



Filing No. 169158

DOMESTIC

United States of America
State of Washington



I, VICTOR A. MEYERS, Secretary of State of the State of Washington, do hereby certify that

169158

ARTICLES OF INCORPORATION
OF THE

THE RECTOR, CHURCHWARDENS AND VESTRYMEN OF SAINT BARNABAS' PARISH
OF BAINBRIDGE ISLAND, KITSAP COUNTY

a Domestic Corporation, of Bainbridge Island, Washington, was, on
the 8th day of June, A. D. 1964, at 4:25 o'clock P. M.,
filed for record in this office and now remains on file herein.

Filed at request of
Christopher O. Duffy
711 Olympic National Bldg.
Seattle, Washington

IN TESTIMONY WHEREOF, I have hereunto set
my hand and affixed hereto the Seal of the
State of Washington. Done at the Capitol, at
Olympia, this 8th day of June,
A. D. 1964

Victor A. Meyers
VICTOR A. MEYERS, Secretary of State

NON-PROFIT
Filing and recording fee \$ 7.50
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JUN 8 - 1964

VICTOR A. MEYERS
SECRETARY OF STATE

BY *Jean Dunker*
(MRS.) JEAN C. DUNKER
ASSISTANT SECRETARY OF STATE

AGREEMENT OF ASSOCIATION
of
THE RECTOR, CHURCHWARDENS AND VESTRYMEN OF
SAINT BARNABAS' PARISH OF BAINBRIDGE ISLAND, KITSAP COUNTY

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, do hereby associate ourselves together for the purpose of forming a corporation for religious purposes pursuant to the statutes of the State of Washington, to-wit: Revised Code of Washington, Chapter 24.16, and to that end do make and subscribe the following

AGREEMENT OF ASSOCIATION

ARTICLE I

NAME

The name of this corporation shall be "The Rector, Churchwardens and Vestrymen of Saint Barnabas' Parish of Bainbridge Island, Kitsap County."

ARTICLE II

LOCATION

Section 1. The location and chief place of business of the corporation shall be Head of the Bay, Bainbridge Island, Washington.

Section 2. The geographical boundaries of the parish shall be those determined by the ecclesiastical authority of the Diocese of Olympia of the Protestant Episcopal Church in the United States of America.

ARTICLE III

MEMBERSHIP

This corporation shall not be a joint stock company. All baptised persons who desire to associate themselves with this corporation for the purpose of church membership and for the promotion of the objects of

the corporation may become members by causing their names to be extended on the roll of membership of the Parish Register, and the evidence of membership shall be such entry and the continuance of the name in said Parish Register. Membership shall be terminated by death, letter of transfer to another Parish issued by the Minister in charge, or removal from the rolls of the Parish as provided in the Constitution and Canons of the Diocese of Olympia and of the Protestant Episcopal Church in the United States of America.

ARTICLE IV

OBJECT

The object for which this corporation is formed is to establish and maintain Episcopal Churches and to provide a place of public worship of Almighty God and the administration of the sacraments and all rites and ceremonies of the Protestant Episcopal Church in the United States of America according to its usages and forms; to establish, maintain and conduct schools for the religious instruction of the young and to further other religious and charitable work.

ARTICLE V

ALLEGIANCE

This corporation accedes to and agrees to be bound by and comply with the Constitution, Canons, Doctrines, Disciplines, Worship, Liturgy, Rites and Usages of the Protestant Episcopal Church in the United States of America and of the Diocese of Olympia.

ARTICLE VI

VESTRY

Section 1. The affairs of this corporation shall be managed by a Board to be called the Vestry which shall consist of the Rector and not

less than three nor more than fifteen persons elected by the Parish at the Annual Meeting or at a special meeting called for that purpose. The first Board shall consist of 12 members and the Rector, to serve as hereinafter set forth. Thereafter, the Parish, by the majority vote of those present at the Annual Meeting, or a special meeting called for that purpose, may, if notice of such proposed change has been given with notice of such meeting, change the number of the elected members of the Vestry within the foregoing limitation of not less than three nor more than fifteen.

Section 2. The first Vestry of this corporation shall consist of the Rector and 12 Vestrymen who shall serve for the terms indicated:

(a) Until the first Annual Meeting of the Parish, to be held on or before the 25th day of April, 1965, the following:

Thomas F. Brooks

Stuyvesant B. Pell

George C. Trask

Stephen C. Bacon

(b) Until the Annual Meeting of the Parish to be held on or before the 25th day of April, 1966, the following:

George M. Cole

Robert G. Smith

Walter C. Woodward

Jon B. Jolly

(c) Until the Annual Meeting of the Parish to be held on or before the 25th day of April, 1967, the following:

George L. Coulter

John E. Graham

Robert C. Hayden

Harold G. Swendsen

Section 3. Baptised men and women who are qualified electors of the Parish shall alone be eligible to serve as Vestrymen. At least two-thirds of the Vestrymen shall also be Communicants. The Rector shall be ex officio a member and the Chairman of the Vestry. The qualified electors of the Parish shall each year choose by ballot one-third of the whole number of the Vestrymen to serve for three years and until the election of their successors. No member of a Vestry who is elected to a full three year term shall be eligible for re-election to the Vestry until one year after the expiration of the term for which he or she was elected.

Section 4. The Vestry may, at a meeting duly called, fill a vacancy in its own membership until the next Annual Meeting of the Parish, at which time a member shall be elected for the remaining portion of the unexpired term.

Section 5. At the next Annual Meeting of the Parish, to be held on or before the 25th day of April, 1965, 4 Vestrymen shall be elected for a three-year term to take the place of the 4 Vestrymen aforementioned whose terms expire at said time. Annually thereafter, one-third of the total number of Vestrymen, as nearly as may be, shall be elected for three years.

Section 6. All Vestrymen shall serve until the expiration of the term for which they are elected and until the election of their successors.

Section 7. Qualified electors of the Parish shall be Communicants of the Parish of legal age, whose names have been on the Parish Register for at least one month next preceding the Parish meeting, and who have made stated contributions to the Parish budget as shown by the books of the Parish Treasurer; and such other baptised persons of like age who for six months last past have made stated contributions to the Parish budget as shown by the books of the Parish Treasurer.

ARTICLE VII

OFFICERS

Section 1. The officers of the corporation shall consist of a President, a Senior Warden, a Junior Warden, a Clerk and a Treasurer. The Rector of the Parish or the Minister in charge shall be President of the corporation and Chairman of the Vestry. The Wardens shall be members of the Vestry and Communicants of the church. The Senior Warden shall be appointed by the Rector and the Junior Warden shall be elected by the Vestry. The Clerk and the Treasurer need not be members of the Vestry, but shall be qualified electors of the Parish, and shall be elected by the Vestry. All officers of the corporation except the President shall hold office until the first meeting of the Vestry after the next annual Meeting of the Parish following their election and until their successors are elected.

Section 2. The officers of the corporation shall have the usual duties incident to their respective offices and such other duties as are provided in the Constitution, Canons, Usages and Practices of the Protestant Episcopal Church in the United States of America and the Diocese of Olympia.

ARTICLE VIII

EXISTENCE

The term of the existence of this corporation shall be perpetual.

ARTICLE IX

PROPERTY RIGHTS

Section 1. The corporation shall have the power to receive, acquire, hold, own, sell, lease, rent, mortgage, invest, or otherwise use, encumber or dispose of any real property, personal property, funds or other property of any sort in conformity with the Canon Law of the Protestant Episcopal Church in the United States of America and of the Diocese of Olympia.

Section 2. All deeds and contracts of the corporation shall be executed by the President, or, if there be none or if he be absent, the Senior Warden, and Clerk, under the authority of the Vestry.

IN WITNESS WHEREOF, we have hereunto set our hands this

13th day of April, 1964.

<u>Frederick H. Avey</u>	<u>Robert E. Smith</u>
<u>Harold P. Swindler</u>	<u>[Signature]</u>
<u>[Signature]</u>	<u>[Signature]</u>
<u>George W. Cole</u>	<u>[Signature]</u>
<u>[Signature]</u>	<u>[Signature]</u>
<u>[Signature]</u>	<u>[Signature]</u>
<u>[Signature]</u>	<u>[Signature]</u>
<u>[Signature]</u>	<u>[Signature]</u>
<u>[Signature]</u>	<u>[Signature]</u>
<u>[Signature]</u>	<u>[Signature]</u>

STATE OF WASHINGTON)
COUNTY OF _____) ss.

THIS IS TO CERTIFY that on this 13th day of April,
19 64, personally came before me each of the signers of the fore-
going Agreement of Association of The Rector, Churchwardens and Ves-
trymen of St. Barnabas Parish in the ~~City of~~ Cambridge Island,
Kitsap County, said persons being known to me to be the in-
dividuals who subscribed to the foregoing Agreement of Association,
and they severally acknowledged to me that they signed and executed
the same as their free and voluntary act and deed for the uses and
purposes therein mentioned.

WITNESS my hand and official seal the day and year in this
Certificate above written.

Robert L. Pitts

NOTARY PUBLIC in and for the State of Wash-
ington, residing at Cambridge Island

CERTIFICATE OF ORGANIZATION OF
THE RECTOR, CHURCHWARDENS AND VESTRYMEN OF
SAINT BARNABAS' PARISH OF BAINBRIDGE ISLAND, KITSAP COUNTY

We, the undersigned, being the President, Secretary, and a majority of the Trustees of THE RECTOR, CHURCHWARDENS AND VESTRYMEN OF SAINT BARNABAS' PARISH OF BAINBRIDGE ISLAND KITSAP COUNTY, do hereby, pursuant to the statutes of the State of Washington pertaining thereto, make our Certificate of the Organization of said corporation, to-wit:

The following agreement attached hereto and made an enclosure herewith is a true copy of the AGREEMENT OF ASSOCIATION OF THE RECTOR, CHURCHWARDENS AND VESTRYMEN OF SAINT BARNABAS' PARISH OF BAINBRIDGE ISLAND, KITSAP COUNTY, entered into by all of the undersigned:

Pursuant to the statute and due notice given pursuant thereto, the first meeting of the signers of said Agreement was held at the place, date and hour named in said notice, to-wit, at the Rectory at 8:00 o'clock on May 11, 1964, and thereupon the organization of said corporation was effected by the choice of Stuyvesant B. Pell by ballot, as temporary secretary, and by the adoption of By Laws and the election of

Rev. Frederick H. Avery, D.D.	as President
Stephen C. Bacon	as Senior Warden
George C. Trask	as Junior Warden
Stuyvesant B. Pell	as Clerk (Secretary)
George C. Nickum	as Treasurer

and the following as the members of the first Board of Trustees:

Thomas F. Brooks
George M. Cole
George L. Coulter
John E. Graham
Robert C. Hayden
Robert G. Smith
Jon B. Jolly
Harold G. Swendsen
Walter C. Woodward
Stephen C. Bacon
George C. Trask
Stuyvesant B. Pell

Thereupon, the Secretary was ordered to prepare and file this certificate in the office of the County Auditor of Kitsap County and in the office of the Secretary of State and to pay the fees required therefor.

IN WITNESS WHEREOF, we have hereunto set our hands
and do make our affidavits as to the truth of the same, all on
the eleventh day of May, 1964, at Bainbridge Island, Kitsap
County, Washington:

George C. Drake

Walt Woodward

George M. Cole

H. E. Seedwell

Robert G. Smith

Jack E. Dabson

George J. Dabson

George J. Dabson

Francis H. Avey

Kemperson B. Pell

Valent C. Hayden

W. E. Brooks

Stephen E. Bacon

W. E. Brooks

Christopher Duffey

STATE OF WASHINGTON }
COUNTY OF KITSAP } ss.

Rev. Frederick H. Avery, D.D.

George C. Nickum

Christopher Duffy

Stephen C. Bacon

George C. Trank

Stuyvesant B. Fell

Thomas F. Brooks

George H. Cole

George L. Coulter

John E. Graham

Robert G. Hayden

Robert O. Smith

Jon B. Jolly

Harold G. Swendsen

Walter C. Woodward

being first duly sworn, on oath depose and say:

I am one of the persons who signed the AGREEMENT OF ASSOCIATION OF THE RECTOR, CHURCHWARDENS AND VESTRYMEN OF SAINT BARNABAS' PARISH OF BAINBRIDGE ISLAND, KITSAP COUNTY, and who signed the foregoing Certificate enclosing the said Agreement and proceedings of organization and that the foregoing Certificate is a true and complete statement of the

terms of said Agreement, notice of meeting and the proceedings of organization of the corporation at said meeting all pursuant to statutes provided therefor.

Christopher Duffy

John S. Graham

Sturgesant B. Bell

Robert C. Haydon

George M. Cole

L. S. Brooks

Walt Woodward

Daniel H. Gray

Stephen Bacon

George L. Drast

H. S. Lundeen

[Signature]

[Signature]

Robert G. Smith

George L. Carter

[Signature]

Subscribed and sworn to before me this 1st day of

June, 19 64

Robert L. Pirtle
NOTARY PUBLIC in and for the State of
Washington, residing at Bainbridge
Island.