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## **By-Laws for Ascension Parish**

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In Conformity with the Constitution and Canons, Convention 2019

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# **By-Laws of Ascension Parish, Gaithersburg Maryland**

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## **ARTICLE I - General**

### **Section 1 - Name of the Parish**

This Parish shall be called Ascension Parish, Gaithersburg, Maryland in the Episcopal Diocese of Washington.

### **Section 2 - Governance of the Parish**

This Parish shall be governed in accordance with the following By-Laws or as properly amended in the future.

### **Section 3 - Acknowledgement of Authority**

Nothing in these By-Laws shall conflict with the Canons for the Government of the Episcopal Church in the United States of America or the By-Laws of the Diocesan Council of Washington or the Laws of the State of Maryland.

### **Section 4 - Exceptions**

In all points not covered by these By-Laws, the decision of the majority of the Vestry shall govern.

## **ARTICLE II - Qualified Voters**

### **Section 1 - Qualifications**

The Voting members of the Parish shall be persons who are:

- a. Members of the Episcopal Church,
- b. Recorded in the Parish Register,
- c. At least eighteen (18) years of age,
- d. Contributors of record to the Parish for a fixed period preceding the Parish meeting, and
- e. In compliance with these requirements for one month before the meeting.

### **Section 2 - Contributions of Record**

Contributions of record to the Parish are defined as a family pledge or offering identified to the Treasurer, or significant contributions of service and labor which may at the discretion of the Vestry, serve in lieu of cash or other securities.

### **Section 3 - Voter Confirmation**

The Vestry shall decide any issue concerning the inclusion or omission of any person on the list of Qualified Voters. The Registrar, at the direction of the Rector, shall maintain a list of Qualified Voters. <sup>1</sup>

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<sup>1</sup> All duties, rights and responsibilities belonging to the Rector shall apply equally to a Priest in Charge, Acting Rector or Interim Rector.

## **ARTICLE III - Annual and Special Meetings of the Entire Parish**

### **Section 1 - Annual Meeting**

The Annual Meeting of the Parish shall be held between the second Sunday after Epiphany and the Sunday before Lent, or at another time designated by the Vestry. If the Vestry fails to fix the time and place, the Annual Meeting for that year shall be held on the Sunday immediately preceding the Diocesan Convention.

### **Section 2 - Special Meetings**

Special Meetings may be called by the Rector, a majority of the Vestry, or by petition of twenty-five (25) voters qualified to vote at a Parish Meeting.

### **Section 3 - Notice of Meetings**

Notice of the Annual Meeting or Special Meeting including day, time and place shall be communicated to all known voting members at least thirty (30) days before the meeting date and placed in the church bulletin for two (2) Sundays before the meeting. Notice of Meetings where a proposed change to the By-Laws will be discussed shall include the proposed change(s) and the explanation for it.

### **Section 4 - Quorum**

A quorum shall consist of eight percent (8%) of Qualified Voters. If no quorum is present, two-thirds (2/3) of the eligible voters present may approve a suspension of the quorum rule. A majority of Qualified Voters present shall be necessary for the adoption of any matter. A two-thirds (2/3) majority of Qualified Voters shall be required for the amendment of By-Laws.

### **Section 5 - Presiding Officer**

The Presiding Officer of meetings of the Parish shall be the Rector, or in the absence of the Rector, the Senior Warden or in the absence of both, the Junior Warden. If the Parish is without a Rector, the Bishop shall preside, if present.

## **ARTICLE IV - Vestry**

### **Section 1 - Composition of the Vestry**

The Vestry shall consist of the Rector, Senior Warden, Junior Warden and nine (9) other lay persons.

- a. Vestry members shall be at least eighteen (18) years of age and voting members of the Parish.
- b. Vestry members shall be consistent pledgers of their resources, or, with concurrence of the Rector, members may contribute significant service or labor in lieu of cash.

## **Section 2 - Nominating Committee**

A Nominating Committee, composed of two (2) Vestry members and three (3) non-Vestry members appointed by the Rector, shall serve for a term of one (1) year. The Committee shall nominate at least one (1) person for each vacant office and shall publish the slate of candidates in the church bulletin for two (2) Sundays preceding the election.

## **Section 3 - Election of the Vestry**

Vestry Members will be elected by acclamation or a vote by ballot.

## **Section 4 - Term of Office of the Vestry members**

Vestry members shall be elected for a term of three (3) years and shall not be eligible for re-election until one year has passed. Three (3) Vestry members shall be elected each year. In the event of a vacancy in the office of a Vestry member, a majority of the Vestry shall appoint from the members of the Parish eligible for election a successor to fill the vacancy until the next Annual Meeting. Any Vestry member who has not served a full three year term shall be eligible for election to a full term.

## **Section 5 - Regular and Special Meetings of the Vestry**

The Vestry shall meet at least six (6) times each year and additional times as requested by the Rector, Senior Warden, or one third (1/3) of all Vestry members with at least three (3) days' notice. One more than one-half of the Vestry members shall constitute a quorum for the transaction of business. The Vestry may adopt other rules for conduct of their meetings.

## **Section 6 - Presiding at Vestry Meetings**

The Rector shall have the right to preside at all Vestry meetings. If the Rector does not preside or is absent, the Senior Warden, or the Junior Warden (in that order) shall preside. If the Parish is without a Rector, the Bishop shall preside, if present.

## **Section 7 - Committees**

The Vestry may appoint Committees, each of which shall include one (1) Vestry member as liaison. While these committees shall exercise such authority of the Vestry in the management of the Parish as the Vestry delegates, this does not relieve the Vestry of its responsibility. The Rector may also appoint committees that do not have authority of the Vestry for Management of the Parish, for example, temporary task oriented committees or Special Projects.

## **Section 8 - Vestry Oath**

Every person chosen as a Vestry member shall, before acting as such, take the following oath:

We \_\_\_\_\_ having been duly elected to the office of Warden/Vestry member of Ascension Parish in the City of Gaithersburg, Maryland, do declare our belief in the Christian religion, our assent to the Constitution and Canons of the General Convention of The Episcopal Church and of the Diocese of Washington, and we do affirm our adherence to the doctrine, discipline and worship of the said Church in the United States of America and promise to discharge faithfully the duties of a Church Warden/Vestry Member.

## **ARTICLE V - Officers of the Parish**

### **Section 1 - Senior and Junior Warden**

The Senior and Junior Wardens shall be chosen from the existing members of the Vestry in their second or third year. The Senior Warden shall be appointed by the Rector, and the Junior Warden shall be elected by the Vestry. The term of the Wardens shall start at the Annual Meeting.

- a. Wardens shall serve for two (2) years and may succeed once. They shall not be eligible for a third term until one (1) year has elapsed. A Warden who has not served two consecutive terms shall be eligible for re-appointment.
- b. In the event of a vacancy in the warden office, a majority of the Vestry may appoint from the current members of the Vestry a successor to fill the vacancy until the next Annual Meeting.
- c. The Wardens shall have the authority and shall perform duties in the management of the property and affairs of the Parish as outlined in the canons of the Diocese and General Convention.
- d. The Executive Committee shall consist of the Rector, Assistant Rector, Senior Warden and Junior Warden

### **Section 2 - Treasurer**

The Vestry shall appoint a Treasurer of the Parish who may be a member of the Vestry or of the Parish generally. The Term of the office is two (2) years and the incumbent may be re-appointed once.

### **Section 3 - Registrar**

The Vestry shall appoint a Registrar of the Parish who may or may not be a member of the Vestry. The term of the office is two (2) years and the incumbent may be re-appointed indefinitely. The Registrar shall keep a record of all voting members of the Parish, with the supervision of the Rector.

### **Section 4 - Secretary of the Vestry**

The Rector shall appoint a Secretary of the Vestry who will prepare and distribute the agenda and minutes from the Vestry meeting. The term of office is two (2) years and the person may be re-appointed indefinitely.

### **Section 5 - Diocesan Delegates**

The Nominating Committee shall nominate candidates to serve as Delegates to the Diocesan Convention. Delegates and Alternate Delegates to the Diocesan Convention shall be elected each year at the Annual Meeting. Delegates shall be selected from among voting members of the Parish. The term of the office shall be three (3) years. They shall not be eligible for a second (2<sup>nd</sup>) term until four (4) have has elapsed.

## **ARTICLE VI - Rector/Assistant Rector**

### **Section 1 - Rector**

When the rectorship becomes vacant, the Vestry shall, by a majority vote of the whole Vestry, elect a new rector from among the priests of the Episcopal Church. The election shall follow consultation with the Bishop, in conformity with the Canons of the General Convention.

### **Section 2 - Assistant Rector (when needed)**

The Vestry shall, by a majority vote of the whole Vestry, elect an Assistant Rector from among the Priests of the Episcopal Church or other priests authorized by the Canons of the General Convention to officiate in the Episcopal Church. The election shall be at the nomination of the Rector, and after a proper search process followed by consultation with the Bishop in conformity with the Canons of the General Convention.

### **Section 3 - The Call: Letter of Agreement**

The call of a new Rector or Assistant Rector shall be made to and accepted by the member of the clergy in writing. The call shall contain a provision similar to the following:

The Vestry of Ascension Parish have elected and do invite the Reverend \_\_\_\_\_ to be the Rector (or Assistant Rector) of this Parish, to serve pursuant to the following understandings;

1. The Rector (or Assistant Rector) shall have an annual salary of \$ \_\_\_\_\_ without the use of a rectory.
2. The Rector (or Assistant Rector) shall have an annual vacation of \_\_\_\_\_ days with full salary.
3. The Parish shall pay the Rector (or Assistant Rector) the required assessment to the Church Pension Fund in accordance with its rules.
4. (In the case of a rectorship). This Rectorship shall continue until dissolved by mutual consent or by arbitration and decision as provided by the Canons of the General Convention (or for as long as the agreed upon length of tenure).

## **ARTICLE VII – Fiscal Year, Depositories & Signatures**

### **Section 1 – Fiscal Year**

The Fiscal year of the Parish shall be January 1 through December 31 of each year.

### **Section 2 – Budget**

The Stewardship Committee shall prepare a budget each year and submit it to the Vestry in November or December for review and approval.

### **Section 3 – Deposits**

All funds of the Parish shall be deposited in the name of the Parish in such bank or other financial institutions as the Vestry may from time to time designate. Such funds shall be drawn out on checks, drafts or other instruments signed on behalf of the Parish by such person or persons as the Vestry may from time to time designate.

### **Section 4 – Contracts and Deeds**

All contracts, deeds and other instruments shall be signed on behalf of the Parish by the Rector or Wardens or by such other officer or officers, agent or agents as the Vestry may from time to time provide. All non-budgetary contracts in excess of \$1,000 must be approved by the Vestry.

### **Section 5 – Limitation on Expenditures**

Committees and Vestry designees must get approval from the Vestry for all expenditures over \$1,000. No recommendation shall be made to the Vestry for contract services for \$1,001 or more unless at least two (2) (three (3) preferred) bids for like work have been received and reviewed. *No final payment shall be made to any contract service provider without confirmation by the responsible committee member or person designated by the Vestry that the work has been performed in a satisfactory manner, completed in full, and in compliance with the terms of the contract.*

### **Section 6 – Annual Audit**

An Audit shall be conducted annually in accordance with the Episcopal Diocese of Washington.

## **ARTICLE VIII - Amendments to the By-Laws**

Amendments to the By-Laws must be submitted in writing to the Vestry no later than sixty (60) days preceding the Annual Meeting in order to be voted on at the Annual Meeting. The Vestry may call a Special Parish meeting to vote on the proposed amendment(s) after communicating to each Qualified Voter of the Parish at least thirty (30) days before a Special Parish meeting.