

**BY-LAWS OF**  
**ALL SAINTS CHURCH**  
**Chapel Hill/Durham**  
**North Carolina**

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These By-laws were crafted, studied, presented and adopted with the intent that they be read, interpreted and implemented consistent with both the letter and loving spirit of the Vision, Mission and Values of All Saints Church

## **ARTICLE I ORGANIZATION**

### **I. 1. Incorporation**

All Saints Church, Chapel Hill/Durham (hereinafter referred to as “All Saints”) is a religious corporation formed under The Non-Profit Corporation Act of North Carolina (the “Act”). The Church was formed and is recognized as exempt under section 501(c)(3) of the Internal Revenue Code.

### **I.2. Affiliation**

By the adoption of these By-Laws, All Saints is established as an Anglican church in the United States through affiliation with the Anglican Mission in America (hereinafter known as the “Anglican Mission”). The Anglican Mission is seated within the canons and charters of the Province of the Anglican Church of Rwanda.; thereby the Anglican Mission provides a way for congregations and clergy to be given episcopal oversight and remain connected to the worldwide Anglican Communion. All Saints shall be subject to the authority, leadership and spiritual oversight of the Anglican Mission as it continues in the statement of faith and the scriptural and spiritual standards set forth in the Anglican Mission in the Americas’ Solemn Declaration of Principles (Appendix 1) and its purpose statement: “. . . to glorify God and to serve, grow and multiply local churches that love Jesus Christ and reach the world that he died to save, by building an alliance of congregations in America which are committed to gathering, planting and serving dynamic churches in the Anglican tradition.”

The Anglican Mission is a charter member of the Anglican Church of North America (ACNA), a duly constituted province of the worldwide Anglican Communion. As such, All Saints is an active co-laboring partner with all other faithful Anglican churches and movements in the United States and Canada who are members of ACNA, whose stated mission is “to extend the kingdom of God by presenting Jesus Christ in the power of the Holy Spirit, that people everywhere will come to put their trust in God through Him, know Him as Savior and serve Him as Lord in the fellowship of the Church. The chief agents of this mission to extend the Kingdom of God are the people of God.”

### **I.3. Purpose**

All Saints does, by the adoption of these By-Laws, acknowledge and accept the biblical Christian faith, doctrine, discipline and worship of God who is Father, Son and Holy Spirit. It shall be the purpose of All Saints to spread the Gospel of Jesus Christ and to lead men, women and children in becoming disciples of Jesus Christ and committed members of His Church within the Anglican tradition. Therefore, All Saints is a community of people who are called to be and make disciples of Jesus Christ, people who worship God in spirit and truth, grow together in mutual love and ministry, and serve our community in word and deed.

#### **I.4. Location**

The principal place of worship for All Saints shall be in either Orange or Durham Counties, North Carolina, as shall be determined from time-to-time by the Vestry. All Saints may have other offices or facilities as the Vestry may designate, or as the ministry of All Saints may from time-to-time require.

### **ARTICLE II MEMBERSHIP**

#### **II.1. A Member of All Saints is one who:**

- has a personal faith in Jesus Christ;
- has requested membership in All Saints;
- is baptized in the name of the Father, Son and Holy Spirit;
- has participated in a membership class or confirmation services at All Saints;
- has signed a membership covenant;
- is committed to and actively participates in the mission and values of All Saints.

A voting member is a member who has demonstrated a commitment to the mission and values of All Saints, is 18 years of age or older and is a member in good standing in the church. A member in good standing is an active attendee within the past year, is not under church discipline, and other criteria as may be defined and communicated by the Vestry. All voting members present at duly called congregational meetings are entitled to one vote on all matters that require the approval of the congregation. Voting by proxy is not allowed.

#### **II.2. Responsibilities of Members**

- Grow in faith and in love of Jesus Christ (Ephesians 3:14-21);
- Support of the mission, ministry and values of the church;
- Submit to the spiritual authority operative in the church through its Bishop(s), its Rector and other clergy as advised by its Vestry and as they remain under the authority of the church's historic and scriptural doctrines and practices
- Receive oversight, teaching and instruction from church leadership;
- Pursue godly relationships, respecting and caring for other parts of the body of Christ and the world (Romans 12; 1 Cor. 12; 1 Cor. 1:2); and
- Seek to serve others in the body of Christ, more than to be served (John 13:12-15).

#### **II.3. Discipline of a Member**

All Saints desires to glorify God, deter sin and build relationships with one another by addressing those who depart from Scripture or biblical conduct with teaching and correction according to Matthew 18:15-18, Ephesians 4:15-16, Galatians 6:1-5, Titus 3:9-11. Our desire and

purpose for this disciplinary process is the benefit and restoration of the member; however, according to the instructions of Holy Scripture, the result of this process may, at times, call for the excommunication of the member until such a time of repentance and restoration to the fellowship.

#### **II.4. Termination of Membership**

- Death of the member;
- Transfer of membership;
- Written request of the member;
- Through the result of church discipline as described in II.3 and the subsequent unanimous decision of the Vestry
- Inactivity and non-attendance for one or more years

### **ARTICLE III LEADERSHIP**

The spiritual leadership and oversight of All Saints Church is vested in its clergy, specifically its Rector, other ordained priests and deacons and its Vestry.

The Rector is ordained by the Anglican Church of Rwanda through its Bishop and is charged before God with maintaining the worship and the doctrine of the church. According to his ordination, he is charged to be a “messenger, watchman and steward of the Lord, to feed and provide the Lord’s family; and to seek Christ’s sheep scattered abroad in the evil world.” He is to work “with care and diligence, until he has done all that he can possibly do, to bring all those under his pastoral care to a true knowledge of God and to unity of faith and maturity in Christ, “

According to the prayerful wisdom of the Rector and the Vestry and the provision of the Lord, the care and oversight of the church’s worship and doctrine may be shared with other ordained clergy and ministers. Nevertheless, the spiritual oversight of the church and its ministries is charged to the Rector and is delegated to him through the Bishop(s) on behalf of the wellbeing of the flock of God comprising All Saints Church.

The Vestry is established and charged with supporting the Rector in the fulfillment of the charge given to God’s church through prayer, counsel, shared decision-making and personal involvement in the leadership of the church and its ministries.

#### **III.1. Vestry**

The Vestry, which shall include the Rector, shall be responsible for establishing, refining, communicating and defending the mission and values of All Saints. It shall be the duty of the Vestry to provide for whatever may be necessary for the celebration of worship and the encouragement of the ministries of All Saints, including all things necessary to support the worship and ministry of the Church, including buildings, offices and facilities as necessary.

The Vestry shall be chaired by the Rector or, if determined together by the Rector and the Senior Warden (see III.1.B.), by the Senior Warden.

The Vestry (with the exception of the Rector or other clergy as determined by agreement of the Vestry) shall be non-clergy voting members of All Saints. The desire of All Saints is to be led by a Vestry consisting of persons who have illustrated godly character with a level of wisdom and maturity that is respected by the congregation of All Saints. Therefore, members of the Vestry shall have demonstrated character traits described in 1 Timothy 3:1-7 and Titus 1:6-9, and shall have shown their support of, and commitment to, the Vision, Mission and Values of the Church. They shall be good overseers of resources, guardians of our values and caregivers and shepherds to the congregation (1 Peter 5:1-2, Act. 20:28, 1 Thessalonians 5:12-13). Each Vestry member shall covenant to assist in the raising up and training of replacements and new team members.

It shall be the duty of the Vestry, in consultation with the Finance Team (see III.2) and under advisement of the Rector, to give final definition and approval of all compensation packages for clergy and employees of the Church.

It shall be the duty of the Vestry to insure that record keeping, business practices and finances of the church are in order and are being executed in accordance with state and federal laws governing 501(c)(3) organizations and the requirements of the Anglican Mission.

It is the duty of the Vestry to function as Trustees of the property of All Saints Church.

The Vestry shall consist generally of at least five and not more than eleven non-clergy individuals. It shall meet regularly (generally no less than monthly), as determined by the team, and special meetings of the Vestry may be called by four or more Vestry members upon reasonable notice to all other members. Relatives shall not serve on the Vestry at the same time.

A two-thirds quorum of the members of the Vestry shall be required to enact the business of the church. All decisions of the Vestry shall be made by majority vote, except as otherwise provided for herein. If more than one clergy is a member of the Vestry, only the Rector has a formal vote in decision-making.

Vestry meetings shall be open to members of the congregation who are free to attend at their discretion. Prior notice of attendance must be given to the Rector or Senior Warden. The Vestry may, at its discretion, excuse visiting members from portions of their discussion deemed confidential.

### **III.1. A. Accountability**

The Vestry shall be formed from individuals who are actively involved in the implementation of All Saints' stated mission and values. Vestry members shall commit themselves to personal and spiritual accountability to one another and to God. Serving as a member of the Vestry shall be viewed as a spiritual and serious matter and the members of the Team shall be expected to order

their lives and their work in accordance with the Leadership Covenant of All Saints (Appendix 2). In addition, members of the Vestry shall earnestly and prayerfully seek God's will with regard to the making of all decisions.

### **III. 1. B. Senior Warden**

At the first meeting of the Vestry following the Annual Meeting (see Section V.1 below), the Vestry shall select a Senior Warden for a one-year term of service by unanimous vote. The responsibilities of the Senior Warden include working cooperatively with the Rector to:

- schedule meetings of the Vestry,
- set the agenda for all meetings of the Vestry and special meetings of the Church,
- chair the Vestry meeting by agreement with the Rector and in the absence of the Rector, and
- co-chair the Annual Meeting of the Church.

In addition, the Senior Warden shall serve as a source of counsel to the Rector.

As long as the Senior Warden continues to serve the church enjoyably and effectively and continues to have the confidence of the Vestry in this role, he may continue in this role indefinitely within the term limits set for all members of the Vestry. (Although there is no specific term limit to the Senior Warden's role, wisdom would indicate self-imposed limits on the number of consecutive terms an individual should serve in this function in order to both allow for additional leadership to emerge and for the Senior Warden to have occasional respite from this work.)

### **III. 1. C. Secretary.**

At the first meeting of the Vestry following the Annual Meeting, the Vestry shall select a Secretary for a one-year term of service. The Secretary shall record appropriate minutes of its meetings as well as all congregational meetings of the Church. All such minutes will be available for review by any member of the Church at the Church office.

As long as the Secretary continues to serve the church enjoyably and effectively and continues to have the confidence of the Vestry, he may continue in this role indefinitely within the term limits set for all members of the Vestry. (Although there is no specific term limit to the Secretary's role, wisdom would indicate self-imposed limits on the number of consecutive terms an individual should serve in this function in order to both allow for additional leadership to emerge and for the Secretary to have occasional respite from this work.)

### **III. 1. D. Selection and Terms**

#### **III. 1. D. 1 Terms of Service**

The term of office for those selected for the Vestry shall be three years and may be renewed for a second three-year term, subject to the normal affirmation process outlined in III. 1. D. 5. At the end of any consecutive two terms of service (or by choice, after one term of service) the member will take a sabbatical of at least one year before being eligible to serve on the Vestry again.

### **III. 1. D. 2 Evaluation**

All Vestry members, including the Rector and other clergy who may be seated on the Vestry, shall submit to and participate in an annual evaluation of one another within the Vestry. This evaluation will be thoughtful, prayerful and thorough, and its intent will be to assist in corporate and personal determination of the advisability of each member of the Vestry continuing in active service for an additional year. The result of this evaluative process will be either renewal and reconfirmation of the continuing ministry of each Vestry member, or an agreement for a particular member to take a brief or prolonged sabbatical from service, as determined by a majority vote of the other members of the Vestry.

This annual review and renewal process should take place three months prior to the Annual Meeting in order to insure adequate time for responding to any changes in the composition of the team and the subsequent need for adding new members to the team.

The Rector and Senior Warden are to collaborate on finding a proper evaluative instrument and managing the evaluation process in a timely and effective manner.

A short- or long-term sabbatical from active service on the Vestry can and should happen in the normal course of life for any member of the team. His continuation in the gifts and graces of spiritual leadership is assumed even when he may be inactive from the Vestry. A sabbatical should not be seen as a failure or a vote of non-confidence in the individual.

### **III. 1. D. 3 Initial Establishment**

Upon adoption of these By-Laws, an initial composition of the Vestry shall be established. If this adoption occurs more than six months prior to the next scheduled annual meeting cycle, that initially composed Vestry shall begin a prayerful determination of the advisability of adding new members to the Vestry as described in section III. 1. D. 4 below.

In addition, at the initial ratification of these Bylaws the seated members of the Vestry shall establish a plan of staggered terms of the current members for the purpose of insuring orderly rotation of the team members.

### **III. 1. D. 4 Nominating and Selection Process**

The members of the Vestry, including the Rector and any other clergy sitting on the Vestry, shall serve as the Nominating Committee for the ensuing affirmation of new members of the Vestry at the forthcoming Annual Meeting. The Vestry shall normally begin this prayerful discussion concerning additional members as soon as possible after their annual review (described in Section III. 1. D. 2), and in enough time to ensure the presentation of names for affirmation to the congregation no less than two weeks (14 days) prior to the annual meeting. The selection process shall include:

- A decision to pursue potential additional member(s) of the Vestry
- Initial discussion by the Vestry about potential new members and a commitment to a season of prayer and discussion about each potential member
- The members of the Ministry Leadership Team will be notified of the opportunity to make nominations for consideration by the Vestry
- Thorough prayer and discussion of all nominations by the Vestry
- A unified decision by the Vestry about people who seem to have the gifts and graces for this ministry
- Personal interviews of potential members and their spouses in order to secure their willingness and availability for this ministry and to confirm the decision to put their names forward
- Presentation of their names to the congregation at least 14 days prior to the annual meeting
- The opportunity for members of the congregation to raise concerns about any potential new member of the Vestry by oral or written communication as described in Section III. 1. D. 5 (below).
- A congregational vote to affirm the selection of the person at the next congregational meeting.

Following the congregational vote, assuming the affirmation of the selection(s), the new member(s) of the Vestry are welcomed and shortly afterward are consecrated by prayer and commissioning as part of a morning worship service.

### **III. 1. D. 5 Congregational Affirmation**

Members of the Church will be given opportunity to raise concerns about the suitability of any potential addition to the Vestry for 14 days prior to the annual meeting (or in the case of a special addition to the Vestry, 14 days before that decision is finalized). It will be expected that concerns or objections will be raised in a Christ-like and constructive manner and that they will be taken seriously by the Vestry. These objections or concerns may be raised orally or in writing by any member of the congregation, and depending on the nature of the concern, may result in a special meeting between the member(s) and the potential Vestry member to clarify issues and concerns and complete any matters of reconciliation or healing that may arise. At the end of this process, the candidate and the Vestry must agree together to continue with the addition of the new member to the Vestry.

If there are no substantive objections or concerns raised about a particular potential new member of the Vestry, and there is no alteration in either the confidence of the existing Vestry or the candidate concerning his service, the congregation will be asked to vote to affirm his selection to service on the Vestry.

### **III. 1. D.6 Vacancies**

If a vacancy occurs in the Vestry, the Vestry may at one of its meetings select a member of the church to serve the remainder of the current year. The unanimous affirmative vote of all members of the Vestry shall be necessary to select a person to fill such a vacancy, and the process of including this new member shall follow the procedures for regular additions to the Vestry described in Sections III. 1. D. 4 and 5 as closely as possible.

### **III. 2. Finance Team**

The Finance Team shall be comprised of voting members of All Saints, never to number fewer than three, the majority of whom shall be non-staff members, who will be appointed by the Vestry. The Rector shall be an ex officio member of the Finance Team. The Finance Team will have fiduciary responsibility for All Saints and will meet on a regular basis (no less than bi-monthly) with the Treasurer serving as chairperson of the meetings.

On behalf of the Vestry and the entire Church, the Finance Team will develop an annual budget in cooperation with the Rector and other Church staff as approved by the Rector. It shall be the responsibility of the Vestry to approve the annual budget, on behalf of the congregation. The Finance Team, along with the Church staff, will provide ongoing management of the budget.

It shall be the responsibility of the Vestry to have and maintain insurance policies in place at all times, including proper liability insurance and Directors' and Officers' Insurance for the staff and Vestry. It is the desire of All Saints to protect the staff, buildings, grounds, vehicles, contracts and other church property in a manner consistent with accepted state or federal laws and reasonable judgment. To this end the Finance Team will act on behalf of the Vestry to determine and insure the needs of the Church as regards all insurances, liability protection, benefits packages, personal liability, legal licensing, etc., as required by law.

In addition, the Finance Team will work carefully to advise the Vestry in all decisions concerning the purchase of real properties, the financing of buildings and capital assets and to help secure effective financing in the case of the decision to incur indebtedness.

The Finance Team will provide overall administrative counsel and support to the Church and its staff.

### **III. 2. A. Treasurer**

A Treasurer shall be appointed by the Vestry to report monthly on the financial condition of the church to the Vestry, the Clergy and ministry staff and the Finance Team. The Treasurer will chair the meetings and activities of the Finance Team. On behalf of the Finance Team, the Treasurer will work closely with the Rector and ministry staff to insure proper stewardship of all finances and to help make decisions concerning adjustments to expenditures, transfer of funds, etc. The Treasurer will oversee an annual audit of the financial matters of the Church. The Treasurer shall make regular (no less than bi-monthly) financial reports in writing to the congregation and an annual financial report to the Church at the annual congregational meeting

### **III. 3. Ministry Leadership Team**

The Ministry Leadership Team is composed of those voting members of the Congregation, Pastoral and Ministry Staff and ordained deacons of the Church who serve as directors and developers of specific areas of ministry on behalf of All Saints. Examples of these areas of ministry might be:

- Prayer Ministries
- Adult Faith Formation and Discipleship
- Small Group Ministries
- Youth, University and Young Adults Ministries
- Church Facilities and Set-Up Ministries
- Church Administration
- Office Support (Communication, Calendar, Website)
- Pastoral & Spiritual Care
- Children's Ministries (including Nursery)
- International Missions & Partnerships
- Sister-Parish Partnership
- Local Missions & Partnerships
- Worship Services and Lay Eucharistic Ministries
- Hospitality, Assimilation & Membership Ministries
- Evangelism Ministries and Events

Under the guidance of the Rector, Clergy and Pastoral Staff, the Ministry Leadership Team is charged with the development of specific strategies and programs to carry out the mission of the Church in each specific area of service.

The Ministry Leadership Team meets quarterly for the purposes of vision-casting, communication and coordination.

The Rector shall be an ex officio member of the Ministry Leadership Team and shall chair its meetings, or shall designate another member of the Clergy or Pastoral Staff to chair its meetings. In addition, the Church Treasurer shall be a member of the Ministry Leadership Team

representing the Finance Team and coordinating the financial oversight of the church within the Ministry Leadership Team.

### **III. 4. Clergy**

The Clergy consists of those ordained presbyters and deacons, duly ordained in Anglican orders, who serve All Saints as God-gifted spiritual leaders and overseers. Clergy are servant-leaders and shepherds of the flock of God who are empowered and gifted by the Holy Spirit with spiritual authority for the work of the ministry; and apart from any compromise of the faith and life of Clergy, they remain God's designated and empowered shepherds and spiritual overseers of the Church.

All Clergy of All Saints shall annually renew their vows, faith and commitments to the Holy Scriptures, the Solemn Declarations of Principles of the Anglican Mission in America, the historic catholic creeds of the undivided Church, the Thirty-Nine Articles of Religion of the Anglican Church and the Chicago-Lambeth Quadrilateral verbally and in writing. All Clergy shall sign, support and submit to the Leadership Covenant of All Saints (Appendix 2).

In the case of more than one ordained Clergy serving All Saints, there shall be a designated Rector, according to the provisions of Section IV, who oversees, coordinates and directs the services and ministries of the remaining Clergy according to the mission, values and ministry strategies of All Saints. The Clergy who do not serve as Rector shall be in submission to the spiritual leadership of the Rector.

In accordance with the responsibilities placed upon Clergy by their ordination vows and the rubrics of the Book of Common Prayer, the Clergy, in subordination to the bishop, shall be responsible for and have charge of the public worship, care and feeding and spiritual life and well-being of the flock of God at All Saints. The Clergy shall be recognized and honored by the Vestry and congregation in light of their calling, ordination and service.

## **ARTICLE IV RECTOR**

### **IV. 1. Call**

The Rector shall be called by God, qualified according to Scripture, ordained in the ministry, and willing to fulfill this leadership responsibility. The Rector will be duly qualified as an ordained pastor in Anglican orders, and will adopt the vision and values of All Saints. He will be charged as the spiritual leader and shepherd of the flock, immediately responsible for the public worship, care and feeding and spiritual life and well-being of the flock of God at All Saints. He will likewise be charged for oversight, coordination and care of other Clergy, Pastoral and Ministry Staff as God may provide, in order to fulfill the duties and ministries of the Church. The Rector shall be recognized and honored by the Vestry and congregation in light of his calling, ordination and service.

Should All Saints find itself without a Rector, the Vestry, or a Search Team designated by it, shall seek God's direction and desire regarding the possible candidates for this position of service and shall establish a clear written process by which the search will be guided. The Vestry (or search team) is required to contact the Network Bishop and the Network Leader early in the process of the search in order to confirm the process design and solicit their counsel and cooperation in finding a new Rector.

Following the guidelines and process chosen by the Vestry, the Search Team will search for, interview and ultimately present candidates to the Vestry in an attempt to provide insight into the call upon their lives. When the Vestry is unanimous in its recognition of God's leading toward a particular candidate and is prepared to issue a call, it will seek the concurrence of the bishop. Following that concurrence, the Vestry will identify the candidate to the congregation and establish a fourteen (14) day period during which members may provide comments to the Vestry regarding the candidate. After the 14 day period, in the absence of any clear and convincing concerns, he is announced as the new rector to the congregation.

#### **IV. 2. Accountability**

Primarily, the Rector is accountable to our Lord and Savior. Scripture tells us that all have to account to Him for our actions. All must give an account:

- (1) for every careless word (Matthew 12:36);
- (2) for ourselves (Romans 14:12);
- (3) for those under our authority (Hebrews 13:17); and
- (4) for our lifestyle (1 Peter 4:5).

Second, the Rector is accountable to his Bishop who has spiritual authority in the Rector's life and ministry as recognized in the ordination service.

Third, the Rector is accountable to the members of the Vestry. The lay members of the Vestry shall serve as an accountability team to whom the Rector is accountable regarding issues in and of the Church, and as an avenue of resolution for members who, after having conversation and discussion with the Rector, continue to have unresolved questions or concerns.

Finally, the Rector is accountable to the entire congregation. The call of the Rector includes providing oversight, direction and facilitation of the mission and values of All Saints. The spiritual welfare, purity and ministry of the All Saints' congregation shall be of the highest priority to the Rector.

#### **IV. 3. Terms**

The rector is charged before God with the care and oversight of the worship and teaching of the church. In addition he is charged to partner with the Vestry in exercising responsibility for the mission and values of All Saints. The Rector shall prioritize his time in accordance with the

mission and values of All Saints. He shall serve as Rector until he and the Vestry agree that he should no longer serve in that capacity. If the lay members of the Vestry agree that the Rector should no longer serve in this capacity, but the Rector is not in agreement with the lay members of the Vestry, the Rector and the Vestry shall submit a written request for intervention by the Anglican Mission Bishop or ecclesiastical authority recognized as providing leadership and spiritual oversight to All Saints. Within forty-five (45) days of receipt of this written notification, the ecclesiastical authority shall begin a process of mediation with the Rector and Vestry representatives. If mediation is not successful within sixty (60) days of receipt of the original notification, the ecclesiastical authority shall render a godly judgment to resolve the issue in favor of one party or the other. If the Bishop resolves that the Rector's ministry at All Saints is completed, he shall be given terms and conditions, including financial settlements, as shall seem to the Bishop to be just and compassionate. The decision of the ecclesiastical authority will not be subject to further review. The Vestry will then appoint an acting Rector to serve until the position of Rector can be filled.

## **ARTICLE V MEETINGS**

### **V. 1. Annual Meetings**

There shall be an annual meeting of All Saints during the first two months of each year. At the annual meeting the congregation shall be provided with information and a forum for discussion about the mission, values, ministries and direction of All Saints along with a financial report for the preceding year and a budget for the upcoming year, as approved by the Vestry. In addition, the vote of affirmation of new and renewed members of the Vestry shall be conducted at the Annual Meeting.

The Vestry will reserve the right to revise various ministry plans as well as the annual budget in response to the congregational discussions at the Annual Meeting.

The Rector, or a designated member of the Vestry, shall preside at all congregational meetings. Robert's Rules of Order shall be in effect unless otherwise indicated.

### **V.2. Special Meetings**

Congregational meetings other than the annual meeting may be called at any time by the Rector, or by decision of the Vestry, or by one third of the voting members of All Saints provided that fifteen (15) days written notice shall have been given to the congregation. This notice shall include the date, time and place of the meeting along with the stated purpose of the meeting. The Rector or designated Vestry member(s) shall preside at all such special meetings, and Robert's Rules of Order shall be in effect unless otherwise indicated.

### **V.3. Voting**

A voting member may request issues requiring a decision to be made by the congregation of All Saints at a called meeting, whether an annual meeting or a special meeting. Every voting member shall be entitled to cast one vote.

#### **V.4. Quorum**

At all congregational meetings, the presence of forty percent (40%) of the voting members shall constitute a quorum which is to be determined at the commencement of the meeting by a designated clerk. Decisions made at all congregational meetings shall be made by a simple majority vote of those present constituting a quorum.

### **ARTICLE VI STAFF**

#### **VI.1. Employment Decisions**

The Rector shall have the highest level of staff authority and shall supervise, or delegate the supervision of, employment decisions and the determination of job responsibilities for all staff. Each staff member must be faithful to the qualifications under which she/he was hired. If an employee fails to meet the requirements for which she/he was hired or has transitioned into, she/he may be released from employment. Decisions to terminate shall occur after faithful efforts have been made by staff and team members to restore her/him to their full potential as an employee of the church (Matthew 18:15-17) and due notice has been given to the employee.

All Staff shall sign, support and submit to the Leadership Covenant of All Saints (Appendix 2).

#### **VI.2. Compensation**

Salaries for all staff and clergy shall be set and reviewed at least annually by the Finance Team as those charged with fiduciary responsibility for the Church. Budgets, including aggregate staff compensation information, shall be made available to the congregation at the annual meeting or other time deemed appropriate by the Vestry.

#### **VI.3. Staff Team**

All members of the All Saints church staff are members of the Staff Team.

### **ARTICLE VII FINANCES**

#### **VII.1. Receipts**

All Saints shall receive all monies or other properties transferred to it for purposes that are consistent with Scripture and the mission and values of the church. The Vestry, or a team

designated by it, shall establish policies and procedures that will ensure that generally accepted accounting principles and procedures will be followed by the Church.

## **VII.2. Management and Review**

The Vestry, or a team designated by it, shall manage and disburse any funds or property only for the benefit of All Saints in accordance with its mission and values and according to the established guidelines of the Church. The Vestry, or the financial team designated by it, shall present a budget in writing by the time of the annual meeting each year. All All Saints' budgets, original and modified, prepared by the designated financial team shall be made final upon approval of the Vestry. The Finance Team shall also review the financial statements of All Saints on a monthly basis.

## **ARTICLE VIII PROPERTY**

### **VII.1. Titles**

Titles to all properties acquired with church funds or for church purposes shall be vested in All Saints. Transfers, including encumbrances, of real property shall be made only with congregational vote in accordance with Article V, Section 4. The Vestry, with the advice and consent of the congregation, shall determine the distribution of all net properties upon dissolution of the church.

## **ARTICLE IX CHANGING THE BYLAWS**

### **IX.1. Amendments**

These bylaws of All Saints may be amended, altered or repealed at any time by unanimous agreement of the Vestry, and approval by a simple majority of the voting members of All Saints in accordance with Article V, Section 4.

## **ARTICLE X INDEMNIFICATION**

### **X.1. Vestry Member's Liability.**

To the fullest extent now or hereafter permitted by law, every person who is or was a party or is threatened to be made a party to or is involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of his being a member of the Vestry or is or was serving as an assistant or helper at the request of All Saints shall be indemnified and held harmless against all expenses, liabilities and losses (including attorney's fees, judgments, fines and amounts paid or to be paid in settlement) reasonably incurred or suffered by him in

connection with such membership or service, except when such expenses, liabilities and losses result from his willful misconduct, self-dealings, embezzlement or theft. Such right shall be a contract right that may be enforced in any lawful manner. Such right of indemnification shall not be exclusive of any other right he might have, but it shall not be available until recovery from all other sources has been applied. All Saints may purchase and maintain insurance on behalf of any person who is or may be entitled to indemnification under this section against any liability asserted against such person.

The Vestry shall take all such action as may be necessary and appropriate to authorize All Saints to pay the indemnification required by this bylaw, including, without limitation, to the extent needed, making a good faith evaluation of the manner in which the claimant for indemnity acted and of the reasonable amount of indemnity due him. Any person who, at any time after the adoption of this bylaw, serves or has served in any of the aforesaid capacities for or on behalf of All Saints shall be deemed to be doing or to have done so in reliance upon, and its consideration for, the right of indemnification provided herein. Such right shall inure to the benefit of the legal representatives of any such person and shall not be exclusive of any other rights to which such person may be entitled apart from the provision of this bylaw.

## **APPENDIX 1**

# **SOLEMN DECLARATION** **OF PRINCIPLES** **OF THE ANGLICAN MISSION IN AMERICA**

## **Preface**

We, the members of the one holy catholic and apostolic Church in the Anglican Mission in America, trusting in the guidance of the Holy and Undivided Trinity, the Father, the Son and the Holy Spirit, do hereby set forth and solemnly declare the following as the unalterable doctrinal norms and formularies under which the Anglican Mission in America is to be governed and to which any Constitution and Canons must conform:

## **Article I. The Supreme Authority of Holy Scripture and Its Proper Interpretation**

### **Section 1- The Supreme Authority of Holy Scripture**

In solidarity with the Anglican Communion, with historic Anglican doctrine, and with the Bishops gathered at Lambeth 1998, we believe that Holy Scripture is the supreme authority in the Church, that it is the Word of God written and contains all things necessary to Salvation. The Church is neither to add anything to it nor to remove anything from it. It is proper for the Church to set forth rites and order its life in the light of Scripture; it is not lawful for the Church to ordain anything that is contrary to God's Word written.

### **Section 2- Proper Interpretation of Holy Scripture**

With regard to the interpretation of Holy Scripture, we affirm the clarity of its plain sense so that it may and can be understood by ordinary readers. We hold to the importance of the scholarly interpretation of Scripture by a faithful use of responsible historical and grammatical scholarship. We affirm that the original meaning of the text is to be given its due primacy. Further we believe in the unity and harmony of its various books and two Testaments so that one place of Scripture may not be expounded so as to be repugnant to another. Also, it is only by referring to the whole Canon of Scripture that Scripture will be allowed to interpret Scripture. We hold to the sufficiency and trustworthiness of Scripture in bringing unbelievers to Christ and nurturing and sustaining believers unto eternal life. By following these

principles of interpretation the Church will interpret Scripture in accord with its nature as the Word of God written.

## **Article II. The Book of Common Prayer and Worship**

### **Section 1 - The Book of Common Prayer**

The official Book of Common Prayer has doctrinal authority in this Church. It shall be used in this Church at such times, and with such liberty as the Canon on this subject shall prescribe; but no Canon shall ever make its use imperative on all occasions, or forbid the use of extempore or other prayer at suitable times.

For Anglicans, this tradition of common prayer, which has been an integral part of our identity since the first Prayer Book of 1549, is most cogently summed up in the Book of Common Prayer issued in the Church of England in 1662. All subsequent editions of the Prayer Book derive from this Book and should be understood and interpreted in a manner consistent with it

### **Section 2- Freedom in usage**

However, strong as is our dedication to ordered and orthodox worship, nothing in our understanding of it necessarily excludes approaches to corporate worship which are freer and more accessible to those just making their first acquaintance with the Body of Christ at prayer. The Ordinary, therefore, may authorize alternative rites and uses "so long as the Faith be kept entire" in accord with the doctrinal norms, formularies and guidelines of this Church.

### **Section 3- The Holy Spirit and Charisms in corporate Worship and Teaching**

The Holy Spirit operates today as He has done throughout history. Therefore the gifts (*charismata*), and the manifestations of the Holy Spirit are still present in the Church.

While St. Paul makes it clear that we should not forbid speaking in tongues (1 Cor. 14:30), he also makes it clear that worship should be done decently and in order (1 Cor. 14: 40). Both his enthusiastic endorsement of the "Word" gifts (1 Cor. 14:5, 18) and his tight prescriptions on their use in corporate worship (1 Cor. 14:13-33) must be taken seriously. The exercise of pastoral authority will both glorify God and protect the conscience of Christian brothers and sisters (Romans 14: 1-8; 1 Cor. 14:26). Further, obedience to the Word demands that pastoral authorities test the "spirits" using Scripture as the guide to determine whether it is the Holy Spirit Who is acting or a demonic spirit or only a manifestation of a psychological force. (1 John 4:1)

### **Section 4- Alterations or additions to the Book of Common Prayer**

Once adopted, no alterations or additions shall be made in the Book of Common Prayer of this Church unless the same shall be approved by a two-thirds vote and finally ratified by a three-fourths vote of the next succeeding meeting.

## **Article III. Further Doctrinal Norms and Formularies**

### **Section 1- The Undivided Church**

With the ancient Church we affirm the three Ecumenical Creeds: the Nicene Creed, the Apostles Creed and Athanasian Creed, and the dogmatic definitions of the first seven general councils (the last three being seen as the workings-out of the first four).

### **Section 2- The Formularies of the Church of England**

- a. The 1662 Book of Common Prayer and Ordinal

The theology set forth in the 1662 edition of the Book of Common Prayer and Ordinal shall be the theology to which alternative liturgical texts and forms will conform.

b. The 39 Articles of the Church of England

This Church subscribes to the teaching of the 39 Articles of Religion of the Church of England. These are to be interpreted, as ordered in the Declaration which prefaces them in the English Book of Common Prayer, "in the full and plain meaning thereof" and "in the literal and grammatical sense." Further, it is understood that there are places in the Articles (i.e. Art. 37) that assume past and present political structures in England which do not directly apply to this Church located as it is in North America.

### **Section 3- The Lambeth Quadrilateral**

In consort with the Anglican Communion we affirm the 1886/1888 Quadrilateral as giving guidance for ecumenical dialogue, discussion and cooperation. The Quadrilateral is not in and of itself a sufficient statement of the teaching of this Church.

### **Article IV. Subscription**

All candidates for Holy Orders and all clergy shall annually subscribe to the theological norms, formularies and guidelines of this Church. In addition, the same shall be required of all leadership bodies while they are serving in those ministries. They shall subscribe using the following words:

"I do believe the Holy Scriptures of the Old and New Testaments to be the Word of God and to contain all things necessary to salvation. I further affirm the catholic creeds, the dogmatic definitions of the General Councils of the undivided Church, the Book of Common Prayer and the Ordinal, 1662, the 39 Articles of Religion of the Church of England in their literal and grammatical sense, and the Lambeth Quadrilateral of 1888, since the same are conformable to the Scriptures, and I consequently hold myself bound to teach nothing contrary thereto, therefore I do solemnly engage to conform to the Doctrines, Discipline and Worship of the Anglican Mission in America."

### **Article V. Unalterable Nature of the Solemn Declaration**

The teaching of this Church is defined by adherence to the doctrinal norms and formularies found in the Solemn Declaration; consequently we make no provision for their alteration by addition or subtraction. Should this Solemn Declaration be altered by any means, this Church would thereby cease to exist. Any money or property owned by the Anglican Mission in America per se would be returned to the donors or their heirs and where that was not possible it would be sold and given to an orthodox Christian missionary society as soon as possible.

P. O. Box 3427  
Pawleys Island, SC 29585  
(843) 237-0318  
(843) 237-4008 fax  
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## **APPENDIX 2**

### **Leadership Covenant of All Saints**

**We the leadership of All Saints Church, desiring to be faithful to Christ in our relationship with each other, and to model the love and unity as demonstrated by the Father, Son and Holy Spirit, do covenant that we will strive to be Christ-like in our character, conduct and conversation.**

1. We affirm that we will have teachable spirits, servant hearts and will remain submitted to Jesus Christ as Lord of our lives and of this Church.
2. We affirm that we will prayerfully seek God's will concerning our decisions and desires, carefully resisting our own tendencies to project our interests as equal to God's.
3. We affirm a commitment to fellowship, worship, thanksgiving, and prayer together – joyfully sharing in each other's lives.
4. We affirm that we will intentionally love and encourage one another, recognizing and respecting the value of each individual and ministry.
5. We are committed to integrity, loyalty and trust.
6. We are committed to lead by example in generous and sacrificial financial stewardship at All Saints, striving earnestly to a faithful tithe.
7. We affirm that we are ultimately accountable to God and immediately accountable to one another.
8. We affirm that we will view all ministries as interwoven and working together toward a common goal.
9. We affirm that we will communicate clearly, disagree openly and work through problems rather than bury issues.
10. We affirm that confession, repentance and forgiveness among leadership leads to grace, vulnerability and transparency within the congregation, and therefore we commit ourselves to live in humility and grace toward one another.
11. We commit to seek, include and equip new leaders for the congregation of All Saints.

SIGNED: \_\_\_\_\_

PRINTED: \_\_\_\_\_

DATE: \_\_\_\_\_

### **APPENDIX 3**

## **What We Believe**

All Saints Church is a community of followers of Jesus Christ who seek to honor and glorify God and to participate with Him in building His kingdom in Chapel Hill, Durham and beyond.

Our mission is to become and make disciples of Jesus Christ, people who worship God in spirit and truth, who grow together in mutual love and ministry and who serve our community through word and deed.

### **Our Essential Beliefs**

**We believe that God is One, and that He exists eternally as Father, Son and Holy Spirit.** God has revealed Himself as Father, Son and Holy Spirit, one God, existing eternally as the Trinity. God is a relational being, and the chief calling of all human beings is to know Him personally and to worship and glorify Him forever. *Deuteronomy 6:4; Matthew 3:16-17; Matthew 28:19.*

**We believe that Jesus Christ is Savior and Lord.** We are called to be His followers. It is by grace, through faith in Him, that we are forgiven of our sins, reconciled with God, and given eternal life. The gospel of Christ is the power of God for salvation for everyone who believes. *Colossians 1:15-16; Titus 3:4-7; Philippians 2:10-11; Ephesians 1: 22-23, 2:1-10; 1 Peter 1:1-2.*

Through the gospel we continually learn of:

*The love of the Father.* The Father initiated redemption out of His love, mercy and grace. The Christian life is nourished and sustained forever by this same love, mercy and grace of God.

*The cross of the Son.* We are reconciled to God by the sacrificial death of Jesus Christ on the cross.

*The presence and power of the Spirit.* Through the ministry of the Holy Spirit, we are born into God's family and become His children in character and deed.

*The calling of God.* God calls us to become followers of Christ, and as we follow that call, He transforms us so that we reflect His character and do His will.

**We believe in the inspiration, authority and eternal relevance of the Scripture as the word of God and in its essential place in the transformation of our hearts and minds.** *2 Timothy 3:16-17; Isaiah 40:8.*

## **Our Essential Commitments**

**We are committed to personal spiritual growth and transformation into the image of Christ.** It is God who transforms us, but we are active participants in the process of bringing every aspect of our lives under the grace and truth that is found in Christ.  
*Romans 8:28-29; Ephesians 4:22-24; Ephesians 5:1-2*

*Prayer is absolutely essential to our relationship with God, our spiritual life, our ministry and our service to the world for sake of Christ. Zechariah 4:6; Philippians 4:6-7; James 5: 14-16; 1 Thessalonians 5:17.*

**We are committed to glorifying and proclaiming Christ, to serving His purposes and to participating in the growth of His kingdom in our community, region and world.** *Matthew 6:33; 1 Corinthians 10:31; 1 Timothy 1:17*

*Sharing the Gospel with our community and world involves words and deeds, set in the context of authentic Christian lives of humility and hope. We are committed to serve and bless our community and world with truth, grace, mercy, justice and love. Matthew 28:19; James 2:17; Micah 6:8; Matthew 25:35-46; Acts 1:8.*

*Sharing the Gospel with our community and world means that we partner with other people, churches and ministries who share our commitment to the Lord Jesus Christ and the work of His kingdom. Philippians 1:3-4; Philippians 2:1-3.*

*Representing God well to our community and world requires that we be good and godly stewards of creation and of the resources God has given us as individuals and as a church. Genesis 1:31; Acts 2:45; 1 Timothy 6:18.*

**We are committed to growing, serving and being transformed through actively participating in Christian community.** *John 13: 34-35; 1 Peter 1:22-2:3; 4:8-11; Ephesians 4:1-6.*

*Christian community involves the transformation of human relationships through God's grace and power. We are committed to being a community of grace and truth. Ephesians 4:25 – 5:2; 1 Peter 1:22-2:3.*

*Christian community involves serving one another within the body of Christ, using our diverse spiritual gifts, talents and resources to minister to one another and to help one another grow in Christ. We are committed to serving one another. Ephesians 4:7-16; 1 Peter 4:7-11; 1 Corinthians 12:7.*

*Christian community includes spiritual leaders who serve, equip, empower and lead the church into effective ministry. We are committed to servant leadership. Ephesians 4:11-12; 1 Peter 5:1-5; Acts 20: 28.*

*Christian community involves building up and supporting both men and women as having been created fully and uniquely in the image of God. Genesis 1:26-27; Ephesians 5:22 – 6:4; 1 Peter 3:1-7.*

**We are committed to worshipping and growing as an evangelical, Anglican church, part of the Anglican Mission in America** under the oversight of the Province of the Anglican Church of Rwanda. *Ephesians 4:15-16. 1 Corinthians 14:40; Hebrews 13:7.*

*Our theology is built on the Bible, the historic creeds of the Christian church (Apostles' Creed, Nicene Creed, Athanasian Creed, and Chalcedonian Creed) and the interpretation of key doctrines as reflected in the Thirty-Nine Articles of the Anglican Church.*

*We are a liturgical and missional church. Our worship adheres to the Anglican Book of Common Prayer and reflects our commitment to be missional, i.e., to effectively reach the people of our community in our worship.*

#### **APPENDIX 4**

### **What We Do**

All Saints Church is a community of followers of Jesus Christ who seek to honor and glorify God and to participate with Him in building His kingdom in Chapel Hill, Durham and beyond.

Our mission is to become and make disciples of Jesus Christ, people who worship God in spirit and truth, who grow together in mutual love and ministry and who serve our community through word and deed.

In order to fulfill this mission, we support and encourage the people of our congregation to focus on three essentials that underlie our spiritual growth as followers of Christ – worship, discipleship and outreach.

**Our Vision for Worship: Worship is our climactic calling when we gather regularly as God's people, reorient our lives to him, recall and reaffirm the basis of our life and hope, the Person and work of Jesus Christ and encounter God through Word, Sacrament and Spirit.**

*Word:* We proclaim God's word and seek to apply it to the issues and questions that we face in our own lives and in our community and culture.

*Sacrament:* We believe in a sacramental understanding of life and ministry and the consistent practice of Holy Communion and Holy Baptism, not merely as memorials or symbols but as living encounters with God that nurture our faith in ways that transcend human understanding.

*Spirit:* We prayerfully seek the presence, ministry and partnership of the Holy Spirit in our corporate worship.

**We are worshippers, not spectators, reverently and joyously responding with our minds, hearts, souls and bodies to the One who deserves all our love and worship.** Worship is the work of the people, not the work of the few.

**We worship in the Anglican tradition.** We are committed to liturgical worship guided by the Anglican Book of Common Prayer. In addition, we follow the Christian calendar and value the high and holy times that enable us to understand and know God better.

**Our musical worship is a balanced blend of traditional and contemporary hymns and songs that teach and declare the truth about God and life.** We are committed to worship that connects ancient Christian tradition and unchanging truth with current culture.

**Rooted in the reality that Christ took on flesh, we understand the importance of the physical world in our worship.** We see the importance of visual symbols and physical actions as a means of understanding and expressing our faith.

**Our Vision for Discipleship: We are called to follow Christ, that is, to draw close to him, to obey his direct commands and instructions and to follow his example. The details of that process are informed by the Holy Scriptures, in which we have all we need for faith and godliness. The result of Christian discipleship is a genuine, growing transformation into the image of Christ.**

**We encourage and call one another to become intentional followers of the Lord Jesus Christ.** Christ calls us to follow Him, declaring that the first commandment is to love the Lord our God with all our heart, soul, mind and strength. In response to His call, we seek to become disciples and to build disciples in every age and station of life, applying our faith to the full depth and breadth of human activities and relationships.

**We build our faith and practice on the word of God.** The Bible is essential for our faith and understanding of God and His will, for the growth of our intimacy with God and for the transformation of our minds, hearts, and wills.

**We pray as individuals and as a church.** We pray in order to grow in our intimacy with God, to participate in the work of God around the world, to serve and minister to one another, to see individual lives changed and to see our culture transformed.

**We encourage and support one another in fulfilling God's call to be stewards of the abilities, opportunities and resources He has given us.** God has blessed us with time, talent, spiritual gifts, relationships, creative desires and material possessions, and He has placed us in a beautiful world that He created. God is honored and we are fulfilled when we embrace the calling to be stewards of these gifts and resources.

**We encourage the practice of the classical spiritual disciplines.** Following the example of the church fathers and Christians throughout the ages, we encourage the practice of spiritual disciplines (such as fasting, meditation, solitude, sacrifice, etc.).

**We encourage personal discipleship and mentoring.** In all our ministry activities, we seek to build a culture of intentional discipleship and mentoring in which people help one another along the journey of faith and transformation.

**We encourage our members to be involved in significant Christian friendships and small groups.** We encourage friendship and spiritual accountability with one another as members and attenders of All Saints Church. Relationships are central to our spiritual growth, pastoral care, evangelism and service.

**We encourage and call all our members to be involved in ministry.** God has given spiritual gifts to all His children so that we might serve one another and our community. *“All Saints Church”* is not just a name; it reflects our commitment to the ministry of all members and regular attenders.

**We grow our church ministries through the development of Ministry Teams.** Our ministry activities are raised up through the vision, gifts and abilities that God gives to the people of our church. A particular ministry develops when God gathers and builds a Ministry Team to lead and develop that ministry.

**We actively develop and train spiritual shepherds and mentors for the church, family and greater community.** Those who are gifted and called to leadership within the body are called to submit to the authority of Christ, to serve the people of the church, to equip others for ministry, to shepherd the flock of God and to multiply their efforts through mentoring.

**We promote and teach the importance of family.** We seek to minister well to all people in all stages of life and we rejoice in being a multigenerational family – children and youth, single adults, married couples, families and older adults. At the same time we uphold the importance of the nuclear family and its strategic place in Christian discipleship and mission.

*Embracing the lifestyle of a growing disciple, authentic worshipper and genuine member of Christian community is the part each of us plays in our own spiritual transformation.*

*As we become more like Christ, we increasingly become people of Godly impact and service in the world. That means we grow in our ability to embody and communicate the love and truth of God and to connect that grace and righteousness to the people of our community, its culture and institutions and its spiritual and practical needs. This then points to . . .*

**Our Vision for Outreach: We are sent into the world, week after week, to live as Christ's representatives and spokespeople, "24/7", through our words, deeds and presence within the community.**

**We encourage and equip every member of All Saints Church to love and serve the people of our community and world in word and deed, in the context of a life of grace and godliness.** The impact of spiritual transformation is Christian influence in our community and world. We value our community and the people who live in it, and we pray for our community and its leaders. We seek to serve our community by meeting needs in the lives of people and living as people of grace, mercy, justice and truth.

**We seek to live as people of integrity and hope who clearly and winsomely communicate the Gospel of Jesus Christ.** We seek to engage our culture thoughtfully and confidently, believing that Christ and His truth are true and relevant to the issues and struggles of our community.

**We seek to be agents of compassion, mercy and justice in the Name of Jesus Christ,** with particular concern for the poor, the needy, the widows and orphans, the unborn, the victims of injustice and abuse and with all our neighbors who suffer the ravages of sin in their personal lives and families.

**We operate in Kingdom-partnerships.** We partner actively with other like-minded churches and institutions to serve our community, and we partner actively with mission agencies, missionaries and indigenous ministers to take the gospel across cultures and around the world. In addition, we are part of an Anglican Mission church-planting network that works together to multiply and expand the work of Christ in our region, state and nation