

The Charter of Immanuel Retreat Center & Stone Church Arts Organizations and Ministries of Immanuel Episcopal Church Proposed October 2013

I. MISSION

The Mission of Stone Church Arts is “to bring the world to Bellows Falls”.

The mission of Immanuel Retreat Center is “to serve guests as we would serve the Christ and share love and learning according to the Gospel”.

II. GOALS

The goals of Stone Church Arts are to:

- 1) bring talented musicians and other artists from around the world to Bellows Falls to share their work in coordination with Immanuel Retreat Center.
- 2) maintain a concert series (and any other arts events) each year from September through May and sometimes in the summer months.
- 3) present master classes and workshops in tandem with concerts and other arts events.
- 4) contribute funds annually from the program’s net operating income to Immanuel Episcopal Church’s Treasurer each year for the church’s operating budget, the amount to be determined by the Board in consultation with the Vestry.

The goals of Immanuel Retreat Center are to:

- 1) present workshops in spirituality, ministry and the arts in coordination with Stone Church Arts;
- 2) provide rental space to non-profit and corporate groups in cooperation with Immanuel Episcopal Church;
- 3) accommodate overnight guests in the retreat house;
- 4) cater meals to workshop and rental guests as needed;
- 5) maintain and rent clean and functional daytime conference and performance space in cooperation with Immanuel Episcopal Church;
- 6) offer spiritual direction and space to individuals for personal retreats, and
- 7) contribute funds annually from the Center’s net operating income to Immanuel Episcopal Church’s Treasurer each year for the church’s operating budget, the amount to be determined by the Board in consultation with the Vestry.

III. BOARD OF DIRECTORS

There shall be a Board of Directors consisting of three to nine members. The Board members shall be appointed by the Vestry of Immanuel Episcopal Church. There shall always be both a Vestry Member or the Priest of Immanuel Episcopal Church and a representative from the Diocese of Vermont on the Board. Other Board members may include other local clergy and members of the wider community.

The Director of Stone Church Arts and Immanuel Retreat Center is an *ex-officio* member of the Board.

The term of each Board member shall be three years. Initially, however, the Vestry shall appoint about one third of the board for a term of three years, one third for a term of two years, and one third for a term of one year. In each subsequent year, about one third of the Board shall be appointed by the Vestry for a term of three years.

Board members may serve for a maximum of three consecutive terms or no more than nine years. They may be re-appointed after a hiatus of one year.

Each year, the Board may nominate a slate of new Board members to the Vestry for their consideration.

The Vestry may remove a Board Member with cause at any time. In case of such removal or in the case of incapacity or the resignation of a Board Member, the Board shall recommend a new member to the Vestry, and the Vestry shall appoint a replacement as soon as possible.

IV. BOARD RESPONSIBILITIES & FISCAL YEAR

The Board shall be responsible for the operations of the Retreat Center and Stone Church Arts. It shall:

- appoint and supervise the Director,
- approve programming,
- maintain accurate financial records, and
- provide an annual report, both narrative and financial, to the Vestry in advance of the Annual Parish Meeting of Immanuel Episcopal Church which takes place in January each year.

The Board shall meet as often as it determines necessary, but not less than twice per year.

The Fiscal year shall be the same as the calendar year.

V. OFFICERS AND DUTIES

Each year at its first meeting following the appointment of new members by the Vestry, a Chair, Vice-Chair (if desired), Secretary and Treasurer shall be elected by the Board from among its members.

1) Chair: The Chair shall preside at each meeting. In his or her absence, the Vice-Chair or any member of the Board he or she appoints.

2) Secretary: The Secretary shall be responsible for taking accurate minutes of the meetings and making those minutes available to the Vestry of the Church as soon as possible following each meeting.

3) Treasurer: The Treasurer shall:

- a) receive and disburse all monies collected under the authority of the Board,
- b) keep a true record of receipts and disbursements,
- c) present a full statement of these and of the financial condition of the Retreat Center and Stone Church Arts at the Annual Parish Meetings of

Immanuel Episcopal Church and at other times as requested by the Vestry, and

- d) maintain the records of all trusts and permanent funds belonging to the Retreat Center and Stone Church Arts, listing the source and date of such trusts and funds, the terms governing the use of principal and income, to whom and how often accounts are to be made and how the trusts and funds are invested.

VI. THE DIRECTOR

The Board shall appoint a Director who shall work under the direction of the Board. The Director shall:

- be an *ex-officio* member of the Board,
- appoint and supervise staff and contractors for the smooth operation of all programmed events,
- plan and manage all programmed events,
- ensure that the Retreat Center and Stone Church Arts are viable and sustainable ministries,
- work with the Board in planning and implementing programs,
- keep accurate financial records in cooperation with the Treasurer, and
- maintain effective websites and other means of marketing programs.

VII. SOURCES OF INCOME

The Board is responsible for the funding of the Retreat Center and Stone Church Arts through its operations and through donations, grants and other fundraising activities.

VIII. METHOD TO AMEND

This Charter may be amended in the following manner:

- 1) Proposed changes may be made by the Vestry, the Board, or the Bishop or Standing Committee of the Diocese of Vermont;
- 2) Proposed changes shall be approved by the Vestry for submission to a parish meeting of Immanuel Episcopal Church and shall become immediately effective upon approval by a vote of two thirds of the Church members present;
- 3) Approved changes shall be submitted to the Bishop or Standing Committee for their review.