

## FIRST AMENDMENT TO CHRIST EPISCOPAL CHURCH BY-LAWS

The By-laws of Christ Episcopal Church are hereby amended, pursuant to Article XIV of the By-laws, to be effective as of February 5, 2023, as follows:

1. In the first sentence of Article III, Sec. 1 of the By-laws, the reference to "12 Vestrypersons" is hereby amended to read "not fewer than 9 Vestrypersons."
2. In the first sentence of Article III, Sec. 3 of the By-laws, the reference to "4 Vestrypersons" is hereby amended to read "not fewer than 3 Vestrypersons."
3. The third sentence of Article III, Sec. 3 of the By-laws is amended and restated in its entirety as follows: "Any Vestryperson whose three-year term, any Warden whose second successive two-year term, and any Clerk whose fourth successive one-year term, expires at any Annual Meeting shall be ineligible, until the next succeeding Annual Meeting."
4. Article IV, Sec. 1 of the By-laws is hereby amended and restated in its entirety as follows: "Sec. 1. Election Committee. The Rector shall appoint an Election Committee of at least three members of the Parish. The Election Committee shall then elect one person from the Committee to serve as the Chairperson. The Chairperson of the Committee shall delegate responsibilities among the Committee members as he or she shall deem necessary and reasonable. Members of the Election Committee shall serve one-year terms and any appointed member whose third successive term has expired shall be ineligible to serve for one year."
5. Article IV, Sec. 2 of the By-laws is hereby amended and restated in its entirety as follows: "Sec. 2. Recommendations of Candidates. The Election Committee shall give written notification to the Parish stating the offices open for election and requesting recommendations for candidates for election to those offices. Such recommendations must be submitted to the Election Committee prior to the Annual Meeting. The Election Committee shall contact all candidates so recommended to determine whether they are willing to stand for election at the Annual Meeting. Those willing to stand for election become nominees. In the event a member of the Election Committee is nominated and accepts such recommendation, such member shall resign from the Election Committee. The Rector shall promptly appoint a member of the Parish to replace the resigning member. Each nominee may be sent a questionnaire by the Election Committee asking for a brief outline of what parish activities he or she has taken part in and what he or she considers areas of greatest parish need. The Election Committee shall present at each Annual Meeting one or more candidates recommended for each position to be filled by vote at such meeting. The list of nominees may be posted with the notice of the Annual Meeting."
6. The first two sentences of Article IV, Sec. 3 of the By-laws are hereby deleted in their entirety and replaced with the following sentence: "Nominations for any office to be filled at an Annual Meeting may also be made at such meeting by any member of the Parish authorized to vote."
7. In the event of any conflict between this Amendment and the By-laws, this Amendment shall prevail.
8. All other terms and provisions of the By-laws shall remain in full force and effect.

#### EXPLANATORY NOTES:

For context, the effect of these amendments would be to change the By-laws as follows as shown in yellow highlighting (additions or deletions, as applicable):

#### Article III

"Sec. 1. Officers. The officers of the Parish, all of whom shall be members of the Parish, shall include two Wardens, who shall be Confirmed Persons as defined in Section 2, Paragraph 4 of Canon 16 of the Diocese, a Treasurer, and a Clerk, all of whom shall be at least eighteen years of age, and not fewer than 9 12 Vestrypersons . . ."

"Sec. 3. Elections. One Warden, one Clerk, Delegates (except as provided in Section 2 above) and not fewer than 3 4 Vestrypersons shall be elected at each Annual Meeting of the Parish. . . Any Vestryperson whose three-year term, and any Warden whose second successive two-year term, and any Clerk whose fourth successive one-year term, expires at any Annual Meeting shall be ineligible, until the next succeeding Annual Meeting. . ."

#### Article IV

"Sec. 1. Election Committee. At the Annual Meeting the The Rector shall appoint an Election Committee of at least three five members of the Parish, at least one of whom shall have served on the Election Committee of the previous year. The Election Committee shall then elect one person from the Committee to serve as the Chairperson. The Chairperson of the Committee shall delegate responsibilities among the Committee members as he or she shall deem necessary and reasonable. Members of the Election Committee shall serve one-year terms and any appointed member whose third second successive term has expired shall be ineligible to serve for one year."

"Sec. 2. Recommendations of Candidates. The Election Committee shall give written notification to the Parish stating the offices open for election and requesting written and signed recommendations for candidates for election to those offices. Such recommendations must be submitted to the Election Committee no later than two months prior to the Annual Meeting. The Election Committee shall contact all candidates so recommended to determine whether they are willing to stand for election at the Annual Meeting. Those willing to stand for election become nominees. In the event a member of the Election Committee is nominated and accepts such recommendation, such member shall resign from the Election Committee. The Rector shall immediately promptly appoint a member of the Parish to replace the resigning member. The Election Committee shall have the responsibility to give written notification on a regular basis of the names of those who are nominated. Each nominee may shall be sent a questionnaire by the Election Committee asking for a brief outline of what parish activities he or she has taken part in and what he or she considers areas of greatest parish need. The Election Committee shall present at each Annual Meeting one or more candidates recommended for each position to be filled by vote at such meeting. The list of nominees may be posted with the notice of the Annual Meeting."

"Sec. 3. Ballots and Subsequent Nominations. Three weeks before the Annual Meeting a sample ballot shall be sent to each member of the Parish with each nominee's responses to the questionnaire referred to in Section 2. Subsequent nominations may be made after a notice signed by not less than 20

members of the Parish, giving the names of such nominees, is filed with the Clerk of the Parish not later than 14 days prior to the date of the Annual Meeting. Nominations for any office to be filled at an Annual Meeting may also be made at such meeting by any member of the Parish authorized to vote. . ."