

CUNNINGHAM CHAPEL PARISH

Vestry By-Laws

Approved by the Vestry December 2011

“To Further our spiritual life together and our Christian pursuits, the Vestry of Cunningham Chapel Parish has adopted the following By-Laws to promote a clear and transparent governance of the administration of our Parish. It is our belief that structural and procedural clarity with open and inclusive channels of communication will promote the well-being of our community of faith and allow us to better serve the Lord.”

These By-Laws for the governance of Cunningham Chapel Parish are based on the 1996 Vestry Guidelines, as amended and supplemented in the year 2000, The By-Laws were adopted by the Vestry at the regular meeting of the Vestry on April 19, 2009 in accordance with Canon 11.10 of the Diocese of Virginia, and amended by the Vestry December 11, 2011 to incorporate amendments and changes adopted subsequent to April, 2009.

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SECTION ONE. ELECTION OF THE VESTRY

1. Eligibility for Vestry Election

A. General Convention Canons for Eligibility

Persons eligible for election to the Vestry are referred to as “Communicants in good standing,” which is defined by the following General Canons (1):

All members of this Church who have received Holy Communion in this Church as least three times during the preceding year are to be considered communicants of this Church. (Canon I.17.2(a))

All communicants of this Church who for the previous year have been faithful in corporate worship, unless for good cause prevented, and have been faithful in working, praying, and giving for the spread of the Kingdom of God, are to be considered communicants in good standing. (I.17.3)

B. Diocesan Canons for Eligibility

In addition to the General Canons, Canons of the Diocese of Virginia (2) also address issues of eligibility.

Section 4. Only lay persons, who are confirmed adult communicants in good standing of the church, as defined in General Convention Canon I.17, shall be eligible for election as Vestry members of such church. However, regardless of eligibility of a person for election, no person shall be elected at duly convened congregational meetings to consecutive full terms on a congregation’s Vestry or Vestry Committee. (Canon 11.4)

C. Parish Requirements for Eligibility

Vestry members are expected to commit time, talent and treasure to the Parish.

2. Nominating and Election Procedures – Retiring Members of the Vestry.

A. Nominating Procedures

The Vestry nominating committee for retiring members of the Vestry shall consist of three persons: one retiring member of the Vestry nominated by the retiring members, one member of the remaining members of the Vestry nominated by the remaining members and a communicant in good standing who is not a member of the Vestry. The Parish office shall provide the nominating committee with copies of the Vestry By-laws for distribution to the nominees.

The September Parish newsletter, supplemented by similar announcements in the September Sunday bulletins, will announce canonical and diocesan requirements for Vestry service and will solicit recommendations for Vestry nominees from the congregation. In cases where a recommended person's canonical status is in question, the Rector shall make the final determination of eligibility. The nominating committee will receive recommendations from the congregation until September 30. The nominating committee will submit a final list of nominees to the Vestry at its October meeting, along with the nominees' statements (in response to the nominating committee's request). The Sunday bulletins will announce the nominees and will include background information on nominee.

B. Election Procedures--Retiring Members of the Vestry

Election of replacements for Vestry members who are retiring at the end of a full term takes place at the Annual Congregational Meeting. In accordance with Diocesan Canon 11.5, all adult communicants, registered in the particular Parish in which they offer to vote, shall be entitled to vote at the election of vestry members. These eligibility requirements shall be included in the Sunday bulletins for at least three Sundays preceding the election. One's eligibility to vote is self-monitored. Adult communicants are Baptized persons, at least sixteen years of age, who have received the Holy Eucharist in this Parish at least three times during the preceding year. The voting for vestry members, when there are more candidates than there are vacancies on the Vestry, shall be by written ballot in person. There will be neither absentee ballots nor ballots by proxy. The persons receiving the highest number of votes shall be elected to the Vestry. The Nominating Committee shall select two persons to serve as ballot counters.

3. Procedures for Replacing a Vestry Member

A. Canonical Requirements

In case of a vacancy on the Vestry, the remaining members may elect a qualified member of the congregation to fill the vacancy until the next annual congregational meeting, at which time such vacancy shall be filled. (Canon 11.11).

B. Parish Requirements

When a Vestry member is unable to serve a full term because of death, disability or dismissal, or otherwise resigns prior to the end of a full term of service for personal reasons, the Wardens and Rector may recommend to the full Vestry either leaving the seat vacant or holding a special Vestry election. The Vestry may also choose to fill unexpired term vacancies without congregational votes, and Vestry members filling unexpired terms are eligible for subsequent election to full terms.¹

If the Vestry decides to hold a special Vestry congregational election to fill the Vestry vacancy, the church office will place an insert in the regular Sunday bulletin, and the bulletins for the Sunday thereafter, announcing the vacancy and soliciting recommendations from the congregation for the names of person[s] to fill the Vestry vacancy. In addition, the church office will send an identical copy of the announcement by electronic means to all congregants

¹ The section, with non-substantive changes, is based on Section 2, page 5, of the 1996 Guidelines.

on the parish email list and will cause a similar announcement to be inserted in the next Parish Newsletter. The announcement[s] will, in addition, state that all recommendations should be forwarded to the church office or lodged with the Senior or Junior Warden.

Not sooner than fourteen days after the announcement of the Vestry vacancy, the remaining members of the Vestry shall meet in a regularly scheduled meeting or in a special meeting convened to fill the Vestry vacancy. At this meeting, the remaining Vestry members will review congregational recommendations, along with Vestry member recommendations, if any, and either (1) elect a qualified member of the congregation to fill the vacancy or convene a nominating committee to screen the recommendations, solicit additional recommendations, if desirable, and make nominations for the vacancy to be considered at the next Vestry meeting.

4. Requirements of Serving Vestry Members

A. Canonical Requirements

Every person chosen a vestry member shall qualify by subscribing to the following Declaration and Promise.

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 Episcopal Church; and I promise that I will faithfully execute the office of Vestry member of Cunningham Chapel Parish in Region XIV, in the County of Clarke, according to my best knowledge and skill. [11.8]

Each Vestry member shall cooperate with the Rector in promoting the spiritual welfare of his/her cure and assist him/her in his/her duties. [Canon 12.2]

B. Parish Requirements

Every person elected or appointed to the Vestry shall be expected to be guided by his or her faith and Christ's example in executing the duties of a member of the Vestry of Cunningham Chapel Parish with wisdom, humility, collegiality and dedication to the service of others both within the Parish and in the larger world

Each vestry member shall support the programs of the church with a commitment of time, talent and treasure and, likewise, encourage the members of the congregation to support the programs of the church with their time, talent and treasure. Each vestry member shall extend personally a hearty welcome to the newly baptized, confirmed, received, or transferred members of the congregation. Implicit in one's willingness to serve on the vestry is one's willingness to attend vestry meetings, retreats and Vestry work days that may be scheduled by the wardens.

Any by-law adopting new Parish requirements for eligibility or service shall not apply to a current Vestry member or congregant if such by-law makes that individual ineligible to finish out his or her term on the Vestry, or as an officer or as a committee chair.

5. Grounds for Dismissal From Vestry

In accordance with Canon 11.11, the following actions of any Vestry member may, after due warning, be deemed to create a vacancy which shall be declared by resolution of the Vestry:

- a. Failure to qualify within 60 days of election; or
- b. Failure to continue as a communicant in good standing; or
- c. Continued failure to attend the meetings of the Vestry without adequate excuse; or
- d. Neglect to perform faithfully and diligently the duties of Vestry members enumerated in the Canons or by the by-laws of the congregation.

SECTION TWO. THE MINISTRY OF THE VESTRY (Vestry Meetings and Committees).

1. Vestry Meetings

A. Canonical and Parish Requirements

i. Canonical Requirements

The Rector shall preside at all meetings of the Vestry. In the absence of the Rector, or at his [or her] request when present, the Rector may request the Vestry to elect a substitute presiding officer, in which case the Rector will continue to have seat, voice and vote. If the church is without a Rector, meetings of the Vestry shall be presided over by one of the Wardens or, in their absence, by a Vestry member selected by the Vestry. All Vestry meetings shall be subject to the Rector's call; but in case he [or she] fails to call a meeting when requested to do so by two Vestry members, such Vestry members may themselves call a meeting, giving at least three days notice of the time and place to the Rector and to each Vestry member. A majority of the Vestry members who have qualified, exclusive of the Rector, shall constitute a quorum; but any Vestry may by resolution fix a smaller number to act as a quorum at future meetings. (Canon 11.10).

ii. Parish Requirements—Regular, Special and Telephonic Meetings

Regular Meetings. The Vestry meets once a month. The Wardens and Rector together may opt to cancel meetings during the summer or as otherwise agreed. At least one week prior to the monthly Vestry meeting, the Rector or a Vestry member shall announce the day and time of the Vestry meeting and invite members of the congregation to attend if they so wish. Should the Vestry go into Executive or Closed Session, congregational attendees will be excused.

Special Meetings. In accordance with the Canons, all Vestry meetings shall be subject to the Rector's call. But in case she or he fails to call a meeting when requested to do so by two

Vestry members, two Vestry members may themselves call a meeting, giving at least three days notice of the time and place to the Rector and to each Vestry member.

Telephonic Meetings. In accordance with the Canons, the Rector, or when the Rector fails to do so when requested, two Vestry members may schedule a telephone conference call meeting on any matter in which time is of the essence giving at least three days written notice (email, mail or fax) of the time and dial-in instructions to the Rector and to each Vestry member, provided that any Vestry decision taken at a telephonic meeting must be ratified at the next regular Vestry meeting.

Email Polling. In circumstances where the Vestry must make a decision between meetings and it is inconvenient to schedule a special meeting, the Vestry can decide specific matters by email poll provided that every Vestry member has acknowledged receipt of notification to a Warden or Parish office. Email decisions require an affirmative vote by a majority of the sitting members of the Vestry.

B. Vestry Voting

A majority of the members of the Vestry, excluding the Rector, constitutes a quorum for purposes of transacting Vestry and Parish business.

Absent members of the Vestry may vote by proxy at any vestry meeting provided there is a physical quorum at the meeting. A vestry member who expects to be absent from a vestry meeting and who wishes to vote on a specific item or items to be discussed and voted upon at the upcoming vestry meeting can vote by proxy by notifying the Rector or any vestry member in writing (document, fax or email) prior to the meeting as to how the member would want her/his vote to be recorded on the specific items[s] to be discussed at the vestry meeting; and the absentee vestry member's vote shall be recorded as if that member were present and voting at the vestry meeting.

C. Executive and Closed Sessions.

An "executive session" of the Vestry is a Vestry meeting where only the Rector and Vestry are present or remain after any congregational observers have been excused. A "closed session" is a Vestry-only meeting that takes place after the Rector or Priest, and any congregational members then present, have been excused.

Members of the Congregation are welcomed to attend and observe Vestry meetings. When members of the congregation are present at Vestry meetings, the Rector and Vestry may go into "executive session" to discuss personnel or pastoral matters. Subject to the Canons of the Episcopal Church and the Diocese, the Vestry may go into "closed session". (Vestry members only) to discuss matters relating to employee compensation and performance. During the "closed session", the Rector and any congregational members attending the meeting will absent themselves.

D. Vestry Minutes and Minute Books.

The Registrar submits minutes to the Parish administrator within two weeks of the meeting. The Parish administrator circulates the Registrar's proposed minutes electronically to Vestry members and includes them in the following month's Vestry Package. When the Vestry approves the previous month's minutes, the Parish administrator copies the minutes onto acid-free paper and binds them into the Parish's Vestry Minutes Book. A current copy of the Vestry Minutes Book shall be kept in the Narthex.

E. Adoption of New By-Laws and Amendments

New By-laws may be adopted by majority vote at a monthly or special meeting of the Vestry where there is a physical quorum. Current By-laws may be amended or rescinded by an affirmative vote of a majority of the sitting vestry members at a monthly or special meeting.

F. Publication of By-Laws

A copy of the current By-laws shall be made available to all members of the Parish and posted on the Parish web-site by the Parish administrator. In addition, hard copies of the By-laws will be kept in the Parish office for distribution upon request and in the Narthex, together with the Vestry Minutes. Incoming Vestry members shall receive a copy prior to their investiture.

G. Weddings

The Rector has authority over all theological, spiritual, canonical, liturgical and pastoral details of weddings at Christ Church Millwood. The Vestry is responsible for the setting of fees. Guidelines for weddings at Christ Church are maintained in the Parish Office and are available upon request.

2. Vestry Officers and Staff

A. Senior Warden.

With the Rector, the Senior Warden guides the Vestry towards implementation of goals set by the Vestry and Rector. The Senior Warden is the primary liaison between the Rector, Junior Warden, members of the Vestry and members of the congregation and facilitates communication between the Rector and the Vestry and congregation. Specifically, the Senior Warden:

1. Chairs the Finance Committee
2. Discusses and agrees on the Parish action plan and goals for the year, helps communicate the action plan and goals to the Vestry and congregation and oversees the implementation of the action plan and goals.
3. In consultation with the Rector, oversees the preparation of an annual church calendar to be distributed to the congregation.
4. Is available to the rector at mutually convenient times to share ideas, concerns and plans.
5. With the Rector, reviews and agrees on the agenda for Vestry meetings.

6. With the Junior Warden, oversees the implementation of Vestry resolutions and scheduling of the Mutual Ministry Review, appropriate employee performance evaluations and Vestry retreats.

B. Junior Warden.

The Junior Warden chairs the Property Committee and assists the Senior Warden in implementing the goals set by the Vestry and Rector.² In addition, the Junior Warden monitors the Vestry Calendar and, with the Senior Warden, oversees the implementation of Vestry Resolutions and scheduling of Mutual Ministry Reviews, appropriate employee performance evaluations and the Vestry retreat.

C. Registrar.

The Registrar drafts the minutes of each Vestry meeting; delivers the minutes to the Parish office within two weeks of the meeting for distribution to Rector and Vestry members for purposes of review and correction; and ensures that the minutes are placed in the permanent records of the Parish along with any auxiliary reports referenced in the minutes. The Registrar also ensures that the Official Parish By-Laws are kept current, as By-laws are added, amended or rescinded.

D. Treasurer.

The Treasurer is elected by the Vestry to oversee all Parish financial matters and serve on the Finance Committee. The Treasurer is responsible and accountable for the following functions:

1. Reviews or confirms all financial correspondence and accounts payable; and transmits accounts payable to Senior Warden for approval before checks are disbursed.
2. Receives all funds for deposit and oversees the deposit of such funds into the appropriate Parish bank account[s].
3. Prepares a monthly report of Income and Expense for all funds for the Vestry. Prepares all payroll tax forms and parochial report.
4. Receives pledges and ensures confidentiality of pledge information which shall be made available only as necessary to the Senior Warden and Chair of the Stewardship Committee for the accomplishment of necessary Vestry and Stewardship functions.
5. Ensures that all restricted funds are kept in separate accounts and are not disbursed except in accordance with the rules and restrictions governing such funds.
6. Ensures that all checks are signed with persons with proper signature authority for the amount of the check and posts all disbursements according to voucher instructions.
7. Meets with the Finance Committee early in the last quarter of the financial year to prepare a budget for the next financial year.
8. Cooperates with the Audit Committee in conducting the annual review of church accounts.

² Amended September 10, 2010. Previously, the Junior Warden had chaired both the Property and Audit Committees. As chairing both the Property and Audit committees had proven to be unduly burdensome for the Junior Warden, the Vestry deleted the position of Chair of the Audit Committee from the list of Junior Warden responsibilities.

E. Parish Administrator Duties

1. Provides administrative support to the Rector, Vestry, Treasurer and Vestry Committees.
2. Maintains register of church services.
3. Maintain records of baptisms, confirmations, marriages, deaths, and transfers that take place in the church.
4. Maintains a schedule of worship participants for the Sunday services and provides notification of participation prior to each service.
5. Picks up mail each morning; checks email messages and follows through as needed; and answers telephone calls and responds accordingly.
6. Together with the Treasurer,
 - a. Writes vouchers for all bills, presents vouchers to Treasurer for check writing, and ensures checks are mailed on time
 - b. Keeps a record of all checks that are written on a monthly basis.
7. Together with the rector,
 - a. Prepares bulletins for all Sunday services and any additional services.
 - b. Formats monthly newsletter including printing and mailing.
 - c. Assembles a vestry packet for all vestry members before the monthly meetings.
 - d. Compiles annual congregational "Report" for the annual meeting.
 - e. Prepares and files the yearly Parochial Report
8. Together with Vestry and Committees
 - a. Prepares Vestry Packet for distribution one week prior to monthly Vestry Meetings
 - b. Prepares Vestry minutes, copies minutes onto acid free paper and files in Vestry Minutes Book in Parish Office and Narthex
 - c. Assists with compilation of Vestry By-laws as required.
 - d. Supports Vestry Committees as required.
9. Purchases all needed office supplies, ordering via phone or going to the store to purchase.
10. Maintains the Parish web page.
11. Maintains an up-to-date church Directory, publishes a current Directory approximately every 2 years and publishes an insert with additions and deletions every odd year.
12. Prepares various mailings throughout the year such as stewardship letter, Christmas dinner/auction information, notices of special services, etc.

3. Vestry Meeting Packages

Each Vestry member receives a Vestry Package one week prior to the next Vestry meeting. The Vestry package includes the following:

- Agenda
- Minutes from the previous Vestry meeting
- Written report from the Rector when available
- Finance Reports from the previous month
- Draft Resolutions
- Warden and Committee reports, if available

The Vestry packages may include written reports from any of the Committees or various ministries within the Parish. It may also include any letters, documents, articles, or any items the Rector or Wardens feel may be of interest to the Vestry. It is important to note that in the interest of good stewardship of time, all committee chairs are urged to submit written reports in the Vestry package so that the Vestry's time is spent more in discussion and less in reading. Nothing should be presented to the Vestry requiring immediate action that has not first been sent in the mailed package prior to the meeting, unless consideration of the matter is agreed by the Vestry at the meeting. Written reports for the Vestry package are due in the office on the second Friday before the scheduled meeting.

Agendas. The Rector, in consultation with the Senior Warden, shall prepare the Agenda. The monthly meetings follow the same format from month to month, but the agenda will include any continuing business from the last meeting, and Vestry members are expected to place their own new business items on the agenda prior to the mailing. (See above.)

Minutes. The Registrar's proposed minutes of the last meeting, along with documents referenced in the minutes, are included in the Vestry package.

Reports. The Rector may include a written report in the Vestry Packages. The Wardens and committee chairs may include a written report in the Vestry Packages. In the absence of written reports, the Committee Chairs may report no activity. Reports from Parish delegates to Diocesan and Regional Councils may also be included.

Finance Reports. The Finance Committee provides a monthly Finance Report in the Vestry Package. Restricted Funds are reported quarterly.

4. Vestry Committees

A. Vestry Committee Participation

The Vestry welcomes congregational participation in the work of the Parish and wishes to give every member the opportunity to serve on a Vestry or Parish committee in order to contribute to the development and spiritual life of the Parish. In September, the Senior Warden will circulate a list of the Vestry committees along with their responsibilities and will ask for written "expressions of interest" from members of the congregation who wish to serve on a

Vestry Committee. During September, the church office will place an insert in the regular Sunday bulletins soliciting “expressions of interest” in serving on a Vestry Committee from members of the congregation. In addition the church office will send an identical copy of the announcement by electronic means to all congregants and will cause a similar announcement to be inserted in the September Parish Newsletter. The announcement[s] will, in addition, state that all “expressions of interest” should be forwarded to the church office or lodged with the Senior or Junior Warden.

After reviewing the list of members who wish to serve on a Committee, the wardens, in consultation with the Rector, make Committee assignment recommendation for approval by the Vestry. They may ask current committee chairs to continue to serve for another year, or they may appoint new committee chairs in consultation with remaining committee members.

B. Executive Committee

The Executive Committee provides overall Vestry leadership, conducts the business of the Vestry between regular meetings, and makes whatever decisions the full Vestry refers to them. The Executive Committee shall conduct an appropriate performance review for each employee of the Parish and shall make recommendations to the Vestry concerning employee compensation on an annual basis. Any employee subject to review shall be excused should the Committee wish to go into closed session during deliberations on employee compensation and performance. The committee includes the Rector, the Wardens, and Registrar.

C. Audit Committee

The Audit Committee reports to the Vestry as to compliance by the Parish and its employees, Finance Committee and Investment Committee with all legal, Canonical and National Church/Diocesan requirements and submits annual audit reports. The Audit Committee reviews all budgeted items, including all employee and committee accounts. The Audit Committee must include at least two Vestry members. No Person, whether a member of the Vestry or not, who has had check signing or voucher signing authority during the period being audited shall be a member of the Audit Committee with compliance review authority for that particular period.

The Audit Committee meets annually in the spring of each year to review Parish financial and administrative records for the preceding year in accordance with audit guidelines issued by the Diocese and shall submit a written report to the Vestry and Diocese no later than July.

D. Finance Committee

The Finance Committee, is established by the Vestry in accordance with the Canons and these By-laws, and must comprise not less than three persons in addition to the Rector and Treasurer. Committee members are approved by the Vestry. The Chair of the Finance Committee cannot be an employee of the Church. The Finance Committee oversees the administration of all Parish finances, monitors the day-to-day financial policies of the Parish and ensures the accuracy of the monthly finance report. The Committee prepares and reviews the Parish operating and capital budgets, recommends budget adjustments and amendments to the Vestry, as needed, provides the October Vestry meeting with draft operating and capital budgets for the

following year and presents the proposed annual budget for the following year to the Congregation at the Annual Meeting. All Finance Committee recommendations to the Vestry are presented by the Chair, or the Chair's designee when the Chair is absent from a Vestry Meeting.

Responsibilities of the Finance Committee include the following:

1. Makes recommendations to the Vestry for Vestry decision concerning check signing authority for operating funds, capital funds and restricted funds.
2. Ensures that all financial records are maintained and stored in the Parish office.
3. Makes recommendations for a line of credit which may be maintained and renewed annually
4. Reviews requests that exceed the budget limit and refers such requests, with a recommendation, to the Vestry for decision.
5. Reviews and approves all requests made to members of the congregation for any funds or gifts other than pledges or memorials.
6. Reviews all conditional or restricted gifts to the Parish and makes a recommendation to the Vestry for decision on the acceptance of such gifts.
7. Ensures that restricted funds are kept in a separate account and are not spent, except in accordance with the restriction.
8. Ensures that any employee whose performance or compensation is subject to discussion and review by the committee is excused when such employee's performance or compensation is the subject of discussion and deliberation by the committee.

E. Investments Committee

The Investments Committee oversees the Parish portfolio and manages the investments for total return and in such a way that the annual Vestry request for investment income is available for delivery to fund the capital budget or special needs upon Vestry request. It recommends planning strategies for stewardship of the Parish's invested funds and makes whatever changes to the investment portfolio it deems expedient in keeping with sound stewardship practices. The Investments Committee reports to the Vestry at least quarterly and to the congregation at the annual meeting concerning investment performance. A representative of the Committee meets with the Vestry at the beginning of each calendar year to discuss the funds managed by the Investment Committee.

F. Properties Committee

The Properties Committee, chaired by the Junior Warden and subject to the Canons, oversees all aspects of long- and short-term maintenance and repair, cleaning, upkeep, and general condition of the buildings (and related grounds) in the Parish. The Properties Committee meets periodically to prioritize major and minor repairs for each of the buildings, and, after conducting its annual walk through, prepares a properties status report and budget request, with recommendations, for review and decision by the Vestry. The Properties Committee also ensures that the Parish maintains sufficient insurance to protect the Parish from financial and legal risk and makes recommendations to the Vestry regarding insurance requirements.

G. Worship Committee (Altar Guild, Memorials, Ushers, Greeters)

The Worship Committee, subject to the canons, advises the Rector on all matters of liturgy, church music, scheduling, and special services and assists the Vestry in the carrying out of their canonical duty to provide all necessary tools for worship (e.g., prayer books, hymnals vessels, linens, bread, wine and other necessary furnishings). The Rector, with the advice of the Worship Committee, oversees the following ministries: Choir, Altar Guild, Acolytes, Ushers and Greeter's Ministries.

The Choir shall be responsible for leading the music for all liturgical worship. The Organist/Choir Director rehearses and directs the Choir, recommends appropriate options for music to the Rector.. The Rector and Choir Director, together, decide on selection of hymns and other special music with the Rector having ultimate authority. The Choir is open to all who wish to join. Paid choir members may be used if funds permit.

The Altar Guild prepares the church for worship and care for the vessels, linens, and hangings. The Altar Guild also provides bread, wine, candles, liquid wax, flowers and other decorations for our liturgical space. The Altar Guild Chair shall provide an annual duty calendar and shall forward any budget requirements to the Finance Committee.

The Memorials Committee oversees and administers a fund to which people may contribute in memory of or in thanksgiving for anyone or anything in the life of the Parish. The fund is used for various liturgical furnishings, none of which is a specific memorial to a specific individual. The Memorials Committee, also, oversees the administration, planning and procurement of "designated memorials", which are memorial items which memorialize an individual in a specific way. All memorial gifts to the Parish must be recommended for Vestry approval by the Memorials Committee.

The Memorials Committee also oversees the use, care, and administration of the Parish memorial garden, located behind Christ Church. Selection and care of plants, policies for interring ashes, and appropriate displays of the names of the persons whose ashes are interred are all handled by the Memorial Garden Committee.

The Ushers are responsible for opening and closing the church before and after worship, handing out bulletins before the beginning of the service, collecting the offerings, transferring the offerings from the Alms Basin into the bank deposit bag in accordance with procedures. After the service, the Ushers shall tidy the pews and replenish Visitor Cards.

The Greeters Ministry is responsible for welcoming visitors to the Parish and for going to any length to make the visitor feel welcome and then significant to our common life. The goal of the "Greeters" is to begin the process of incorporation and assimilation into the Parish for each visitor, and to complete the process by enabling each visitor to become a communicant in good standing.

- Greeters serve on a rotating basis as greeters at the front door and join the Rector at the end of the service to introduce the visitor to the Rector.

- The Greeter encourages the visitor to sign the guest book, gives the visitor a newcomer's package and provides the office with the name, address (and contact information) of the visitor.

H. Stewardship Committee

The Stewardship Committee oversees the annual every member canvass, including writing and tracking letters to each Parish member and friend. The Stewardship Committee supports and provides year-round educational opportunities. To these ends, the Stewardship Committee is responsible for creating a time and talent database which will be maintained in the Parish office. The Stewardship Committee in consultation with the Properties Committee shall organize semi-annual Parish-wide work days for the clean-up and improvement of the church and grounds.

I. Outreach Committee

1. *The Outreach Committee* is charged with serving Christ in our own community and beyond. The Committee determines a list of worthy monthly projects for Parish outreach efforts in the community, general church and world in which all Parishioners can participate with gifts of time, talent and financial assistance.
2. The Committee selects and introduces to the Parish a major outreach project from one of the three areas listed above in which all parishioners can participate in personal, continuing and significant ways throughout the life of the church.
3. The Committee communicates its activities and recommendations to the Parish via the newsletter, web-site and other means.

J. Christian Education Committee

The Christian Education Committee is responsible for planning and implementing adult education programs, the Sunday School academic year and any weekly Bible studies. This includes recruiting, training, and supporting teachers and aides for all age and grade levels, exploring, deciding on a curriculum, and providing an atmosphere in which all parishioners are able to "grow into the full stature of Christ." The Education Committee will also make recommendations for the institution of a nursery, if needed.

K. Hospitality and Fellowship Committee

The Hospitality and Fellowship Committee plans and hosts Parish-wide gatherings.

5. Annual Organization of the Vestry's Ministry

A. Annual Congregational Meeting

The Annual Congregational Meeting is held on the last Sunday after Pentecost, the Feast of Christ the King, which falls in November. At this meeting, in addition to Vestry elections, the Rector, Wardens, Treasurer and Committee Chairs present written reports, which will have been made available to the congregation at least one week prior to the meeting. Oral reports

may also be requested at the meeting. The meeting is chaired by the Rector in accordance with Canon 11.3, and all Vestry members are present and available to answer questions from the congregation. The Vestry presents the proposed operating budget and capital budget for the coming year to the congregation, and the congregation elects Vestry members for the coming year.

B. Election of Regional and Diocesan Delegates.

1. Introduction. The Vestry is charged by Diocesan Canons with electing delegates to the Regional and Diocesan Councils, and an alternate to the Diocesan Council. On the west, the Diocese extends North from Harrisonburg along the West Virginia border and has a southern border along the James River. The eastern border extends from Charles City (half way between Richmond and Williamsburg on Route 5) north and includes all of the Middle Peninsula and Northern Neck. The Diocese is divided into 15 geographical regions, and Cunningham Chapel Parish is in Region 14 which includes the counties of Clarke, Warren, Frederick, Page and Shenandoah.

2. Council Delegate Requirements. Delegates to the Regional and Diocesan Councils must be adult communicants in good standing, must possess a desire to serve in the larger church, must be willing to prepare for and attend council meetings as scheduled and make reports of council activities to the Vestry and congregation.

3. Nomination and Election. By February 15 of each year, the Vestry Nominating Committee (See Section 1, paragraph 2.A) will recommend to the Vestry either that the Vestry confirm a previous election, assuming that delegates and alternates wish to continue serving in this capacity, or recommend a candidate or candidates to the Vestry for election as delegate or alternate as vacancies arise.

4. Terms of Service. Terms of service both for Regional and Diocesan councils are six years: three years as an alternate, and three years as delegate. Alternates may attend any meetings of any council, but will not have formal seat, voice and vote until they become delegates.

5. Registration. The Vestry is required to elect and register delegates and alternates to the Diocesan and Regional Councils each year by the March Vestry Meeting. The Parish's three year term does not negate the requirement for annual registration of each delegate and alternate.

C. Vestry Retreats and Workdays

Each Vestry organizes itself for ministry as soon as it can after the annual congregational meeting. The Rector and Wardens schedule a one-day Vestry retreat early in the year, and they may schedule and plan other work days to set and monitor goals, conduct a Mutual Ministry Review, to review performance, and to consider new directions in mission and ministry. Attendance and participation at these retreats and work days are implicit in anyone's willingness to be elected to Vestry service.

D. Vestry Organizational Tasks and Time Frames:

September	■ The September newsletter announces
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	<p>requirements for Vestry service and solicits recommendations from the Congregation. The Nominating Committee receives names from the Congregation until Sept. 30.</p> <ul style="list-style-type: none"> ■ Vestry Solicits participation in Vestry and Parish Committees.
October	<ul style="list-style-type: none"> ■ Vestry receives draft operating budget from and draft capital budget from the Finance Committee. ■ Committee Chairs prepare annual reports. ■ Nominating Committee announces final slate of Vestry candidates, along with candidate statements (to be determined by Nominating Committee). ■ Rector and Wardens recommend Vestry Committee assignments, along with Committee chairs, for approval by the Vestry. ■ Vestry Appoints Vestry Committee Members
Late October - Early November	Vestry candidates receive By-laws
Early November:	Parish receives annual reports and annual calendar for church year.
Last Sunday after Pentecost:	Annual Congregational Meeting and Vestry Elections; Presentation of Budgets.
At the December Meeting:	New Vestry members-elect meet, as observers, with retiring Vestry.
Mid-January:	<ul style="list-style-type: none"> ■ New Vestry is seated and elects officers. ■ Schedules Vestry Retreat and Mutual Ministry Review
Mid-February	<ul style="list-style-type: none"> ■ Vestry sets annual goals and objectives for overall Parish mission and ministry ■ Vestry reviews and revises By-Laws and other administrative requirements.
After April 15	<ul style="list-style-type: none"> ■ Audit Committee commences work

Appendices

Appendix A--Cunningham Chapel Parish Endowment Funds

A. Investment (Endowment) Funds

The Trustees of the Cunningham Chapel Endowment (Investment) Funds, who are also members of the Investment Committee, are responsible for the supervision and management of the following Endowment Funds which are maintained with Morgan Stanley.

Cunningham Chapel Endowment Account). The Endowment Account is managed by the Investment Committee and subject to disbursement upon decision of the Vestry for capital improvements and such church purposes as are deemed warranted by the Vestry.

B. Restricted Funds

The Meade Fund. The Fund was established in 1981 by the Meade family. The Fund is managed by the Trustees of the Cunningham Chapel Endowment (Investment) Funds which includes a representative of the Meade family and which oversees the Fund in accordance with the Vestry Resolution of May 17, 1998, a copy of which is kept in the Parish office. The principle is retained in the Meade Fund account. The income from the Fund is allocated 75% to Cunningham Chapel Parish to be disbursed by Vestry decision and 25% to Old Chapel. Cunningham Chapel Parish, acting through its Altar Guild, is to provide flowers for the following four Meade family graves at Old Chapel, as identified in the original Meade Trust Agreement, on the second Sunday in September, the day of services at Old Chapel.

Mr. Edward Kidder Meade

Mrs. Margaret Della Wright Meade

Mr. William Page Meade

Ms. Addie Manson Meade

Furthermore, Mr. and Mrs. Robert S. Kern of "Edgewood" should be included on the above list at the time of their death.

Yowell Fund. This Fund was given by Mrs. Nettie Tucker Yowell to the Episcopal Churches of Cunningham Chapel Parish to be used for the general purposes of the Parish Hall at Emmanuel Chapel, Boyce, Virginia. After the sale of Emanuel Chapel in 2010, the Yowell Fund remained with the Parish to be used for the general purposes of the Parish House (formerly the Rectory) at Millwood, Virginia, a use which is consistent with the purpose of the benefactor's original gift and desire to help the Parish.

Cunningham Chapel Parish Preservation Fund. This Fund was established in 2001 and, under its terms, could not be used until the Fund reached \$500,000 or, in the alternative, 10 years

from the date of its establishment. As the Fund is now been in existence for 10 years, it can be used for its intended purposes.

Capital Fund. The Capital Fund was established as a result of a generous bequest by Mrs. Stacy (Vidy) Lloyd and has been designated by the Vestry for capital improvements to the buildings and grounds.

The Memorial Fund. The Memorial Fund is administered by the Memorials Committee. Contributions are received in memory of or in thanksgiving for anyone or anything in the life of the Parish, including a specific (designated) memorial to a named individual. The Memorials Committee and Vestry must approve all memorials which are the subject of memorial gifts.

The Designated Plate. The Fund receives specific congregational plate offerings, such as UTO, Thanksgiving offerings, Christmas offerings and etc. The funds are disbursed fully and promptly to the appropriate named recipient.

Special Fund. The Special Fund receives designated contributions that do not relate to other named funds of the Parish. Complete disbursements should be prompt and well documented.

Rector's Discretionary Fund. The Rector's Discretionary Fund shall be administered by the Rector or Priest-in Charge and, when there is no Rector or Priest-in-Charge, by the Almoner in accordance with the "Manual of Business Practices in Church Affairs". The sources of funding are, *inter alia*, budgeted funds, donations of honoraria and other designated contributions. At the end of the fiscal year or the date of announcement of the termination of the Rector's or Priest's employment with the Diocese, whether by retirement, resignation or otherwise, any funds remaining in the Rector's Discretionary Fund shall revert to the Parish General Fund unless the Vestry, in its discretion, decides to leave the funds in the Rector's Discretionary Fund. The Rector's Discretionary Fund shall be re-budgeted each year at the level approved by the Vestry.³

Appendix B—Mutual Ministry Review

Introduction

The purpose of the Mutual Ministry Review ("MMR") is to define the ministry of the Parish, and provide the Rector, Wardens and Vestry with an opportunity to assess how well they are fulfilling their responsibilities to each other and to the ministry they share. To this end, the Rector, Wardens and Vestry will establish goals for the work of the Parish for the coming year, isolate areas of conflict or disappointment which may be adversely affecting mutual ministry and clarify expectations to help put any future conflicts in manageable form. The MMR is not a performance review, which is conducted once a year for employees and other paid staff. Our MMR is to be conducted within the spirit of the Employment Agreement between the Rector and the Parish which provides for an annual MMR to meet the following objectives:

³ Added by Vestry Decision October 10, 2010, to clarify the operation and usages of the Rector's Discretionary Fund.

1. Provide the Bishop, Rector, Wardens and Vestry opportunity to assess how well they are fulfilling their responsibilities to each other and to the ministry they share.
2. Establish goals for the work of the Parish for the coming year.
3. Isolate areas of conflict or disappointment which have not received adequate attention and may be adversely affecting mutual ministry.
4. Clarify expectations of all parties to help put any future conflicts in manageable form.

A mutually agreed upon third party may be engaged to facilitate the ministry review process.

Procedures

The following procedures serve as guides for organizing a MMR and can be varied as circumstances suggest.

1. The MMR seeks input from the entire Parish with regard to the effectiveness of the Parish ministry. Accordingly, the Parish office will solicit input from the congregation with a survey to be distributed to congregation members prior to the MMR. Ideally, the survey will elicit comments on the various ministries which might include, among other items, Parish administration (Vestry and Rector), worship, education, doctrine, outreach and fellowship.
2. The Vestry will establish an MMR committee to review and compile data for dissemination at the MMR, which will include the Rector, a Warden, and at least one other Vestry member who will chair the committee.
3. At the MMR retreat, the trained facilitator will manage a process which will at a minimum cover the items listed above and help us answer the question “how well are we doing together?”
4. The Culmination of the MMR, in addition to the establishment of goals for the coming year, is a set of recommendations that will celebrate our strengths and address and correct our weaknesses.

Purpose of the Memorial Garden

The Cunningham Chapel Parish Memorial Garden is located in the Christ Church Close between the church and rectory. The Memorial Garden may be used as the final resting place for those who choose cremation. The Memorial Garden is consecrated to the memory of those whose ashes are interred there.

Use of the Memorial Garden

Interments (burial services) are usually held in the context of corporate worship on Sunday, but can be held in Christ Church, with a service, or in the Garden, without a church service, at the discretion of the family. Alternatively, the Parish will inter the ashes privately with a service for the family at some convenient time after the actual interment.

In the Memorial Garden, there are no urns or markers of any kind. The Parish will provide hand-sewn white linen bags for the ashes and will transfer the ashes from the crematory container into the linen bag prior to interment. Names of those interred in the Memorial Garden, and the locations of the interment, are recorded in a red leather book kept in the office and on the web-site.

The Parish makes no charges for the interment, if the deceased is a member, but cannot handle the cremation and transfer of the ashes to Christ Church which must be arranged with a funeral home or otherwise privately. Non-members may be interred for a donation of \$1500.

The Memorial Gardens Committee oversees the use, maintenance, care and administration of the Memorial Garden

Gifts

Gifts of funds for maintenance of the Memorial Garden and plant placement are welcomed. Gifts of plants must conform to the landscape of the Garden and must be approved by the Memorials Committee.