

HOLY TRINITY CHURCH

THORNHILL, ONTARIO

1830 - 2015



ADVISORY BOARD

CONSTITUTION AND BY-LAWS

HOLY TRINITY CHURCH

MISSION STATEMENT

**THE MISSION OF THE PEOPLE OF
HOLY TRINITY ANGLICAN CHURCH
IS TO BE A VIBANT, WELCOMING
CHRISTIAN COMMUNITY
FLOURISHING IN GOD'S LOVE
THROUGH FELLOWSHIP, OUTREACH,
WORSHIP AND SPIRITUAL GROWTH
IN AN ATMOSPHERE OF
COMPASSION AND MUTUAL RESPECT.**

ADVISORY BOARD CONSTITUTION

A. Function

1. To keep in the forefront of its deliberations the purpose for which Holy Trinity Church Thornhill exists.
2. To formulate plans and programs which will allow the Board to carry out its objectives.
3. To review its objectives from time to time to determine its achievements and whether they continue to be relevant and sufficient to allow the Board to fulfill the purpose of the Church.

B. Objectives

To provide leadership to the Congregation/Vestry with respect to the Parish objectives including the following:

1. To meet the continuing needs of the congregation for personal spiritual growth and development.
2. To create an awareness in the congregation of the needs of the individual in the community and ways to respond to those needs.
3. To meet the growth and change in the community.
4. To fulfill our obligations as Christians to the world at large.
5. To maintain, develop and improve the lands, buildings and furnishings of the Church and rectory.
6. To provide the human and financial resources to meet these obligations.

C. Duties

Mindful of its stated Function the Board shall take such action as is deemed necessary to attain the Objectives aforesaid.

The Canonical duties of the Board (Canon 17) are to act in an advisory capacity to the Incumbent and Churchwardens as follows:

1. In connection with matters referred to it by the vestry.
2. To receive from the Churchwardens, at least quarterly, a written financial statement and a report on all parish matters of importance and to make recommendations thereon.
3. To receive the budget to be submitted at the annual meeting of the vestry as prepared, after consultation with the Incumbent, by the Churchwardens, and to make recommendations thereon.
4. To make recommendations on any other matters affecting the parochial and extra-parochial responsibilities of the parish.
5. To assist the Sidespeople in securing the regular attendance of church members at the services of the church.

D. Mutuality of Decisions

The incumbent and Churchwardens should act in concert with the Board. In this concept, although the Board is advisory, decision making should be mutual, with the Board sharing in all aspects of planning, policy making, and direction for the parish.

E. Composition

1. The Board shall consist of the following:
 - (a) Incumbent
 - (b) Churchwardens
 - (c) Lay Members of Synod
 - (d) Seven (7) members to be elected by Vestry
 - (e) Seven (7) members to be appointed by the Incumbent
 - (f) ACW representative appointed by that body
 - (g) Ex Officio members
2. Ex Officio Members shall be:
 - (b) Assistant Curates, Associate Clergy, Staff members where the nature of their employment involves the ongoing ministry of the Church.
 - (c) Ex Officio members of the Board shall have all the rights and privileges of other members of the Board, save and except the right to vote.
 - (d) Ex Officio members of Committees shall have all the rights and privileges of the members of the Committee save and except the right to vote.
3. The term "Churchwardens", wherever used in the Constitution and By-laws, shall extend to and include Deputy Wardens whether elected or appointed.

F. Elections and Appointments

1. Election of Church officers and members of the Board who are elected by Vestry shall take place at the Annual Vestry Meeting.
2. The Incumbent shall announce the names of the appointed members of the Board and the appointed Church officers at the Annual Vestry Meeting.
3. In the event of a vacancy occurring in the membership of the Board during the term for which a person was elected or appointed, such vacancy shall be filled by the Board in the case of elected members and by the Incumbent in the case of appointed members.
4. Paragraph 3 shall not apply where the vacancy is that of an Incumbent, elected Churchwarden or an Ex Officio member.
5. The Chairperson of the Board, upon receipt of notice of a member's resignation shall table such notice at the next regularly constituted meeting of the Board.
6. The filling of a vacancy by the Board shall be by election which shall take place at the next regular meeting of the Board following the tabling of the written notice of resignation.
7. The Incumbent shall make an appointment to fill a vacancy of an appointed members as soon as conveniently possible after such vacancy occurs.
8. No person elected by Vestry (E.1(c) and (d) above) or appointed by the Incumbent (E. 1(e) above) as a member shall serve on the Advisory Board in that capacity for more than three (3) consecutive years.

G. Committees

1. The Board shall from time to time establish such committees as it shall deem necessary and proper for the carrying out of its functions and objectives.
2. The Board shall set out in writing the duties and responsibilities of each committee.
3. The Board shall elect annually from among its elected and appointed members, exclusive of Churchwardens, the chairperson of each standing committee.
4. Each elected and appointed member of the Board, exclusive of the Churchwardens and the Chairperson of the Advisory Board, shall be a chairperson or member of at least one standing committee.
5. The Incumbent and Churchwardens shall be Ex Officio members of all committees.
6. Ex Officio members of the Board shall act as resource persons for the Committees of the Board.

H. Nominating Committee

The Board shall not later than the regular Board meeting in September of each year establish a special committee of the Board to be known as the Nominating Committee by appointing a Chairperson thereof, with power to co-opt other members from Vestry to serve thereon.

The duties of the Committee shall be:

1. To bring forward to Vestry at its next annual meeting a report of the names of nominees for all positions which Vestry is entitled to fill by election or appointment. Such report shall not preclude any member of Vestry from nominating any other person for any elected position providing the consent of the nominee has been obtained.
2. To submit to the Wardens recommendations for the Chairperson of the Board; the Chairperson of the Standing Committees of the Board and appointees for such offices as the Board may appoint.

I. Amendments

1.
 - (a) Amendments to the Constitution of the Advisory Board shall be by Vestry.
 - (b) Amendments to the Constitution of the Advisory Board shall not be entertained by Vestry unless the proposed amendment has been filed with the Advisory Board at the regular monthly meeting of the Board in the month immediately preceding the month of the Vestry meeting.
2.
 - (a) Amendments to the By-laws and Rules of Order of the Advisory Board shall be made by the Advisory Board.
 - (b) Amendments to the By-laws and Rules of Order shall be discussed at the regular monthly meeting following the tabling of a proposed amendment.
 - (c) Amendments to the By-laws and Rules of Order of the Board require the consent of a two-thirds majority of the voting members of the Board.
3. The Advisory Board shall establish a special Committee to review and report on the Constitution, By-laws and Rules of Order of the Board at intervals not exceeding five years. The Chairperson of the Committee shall be a then current member of the Board and committee members can be from the Board and from the congregation at large.

ADVISORY BOARD BY-LAWS

A. Inaugural Meeting of the Board

1. The Inaugural Meeting of the Advisory Board shall be held on the second or third Tuesday following the Annual Vestry Meeting.

The Churchwardens shall be responsible for calling the Inaugural Meeting of the Board.

2. The procedure at the Inaugural Meeting shall be as follows:
 - (a) The agenda for the Inaugural Meeting shall be as set out in Schedule "A" to the By-Laws.
 - (b) The Churchwarden senior in service shall be chairperson for the opening of the meeting.
 - (c) The Chairperson shall table the nomination committee recommendations for Chairpersons of the Board and Standing Committees.

B. Regular Meetings of the Board

1. Regular meetings of the Advisory Board shall be held at 7:30 p.m. on the second or third Tuesday in each month, save and except the months of February, July and August, unless otherwise determined by the Board.
2. Special meetings of the Advisory Board shall be held at the call of the Chairperson on the written request of any three members of the Board.
3. The Board at any regular meeting can, by a majority of the members of the Board present, sanction a special meeting of the Board. Notice of the special meeting shall be given to Board members by the Chairperson in accordance with Article 4 of this section.
4. The written notice of every special meeting of the Board shall state the date, time, and place of the meeting and the business to be transacted or considered thereat and no other business shall be considered unless all the voting members of the Board are present and agree unanimously.
5. The Agenda for the regular meetings of the Board shall be as set out in Schedule "B" to the By-laws. No alteration in the Agenda, with respect to a specific meeting of the Board, shall be permitted unless approved by a two-thirds majority vote of the voting members present.
6. Meetings of the Board and its Committees shall adjourn not later than 11:00 p.m.

C. Communications

The Chairperson, through the established procedure, shall make the following available to Board members at least sixty (60) hours prior to a Board meeting:

Meeting Agenda, Minutes of Previous Meeting, Reports of Staff, Churchwardens and Committees, Submission of Deputations, and Notices of Motion which have been received for presentation to the Board.

D. Quorum of Board

1. A quorum of the Board shall consist of a majority of the voting members of the Board of which there shall be at least two of the Incumbent and Churchwardens present.
2. As soon after the time of the meeting as there shall be a quorum present, the Chairperson shall take the chair and call the members to order.
3. If there is no quorum present within fifteen minutes after the time appointed for a meeting, the Secretary shall record the names of the members then present together with the names of those who had recorded regrets. Members present may elect to discuss any item on the meeting's agenda which they consider of import to the ministry of the church. A record of this discussion shall be taken. They are not empowered to make any decision during any such discussion.

The Secretary of the Board shall include in the minutes of the next regular meeting the fact that the scheduled meeting was not held for lack of a quorum, with the names of the members then present, together with the names of those who had recorded regrets, and any record of any discussion held in lieu of a duly convened meeting.

4. The Chairperson shall adjourn a convened Board meeting whenever a quorum is no longer present and the Secretary shall then record the time of adjournment and the names of the members then present. Members present may elect to continue to discuss any item on the meeting's agenda which they consider of import to the ministry of the church. A record of this discussion shall be taken. They are not empowered to make any decision during any such discussion.

E. Quorum of Committees

1. A quorum of a committee shall consist of a majority of the members of the committee. For the purposes of a quorum the designated Churchwarden for a committee shall not be considered a member.
2. All other provisions for Quorum of Board shall apply to committee meetings.

F. Committees

1.
 - (a) The Board shall establish, from time to time, such special committees as may be deemed necessary.
 - (b) The purpose and the terms of reference of a special committee shall be set forth in the notice of motion setting up the committee.
 - (c) The chairperson of a special committee shall be appointed by the Board and need not be a member of the Board.
 - (d) The number of members on the special committee, unless specified in the terms of reference, shall be determined by the Committee Chairperson in consultation with the Board Chairperson.
 - (e) A special committee ceases to exist at the end of the term of the Board which established it.
 - (f) The chairperson of a special committee, whether a member of the Board or not, shall present the committee's report to the Board.
2. The Incumbent and Churchwardens shall serve as resource persons, or in a liaison capacity, to committees of the Board.

3. Committees shall keep a record of every meeting and shall report to the Board when requested by the Chairperson of the Board

G. Reports

1. Reports requiring action, whether or not funding is required, shall be in writing and shall be available to the Churchwardens and Chairperson of the Board at least seven days before the meeting at which the report is to be presented or within such shorter period of time as shall be agreeable to the Chairperson consistent with the Chairperson's obligation to the Board.
2. Motions arising out of reports shall be in writing and shall be made available to the Chairperson of the Board with the report.

H. Appointments

1. The Board shall appoint persons from time to time as the need arises to enable the mission of the parish.
2. The Board shall set out in writing the duties and responsibilities for each of the positions for which the Board makes appointments.

I. Deputations

1. Requests to appear before the Board to make a submission shall be made to the Chairperson of the Board.
2. The Chairperson, in consultation with the Churchwardens, shall determine at which meeting of the Board the submission shall be made.
3. The Deputation shall give to the Chairperson the names of the persons who will appear and a written copy of the submission to be made at least seven (7) days before the meeting of the Board or within such shorter period of time as shall be agreeable to the Chairperson consistent with the Chairperson's obligation to the Board.
4. A submission requesting specific action by the Board shall conclude with a succinct statement of the action requested in itemized form.
5. Where the submission fails to comply with Article 4 of this section the Board shall defer its decision to the next regular meeting of the Board.

J. Amendment of By-Laws.

No amendment, alternation or additions to the By-laws shall be made unless:

- (a) due notice thereof in writing setting forth the proposed amendment, alteration or addition shall have been given at a regular meeting previous to that at which the same comes up for consideration;
- (b) confirmed by a two-thirds majority of the voting members of the Board.

K. Context

All words in these By-laws in the singular shall, when the context so requires, include the plural.

SCHEDULE "A"

INAUGURAL MEETING - AGENDA

1. Senior Churchwarden takes the Chair
2. Welcome, Devotion & Introductions
3. Election of Secretary
4. Election of Chairperson
5. Chairperson assumes office
6. Incumbent's Comment
7. Orientation/Reports/Discussion
 - (a) *Diocesan Canons and Policies relevant to Wardens and Advisory Board*
 - (b) *Holy Trinity Church Constitution and By-Laws*
 - (c) *Programs and Ministries*
 - (d) *Wardens*
 - *Ministry Links & Portfolios, Cemetery, Tenants, Staff*
 - *Staff Briefings*
 - *Parish Finances*
 - *Funds, Accounts, Investments*
 - *Financial Statement*
 - *Budget for Current Year*
8. Other Business
9. Adjournment
10. Closing Prayer

SCHEDULE "B"

REGULAR MEETING - AGENDA

1. Opening
 - (a) Opening Devotions
 - (b) Approval of Agenda
2. Review of Minutes
 - (a) Confirmation of Minutes
 - (b) Matters Arising
3. Deputations & Correspondence
4. Main Item: Discussion
5. Reports & Discussion
 - (a) Financial Report
 - (b) Churchwardens & Incumbent
 - (c) Committees/Ministry Areas
7. Other Business
8. Adjournment
9. Closing Prayer

RULES OF ORDER

1. In the absence of the Chairperson, the members of the Board present shall appoint a chairperson who shall preside and act.
2. The Chairperson when called upon to decide a point of order or practice shall, before deciding, state the rule applicable to the case, without comment.
3. The ruling of the Chairperson shall be final, subject only to an appeal by a member to the Board, without debate.
4. Every motion shall be seconded and shall be disposed of only by a vote of the Board unless the mover and seconder, with permission of the Board, withdraw the motion.
5. Any member desiring to speak shall indicate by upraised hand, and upon recognition by the Chairperson, who shall call the member by name, the member may then, but not before, proceed to speak.
6. No member shall speak more than once or longer than ten minutes to the same question without leave of the Board, except the mover of a motion, who shall be allowed fifteen (15) minutes.
The mover of the original motion, but not of any amendment thereto, may have five minutes to reply.
7. Notwithstanding a motion to defer consideration of a matter coming before the Board (which is not debatable), a member who submits a Notice of Motion which appears on the Agenda shall be given an opportunity to address the Board for a period not exceeding three (3) minutes on such notice of motion.
8. Every voting member of the Board or a Committee present at a meeting shall be entitled to vote thereon and where there is an equality of votes the question shall be deemed to be decided in the negative. The Chairperson of the Board shall be entitled to vote on all matters.
9. The yeas and the nays and abstentions shall not be recorded upon any question unless requested by at least one (1) member, and such request shall be made before the Chairperson calls upon the members to vote upon the same.
10. A motion, except to adjourn, to defer, or to lay on the table, shall not be voted on by the Board unless notice of such motion is given to members at least sixty hours before the meeting at which the vote is to be taken.
11. Any question, when once decided by the Board, shall not be reconsidered during the year unless otherwise determined by a vote of a majority of voting members of the Board.
12. Motions to adjourn, to defer, or to lay on the table are not debatable and shall take precedence over every other motion.