



EPISCOPAL DIOCESE
of Rhode Island

STANDING COMMITTEE

BYLAWS CHECKLIST

Bylaws Checklist for _____ / ____ / ____
Insert name of congregation Insert date

Bylaws are those rules and regulations enacted by a congregation to provide a framework for its operation and management. They are key to the organization’s structure and its decision-making processes. It is a recommended and acceptable practice for a congregation to review its bylaws every 6 – 10 years as well as to post a link to its bylaws on its website.

Directions:

1. Use this checklist as a guide to develop / review your congregation’s bylaws.
2. The intent is to provide guidelines for language and information about areas generally covered in bylaws.
3. Correct grammatical content and format are the responsibility of the congregation.
4. If you are changing your congregation’s current bylaws, ~~strike through~~ the section of text that you are changing; If you are adding text to your congregation’s bylaws, highlight in **RED** the text that you are adding.
5. If the **Standard** exists in your bylaws, cite the Article (I, II, III, etc.) and Section Number (1, 2, 3, etc.) in the **Yes** column on which your bylaws reflect that standard (II, 2).
6. Unless otherwise noted to the contrary, “congregation” may be used to replace “parish” or “mission,” “priest-in-charge” may be used to replace “vicar” or “rector,” and “vestry” may be replaced by “bishop’s committee.”
7. References to specific canons are included in the **Standard** column as follows:
 - a. * *Canons of the Episcopal Church* (2015 Edition) are cited as, for example CEC I.17.6 (a) meaning *Canons of the Episcopal Church*, Title I, Canon 17, Section 6, subsection (a)
 - b. ** *Canons of the Diocese of Rhode Island* (2010) are cited as, for example CEDRI X.10.13 meaning *Canons of the Episcopal Diocese of Rhode Island*, Canon 10, Section 13
8. Submit this checklist along with your parish’s bylaws to *Bishop’s Office, 275 N. Main St., Providence, RI 02903* for review by Bishop Knisely, then the Standing Committee, and then the Chancellor, at least three (3) months in advance of the date on which they are needed to be voted upon by your congregation.

Item	Yes	No	Standard
1			Incorporated in the State of Rhode Island [CEDRI 10.5]
			Do the bylaws reflect that the congregation is incorporated as a nonprofit religious corporation in the State of Rhode Island? (NOTE: questions about Articles of Incorporation should be referred to the Diocesan Office.)
2			Congregation is a member of the Episcopal Diocese of Rhode Island [CEDRI 10.9]
			Do the bylaws state that all activities of the congregation shall forever be in exact conformity with the Constitution and Canons of the Episcopal Church and this Diocese?

Item	Yes	No	Standard
			Membership [CEC I.17.1 (a), (b) & CEDRI 10.14]
3			Do the bylaws provide that all those persons that have received the Sacrament of Holy Baptism with water in the name of the Father and of the Son and Holy Spirit, and whose baptism has been recorded in the congregation's register are members of the congregation?
4			Do the bylaws provide that all persons confirmed or received in the Episcopal Church whose confirmation or reception is duly recorded in the congregation's register are members of the congregation?
5			Do the bylaws state that members sixteen years of age and over are to be considered adult members of the congregation?
			Meetings (CEDRI 10.13)
6			Do the bylaws state that notice of every meeting of the congregation shall include the date, time, and location of every meeting of the congregation?
7			Do the bylaws require that notice of each meeting shall be mailed / emailed to members not less than twenty (20) days prior to a meeting?
8			Do the bylaws require that results of elections / meetings shall be posted in a conspicuous place on the congregation's premises within seven (7) days after the election / meeting?
			Voting (CEDRI 10.15)
9			Do the bylaws provide that all persons that are adult communicants whose name shall have been registered on the parish register prior to such meeting shall be entitled to vote?
10			<i>(Optional)</i> Do the bylaws have additional requirements for eligibility to vote, not to exceed a six (6) month registration requirement or other commitment or stated pledge, act of donation, or work of charity satisfactory to the vestry? If so, what?
11			If included, do the bylaws provide that such additional requirement(s) shall not be effective until after six months of adoption?
12			Do the bylaws require nominations for election to the vestry, or other proposals to be acted upon at a meeting, to be submitted to the clerk [secretary] in writing, before a specified date, prior to the meeting?
13			Do the bylaws limit each member of the congregation to one (1) vote?
14			Do the bylaws contain a provision prohibiting voting by proxy or absentee ballot?

Item	Yes	No	Standard
			Voting List (CEDRI 10.16)
15			Do the bylaws provide that upon the written request of any fifteen (15) members who are qualified to vote made at least ten (10) days prior to an annual meeting the priest-in-charge, or a warden shall, within five (5) days after receipt of such request, post in a conspicuous place on the congregation's premises a certified list of the qualified electors?
16			If included in the bylaws, do the bylaws require that said list be retained, with election records by the clerk [secretary]?
			The Vestry (CEC I, 14.1-3 and CEDRI 10.10)
17			Do the bylaws state that the vestry shall be subject to the provisions of law, the Articles of Incorporation, and the bylaws of the congregation?
18			Do the bylaws state that the vestry shall be the Board of Directors of the congregation?
19			Do the bylaws state that the vestry shall have temporal power over the activities and affairs of the corporation?
20			Do the bylaws contain the provision that the priest-in-charge shall be an <i>ex officio</i> voting member of the vestry?
21			Do the bylaws provide that the vestry has the power to fill any vacancy or vacancies in the vestry?
22			Do the bylaws state that the vestry has the power to call special meetings of the congregation?
23			Do the bylaws state that the vestry may delegate its management of temporal corporate activity so long as the corporation's activities, affairs and power's remain under the ultimate direction of the vestry?
			Number in Vestry (CEDRI 10.11)
24			Do the bylaws state the number of members of the vestry?
25			Do the bylaws include a requirement that the majority of the vestry shall be communicants in good standing registered in the congregation?
26			Do the bylaws include a requirement that all members of the vestry shall be baptized persons?
27			Do the bylaws allow the number of actual members to be variable in number? If so, do the Articles of Incorporation so provide?

Item	Yes	No	Standard
			<i>Number in Vestry continued</i>
28			Do the bylaws permit the vestry or members of the congregation to determine the actual number of members in the vestry?
			Vacancy of the Priest-in-Charge's Office (CEDRI 10.23)
29			Do the bylaws require notification of a vacancy of the priest-in charge's office to the Bishop by the wardens?
30			Do the bylaws require that the wardens consult with the Bishop in the selection and election of a new priest-in-charge, and with respect to the appointment of an interim minister?
			Election of the Priest-in-Charge (CEDRI 10.24)
31			Do the bylaws contain the requirement that the congregation's priest-in-charge be approved by the Bishop and elected by not less than a $\frac{3}{4}$ vote of the lay persons of the vestry?
32			Do the bylaws provide for additional requirements for election of a new priest-in-charge?
			Selection of an Assistant Priest-in-Charge (CEDRI 10.25)
33			Do the bylaws require that the priest-in-charge consult with the Bishop to confirm a list of candidates for assistant minister, from which the priest-in-charge shall present the nominated person to the vestry?
34			Do the bylaws require that the vestry must approve the appointment by a majority affirmative vote?
35			Do the bylaws require that the employment of the assistant minister be subject to the Canons of the Diocese and that the terms be incorporated into a written agreement?
36			Do the bylaws require that notice of the appointment be signed by the priest-in-charge and sent to the Bishop within ten (10) days of the election?
37			Do the bylaws provide that the Bishop's satisfaction of the appointment shall be sent to and recorded by the Secretary of the Diocese?
			Non-Stipendiary Assistants (CEDRI 10.26)
38			Do the bylaws allow for the priest-in-charge to appoint, with the prior written approval of the Bishop, one or more non-stipendiary assistants from among the clergy canonically resident in the Diocese or who are in good standing and currently licensed to officiate in the Diocese?

Item	Yes	No	Standard
39			Priest-in-Charge's Authority (CEDRI 10.27)
			Do the bylaws include a statement that the priest-in-charge's authority shall be defined by the Rubrics of the Book of Common Prayer, the Constitution and Canons of the Episcopal Church and of the Diocese, as well as the Bishop?
40			Do the bylaws define the priest-in-charge's duties and rights to direct all matters relating to public worship and the liturgy of the Church for the congregation?
41			Do the bylaws state that the priest-in-charge shall be entitled to use and control of the congregation's buildings for the purposes of his or her office?
42			Do the bylaws include the statement that the priest-in-charge shall have the right to vote at all meetings?
43			Corporate Officers (CEDRI 10.20)
			Do the bylaws require that the corporate officers of the congregation shall consist of be the priest-in-charge who shall be the president, the senior warden, the junior warden, the clerk or secretary, and the treasurer?
44			Wardens (CEDRI 10.18)
			Do the bylaws contain a requirement that the vestry include a senior warden and a junior warden, and that both be communicants in good standing, and members of the vestry?
45			Do the bylaws include a provision that the senior warden or junior warden shall preside at vestry meetings in the absence of the priest-in-charge?
46			Do the bylaws contain a statement that no action shall be taken at a vestry meeting in the absence of the priest-in-charge or a warden?
47			Other Officers (CEDRI 10.19)
			Do the bylaws require that all "other officers" be elected at annual meetings or organizational vestry meetings following the annual meeting?
48			Do the bylaws require that officers shall serve until their replacement is elected?
49			Do the bylaws contain a statement that officers may be appointed by the vestry and that appointees need not be members of the vestry?
50			Do the bylaws require that the treasurer be bonded with a surety of an amount approved by the vestry?

<i>Item</i>	<i>Yes</i>	<i>No</i>	<i>Standard</i>
			Election Results (CEDRI X, 10.17)
51			Do the bylaws require that results of elections for wardens, members of the vestry, Delegates of the Convention, their alternates, the treasurer, and clerk [secretary], including the names, addresses, and telephone numbers of each, be forwarded to the Bishop within fifteen (15) days of the election?
			Business Methods (CEDRI 15.1)
52			Do the bylaws contain a statement that the congregation shall not transfer or encumber real property, or any part thereof without first obtaining written consent of the Bishop and the Standing Committee?
53			Do the bylaws contain a statement that the congregation shall not become liable in respect of any indebtedness, without first obtaining the written consent of the Bishop and the Standing Committee.
			Reports (CEDRI 10.22)
54			Do the bylaws require that the congregation prepare annual reports for each preceding year ending December 31?
55			If included, do the bylaws require the report be in the form prescribed by the General Convention and contain the information as required by the Canons of the Episcopal Church?
56			If included, do the bylaws require that the report be sent to the Bishop, by no later than March 1?
			Register (CEDRI 10.21)
57			Do the bylaws contain a statement requiring the congregation to maintain a parish register, kept by the cleric [secretary] or a warden?
58			If included, do the bylaws require that the register record all activity of the congregation as set forth in Canon 10.21:
59			Do the bylaws require that this register be available to the Bishop at each visitation and at all reasonable times for inspection by the vestry?
60			Indemnification (see CEDRI XVIII)
			Merger or Dissolution (CEDRI 10.28)
61			Do the bylaws contain a statement regarding the process for dissolution of the parish?
62			Do the bylaws require the prior written approval of the Bishop and the Standing Committee with respect to dissolution?
63			Do the bylaws require a written reason and plan for the dissolution?

<i>Item</i>	<i>Yes</i>	<i>No</i>	<i>Standard</i>
64			Amendments to the Bylaws (CEDRI 10.29)
			Do the bylaws require the written approval of the Bishop and Standing Committee for any amendment to a charter?
65			Do the bylaws require the congregation to provide the Bishop and Standing Committee a full statement of the reason for the amendment?

* *The Constitution & Canons of the Episcopal Church 2015* may be accessed and viewed by going to the following link: <https://extranet.generalconvention.org/staff/files/download/15057.pdf>

** *The Constitution & Canons of the Diocese of Rhode Island* may be accessed and viewed by going to the following link: <http://www.episcopalri.org/Portals/0/Uploads/Documents/Diocesan-Constitution-Canons-2011.pdf>

**Standing Committee
June 24, 2016**