The Bylaws of the Brotherhood of St. Andrew, Inc.

(As amended by the National Council, Mesa, Arizona, April 7, 2016)
(approved amendment for National Council Meeting July 2017)
1. **CHAPTERS**

(a) Upon approval of an application for a Chapter Charter, a number will be assigned to the Chapter by the National Office, which number will remain with the Chapter in perpetuity, regardless of status.

(b) An active Chapter shall be one which (a) has forwarded to the National Office an annual report on a form provided by the National Office as of the past St. Andrew's Day (November 30), or whose application for charter has been approved since October 1, immediately prior to the past St. Andrew's Day; (b) its members have paid their current annual pledges as hereafter prescribed; (c) meets regularly, preferable weekly, for prayer, study of the Holy Bible, plan for service and regular business; (d) holds regular corporate communions for its membership; and (e) endeavors to be represented at Assembly meetings (if there is one).

(c) The officers of a Chapter may include a Director, Vice Director, Secretary, Treasurer, Chaplain (lay or ordained) and Advisor (if it is a Junior Chapter). The rector is ex-officio a Chapter member. In small chapters, two or more offices may be combined.

(d) Each active Chapter is entitled to one vote at National Council Meetings. Each chapter, including Cathedral Chapters, may vote at a National Council meeting by being present or by absentee ballot.

(e) Each Chapter delegate to National Council Meetings shall be furnished with a letter, signed by an officer of the Chapter, confirming his qualification as a delegate to the National Council Meeting and presented to the National Office prior to that annual meeting.

(f) Women may be invited to all Brotherhood meetings as “Associates.” Associates may attend Brotherhood meetings, and at Chapter and Assembly levels may participate in discussions and activities of the Chapter or Assembly; but Associates may not hold Chapter or Assembly office, or have delegate status at National events, and may not be recognized as “members” of the Brotherhood. Associates may contribute an annual amount of not less than $20.00, may make additional voluntary contributions, and on contribution of $300.00 or more may be recognized as a Life Associate. Associates may obtain from the National Office and are privileged to wear a suitable pin or emblem, similar to but distinguishable from that of an Active member. Life Associates, and Associates, who contribute $20.00 or more, will receive the St. Andrew’s Cross publication.

(g) Upon approval of an application from an affiliate congregation of the Episcopal /Anglican Congregation, an affiliate number will be assigned by the National Office, which number will remain with that congregation as long as they remain an active affiliate.

An active Affiliate Congregation shall be one which has (a) forwarded to the National Office an annual report on a form provided by the National Office prior to November 30, (b) Has asked each member to prayerfully consider making a ministry pledge to the Brotherhood of St. Andrew, (c) Has paid their affiliate registration fee of $75 to the Brotherhood of St. Andrew, (d) has provided the National Office with a current listing of names, addresses, email address, and phone number of all members, and (e) meets regularly for prayer, study of the Holy Bible, has a plan for service, and (f) holds regular corporate communion for its members. Members of Affiliate Congregations may individually subscribe to receive the printed copies of the St. Andrew's Cross upon payment of the current annual fee determined by the National Council.

2. **Annual Ministry Pledge**

(a) Each member of the Brotherhood shall be asked to make an annual ministry pledge to cover the operation of the National Office and publication of the **St. Andrew’s Cross**. All annual ministry pledge’s shall become due on St. Andrew's Day, November 30, and shall be paid before the following January 31st.
Members and Members-at-Large will be reminded directly by the National Office for individual annual ministry pledge on or about November 1st of each year; such annual ministry pledges then become due and payable by each individual for the ensuing year beginning December 1. Each Chapter shall be responsible for ascertaining, and so noting on its annual chapter report the number of members pledging and the amount of total pledges received.

Any person otherwise eligible for membership, making a contribution of a special amount of $600.00 will receive a certificate of Life Membership and will receive no further annual ministry pledge requests. A portion, not exceeding 20.0%, of such contribution shall be allocated toward current operating expenses with remainder being invested in the Brotherhood Foundation, under control of the Trustees.

3. ASSEMBLIES

(a) Assemblies shall not be numbered but shall be named for the ecclesiastical or geographical area they represent. Each Assembly organized under the provisions of the Constitution Article II, Section 3, shall prepare Bylaws, which shall govern its activities. (Samples of such documents may be obtained from the National Office). As a minimum, provisions as to Assembly objectives, membership by both Chapters and Members-at-Large within the Assembly area, number of officers and their election, meetings and standing committees will be included. A copy of such Bylaws shall be forwarded to the National Office.

(b) Each Assembly shall submit an annual report to the National Office on a form provided.

(c) Each Assembly may elect one delegate to the National Council meeting and shall have one vote at National Council meetings.

4. NATIONAL OFFICE

(a) The President, having first justified the positions to the National Council and secured or budgeted salaries for the positions, may from time to time appoint and employ, on a full-time basis or a part-time basis, such paid administrative officers and other employees as are deemed to be necessary for the effective operation of the Brotherhood. Such officers and employees may include but are not limited to Executive Director, Office Manager and clerical help. Terms of office, duties and titles shall be determined by the personnel committee. Policies concerning employment, salaries, working conditions, employee benefits, termination of employment, and other personnel matters shall be prepared and kept current by the Personnel Committee, and shall be approved by the Executive Board. Up-to-date job descriptions shall be maintained for all employees. The President may authorize travel and other expenses for employees and other members of the Brotherhood or its Advisory Boards or Committees engaged in Brotherhood business.

(b) The President may appoint or authorize Provincial Presidents to appoint Diocesan Coordinators to administer and promote Brotherhood affairs within their Dioceses under direction of the Provincial President. The President may authorize travel and other expenses within budget limitations for Diocesan Coordinators or other Field Officers.

(c) The Diocesan Coordinators, Assistant Diocesan Coordinators, and/or Liaison Advisors have the responsibility to conduct an annual visit (in person or by other communication) with their Diocesan Bishop and/or Diocesan Communications Director to insure that all diocesan web sites carry a current link to The Brotherhood of St Andrew web site, and that each diocesan web site includes a page specifically focused on Men’s Ministry including the Brotherhood of St Andrew. Provincial Presidents are responsible to oversee this communication with the Diocesan Bishop or Communications Director, and, where there is no current Brotherhood leader in place in a diocese, it will fall on the Province President to make such contact.

5. INTERNATIONAL VICE PRESIDENTS

(a) International Vice Presidents may be appointed by the President, with the advice and consent of the Executive Board, to represent the Brotherhood for work outside the United States of America and to establish
the Brotherhood in particular areas in which the President sees that opportunity exists, and where there is presently no functioning organization of Brotherhood activity.

(b) A clear written statement of the authority, duty and responsibility of each International Vice President, in the form of a position description, shall be prepared by the President, approved by the Executive Board and furnished to each respective International Vice President at the time of his election or appointment, or as soon thereafter as conveniently practicable. A file of these statements shall be maintained in the National Office, reviewed and updated by the President and re-approved by the Executive Board from time-to-time as appropriate and upon assumption of office by each new President.

(c) International Vice Presidents appointed for work outside the United States of America shall, while so functioning, be ex-officio members of the National Council, with full voice.

6. ELIGIBILITY FOR NATIONAL OFFICE

(a) All new nominees for National Office, shall meet requirements of Article III of the Constitution. Names, addresses, and a brief outline of their Brotherhood activities, together with title of position for which nominated and letter from nominee stating willingness to serve, shall be submitted to the Chairman of the Nominating Committee at least sixty (60) days prior to any National Council Meeting.

(b) National Officers must retain their National Council status per Article III, Section 1, of the Constitution.

(c) Any National Officer who, through unwillingness or inability, does not fulfill the duties of his office or appropriate duties assigned by the President, may, after written notice from the President, or the Senior Vice President in the absence or incapacitation of the President, be replaced by a vote of the National Council or its Executive Board. Temporary incapacitation does not apply.

7. NOMINATIONS

(a) A Nominating Committee of six (6) National Council Members, of which the President shall not be a member, shall be elected by the Executive Board to serve a three (3) year term. Two (2) members shall be elected each year and retiring members shall not be eligible for re-election to the Nominating Committee for a period of (1) year after expiration of their last term of membership. The Senior Vice President, whether a Committee Member or not, shall act as temporary Chairman and call for an organizational meeting to elect a Chairman. The organizational meeting shall be held at the annual meeting location, prior to or immediately following adjournment of the annual meeting at which the Committee has been elected.

(b) A Nominating Committee member who wishes to be nominated for an elective office will recuse himself from any actions taken by the Committee by leaving the place of discussions.

The nominating committee shall receive all nominations for elected officers, Province Presidents, and at large representatives to the Executive Board. The committee shall meet not less than 60 days prior to National Council meetings to prepare for the upcoming elections.

(c) The Nominating Committee’s duties shall be to solicit nominations, determine eligibility of nominees and prepare a list of all nominees for each meeting of the National Council, Executive Board or any meeting of the National Brotherhood at which elections are to be held, in accordance with Article III Section I of the Constitution. Nominations shall be submitted annually using the National Nomination Questionnaire to the National Office for all open positions for National Officers then eligible for election or re-election. The National Office shall send all Questionnaires as received to the Nominating Committee, and the Committee Chair shall present a summary report listing the nominees and the names of the nominators for each office, and their recommendations to the National Council at the designated annual meeting, where elections may be held. Nominations for all elected positions shall be submitted to the National Council Annual Meeting for election or interim replacement of candidates to vacancies arising from death, disability or resignation of Convention elected members.
(d) The Nominating Committee shall screen all nominations submitted, initiate its own nominations if appropriate, and present for election a slate for each national office.

(e) Regardless of the number of nominees submitted by the Committee for consideration, the Committee shall include with its report a list of all nominees for whom nominations were duly received in accordance with the provisions of Bylaw 6(a), with identification of the nominator(s) for each. The Committee shall review every Nomination Questionnaire submitted to it, on behalf of a nominee, for completeness and accuracy, and shall make request to the nominator(s) for any additional information which it may need before beginning its selection of nominees. The Committee’s recommendations shall be published to the membership of the National Council, by direct mail or other appropriate means, not less than 30 days prior to the election date.

(f) Nominations from the floor may be made after the report of the Nominating Committee if advance acceptance of the nomination has been obtained from the person to be nominated, as provided by Bylaws 7(g) and 7(h) following.

(g) Floor nominations for any elected position may be made by any accredited Delegate, with second similarly qualified, at any session of the National Council not less than 24 hours prior to the time set for election unless a particular time for such nominations has been set in the published agenda or declared by the National Council Chairman. It shall be the responsibility of the nominator(s) to ascertain and certify (in writing) the eligibility and willingness to serve of his nominee, unless the nominee is present and gives personal affirmation.

(h) Floor nominations for a National office may be made only at a session of the National Council not less than 24 hours prior to the time set for election, and, unless such nominee has been previously listed by the Nominating Committee in accordance with Bylaw 7(e). Nomination shall be supported by no fewer than three National Council members from no fewer than two Dioceses. It shall be the responsibility of the nominators to ascertain and certify in writing the eligibility and willingness to serve of the nominee, and to prepare, reproduce and distribute to the National Council membership, at the time of nomination, an appropriate resume as prescribed in Bylaw 6(a).

(i) Election of elected positions shall be by voice vote of accredited Delegates to Convention at the time set for election, unless any nomination shall be challenged from the floor; in which case a roll call vote on the election of the nominee so challenged may be required as provided in Article IV Section 2 of the Constitution.

(j) Election of National Officers may be by voice vote, for acceptance of the Nominating Committee report and election by acclamation, if only a single candidate slate has been presented by the Nominating Committee, no nominations have been made from the floor and there is no dissent from the election by acclamation. Otherwise election shall be by written ballot, on successive ballots until a clear majority has been established for a single candidate for each office.

(k) At least three months prior to the National Council Annual Meeting, the provisions governing election to the National Council shall be published by the National Office, and Chapters and Assemblies shall be advised of their right to nominate National Council members on the floor of the Convention and the restrictions thereon.

8. FINANCES

(a) All personnel of the National Office involved in handling of funds shall be adequately bonded. The Financial Management Procedures and Controls shall be the governing document for all financial activity and the supervision thereof, to be adhered to by the National Office personnel, the Executive Board, the National Council and our Brotherhood membership.

(b) Checks issued for amounts exceeding $500.00 by the National Office will be signed by two individuals: an Office employee designated for this purpose and either the Treasurer or the President who are all bonded, or, in the absence of either one of these, the Senior Vice President, who is also bonded.

(c) The Fiscal Year need not be coincident with the Brotherhood year: December 1, to November 30. The Fiscal Year shall be September 1 to August 31.
(d) The annual budget shall be submitted to the Executive Board by the Finance Committee for its review and possible modification and approval. The Executive Board shall submit the proposed budget to the National Council in writing as part of the Annual Report prepared and printed under the direction of the National Office. The National Council members at the annual meeting of the National Council shall make a reasonable amount of time available for discussion of the proposed budget. The National Council will vote up or down for the approval or disapproval of the submitted budget without making amendments to the individual line items. In the event the National Council disapproves the proposed budget submitted by the Executive Board, the Executive Board will take whatever steps are necessary to revise and resubmit the budget for a second vote later in the National Council meeting.

(e) The Treasurer shall keep correct account of all funds received and paid out by the Brotherhood. He shall keep Brotherhood funds, except for small amounts of petty cash, in banks approved by the Finance Committee. He shall prepare and distribute to the Executive Board periodical financial reports on a form prescribed by the President.

(f) The Finance Committee shall keep watch over the financial condition of the Brotherhood including capital assets, receipts, expenditures, and preparation of and adherence to an annual budget.

(g) There shall be an annual audit of the books of the Brotherhood Including the Brotherhood Foundation by an independent auditor selected by the Finance Committee. A similar audit shall be performed upon relief from employment of the Treasurer.

(h) The Treasurer shall establish rules and regulations governing all travel and expense vouchers and for other financial procedures subject to approval of the Executive Board.

(i) The income derived from special appeals and designated gifts shall be utilized in furtherance of the National Brotherhood Outreach Program conforming to Article VIII of the Constitution.

(j) NOTE : The paragraph describing the role of the Trustees of the Brotherhood Foundation has been eliminated from these bylaws.

(k) No bank account shall be created or continued in the name of The Brotherhood of St. Andrew without the approval of the President, Treasurer and Chairman of the Finance Committee. However, an independent account by a recognized Chapter or Assembly may be allowed if it is designated by the chapter number and parish name or the words "Assembly of" before the Diocese name, then followed by "of The Brotherhood of St. Andrew." Thus, i.e., chapter 0456, of The Brotherhood of St. Andrew at St. Luke's Episcopal Church or Assembly of the Diocese of Western Massachusetts of The Brotherhood of St. Andrew.

9. RECORDS

(a) All records of the Brotherhood, both financial and administrative, will be kept under the control the National Office, except for such short periods of time that they may be required for official use elsewhere. The Senior Member of the Brotherhood staff in the National Office shall be the custodian of records and shall turn them over to the successor upon termination of employment or transfer of custody and obtain a receipt thereon. A copy of this receipt will become part of the official records.

(b) No files or records of the Brotherhood are to be removed from the National Office without authorization of the President. An inventory of all such files and records stored outside the National Office is to be kept in the National Office and available to National Officers upon request. No such files and records are to be destroyed without approval by the President and vote by the Executive Board.

10. COMMITTEES

(a) Committees, except the Nominating Committee, which is otherwise provided for, shall be appointed by the President in writing. The letter of appointment shall designate the Chairman and the term for which the Committee is to function. The President will also state clearly the duties and responsibilities of the Committee, its authority and the means available to it for the execution of its task. A list of Committee Chairmen and
outline of Committee functions shall be furnished to the members of the Executive Board and Committee members. Each Standing Committee shall consist of at least three members including the Chairman. The President shall be a member ex-officio of all Committees except the Nominating Committee. Special Committees may be of any size commensurate with the task assigned.

(b) The Standing Committees assigned by the National President shall be Communications, Field Operations, Administration, Program, and Finance. Other committees may be assigned by the President as needed.

Standing Committee reports shall be submitted annually by each Chairman to the President and for inclusion in the Annual Report and for presentation, if requested, by the President at the annual Executive Board and National Council Meetings.

(c) The St. Andrew's Cross, the publication of the Brotherhood shall be published electronically monthly and printed quarterly, adhering to any budget constraints, and shall be mailed to the entire Active and Associate membership of the Brotherhood and to such other recipients as the Executive Board may direct. The President, with the advice of the Senior Vice President, shall appoint an editorial board which shall include the Editor and other Brothers having particular expertise in promoting the Brotherhood.

(d) The President of the Brotherhood may request the Presiding Bishop to appoint a Bishop's Advisory Committee to serve for the succeeding year, and shall recommend that the Brotherhood Chaplain be included in the membership of the Bishop's Advisory Committee along with appointments by the Presiding Bishop. Be it further resolved that the members of the Bishop's advisory committee are invited to attend all Brotherhood of St. Andrew meetings and shall have voice but shall have no vote unless otherwise eligible. The President of the Brotherhood may request The Archbishop of the Anglican Church in North America to appoint an Anglican Bishop's Advisory Committee to serve for the succeeding year, and shall recommend that not less than three Bishops be included in the membership of The Advisory Committee. Be it further resolved that the members of the Anglican Bishop’s Advisory committee are invited to attend all Brotherhood of St Andrew meetings and shall have voice but shall have no vote unless otherwise eligible. And be it further resolved that the President of the Brotherhood of St Andrew contact The Archbishop and Primate of the Anglican Church in North America, and request his council on the establishment of the advisory council.

11. MEETINGS

(a) Business meetings of the National Council and Executive Board shall be conducted in conformity with Robert’s Rules of Order.

(b) Meetings of the National Council shall be open sessions and may be attended by any member or associate member of The Brotherhood of St Andrew.

(c) Committee reports are to be written and included in the Annual Report given to participants. Reports by Committee Chairmen are to be submitted by title unless otherwise instructed and there is a decision to be made by the National Council.

(d) Following the announcement by the President of the selection, location and time for the next Council meeting it shall be the National Council Chairman’s responsibility unless directed otherwise by the President, to make all necessary arrangements and accommodations for future National Council Annual Meeting and National Council meetings, with National Office support. This task shall include facilities planning, meeting agenda, and the Chair may form a committee to assist him in this function. The National Council Chairman may appoint a National Council Annual Meeting Chairman and may obtain local support for his committees. The meeting or convention chairman shall be a National Council member.

12. STUDY AND TRAINING AIDS

(a) The Field Operations Committee shall be charged with the responsibility for preparing Field Operations manuals and guides for the training of new members and officers, and for assisting both individuals and Chapters toward fulfillment of the Disciplines of Prayer, Study and Service
(b) The Junior Brotherhood Committee shall be charged with the responsibility for preparing manuals and
guides for the training of Junior Chapter sponsors, members and officers, and for assisting both individuals and
chapters toward fulfillment of the Brotherhood mission of "Bringing Youth to Christ."

13. BYLAW SUPPLEMENTS

Promptly following each National Council meeting at which action has been taken to change the annual
ministry pledge amount(s) or payment schedule, or to amend these Bylaws, the National Office shall prepare a
"Bylaws Supplement" which shall, be maintained at the National Office for distribution on request by
Brotherhood members or others interested in the Brotherhood.

14. AMENDMENTS

(a) Any active chapter or Assembly may propose an amendment to the Constitution by forwarding a resolution
embodying the exact wording of its proposal to the President of the Brotherhood not later than six (6) full
months before the day on which a National Council Annual Meeting is to assemble.

(b) The Executive Board shall give full consideration to all proposed amendments to the Constitution at a
meeting, by e-mail or by postal service mail if a meeting is not practicable, immediately following the
President’s receipt thereof and shall record its recommendations as to adoption, rejection or change of
language without delay.

(c) The Executive Board may propose an amendment or revision of the Constitution by tendering to the
President a resolution embodying the exact wording of the proposal not later than the publication deadline for a
Brotherhood publication sent three months prior to the date a National Council Annual Meeting will convene.

(d) Proposed Constitutional amendments or revisions shall be circulated to the Brotherhood membership by
the National Office in an issue of the Brotherhood publication sent not less than three months prior to the day
on which the National Council Annual Meeting will convene, with notice that it will be presented to the
Convention for action. In the case of Chapter and Assembly proposals, the Executive Board recommendations
thereon will immediately follow the text of the proposed amendment.

(e) Only proposed Constitutional changes or revisions thereof submitted according to the preceding sections
shall be presented to the National Council Annual Meeting. Adoption shall require a two-thirds vote taken on
written ballot of the accredited chapter delegates present at a session of the Convention formally designated
for this purpose in the Convention program and announced to the delegates at least forty-eight hours in
advance of the vote. The attention of all chapters shall be called to this provision in the same Brotherhood
magazine that publishes the proposed amendment or revision.

(f) Debate on a proposed amendment or revision to the Constitution may take place at any business session of
the National Council Annual Meeting prior to the designated time of voting. At this time, revision of the
proposed changes may be made by a simple majority of the accredited delegates voting.

(g) Amendments to Bylaws may be proposed by a Chapter or Assembly at any time by forwarding a resolution
embodying the exact wording of the proposal to the President of the Brotherhood. Such proposals will be
reviewed by the Executive Board and presented to the National Council at its next meeting together with any
recommendations thereon. The Executive Board and any National Council member may propose
amendments to the Bylaws at any meeting of the National Council. A two-thirds vote of the National Council
members present at a properly called meeting is required for adoption of proposed amendments.

(h) The National Office shall notify the Brotherhood membership without delay of all amendments approved in
either the Constitution or Bylaws, electronically or placed on the Brotherhood Web Site.