal to the Members of the Parish. The Vestry will cause proposals submitted by such a petition to be included with the agenda for a meeting of the parish (usually the Annual Meeting). Such amendments or additions to the Bylaws shall require a two-thirds majority vote of a quorum of Eligible Voters.

ARTICLE XIII STEWARDSHIP

A. Stewardship Objectives: Financial support for the Parish ensures its well-being and provides funds to enable the Parish to pursue its mission. No specific amounts shall be required for a parishioner to be a Member or Communicant within the Parish. All persons, however, are expected to answer the call of the Parish by pledging and providing financial support. The Parish subscribes to the biblical standard of a tithe (10% percent) from income, and the Parish will use that standard as the ideal toward which parishioners should strive.

B. Development Activities: (a) We believe that through faith and the voluntary support of our parishioners inspired by the Holy Spirit, the basic operating expenses of the Parish can be met, and that the Parish should not engage in programs to raise additional funds for such purposes from those who are Members of the Parish and already have pledged their financial support to the Parish.

(b) This paragraph shall be implemented by the Rector, and nothing in subparagraph (a) of this paragraph shall be interpreted to prevent reasonable charges or proper and fitting solicitations with respect to matters approved by the Rector that do not fall within the intent of subparagraph (a).

C. Special Gifts: (a) All gifts, bequests, and devises, other than financial instruments, require approval of the Vestry prior to acceptance by the Church.

(b) The Parish shall use its best efforts to utilize all gifts, bequests, and devises for the purposes, if any, for which they were made. If, however, because of the passage of time, unanticipated circumstances, or any other reason, it is not practical or feasible to utilize any gift, bequest, or devise for its intended purpose, the Vestry shall, to the extent permitted by applicable law, use the property for the purposes and benefit of the Parish in a way that most closely approximates, in the sole judgment and discretion of the Vestry, the originally intended purpose.

D. Other Gifts and Memorials: No thing or object intended as a permanent or temporary addition to the Church or Parish property shall be accepted as a gift or memorial without the approval of the Rector and the Vestry. All things and objects so accepted may be removed, and returned or disposed of, when deemed necessary by the Rector and the Vestry.

Exhibit A
Articles of Incorporation
IV. PURPOSE

The purpose for which the corporation is formed is the worship of Almighty God in accordance with the following Principles by which the Members of the Church affirm that the Church was founded in the evangelical tradition within the Anglican Communion and do accept, witness, and proclaim their affirmation of and witness to the One Holy Catholic and Apostolic Church. The Church's Members do affirm:

- I. The Authority of Holy Scripture as the Word of God, summarized in the Apostles' and Nicene Creeds, taught by the Fathers, and defined in the General Councils of the Church.
- II. The Holy Sacraments as the guaranteed means of Grace through which Christ is known and present, and especially:
 - Holy Baptism with water in the name of the Holy Trinity, and Confirmation by a Bishop in the Apostolic line as the seal of the Holy Spirit in completion of Baptism as the total pattern of Christian tradition initiation.
 - The Holy Eucharist validly celebrated by a Bishop of the Apostolic line or a Priest ordained by such a Bishop.
 - The Holy Orders of Bishop, Priest, and Deacon, bestowed upon men and women according to the universal practice of The Holy Catholic and Apostolic Church and as intended by the Ordinal in the traditional Anglican 1979 Episcopal Book of Common Prayer, and
 - Holy Matrimony as a lifelong and exclusive relationship intended to be celebrated only between a man and a woman as a reflection of the relationship between Christ and His Bride, the Church, and which is the only appropriate context for sexual relations, for the reasons set forth in the traditional Anglican 1979 Episcopal Book of Common Prayer, and reaffirmed by the 1998 Lambeth Conference Resolution 1.10.
- III. The Integrity of the Episcopate in its sacramental functions and as evangelist and guardian of the Church's faith and moral teaching.
- IV. The 1979 Episcopal Book of Common Prayer and the administration of the Sacraments and other Rites and Ceremonies of the Church, not only as a common liturgy, but as a standard of doctrine and a bond of fellowship, allowing prudent revision and diverse forms and usages, provided that the substance of the Faith be kept entire.

Members hold these Principles as binding beyond compromise those ordained as its stewards and trustees for the common and equal benefit of all. Obedient to these Principles, Members pledge themselves to the perpetuation of the Worldwide Anglican Communion and do pray the witness and support of the faithful throughout the world.

Exhibit B
Sample of the Vestry Member Declaration

“I do believe the Holy Scriptures of the Old and New Testament to be the Word of God, and to contain all things necessary to salvation; and I do yield my hearty assent and approbation to the doctrines, worship and discipline of the Anglican Communion as set forth in the Membership Principles of Article IV of the Articles of Incorporation; and I promise that I will faithfully execute the office of Vestry Member of Church of the Epiphany, Herndon, Virginia according to my best knowledge and skill.”