

BY-LAWS
OF
ST. MARK'S EPISCOPAL CHURCH OF TAMPA, INC.
A NOT-FOR-PROFIT CORPORATION

ARTICLE ONE - ORGANIZATION

The name of this organization is St. Mark's Episcopal Church of Tampa, Inc. which shall hereafter be referred to as the "Parish."

ARTICLE TWO – VESTRY

1. The Vestry or Vestry Committee, hereafter referred to as the "Vestry", shall consist of the Rector/Vicar/Priest-In-Charge, hereafter referred to as the "Rector", and at least five (5), but not more than twelve (12) laypersons, with the majority being elected by the Parish.

2. Vestry elections shall be held during the Annual Meeting of the Parish. Those elected shall take office in accordance with the Constitution and Canons of the Diocese of Southwest Florida. A majority of the votes shall decide the choice.

3. The qualifications for eligibility of Vestry Members are the same as for Electors of the Parish (see Article 3, Section 4), and also requires signing the covenant agreement about such responsibilities as outlined on the Vestry Nomination Form (attached).

4. Electors of the Parish shall be defined via a Nomination Committee consisting of the Senior Warden and outgoing vestry members. The Nomination Committee shall convene at least ninety (90) days prior to Annual Meeting to determine slate of Electors.

5. At least forty-five (45) days before the Annual Meeting, the Nomination Committee will recommend a slate of persons who have indicated interest of serving on the Vestry and have been vetted to the standards of Electors of the Parish to the Rector.

6. At least thirty (30) days prior to the Annual Meeting, the Rector and Vestry shall make the announcement of the beginning of the nomination process for the election of new Vestry members. The slate of eligible candidates should be at least the number of persons needed for the number of vacancies.

7. The term of office for a Vestry Member shall not exceed three (3) years. Ideally, at least four (4) members shall be elected annually, and at least four (4) members shall complete their term each year.

(a) When a vacancy occurs in an unexpired term, the Vestry shall have the authority to fill said vacancy with a qualified person until the next Annual Meeting, at which time the Parish shall elect a person to serve the remainder of the unexpired term.

(b) Any person elected to serve out an unexpired term of two (2) years or more shall be deemed to be serving and fulfilling the three (3) year term.

(c) No member shall be permitted to serve more than three (3) consecutive years. However, if a member is elected or appointed for a term of one (1) year, he/she may be elected to serve a three (3) year term.

(d) Upon having served a full three (3) year term, one (1) year must have elapsed before a person becomes eligible for election to the Vestry.

(e) Only one (1) member of an immediate family, or those living as a family, shall be eligible for election to the Vestry.

(f) Immediate family shall be defining as referring to a person's parents, spouse, children, and siblings and will also include the parent's spouse. Step children and adopted children and their spouses are also included under the purview of immediate family.

(g) The Rector shall be permitted to ask for the resignation of a Vestry Member, with agreement of the Executive Committee, should a person fail to meet the requirements of the role of a Vestry Member as outlined in the signed Vestry Nomination Form (attached).

8. The Presiding Officer and President of the Vestry shall be the Rector. The Rector and Vestry Officers hereafter referred to as the "Executive Committee."

9. The Vestry Officers shall be:

(a) The Senior Warden, appointed by the Rector from the Vestry, and shall be the First Vice President.

(b) The Junior Warden, elected annually by the Vestry from its members, and shall be the Second Vice President.

(c) The Secretary, as elected annually by the Vestry. The Rector may request a certain individual fill this role, including someone who is not a member of the Parish, but the Vestry shall make the final vote. It shall be the Secretary's responsibility to ensure that the minutes of the Vestry meetings are taken and recorded, attest the public acts of the Vestry, forward copies of all records, documents, books and papers to the Parish Administrator for keeping, and faithfully deliver into the hands of said Secretary's successor all copies of records, documents, books and papers. The secretary may also perform other duties as shall be legally assigned.

(d) The Treasurer, is elected annually by the Vestry. The Rector may request a certain individual fill this role, including someone who is not a member of the Parish, but the Vestry shall make the

final vote. The Treasurer shall perform the duties incumbent upon that office, report monthly financials to the Vestry (working with the Parish CPA and Parish Administrator as needed), and all books and accounts shall be audited annually as required by the Canons of the Diocese of Southwest Florida and at any time the Vestry may direct.

(e) The offices of Treasurer and Secretary may be held by the same person.

10. A quorum shall be seven (7) members of a twelve (12) member Vestry in attendance, or the majority of the elected members present should the number of Vestry members elected be less than twelve (12). A majority of those present at the Vestry Meeting, including a quorum, are necessary to decide a vote.

11. Meetings of the Vestry shall be held at a minimum of two (2) times annually to receive reports of all officers and committees, pass on the same, and to turn over the affairs of the Parish to the newly elected Vestry. Other meetings may be provided for at regular times: as called by the Rector; as called by the Sr. Warden at the request of the Rector in his/her absence. At the request of two (2) Vestry members, and the Bishop at his/her discretion, may call a meeting of the Vestry of the Parish at which the Bishop will preside.

12. The Vestry shall have all the duties, rights, and obligations conferred upon it by Canon VIII of the Diocese of Southwest Florida, which is incorporated herein by reference.

ARTICLE THREE - ANNUAL MEETING

1. There shall be an Annual Meeting of the Parish within one hundred-twenty (120) days before or on the 28th day of February, and at said meeting an election of the Vestry shall be held; by ballot if necessary.

2. On recommendation of the Rector, and no later than October 1, the Vestry shall set the date of the Annual Meeting.

3. The Vestry shall ensure that every Communicant of the Parish is notified of the date, time and location of the Annual Meeting at least two (2) weeks before it is held.

4. Only Communicant members of the Parish, who are sixteen (16) years of age and over, whose names are duly enrolled as such in the Parish register of St. Mark's, who have been confirmed or received in the Episcopal Church, and who are in regular attendance and make contributions of record to the Parish's general support, shall be considered a qualified Elector entitled to vote at the annual election of the Vestry.

5. The vote of no person shall be questioned unless his/her right to vote shall first be challenged by a qualified Elector. In the event of such a challenge, the right of such persons shall be decided upon by the Vestry Officers present, and such decision shall be final and binding.

6. For the purpose of voting at the Annual Meeting, a quorum shall be all those qualified Electors present, and a majority shall decide the vote.

ARTICLE FOUR - FINANCE COMMITTEE

1. The Rector, Senior Warden, Junior Warden, Treasurer, and other persons as may be appointed by the Rector, shall serve for the Finance Committee of the Parish.
2. The Finance Committee shall prepare a budget of the Parish, which shall be presented to the Vestry no later than fourteen (14) days prior to the Annual Meeting.
 - (a) The budget shall be acted upon by the Vestry, subject to corrections they deem necessary.
 - (b) A Draft Budget must be presented to the Parish at the Annual Meeting for discussion and explanation.
 - (c) The Vestry shall vote and approve the Annual Budget and make available to the Parish and presented to the Diocesan Office on or by the 28th day of February.
 - (d) At any time, the Vestry may alter the budget under which it is operating. Said altered budget shall be posted for the review for fourteen (14) days in a common area, no later than thirty (30) days after its alteration.
3. The Finance Committee, in its preparation of the budget, shall comply with the Canons of the Diocese of Southwest Florida.

ARTICLE FIVE - CHAIRS OF COMMISSIONS

The Rector shall appoint the Chair of each Vestry Commission needed to carry out and implement the programs and ministries of the Parish.

ARTICLE SIX - CALLING OF THE CLERGY

1. When a Rector is to be called, the Vestry shall appoint a committee, comprised of qualified Electors of the Parish and Vestry members, to recommend to them one or more suitable candidates. The Vestry, by majority vote, and subject to Diocesan Canons, will elect the new Rector.
2. The authorization for paid positions of Assisting Clergy shall lie solely with the Vestry; the selection and supervision of paid and unpaid Assisting Clergy lie solely with the Rector. Such election of Assisting Clergy and payment for the same shall be subject to the Diocesan Canons.

ARTICLE SEVEN - SALARIED AND NON-SALARIED EMPLOYEES

1. Positions for salaried and compensated personnel shall be authorized by the Vestry.
2. The authority for the selection and supervision of salaried and compensated personnel, clergy or lay, shall reside with the Rector. No person, except the Rector, paid from the Parish budgeted funds, shall be eligible for election to the Vestry.
3. All non-salaried personnel shall be authorized by the Vestry and selected and supervised by the Rector.

ARTICLE EIGHT - MEMORIAL AND ENDOWMENT GIFTS

The Endowment Committee will handle all matters concerning gifts, bequests, memorials, and disbursement of monies from the Endowment Fund as per the guidelines established and in accordance with Diocesan and Endowment Fund policies. The Rector, or the Rector and Chair of the Endowment Committee, shall discuss with those making contributions whether such contributions are for Memorial and/or Endowment Funds.

ARTICLE NINE - SECULAR ACTIVITIES AND USE OF BUILDINGS

For the purposes of the office and for the full and free discharge of all functions and duties pertaining thereto, the Rector shall at all times be entitled to the use and control of the Church and Parish buildings together with all appurtenances and furniture, and to access to all records and registers maintained by or on behalf of the congregation. Canon III.9.6(a)2.

ARTICLE TEN - DIOCESAN OBLIGATIONS

All obligations to the Diocese, financial or otherwise, are considered important, necessary, and will be honored whenever possible. Personnel and operating expenses determined by the Rector and Executive Committee to be critical will receive priority. Should it become necessary to delay payment of diocesan apportionment or other obligations, the Rector or Senior Warden shall notify the Diocese in accordance with Canon VIII.4(b).


ARTICLE ELEVEN – AMENDMENTS

Proposed amendments to these By-Laws shall be provided for review to all Vestry Members during a regular meeting, for consideration and vote to be taken at a subsequent regular meeting. These By-Laws shall be amended only after affirmative vote for the Amendment has been cast at a regular meeting of the Vestry, providing that the final vote of at least 7 affirmative votes, or a quorum of Vestry Members, are cast.

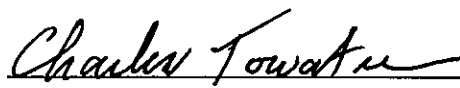
ARTICLE TWELVE – RATIFICATION

These By-Laws shall be ratified and shall take effect upon their acceptance by Resolution of the Vestry of St. Mark's Episcopal Church of Tampa, Inc., Tampa, Florida, at which time a copy of the Vestry. Resolution shall be filed with and attached to the original writings hereof, and filed with the Charter of St. Mark's Episcopal Church of Tampa, Inc.

BE IT RESOLVED that we, the Vestry of St. Mark's Episcopal Church of Tampa, Inc., Tampa, Florida, duly convened at our regular Vestry meeting on the 11TH day of SEPTEMBER in the year of our Lord, Two Thousand and Eighteen, and did accept these as the By-Laws of St. Mark's Episcopal Church of Tampa, Inc., Tampa, Florida pursuant of our Corporate Charter.



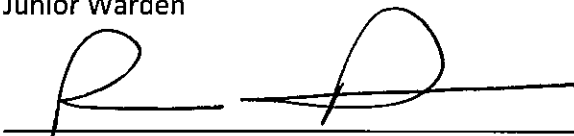
The Rev. Robert C. Douglas
Rector




Mr. Charles Towater
Senior Warden



Mr. Sam Trotman
Junior Warden



Mrs. Pamela Frost
Treasurer



Mrs. Jillian Ricardo
Secretary