

Policies and Procedures of the Vestry of St. Paul's Episcopal Church in Syracuse

Introduction

This document seeks to spell out those policies and procedures adopted by the Vestry of St. Paul's Church in Syracuse that are of on-going importance in the governance of the parish church, and that build upon the foundations of that governance provided in the "Bylaws of St. Paul's Church in Syracuse" (revised 2021). All such policies and procedures are consonant with the Bylaws but reside here in this special document to provide a place to elaborate on any bylaw provisions and insert other rules and regulations.

This document was originally created in November 2012, and all subsequent revised editions will have an approval date. The most recent revision date appears at the end of the document and in the footers.

SECTION I: ELABORATIONS ON VESTRY PROCEDURES

A. Annual Legislated Vestry Tasks (and some non-legislated ones)

1. January: Annual Meeting is held as per Bylaw ART. II and P&P section VI.1.
2. February: Vestry appoints people to these following positions:
 - a. Officers of the Vestry (Treasurer and Clerk) Bylaw ART. VI.1.
 - b. Chairs of two Standing Committees (Builds. & Grounds, Finance) Bylaw ART. VII.
 - c. Conveners of four Ministry Teams (Community, Formation, Mission/Service, Worship) P&P Section III.A.
 - d. One at-large member of the Personnel Committee; Bylaw ART. VII.
 - e. Four check-signers appointed; Bylaw ART.VIII.6.a.
3. March
 - a. Vestry reviews/approves annual Parochial Report for submission by April 1; P&P II.C.
 - b. Delegates selected for annual Diocesan convention.
4. Spring/Summer: Mutual Ministry (rector & congregation) and Performance reviews (staff) take place as per P&P Section IV.
5. September: Vestry oversees the creation of stewardship materials.
6. October: Vestry approves the membership of the Nominations Committee; Bylaw ART. VII.3.
7. November: Work begins on the annual budget for the following year.
8. December: Nominations Committee reports to Vestry its slate of nominees for election at the Annual Meeting. No vestry approval is required. Bylaw ART. VII.3.c and P&P II.A.2.c
9. When relevant or necessary: Vestry appoints the Chair of the Children's Ministry Team. P&P II.C.

B. Vestry Minutes Approval Procedure:

A draft of the minutes of a previous Vestry meeting will be delivered to each Vestry member by electronic means no later than three days prior to each regular Vestry meeting. One procedure for achieving this aim is:

1. The clerk takes a first draft of the meeting's minutes. These are sent to the rector and wardens within six days of that meeting.
2. The rector and wardens incorporate any additions or corrections into a second draft. The second draft is delivered to each Vestry member prior to the next regularly scheduled Vestry meeting.
3. The clerk is responsible for incorporating additions or corrections to the minutes received at the approval meeting and for sending the final draft to the business manager, rector and wardens for filing.

SECTION II. ELABORATIONS ON STANDING COMMITTEES (Cf. Bylaws ART. VII)**A. Nominations Committee**

1. **Committee Membership and Purview:** Bylaw provisions for constituting the Nominations Committee and governing its purview can be found in ART. VII, section 3 (cf. ART. IV, section 2)
2. **Committee Procedures:** The Committee's primary job is to determine what vacancies need to be filled on the Vestry (including wardens) at the Annual Meeting, gather recommendations for filling those vacancies, determine the eligibility of such persons (see #d. below), make its own determination as to the best candidates, and provide a slate of nominees for election at the Annual Meeting. The committee may put forward more nominees than positions available.
 - a. Interested parties may self-recommend if they wish, and the Committee is empowered to recruit recommendations (or eventual nominees) if it finds that to be necessary.
 - b. Recommendations may be made with or without the knowledge and approval of those being recommended, but such persons must be made aware and approve if their names are to go forward to the Annual Meeting as nominees.
 - c. The Committee will report its slate of nominees by the December meeting of the Vestry, but it is empowered to act (bring nominations forward) without Rector or Vestry approval. However, prior consultation with the Rector (re. input or advice about specific names being considered) – signaled by the Committee's meeting with the Rector at least twice – is necessary.
 - d. Eligibility requirements and terms of office for potential Vestry membership (including wardens) are found in the Bylaws in ART. IV, section 1,2,3 (cf. ART. I, section 1).

- e. Members of the Vestry at St. Paul's should:
1. Be a hands-on leader.
 2. Participate fully in the life of the Church such as membership in one of our ministry teams.
 3. Support St. Paul's financially with a yearly pledge.
 4. Attend Sunday worship on a regular basis.
 5. Pray for the parish, its members and staff.

B. Building and Grounds Committee (cf. Bylaws ART. VII.1)

The Building and Grounds Committee is charged with supervising all projects involving construction, maintenance and repairs undertaken in the church, the parish house buildings, and the outside grounds. What follows here are procedures put in place for proposing, approving, and implementing such projects.

1. All requests or recommendations for projects involving construction, maintenance and repairs of the buildings and grounds, no matter what the source, shall be presented to the Committee for consideration. Included are changes and additions to the fixed appointments and utilities within these buildings and grounds. Excluded are emergency repairs that may be authorized by the Rector, or their designee.
2. All requests or recommendations for projects shall be discussed by the Committee, and a cost estimate submitted or obtained. Projects costing up to \$2,000 shall be implemented only upon the approval/recommendation of the Committee, depending on its merits and the church's ability and willingness to finance it as confirmed by the Finance Committee.
3. All requests and recommendations for projects costing more than \$2,000 shall also be submitted to the Vestry for approval or denial.

The supplier or contractor shall be chosen by the Committee for all projects. The Rector or one of the wardens shall sign the contract or proposal. Then either the Committee Chair or the Rector (or a warden if the Rector is not present) shall notify the contractor or supplier to implement the project, or shall authorize someone else to do so.

C. Finance Committee

The Finance Committee or, in its unavailability, the treasurer, will review the financial amounts to be included in the annual parochial report and offer its recommendations on the report to the Vestry.

1. St. Paul's Parochial report is prepared by St. Paul's Rector and Treasurer in February. It is reviewed and approved by the Vestry at either the February or March meeting. It is submitted by the Business Manager to the Diocese and the National Church before April 1.

SECTION III. OTHER COMMITTEES AND PROGRAMS

Bylaws Article VII, Section 5 gives the Vestry the right to establish other committees, teams and groups “with such powers and responsibilities as determined by the Vestry.” Though not explicitly stated in those Bylaws, the Vestry also has the right to create and fund program entities. The following committees, programs and teams not otherwise listed in the Bylaws are currently up and running:

A. Embracing Our Future: This organizational plan for the diverse ministries of St. Paul’s Church was approved by the Vestry in Fall 2009, and implemented on into the next year. The final text of the plan was approved in November 2009, and can be found under separate cover. The fourfold structure of the plan (Leadership, Worship, Formation, Community) led eventually to the creation of four “ministry teams” (with the fourth – the Executive Ministry Team – added to the other three by action of the Vestry in August 2010). A fifth team, the Mission and Service Team, was added in October 2014. These teams, as currently understood and operating, and the Vestry’s responsibility for them, are outlined below:

1. **The Four Ministry Teams:** In each of the following four cases the Vestry shall annually appoint the chair or convener of the team who shall be responsible for regular reports to the Vestry, and for bringing any team-based proposals needing Vestry approval to the Vestry. There shall otherwise be no conditions set on team membership (except to include relevant staff members as ex officio members) and no term limits set on either the chair or the members.
 - a. The **Worship Ministry Team** shall, in consultation with the Rector and other relevant staff, help plan, implement and oversee all issues related to both regular and special worship services or liturgies held at the church.
 - b. The **Christian Formation Ministry Team** shall, in consultation with the Rector and other relevant staff, help plan, implement, and oversee all Christian education (children, youth, adult) activities of the church.
 - c. The **Community/Fellowship Ministry Team** shall, in consultation with the Rector and other relevant staff, help plan, implement, and oversee all activities related to internal community matters (e.g., fellowship/hospitality, community-building, internal communications, etc.) and external community relations (e.g., hospitality/welcoming, public relations, etc.).
 - d. The **Mission and Service Team** shall, in consultation with the Rector and relevant staff help plan, implement, and oversee all activities related to the ministry of mission and service as we reach out from our faith community to serve others and care for God’s creation.
2. The membership of the **Executive Ministry Team** is comprised entirely of the following ex officio members: the Rector, the senior and junior wardens, and the chairs/conveners of the other four ministry teams. It is convened by the Rector.

- a. The Executive Ministry Team shall 1) provide a degree of oversight and evaluation of all programs and processes, 2) coordinate the efforts of the several teams as need be, 3) initiate programs and processes that do not easily fall to any one of the other teams, and 4) engage in strategic planning on a church-wide basis.
3. By action of the Vestry in May 2011, all other groups/committees (e.g. Altar Guild, Women's Retreat, Office Volunteers, First Fridays, Pastoral Care, Communications, Feminist Theology, and etc.) have been listed as associated with one or another of the teams described above – a linkage of content and function rather than organization and structure.

B. Emergency Action Committee/Plan

A church used to be considered one of the safest places to be, but times have changed. We now hear or have experienced reports of negative outcomes of accidents, fires, natural disasters and criminal behavior occurring in and around churches. The committee has developed an Emergency Action Plan to use as a guide for the church leadership to evaluate its readiness to respond to an emergency.

1. The committee shall consist of the Rector, Senior Warden, Buildings and Grounds Committee Chair and at minimum two lay persons (preferably one with experience in emergency response and one in insurance.)
2. The Emergency Action Plan should be reviewed at least annually and updated as personnel listed in the plan change.
3. Once the Plan is instituted, the committee will ensure all interested parties are trained on an annual basis.
4. The committee will also be responsible for conducting, at minimum, annual drills to test the Plan and to ensure people understand what is expected of them. The Plan is no better than the actions of those trained to respond. All plans, no matter how carefully thought-out, must be evaluated periodically to determine if the needs of the congregation are being met and new situations have been included.

C. Sunday School/Children's Ministry Team

The Children's Ministry Team, consisting of three members from the parish and the rector ex officio, is responsible for developing and/or providing Formation programs for children and youth, ensuring the church's adherence to Safe-Church guidelines, and making sure trained teachers are in place to offer guidance and support for youth and children's Formation generally. The chair of the team is appointed by the Vestry (having been recommended to that body by the rector and Formation team convener), and shall serve a term of no more than three years. One person on the committee will be the ex officio liaison person to the Formation Ministry Team.

D. Partnership with InterFaith Works of Central New York

St. Paul's Church entered into a special partnership with InterFaith Works as of April 14, 2015. Details reside in filed paperwork.

SECTION IV. MUTUAL MINISTRY PERFORMANCE REVIEWS

Annual performance reviews of the work we do – as a church and as individuals – are necessary for the health of the whole enterprise, and should be done with an eye to a spirit of collective (mutual) responsibility for the diverse ministries of the church, and to a willingness to openly and honestly assess where our strengths are and where we all can do better. At St. Paul's Church we see these kinds of performance reviews happening in three areas as follows:

A. Performance Review of the Collective Enterprise (St. Paul's Episcopal Church): The Rector, in consultation with the wardens, shall be responsible to see that an annual review of selected church programs, directions, ministries, missions, and so on is held. Minimally to include the Vestry, this review seeks to celebrate our successes and build on them, and to identify our weaknesses and counter them. In a manner to be decided, the group thus formed will determine the questions to be addressed, the methods by which the answers will be sought, and the mechanisms for the implementation of those on into the future.

1. It is suggested that records of these reviews be kept from year-to-year, and that past records be consulted in the formation of any upcoming review.

B. Paid Staff Performance Review: Calling on others whose confidential input may be useful, the Rector shall annually (e.g. later spring) do a performance review of the individual paid staff persons – minimally asking such persons to submit a written statement about how they assess their own work, talking individually with them about their work, and communicating clearly with them as to any results or implications of those results for their ongoing contributions. (Complete guidelines concerning job expectations for staff employees can be found in the Lay Employee Human Resources Manual.)

C. Rector Performance Review: Annually initiated by, and carried out under the leadership of the wardens at a time of mutual convenience to them and the Rector (e.g. later spring), there shall be a performance review of selected elements of the Rector's ministry –using as necessary any Vestry-approved job description and letter of agreement which might help establish the church's expectations for that ministry. The procedures for that review are as follows:

1. An ad hoc review committee shall be created (and chaired) by the wardens, with at least two but not more than three additional members selected from the lay leadership of the church. The committee will 1) determine the time-frame, contours, themes and mechanisms of the review; 2) seek confidential input from sources both within and beyond the committee that have been identified; 3) keep the Rector apprised of their progress and ask any relevant informational questions that may have come up; 4) determine for themselves their findings and/or substantive questions; 5) arrange for a meeting with the Rector to share and discuss those findings, as well as any implications for the Rector's ongoing contributions; and 6) create both an appropriate, committee- and Rector-signed record of the review and its

procedures for church files, and an appropriate report to make to the Vestry (i.e. minimally to report that the review took place as required). These records and reports are in confidence and are not subject to Vestry approval.

SECTION V. BUILDING USE POLICY AND PROCEDURES; OUTSIDE GROUPS

The Rector’s canonical prerogatives notwithstanding, this policy governs procedures for approving of and making contractual agreements with groups/events using/renting Church spaces. It is understood that the Rector signs all contractual agreements so is thereby automatically a part of these processes.

Closely related to this policy is a Vestry-approved application/agreement form (“Facilities Rental/Usage Agreement — Outside Groups”); see ART.X.A (Appendix) in this document.

A. LONG-TERM/REGULAR USAGE (rentals/leases, etc.): The committees involved in recommending such usage and agreements include Buildings and Grounds, and Finance; the Vestry gives final approvals.

B. SHORT-TERM/OCCASIONAL/ONE-TIME USE (non SPC groups): Approvals and contractual agreements may be entered into only upon the approval of the Rector. In selected cases it may be wise to inform or consult both the Building and Grounds and Finance Committees, and the Vestry.

C. AGREEMENT FOLLOW-THROUGH: It is the responsibility of the Business Manager, and all those giving final approval in any of these situations, to make sure that related calendar dates – if any—are secured on the master calendar, and that arrangements for helping the Church meet its responsibilities for hosting these events are in place.

D. FINANCIAL PRINCIPLES: Unless compellingly argued otherwise on the grounds of compatibility with the Church’s mission statement, such groups (in B above) will be charged rent or a usage fee in accordance with the following principles:

1. Any usage should incur no direct costs to the Church, so groups need minimally to be charged the estimated direct costs to the Church (utilities, staff time, etc.) that are incurred in the set up, implementation, and take down of events.
2. Any charges over and above those indicated above will be determined on the basis of the previously announced market rental/usage rates. Requests for discounts will be considered on a case-by-case basis.
3. Unless specifically waived by the Rector, a refundable security deposit is required of all outside groups.

SECTION VI. THE ANNUAL MEETING

A. Bylaw Reminders

1. ART. II of the Bylaws (2017) sets out the minimum rules and regulations governing Annual (and “special”) Meetings of the “members of St. Paul’s Church.” Three important things are made clear there in the process; namely that a) the minimum and necessary purpose of the meeting is to hold elections for warden and Vestry members, and b) the meeting – being held by “resolution of the Vestry” – is held under its aegis. The Rector is the presiding officer of the meeting unless otherwise delegated.
2. ART. IX of the bylaws indicates that the Annual Meeting may be used to amend the Bylaws, but the Vestry may also do so.

B. Other Guidelines

1. Practically speaking, and aside from any other “special meetings” allowed by the Bylaws, the Annual Meeting is the only time in any given year that all members gather formally to do business. As such, the following guidelines may be useful in helping to ensure a productive and satisfying meeting:
 - a. The meeting should be held at a time when most members can attend – altering the Sunday service schedule if necessary.
 - b. Prior notices of the meeting should include basic information about the nominees for Vestry membership and for warden.
 - c. Oral reports at the meeting – if deemed necessary or useful – should be kept brief and allow for a question and answer period afterward. (In fact, oral reports might only be given when it is expected or hoped there will be discussion.)
 - d. Any financial report should include a report on the budget for the coming year (allowing time for discussion).
 - e. Prior notices of the meeting should clarify if, when, and what kind of food might be available at the meeting.
 - f. Kitchen help needs clear instructions about set-up, serving, and clean-up instructions.
 - g. While only “members” can vote at the meeting, it should be made clear in prior notices that all interested parties are welcome – including staff.
2. The Vestry should offer advice and consent on the format and major pieces of content of the meeting.

SECTION VII. ACTIONS RELATED TO THE ENDOWMENT

Documents tracing the history of the endowment, and Vestry actions with regard to it are attached to the Vestry minutes of Aug. 10, 2010 and Sept. 20, 2011. (Cf. Finance Committee minutes of 8/10/10 and 9/6/11; and policy statements of “1994” and “4/26/05.”)

SECTION VIII. ROBERT’S RULES

The Vestry hereby adopts the latest versions of “Robert’s Rules of Order Revised” as its parliamentary authority in the conducting of Vestry meetings. (See Resources below in the Appendix.)

SECTION IX. AMENDMENT PROCEDURES

A Vestry meeting being duly called, and a quorum present, this document can be amended by a majority vote of those present and voting.

SECTION X. APPENDIX: RESOURCES (available in church office/website)

A. Forms and Documents Referenced in the document above

1. By-laws of St. Paul’s Church in Syracuse, 2021
2. “Embracing Our Future”; Task Force plan of 2009 (see Vestry minutes of May 2009, and cf. August 2010).
3. “Canons for the Vestry (of) St. Paul’s Cathedral” Syracuse NY
4. Endowment histories in Vestry minutes of Aug. 10, 2010; and Sept. 20, 2011
5. Form for Recommending Candidates for Vestry Membership and Church Warden to the Nominations Committee.
6. Facilities Rental/Usage Agreement Form — Outside Groups
7. Vestry Manual of the Episcopal Church in the Diocese of Central New York.
8. Rector’s job description, 2018.

B. Other Vestry Resources:

1. For Diocesan resources see especially “Vestry Resources” and “Vestry Manual” @ <http://cnyepiscopal.org>.
2. For the National Church see especially Title II Worship and Title III Ministry @ www.episcopalarchives.org
3. 3. “Robert’s Rules of Order Newly Revised” 11th ed.

Vestry approval date of original document: November. 13, 2012

Vestry approval of this revision (#5): June 8, 2021