

**BY-LAWS
OF
CHRIST EPISCOPAL CHURCH**

**ARTICLE I
MEETING OF THE MEMBERS OF THE CORPORATION**

~~SECTION 1. ANNUAL MEETING. There shall be an annual meeting of the members of the corporation to be held during the month of January each year. The Vestry shall designate the date, time, and place of the meeting.~~

~~SECTION 2. NOTICE. Written notice stating the place, day, and hour of any meeting of the members shall be delivered, either personally or by mail to each member at his or her last known address as shown on the books of the corporation not less than 15 days prior to the date of the meeting.~~

SECTION ~~3~~1. SPECIAL MEETINGS. Special meetings of the members may be called by the Rector or by the Vestry. Upon the written request of not less than twenty-five ~~communicants in good standing in the Parish~~Qualified Voters, a meeting of such members of the Corporation shall be called by the Vestry. Due notice of such meeting shall be given as provided in The Articles of Incorporation, Article V, Section 6. ~~Section 2 of this article.~~

SECTION ~~4~~2. VOTING. Voting at ~~the annual meeting or at~~ any ~~special~~ meeting of the members shall be conducted by written ballot and shall be under the supervision of three (3) supervisors of elections who shall be members of this corporation other than members of the Vestry and who shall be appointed by the chairman. Absentee voting or voting by proxy shall not be allowed.

~~SECTION 5. QUORUM. A quorum shall consist of 25 voting members of the Corporation present in person. No business may be validly transacted unless a quorum is present in person.~~

**ARTICLE II
THE VESTRY**

~~SECTION 1. All corporate powers of this Corporation shall be vested in and all business and affairs shall be managed by a board of managers known as the Vestry.~~

~~SECTION 2. NUMBER AND TENURE. The Vestry of this Corporation shall consist of the Rector and 12 members who shall be communicants in good standing of this Parish who are at least eighteen years of age and who have been contributors of record toward the support of this Parish during the six months next preceding the meeting. The word vestryman as used in these by-laws shall not be held to exclude women from election to the Vestry.~~

SECTION ~~3~~1. MEETINGS. A regular annual meeting of the Vestry shall be held without further notice other than this by-law immediately after, and at the same place as, the annual meeting of the members. All meetings of the Vestry shall be by call of the Rector, or in his absence by one of the Wardens. At the written request of three members of the Vestry, a special meeting shall be called at any time. Due notice of all meetings must be sent out by the Secretary to every member.

SECTION 42. QUORUM. Seven members of the Vestry shall constitute a quorum for the transaction of business, provided that the Vestry shall not have the power to elect a Rector or to mortgage or sell or buy real property of the Corporation unless there by present and voting in favor of nine members of the Vestry.

SECTION 53. VACANCIES. If a vacancy or vacancies from any cause shall occur in the lay members of the Vestry, the vestry shall have the power to fill such vacancy or vacancies. The person(s) appointed to fill the place of the departing vestryman shall serve until the next annual meeting at which time an election shall be held to fill remainder of the unexpired term of the departing vestryman.

SECTION 64. REMOVAL. Should any vestryman fail or neglect to attend three consecutive regularly scheduled meetings of the Vestry, or should any Vestryman fail or neglect to attend a total of four regularly scheduled meetings of the Vestry, during the course of one year his place shall be declared vacant.

SECTION 75. TERM OF OFFICE. Each vestryman shall be elected for a term of three years, with the exception that whenever these by-laws are changed to increase the number of vestrymen, the terms of the newly added vestrymen shall be staggered so as to provide that one-third of the Vestry shall be elected each year at the annual meeting of the corporation.

SECTION 86. SUCCESSION. No vestryman shall succeed himself until one calendar year after the expiration of the term just served, unless such term shall have been for an unexpired term of less than 1 ½ years.

SECTION 97. The Vestry shall have full power to make and adopt such by-laws, rules, and regulation as may be proper for conducting and managing the temporal affairs of this Corporation, and to alter or repeal them, provided that in such case such action be not inconsistent with the laws of this State, with the Canons of the Episcopal Church in Louisiana, or with the provisions of this charter.

SECTION 108. The Vestry shall have full power to elect the delegates to the Diocesan Conventions.

ARTICLE III OFFICERS

SECTION 1. OFFICERS. The officers of this corporation shall be a Senior Warden, a Junior Warden, a Secretary and a Treasurer. The Rector shall preside over all meetings.

SECTION 2. ELECTION AND TERMS OF OFFICE. The officers shall be elected at the meeting of the Vestry held immediately after the annual meeting. All officers shall serve for a term of one year or until the next annual meeting. The Senior Warden, Junior Warden and the Secretary shall be elected from among the members of the Vestry. The Treasurer need not be a member of the Vestry.

SECTION 3. DUTIES. The duties of the several officers shall be as follows.

RECTOR

The temporal duties of the Rector include presiding over the meetings of the Vestry and presiding over the annual or special meetings of this corporation. The Rector shall sign all contracts and obligations of this corporation which are evidenced in writing. The Rector shall be entitled to vote at any meeting of this corporation, but he shall not be entitled to an additional vote in the case of a tie.

SENIOR WARDEN

The Senior Warden shall preside over all meetings in the absence of the Rector. As presiding officer, the Senior Warden shall be entitled to vote on all questions, but shall not be entitled to an additional vote in case of a tie. The Senior Warden shall sign all contracts or obligations of this corporation which are evidenced in writing.

JUNIOR WARDEN

The Junior Warden shall have such powers and perform such duties as may be designated to him by the Vestry. If the Rector or Senior Warden are absent, the Junior Warden shall preside over all meetings of the Corporation.

SECRETARY

The Secretary shall keep the minutes of all meetings of the Vestry, and the minutes of all meetings of the membership. He shall attend to the giving and serving of all notices, and shall, in general, perform all the duties incident to the office of Secretary, subject to the control of the Vestry and shall perform such other duties as may be prescribed by the Vestry. He shall have charge of all corporate books, records, and papers, and shall be empowered to attest to all official acts of the Vestry.

TREASURER

The Treasurer shall have charge of all funds of the Corporation and of its disbursement under the direction of the Vestry. He shall keep a record of all monies received and paid out, making a report of same to the Vestry whenever requested to do so. Whenever necessary or proper he shall endorse on behalf of the corporation for collection, checks, notes, and other obligations and shall deposit same to the credit of the corporation in such banks and depositories as the Vestry may designate. He shall perform all acts incidental to the position of Treasurer, subject to the control of the Vestry.

ARTICLE IV AMENDMENT

These By-Laws may be modified, altered, or amended upon a two-thirds vote of all the Vestry at a meeting called for that purpose after five days written notice to each member of the Vestry, ~~which amendment, modification, or alteration is subsequently ratified by a majority vote of the members present at a general meeting of the member of the Corporation called for that purpose, after like notices provided in this charter for annual meetings.~~

(as amended January ~~15, 1984~~22, 2011)