

**Calvary Episcopal Church**  
Williamsville, NY

**Bylaws**

The undersigned hereby certifies that  
the attached Bylaws were adopted by the  
Vestry of Calvary Episcopal Church at its  
regular meeting on July 24, 2025.



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Melinda Mets, Clerk  
Calvary Episcopal Church

# Bylaws of Calvary Episcopal Church

## Williamsville, New York

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## **BYLAWS**

### **CALVARY EPISCOPAL CHURCH WILLIAMSVILLE, NEW YORK**

#### **ARTICLE I NAME; FORMATION**

The name of the religious corporation is Calvary Episcopal Church (hereinafter sometimes referred to as "Parish"). The religious corporation was formed under and pursuant to Article 3 of the Religious Corporations Law of the State of New York.

#### **ARTICLE II SEAL**

The Parish shall have a seal consisting of a circle having on its circumference the words "Calvary Episcopal Church Williamsville, N.Y." and on the face of which shall appear a cross.

#### **ARTICLE III PURPOSE**

Calvary Episcopal Church is a Christian Fellowship within the One, Holy, Catholic and Apostolic Church in communion with the Episcopal Diocese of Western New York and upholding and propagating the historic Faith and Order as set forth in The Book of Common Prayer.

#### **ARTICLE IV PARISH MEMBERS**

##### **Section 1. Active Members and Eligibility for Voting**

- a.** Active members of the Parish will be identified as communicants in good standing as described in the Canons of the Episcopal Church according to Title I, Canon 17, Section 3:
  - 1) All communicants of the Church who for the previous year have been faithful in corporate worship, praying, and giving for the spread of the Kingdom of God, are to be considered communicants in good standing.
- b.** Additionally, the Canons of the Diocese of Western New York describe requirements of voter eligibility according to Diocesan Canon 13, Section 2:
  - 1) Persons twenty-one years (21) of age or more belonging to the Parish who have been baptized and regular attendants at its worship and contributors to its support for at least 12 months shall be qualified voters; and also persons of less than twenty-one (21) years of age, but of the age of eighteen (18) years or more having the like qualifications may vote in any Parish, whenever that Parish shall so determine in the manner provided by Article 3 of the Religious Corporations Law of the State of New York.

**Section 1. Active Members and Eligibility for Voting (cont'd.)**

- c. Subject to the terms of these by-laws, it has been determined by the Vestry that active members of the Parish who are eighteen (18) years of age or older shall be eligible to vote on Parish matters that require a vote of members.

**ARTICLE V MEETINGS OF THE PARISH MEMBERS**

**Section 1. Annual Meeting**

- a. The Annual Meeting of the Parish members shall be in the month of January or at such other month as determined by the Vestry subject to the requirements of the Religious Corporations Law of the State of New York.
- b. Notice of the Annual Meeting shall be communicated to the members of the Parish by publication in the weekend service leaflet and in the Parish newsletter at least two (2) weeks prior to the date of the meeting.

**Section 2. Special Meetings**

- a. A Special Meeting of the Parish members may be called by the Rector, or by the Vestry with the consent of the Rector. In the absence of a Rector, such meetings may be called by the Vestry in accordance with the procedures set forth in the Religious Corporations Law of the State of New York.
- b. Notice of a Special Meeting shall be communicated in writing from the Clerk of Vestry to all members of the Parish at least seventy-two (72) hours prior to the meeting time. The notice shall include the date, time and place for the meeting and shall state specifically the matter to be considered.

**Section 3. Quorum at Meetings**

- a. The organization of an Episcopal Church is a representative assembly wherein the duly elected Vestry is empowered to take all necessary actions in the governance of the Church and such actions are not subject to referendum or congregational vote. Therefore, any number of members present at Parish Meetings represents a quorum.

## **ARTICLE VI PARISH VESTRY**

### **Section 1. Parish Vestry is Governing Body of Parish**

- a.** The Vestry, by the Religious Corporations Law of the State of New York and by Episcopal Church law The Constitution and Canons of the Episcopal Church, is the duly constituted corporate authority of the Parish, consisting of the Rector, the Churchwardens (also referred to herein as the “Wardens”) and the Vestrymen (also referred to herein as the “Vestrypersons”). Pursuant to the Religious Corporations Law of the State of New York, the Vestry shall be a body corporate and the trustees of the Parish. The Vestry shall administer the temporalities and property, both real and personal, belonging to the Parish for the support and maintenance of the Parish. The Vestry shall also be legal representative of the Parish in all matters concerning the relations of the Parish to its Clergy. The Vestry shall act only at duly called meetings of the Vestry provided that a quorum is present.

**b. Duties**

Without limiting its other duties, the Vestry shall perform the following specific duties:

- 1) The Vestry shall act as the legal representative of the Parish in its dealings with The Episcopal Church, the Diocese and the State.
- 2) The Vestry shall make such bylaws and amendments thereto and adopt such resolutions as the Vestry may deem necessary for the convenient carrying out of its functions, consistent with the Religious Corporations Law of the State of New York, the Certificate of Incorporation of the Parish and the Canons of the Church.
- 3) The Vestry shall contract for the services of the Rector. The Vestry will also act as representative of the Parish in securing and in providing for the compensation and support of the Rector.

The Vestry shall, with the advice of the Finance Committee, act as a representative of the Parish in securing and providing compensation and support of positions the Rector may select, in consultation with the Vestry, to assist in lay administration of the Parish.

- 4) The Vestry shall be entitled to authorize such contracts and such acts as it may deem necessary or appropriate to perform and discharge its duties and obligations.

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- 5) The Vestry shall act as representative of the Parish in ordering the government, the functions and the mission of the Parish, including communication thereof with the members.
- 6) The Vestry shall recommend fit candidates for the Ordained Ministry of the Church.
- 7) The Vestry shall perform such other and further acts as it deems necessary or appropriate to discharge its duties and obligations.

## **Section 2. Election of Vestry**

### **a. Date**

- 1) There shall be an annual election in January of each year to fill vacancies in the Vestry.

### **b. Nominating Procedure**

- 1) The Vestry, at its regular meeting in October or at such other times as the Vestry may determine, shall appoint the members of the Nominating Committee for the nomination of candidates for the Vestry. A Warden shall be the chairperson of the Nominating Committee.
- 2) The names of the members of the Nominating Committee shall be made known to the congregation prior to the first meeting of the Nominating Committee.
- 3) The congregation will be encouraged to recommend potential Warden and Vestry candidates to the Nominating Committee.
- 4) The Nominating Committee shall propose a slate of candidates to fill the expiring terms and any other vacancies of the Wardens and Vestrypersons.
- 5) Announcement of the slate of candidates shall be published in the weekend service leaflet at least two (2) weeks prior to the day of election.
- 6) A pamphlet identifying the slate of candidates and providing a picture and brief biographical sketch of each candidate shall be provided for each Parish household.

**c. Voting**

- 1) Active members of the Parish who are entitled to vote as set forth in these bylaws shall be eligible to vote in the Annual Election.
- 2) All balloting shall be closed before the commencement of the Annual Meeting of Members. Absentee ballots will be counted if mailed to and received by or hand delivered to a designated Warden prior to the closing of polls on the day of the Annual Election.

**Section 3. Qualifications of Vestrypersons and Wardens**

- a. Active members of the Parish who are eligible to vote as set forth in these bylaws shall be eligible to be elected or appointed as a Vestryperson.
- b. Confirmed active members of the Parish who are twenty-one (21) years of age and older and have served for at least two (2) years as Vestryperson of the Parish at any time that such member was a member of the Parish shall be eligible to be elected or appointed as a Warden.

**Section 4. Number and Terms of Office of Vestry**

- a. The Vestry shall consist of the Rector, two Wardens and nine (9) Vestrypersons.
- b. Each Warden shall be elected to serve for a term of two (2) years and shall be eligible to succeed himself or herself for one additional term of two (2) years. Following the conclusion of a person's service as a Warden, at least one (1) year must elapse before such person is eligible to again be elected as a Warden or Vestryperson.
- c. Each Vestryperson shall be elected to serve for a term of three (3) years and shall be eligible to succeed himself or herself for one additional term of three (3) years. At least one (1) year must elapse following the conclusion of such person's service as a Vestryperson before such person is eligible to again be elected as a Vestryperson.
- d. A Vestryperson may be elected a Warden before his or her term as a Vestryperson expires. [See section 3.b]

**Section 5. Duties of the Rector, Wardens and Vestrypersons**

**a. Duties of the Rector**

- 1) Duties of the Rector shall be as set forth in the Canons of the Episcopal Church.
- 2) The worship and spiritual jurisdiction of the Parish are the right and responsibility of the Rector subject to the rules and regulations of the Episcopal Church and of the Bishop of the Diocese.
- 3) All assisting Clergy shall serve under the authority and direction of the Rector.
- 4) Among the Rector's other duties and responsibilities, the Rector shall have final authority in the administration of matters pertaining to music and its use during worship.
- 5) The Rector shall have authority over and responsibility for the Parish staff. The Rector has the sole responsibility for selecting and hiring assisting clergy, once the Vestry has authorized the funding of such a position.
- 6) The Rector or other member of the Vestry designated by the Rector shall be the presiding officer at all meetings of the Vestry.

**b. Duties of the Wardens**

- 1) When a vacancy in the rectorship of the Parish occurs, the Wardens shall act as representatives of the Vestry in advising and consulting with the Bishop and in overseeing the process of searching for and recommending a candidate for the rectorship.
- 2) The Wardens shall act as a council of advice to the Rector; and they shall assist in the preparation of the agenda for Vestry meetings, the filling of committee chairpersonships, and perform such other acts as may provide for the best performance of Vestry responsibilities. They shall be available, as required, for special assignments.
- 3) A Warden shall chair the Nominating Committee.

**c. Duties of Vestrypersons**

- 1) As elected leaders of the Congregation, Vestrypersons and Wardens shall be diligent in:
  - a) Representing to the Vestry the concerns of the members of the Parish;
  - b) Interpreting and communicating to members of the Parish the actions of the Vestry, and the rationale of such actions;
  - c) Attending at least 80% of regular and special meetings of the Vestry;
  - d) Being faithful in corporate worship, unless for good cause prevented, and faithful in working, praying and giving for the spread of the Kingdom of God.

**Section 6. Removal; Suspension**

- a. A Warden or a Vestryperson may be removed from office for “cause” by vote of two-thirds (2/3) of the total Vestry exclusive of the member who is the subject of such a vote at a special meeting of the Vestry called for such purpose.
- b. As used herein, the term “cause” shall mean, but shall not be limited to, the failure of such Warden or Vestryperson to perform any material part of his or her duties and obligations as a Warden or Vestryperson as the case may be after notice thereof is provided by the Vestry and/or conduct that would tend to embarrass or discredit the good name and reputation of the Parish.
- c. The notice of any meeting to remove a Warden or Vestryperson from office shall specify the basis for the “cause” for removal. At any such meeting, the Warden or Vestryperson who is the subject of such notice and possible removal shall have an opportunity to be heard.
- d. In an emergency, as the presiding officer of the Vestry, the Rector after consultation with the Wardens, shall have the right to suspend a Warden or Vestryperson pending any special meeting called for the removal of such Warden or Vestryperson.

**Section 7. Vacancies**

- a. In the event of the death, resignation, removal or transfer from the Parish of a Warden or Vestryperson, such vacancy shall be filled at the next Annual Election or at a Special Election called for such purpose by the Vestry at which time a successor to such Warden or Vestryperson as the case may be shall be elected to fill the unexpired term of such Warden or Vestryperson as the case may be.

**Section 8. Meetings, Regular and Special**

**a. Regular Meetings**

- 1) In consultation with the Rector, the Vestry shall, at the first regular meeting after the Annual Meeting, set the date, time and place of at least 10 regular meetings over the next twelve months. The date and time of regular or special Vestry meeting may be changed by the Rector in consultation with the Vestry.

**b. Special Meetings**

- 1) The Rector shall have the right to call a special meeting of the Vestry. The Wardens shall also have the right to call a special meeting of the Vestry, but only after communicating such request to the Rector and the Rector has failed or refused to call such special meeting within seventy-two (72) hours of such request.
- 2) Notice of a Special Meeting shall be in writing from the Clerk of the Vestry to all members of the Vestry at least seventy-two (72) hours prior to the meeting time. The notice shall include date, time and place for the meeting and shall state specifically the matter to be considered.

**c. Quorum; Voting**

- 1) The necessary quorum needed to conduct official business shall be either:
  - a) The Rector and at least a majority of the whole number of Wardens and Vestrypersons, or
  - b) One (1) Warden and a majority of the remaining Vestrypersons.

**Section 9. Appointment of Clerk and Treasurer**

- a.** At the first regular meeting of the Vestry following the Annual Election, the Vestry will appoint a Clerk and a Treasurer each of whom shall serve at the pleasure of the Vestry until their respective successors are appointed. These appointments may be renewed annually for up to 5 years. At least one (1) year must elapse following the conclusion of such person's service as Clerk or Treasurer before such person is eligible to again be appointed as Clerk or Treasurer.

**ARTICLE VII DUTIES OF THE TREASURER**

**Section 1. Duties**

- a.** The Treasurer shall be the chief financial officer of the Parish.
- b.** The Treasurer shall assure that sound business practices and accounting methods are being followed by the Parish.
- c.** The Treasurer shall receive or cause to be received all monies contributed to the annual operating budget and other gifts and contributions and the deposit of same in one or more bank accounts maintained by the Parish for such purpose.
- d.** The Treasurer shall pay or cause all bills and other indebtedness of the Parish to be paid from the monies received, only in accord with the annual budget of the Parish and in conformity with Vestry resolutions.
- e.** The Treasurer shall keep and maintain records of all capital funds and shall notify the respective chairpersons of the Endowment Board and the Planned Giving Committee of all new endowment gifts received by the Parish.
- f.** In conjunction with the Endowment Board and otherwise as appropriate, the Treasurer shall review the performance of all investment managers engaged by the Parish to invest funds of the Parish. and to report to the Vestry as to such matters at least once per fiscal year.
- g.** The Treasurer shall make available to the Vestry on a monthly basis reports setting forth the following:
  - 1) Current income and expenditures;
  - 2) Fiscal year to date income and expenditures;
  - 3) Any other information required by the Vestry.

- h.** The Treasurer shall review with the Vestry the monthly financial information on a quarterly basis or at such other times as may be determined by the Vestry.
- i.** The Treasurer shall issue or cause to be issued quarterly statements to financial contributors to the Parish stating amounts received and amounts pledged; and issue a year-end statement showing all contributions to the Parish for that year.
- j.** The Treasurer shall coordinate the preparation of the annual audited financial statements performed by the independent professional auditors of the Parish to allow adequate time for its submission to the Diocese prior to the annual Diocesan Convention.
- k.** The Treasurer shall prepare present the financial portions of the Parochial Report to the Vestry.
- l.** The Treasurer shall coordinate the preparation of the annual operating budget for the Parish in conjunction with the Finance Committee and a budget subcommittee if formed for such purpose, and present such annual operating budget to the Vestry for review and approval.
- m.** The Treasurer shall report the year-end financial status to the Parish at the Annual Meeting of the members.
- n.** The Treasurer in conjunction with the Finance Committee shall assist the Vestry in the development of financial policy.
- o.** The Treasurer shall perform other duties as may be assigned by the Vestry from time to time.

## **Section 2. Delegation of Duties**

- a.** The Treasurer may delegate duties but not responsibilities for the performance of said duties to a business manager and/or to one or more assistant treasurers.
- b.** Assistant treasurers may be nominated by the Treasurer and appointed by the Vestry.

## **ARTICLE VIII DUTIES OF THE CLERK**

### **Section 1. Duties**

- a.** The Clerk shall keep a faithful record of all Parish meetings.

- b. The Clerk shall keep the minutes of all Vestry meetings, distribute such minutes to the Vestry in a timely manner and make such minutes available for perusal by the Parish as appropriate.
- c. The Clerk shall preserve all journal records, etc. relative to the concerns of the Parish that are in the Clerk's possession and deliver the same to his or her successor. While in office, the Clerk shall also cause such records to be maintained in the permanent records of the Parish.

## **ARTICLE IX AMENDMENTS**

### **Section 1. Procedure**

- a. These bylaws may be altered or amended in the following manner:
  - 1) The amendment shall be proposed in writing at a regular meeting of the Vestry, no action shall be taken until the next regular meeting, and not then unless the written notice thereof sent to each member of the Vestry shall contain a copy of the proposed amendment.
  - 2) A vote of a majority of the number of the Vestry shall be necessary to carry the amendment.

## **ARTICLE X RESERVED**

## **ARTICLE XI STANDING COMMITTEES**

### **Churchyard Board of Managers**

- 1. The Churchyard Board of Managers shall be a standing committee appointed by the Vestry.
- 2. The Board of Managers shall attend to the management and maintenance of Calvary Churchyard, a wall and a burial ground for cremated human remains. It is intended that this burial ground accommodate primarily the needs of Calvary families who desire it. Consent of the Bishop and of the Standing Committee of the Protestant Episcopal Diocese of Western New York to alienate parcels of real estate for grave sites was obtained on December 9, 1966.
- 3. The Board of Managers shall consist of such members in good standing as may be determined by the Vestry. Members of the Board of Managers shall serve at the pleasure of the Vestry. Provision shall be made for rotating membership. At least one (1) member of the Vestry shall serve as Vestry Liaison to the Board of Managers.

**4. Functions**

- a.** The Board of Managers shall recommend to the Vestry policy regarding the development, operation, maintenance and promotion of Calvary Churchyard.
- b.** The Board of Managers shall administer policy in the name of the Vestry to the extent delegated by the Vestry from time to time.
- c.** The Board of Managers shall utilize, as appropriate, the services of the sexton and the Property Committee for care, maintenance and construction associated with the Churchyard and the Churchyard wall.
- d.** The Board of Managers shall maintain, regularly review and update the governing documents of the Churchyard, including Account Categories, Churchyard Policies and all other documents as appropriate for the operation and care of the Churchyard all of which shall be subject to the review and approval of the Vestry.

**Finance Committee**

- 1.** The Finance Committee shall be a standing committee appointed by the Vestry.
- 2.** The Finance Committee shall consist of the Treasurer as chairperson, at least one Warden, one Vestryperson, and such additional members in good standing as the Vestry may deem appropriate to accomplish the Committee's functions. The members of the Finance Committee shall serve at the pleasure of the Vestry.
- 3. Functions**
  - a.** The Finance Committee shall engage in short and long range financial planning and recommend policy for maintaining the financial stability of the Parish.
  - b.** The Finance Committee shall assist the Treasurer in the preparation of the annual operating budget for the Parish and in the performance of the Treasurer's other duties as the Treasurer may request from time to time.
  - c.** The Finance Committee shall advise the Vestry with review and recommendations as to insurance coverage and related matters for the Parish.

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- d. The Finance Committee shall advise the Vestry with review and recommendations in all matters pertaining to the Parish real estate (e.g., rent, taxes).
- e. The Finance Committee shall advise the Vestry and the Rector with review and recommendations in all matters pertaining to the compensation of Parish staff.
- f. The Finance Committee shall advise the Vestry with review and recommendations in all matters pertaining to the compensation of the clergy.
- g. In consultation with the Endowment Board, the Finance Committee shall advise the Vestry with review and recommendations with respect to the prudent use of invested funds for the purposes intended and in the evaluation of investment managers.
- h. The Finance Committee shall meet with the Vestry at its September meeting to discuss the budget for the following year. The Finance Committee shall submit to the Vestry at its October meeting a proposed budget for the following year.
- i. The Finance Committee shall have the right to appoint such other subcommittees as the Finance Committee shall deem necessary or appropriate from time to time, each with such duties and responsibilities as the Finance Committee may assign such subcommittee from time to time.

### **Nominating Committee**

- 1. The Nominating Committee shall be an annual ad hoc committee appointed by the Vestry. The Nominating Committee shall come into existence upon appointment by the Vestry and shall cease to exist upon conclusion of the Annual Election.
- 2. A Warden shall be the chairperson of the Nominating Committee. The composition of the Nominating Committee shall be a minimum of six (6) members of the Parish, including the chairperson, all of whom shall be in good standing. In appointing the Nominating Committee, the Vestry shall endeavor to select members representing a broad cross section of the Parish. The members of the Nominating Committee shall serve at the pleasure of the Vestry. A majority of the Nominating Committee shall be changed from year to year.

**3. Functions**

- a.** The Nominating Committee shall propose a slate of candidates (for the Annual Election) to fill the expiring terms of Warden and Vestrypersons and any other vacancies.
- b.** The slate of proposed candidates as determined by the Nominating Committee shall be provided to the Rector and to each of the Wardens for review to determine eligibility before the members of the Parish are notified of such slate. The Rector and Wardens shall conduct a prompt review of such proposed candidates and notify the Nominating Committee if any of such proposed candidates are not eligible to serve for the position for which such candidate is proposed to be nominated.

**Property Committee**

- 1.** The Property Committee shall be a Standing Committee appointed by the Vestry.
- 2.** The Property Committee shall attend to the management and maintenance of Calvary's building and grounds.
- 3.** The Property Committee shall consist of such members in good standing as may be determined by the Vestry. Members of the Property Committee shall serve at the pleasure of the Vestry. Provision shall be made for rotating membership. At least one (1) member of the Property Committee shall be a Vestryperson. The Chair person shall be appointed by the Wardens and approved by the Vestry.
- 4. Functions**
  - a.** The Property Committee shall recommend to the Vestry policy regarding the development, operation, and maintenance of Calvary property, buildings, and overall campus.
  - b.** The Property Committee shall administer policy in the name of the Vestry to the extent delegated by the Vestry from time to time.
  - c.** The Property Committee shall utilize, as appropriate, the services of the Sexton for care, maintenance and construction associated with Calvary.
  - d.** The Property Committee shall have the right to appoint such other subcommittees as the Property Committee shall deem necessary or appropriate from time to time including, but not limited to, an Arts and Furnishings Subcommittee, each with such duties and responsibilities as the Property Committee may assign such subcommittees from time to time.

**5. Arts and Furnishings Subcommittee**

- a.** The Arts and Furnishings Subcommittee shall be a subcommittee of the Property Committee with the Chairperson appointed by the Vestry.
- b.** The Arts and Furnishings Subcommittee shall consist of such members in good standing as may be determined by the Vestry. Members of the Arts and Furnishings Subcommittee shall serve at the pleasure of the Vestry. Provision shall be made for rotating membership.
- c.** The Arts and Furnishings Subcommittee shall choose or approve all artwork, furnishings, and décor for all the Calvary campus facilities, and they shall conduct an annual inventory of silver, and valuable artifacts and artwork covered by insurance.

**Stewardship Committee**

- 1.** The Stewardship Committee shall be a standing committee appointed by the Vestry upon the recommendations by the Rector.
- 2.** At least one (1) member of the Vestry shall serve on the Stewardship Committee. All members of the Stewardship Committee shall be members in good standing and serve at the pleasure of the Vestry. Provision shall be made for rotating membership.
- 3. Functions**
  - a.** The main work of the Church is involving people in using all that is entrusted to them in carrying out the mission of Jesus Christ. Stewardship is the main work of the Church. Towards this end, the Stewardship Committee is to encourage the people of the Parish to give of their gifts of time, talent and treasure to the furtherance of the mission of the Parish.
  - b.** The Stewardship Committee shall develop an on-going educational program to promote a fuller understanding of the concept of Christian Stewardship.
  - c.** The Stewardship Committee shall develop policies for and implement the annual stewardship campaign of the Parish.
  - d.** The Stewardship Committee shall develop policies for and implement a program to encourage fulfillment of stewardship pledges.

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- e. The Stewardship Committee shall develop a comprehensive on-going planned giving educational program to promote gifts and bequests to the Parish Endowment Fund.
- f. The Stewardship Committee shall maintain or cause to be maintained an accurate and up-to-date record of all persons who have made a commitment to include the Parish in their estate plans. The Stewardship Committee shall recognize through the Calvary Legacy Society those persons who have notified the church of their planned giving intentions, and also, upon notification by the Treasurer, those from whom a legacy gift has been received.
- g. At the request of the Vestry, the Stewardship Committee shall review extraordinary capital needs and other financial needs not addressed in the annual budget of the parish and advise the Vestry of a plan to address those needs through, for example, a capital campaign. If the plan is approved by the Vestry, the Stewardship Committee will execute on the plan and report to Vestry regarding the progress of its efforts.

### **The Endowment Board**

- 1. The Endowment Board shall be a standing committee appointed by the Vestry.
- 2. The Endowment Board shall consist of at least four (4) members of the Parish in good standing, all of whom shall be appointed by the Vestry. All members of the Endowment Board shall serve at the pleasure of the Vestry. Provision shall be made for rotating membership. The Senior Warden and the Treasurer shall be ex-officio members of the Endowment Board.

The Chair of the Endowment Board shall serve as a liaison to the Planned Giving Committee and keep the Planned Giving Committee informed of changes of policy regarding Gift Acceptance and Disposition of Bequests. The Chair of the Endowment Board shall serve as, or appoint, a liaison to the Finance Committee on matters related to the Endowment.

- 3. Functions
  - a. The Endowment Board in conjunction with the Planned Giving Committee and the Vestry shall encourage all members of the Parish to make gifts from their assets to the on-going work of the church, employing whatever gift vehicles may be appropriate for their circumstances.

- b.** The Endowment Board shall assist the Vestry in the receipt and administration of endowment gifts in the manner expressed by the donors of such gifts, and in accordance with the Canons of the Episcopal Church, the Diocese of Western New York, the policies of the Parish and applicable law governing such gifts.
- c.** All endowment gifts made to the Parish shall be deposited in the Endowment Fund maintained by the Parish for such purpose. Such funds may be invested as provided by law and as determined by the Vestry from time to time upon such recommendations as may be made from time to time by the Endowment Board. The Vestry shall be free to accept or reject any such recommendations made by the Endowment Board.
- d.** Subject to the terms made by the donor of an endowment gift, and applicable law, distributions from the Endowment Fund shall be made as determined by the Vestry from time to time.
- e.** The Endowment Board shall meet at least quarterly and shall maintain complete and accurate minutes of all meetings.
- f.** The Endowment Board shall report to the Vestry at least once a year and render a full account of the administration and performance of the Endowment Fund during the preceding year. The Endowment Board shall also report to the Vestry at such other times as shall be determined by the Vestry.
- g.** The Treasurer of the Parish shall maintain or cause to be maintained complete and accurate books of account for the Endowment Fund, which shall be audited annually by a certified public accountant.
- h.** The Endowment Board shall maintain, regularly review and update governing documents with respect to the Endowment Fund, including its Plan of Operation, Investment Guidelines, Spending Rules, Policy Regarding Disposition of Bequests, Gift Acceptance Policy and Designated Funds all of which shall be subject to the review and approval of the Vestry.
- i.** The Endowment Board shall advise the Finance Committee on prudent use of investment funds.

### **Scholarship Committee**

- 1.** The Scholarship Committee shall be a standing committee appointed by the Vestry.

2. There shall be at least four (4) members of the Scholarship Committee including a Chairperson appointed by the Vestry, all of whom shall be in good standing. All members of the Scholarship Committee shall serve at the pleasure of the Vestry. Provision shall be made for rotating membership.

### 3. Functions

- a. The Scholarship Committee shall receive and make recommendations to the Vestry for the disbursement of scholarships and other financial assistance from available funds to members of the Parish and their children for educational purposes all on such terms as may be approved by the Vestry from time to time.
- b. The Scholarship Committee shall maintain, regularly review and update its Policies, Procedures and Standards, all of which shall be subject to the review and approval of the Vestry.

## ARTICLE XIX OTHER MATTERS WITH RESPECT TO COMMITTEES

### Section 1. Right to Establish Other Committees

The Vestry shall be entitled to establish other committees with such members, functions and purposes as the Vestry may determine from time to time.

### Section 2. Right to Require Reports.

The Vestry shall be entitled to require any committee to furnish a report to the Vestry from time to time as to the performance of such Committee's functions.

### Section 3. Records and Documents.

Each committee shall have the responsibility of causing all pertinent minutes, resolutions and documents that are pertinent to such committee to be maintained as part of the permanent records of the Parish.

### Section 4. Additional Duties.

Each committee shall be required to perform such other duties as may be determined by the Vestry from time to time.

**[End of Bylaws]**