

II. STANDING COMMITTEES OF THE COUNCIL

Pre-Council Report of the COMMITTEE for CONSTITUTION AND CANONS to the 171st Council

(Type of Proposal)	(No. of Proposals)
A - Constitutional proposals, 2nd reading:	0
B - Constitutional proposals, 1st reading:	1
C - Canonical proposals:	3

A. CONSTITUTIONAL AMENDMENTS (Presented for second reading requiring 2/3rds majority approval from each Order)

The Executive Board has withdrawn its proposed amendment to Article 2, Section 2.2, which was presented for a first reading during the 170th Council.

B. CONSTITUTIONAL AMENDMENTS (Presented for publication on first reading)

Article 2 THE COUNCIL

EXISTING:

Section 2.5 Attendance

It is hereby declared to be the duty of every member of the Clergy entitled to a seat to attend the Council; and of every Parish and Mission to send one or more delegates. Each Parish or Mission is expected to make suitable provision, either by collection or otherwise, for the expense of the Clergy in fulfilling the above required duty.

PROPOSED:

Section 2.5 Attendance

It is hereby declared to be the duty of every member of the Clergy entitled to a seat to attend the Council; and of every Parish and Mission to send one or more delegates. Each Parish or Mission is expected to make suitable provision, either by collection or otherwise, for the expense of the Clergy and lay delegates in fulfilling the above required duty.

IF AMENDED:

Section 2.5 Attendance

It is hereby declared to be the duty of every member of the Clergy entitled to a seat to attend the Council; and of every Parish and Mission to send one or more delegates. Each Parish or Mission is expected to make suitable provision, either by collection or otherwise, for the expense of the Clergy and lay delegates in fulfilling the above required duty.

SUBMITTED BY: The Executive Board

RATIONALE (by the Executive Board): Our Baptismal Covenant calls us to “strive for justice” and it is just, fair, and equitable for congregations to also cover the expenses of lay delegates who fulfill the required duty of attending Council. This amendment would permit lay people to serve as delegates who otherwise would not because of financial reasons.

THE COMMITTEE RECOMMENDS THIS PROPOSAL FOR A FIRST READING.

C. CANONICAL AMENDMENTS

TITLE I

ORGANIZATIONS, POWERS, AND PROCEDURES OF COUNCIL

Canon 2

THE DISPATCH OF BUSINESS FOR COUNCIL

EXISTING:

Section 2.1 The Dispatch of Business

- (a) Council shall open with Divine service.
- (b) All business of Council shall be presented by or through any officer of the Diocese, any member of the Executive Board, any of the regular committees of Council, or as specified by this Canon.
- (c) The regular committees of Council shall be the following, and such other regular committees as the Council may hereafter create by Canon:
 - (1) Dispatch of Business
 - (2) Constitution and Cannons
 - (3) Nominations
 - (4) Supervisors and Tellers
 - (5) Resolutions

(6) Council Management

- (d) All regular committees appointed shall hold office from the close of the Annual Council at which their appointment is made until the close of the next Annual Council.
- (e) The Committee for Dispatch of Business shall consist of one member of the Clergy and three (3) laypersons. This Committee shall present a report outlining the procedure of Council, with a copy of the Canon entitled The Dispatch of Business for Council. This report may include changes in the procedure of Council set forth in this Canon, when considered advisable in order to facilitate the business of the Council. Such report, if approved by Council, shall be recognized in conducting the business of Council.
- (f) The Committee for Constitution and Canons shall consist of two members of the Clergy, two laypersons, and the Chancellor, who shall be an exofficio member. It shall be the duty of this Committee to receive every proposed change, alteration, or new Article of the Constitution or Canons of the Diocese, submitted to the secretary or chair of the Committee for Constitution and Canons by November 15 prior to the next Annual Council. It shall be the duty of this Committee to change the wording of such proposals to conform to the Constitution and Canons of the Diocese. It shall be the privilege of the Committee to evaluate these proposals and recommend their adoption or rejection. The action of this Committee will be published in Volume I of the Journal.
- (g) The Committee for Nominations shall consist of seven members of the clergy and seven laypersons whose selection and duties are outlined in the Canons of the Diocese, and the Chancellor of the Diocese, or in the event of the Chancellor's inability to serve, a Vice-Chancellor of the Diocese.
- (h) The Committee for Supervisors and Tellers shall consist of two members of the Clergy and three lay persons. It shall be the duty of this Committee to secure such additional help from members of Council or responsible persons not members of Council to distribute, collect, and count the ballots or to supervise the voting in case voting machines are used.
- (i) The Committee for Resolutions shall consist of two members of the Clergy and two laypersons. It shall be the duty of this Committee to receive resolutions presented to it in writing by any member of the forthcoming or last preceding Council, or by any committee or board not responsible for the dispatch of business of Council, provided these resolutions, along with any explanation of the rationale for the proposed resolutions, are mailed or attached to emails directed to the Chair of the Committee. Unless the Bishop of the Diocese grants an exception, all resolutions must be submitted to the Committee not later than November 15 preceding the next Annual Council, but this shall not limit relevant

amendments to any such resolution from the Council floor. The Committee may require all resolutions to be submitted in a standardized format and shall make such change of wording as is necessary for such resolutions to conform to proper usage and understanding. The Committee will inform the mover of any changes made. The Committee shall have the right to evaluate all resolutions and to recommend their adoption or rejection. The Committee shall have the right to rank the resolutions in an order of importance as determined by the Committee and present them to Council in that order. The Committee may request discharge from consideration by Council of resolutions that would seek similar action to that of a resolution previously considered. A two-thirds vote shall be required to adopt any resolutions submitted to Council pursuant to an exception granted by the Bishop of the Diocese. The action of this Committee will be published in Volume I of the Journal. It shall also be the duty of this Committee to implement and set in motion the suggestions and directions contained in the Bishop's Address to Council. Those matters, which come within the purview of jurisdiction of any particular Committee of Council, shall be referred to the appropriate Committee for action.

- (j) The Committee for Council Management shall consist of one member of the Clergy, two laypersons, a member of the Diocesan Staff, and the following ex-officio members: the General Chairs of the host committee for the current and the immediately preceding Councils, and Chair of the Committee for the Dispatch of Business. It shall be the duty of the Committee to assist the Bishop in: (1) developing and maintaining a Council Manual, consisting of detailed descriptions of each principal activity of Council, to serve as guidance for future Council Host Committees; (2) developing record keeping requirements and formats for Council Host Committees; (3) locating and securing appropriate sites for Council; and (4) making recommendations to the Executive Board and Committee for Dispatch of Business concerning changes in the organization of Council that would better facilitate the business of Council.

PROPOSED:

Section 2.1 The Dispatch of Business

- (a) Council shall open with Divine service.
- (b) All business of Council shall be presented by or through any officer of the Diocese, any member of the Executive Board, any of the regular committees of Council, or as specified by this Canon.
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 - (1) Dispatch of Business

(2) Constitution and Canons

(3) Nominations

(4) Supervisors and Tellers

(5) Resolutions

(6) Council Management

(7) Budget

- (d) All regular committees appointed shall hold office from the close of the Annual Council at which their appointment is made until the close of the next Annual Council.
- (e) The Committee for Dispatch of Business shall consist of one member of the Clergy and three (3) laypersons. This Committee shall present a report outlining the procedure of Council, with a copy of the Canon entitled The Dispatch of Business for Council. This report may include changes in the procedure of Council set forth in this Canon, when considered advisable in order to facilitate the business of the Council. Such report, if approved by Council, shall be recognized in conducting the business of Council.
- (f) The Committee for Constitution and Canons shall consist of two members of the Clergy, two laypersons, and the Chancellor, who shall be an exofficio member. It shall be the duty of this Committee to receive every proposed change, alteration, or new Article of the Constitution or Canons of the Diocese, submitted to the secretary or chair of the Committee for Constitution and Canons by November 15 prior to the next Annual Council. It shall be the duty of this Committee to change the wording of such proposals to conform to the Constitution and Canons of the Diocese. It shall be the privilege of the Committee to evaluate these proposals and recommend their adoption or rejection. The action of this Committee will be published in Volume I of the Journal.
- (g) The Committee for Nominations shall consist of seven members of the clergy and seven laypersons whose selection and duties are outlined in the Canons of the Diocese, and the Chancellor of the Diocese, or in the event of the Chancellor's inability to serve, a Vice-Chancellor of the Diocese.
- (h) The Committee for Supervisors and Tellers shall consist of two members of the Clergy and three lay persons. It shall be the duty of this Committee to secure such additional help from members of Council or responsible persons not members of Council to distribute, collect, and count the ballots or to supervise the voting in case voting machines are used.

- (i) The Committee for Resolutions shall consist of two members of the Clergy and two laypersons. It shall be the duty of this Committee to receive resolutions presented to it in writing by any member of the forthcoming or last preceding Council, or by any committee or board not responsible for the dispatch of business of Council, provided these resolutions, along with any explanation of the rationale for the proposed resolutions, are mailed or attached to emails directed to the Chair of the Committee. Unless the Bishop of the Diocese grants an exception, all resolutions must be submitted to the Committee not later than November 15 preceding the next Annual Council, but this shall not limit relevant amendments to any such resolution from the Council floor. The Committee may require all resolutions to be submitted in a standardized format and shall make such change of wording as is necessary for such resolutions to conform to proper usage and understanding. The Committee will inform the mover of any changes made. The Committee shall have the right to evaluate all resolutions and to recommend their adoption or rejection. The Committee shall have the right to rank the resolutions in an order of importance as determined by the Committee and present them to Council in that order. The Committee may request discharge from consideration by Council of resolutions that would seek similar action to that of a resolution previously considered. A two-thirds vote shall be required to adopt any resolutions submitted to Council pursuant to an exception granted by the Bishop of the Diocese. The action of this Committee will be published in Volume I of the Journal. It shall also be the duty of this Committee to implement and set in motion the suggestions and directions contained in the Bishop's Address to Council. Those matters, which come within the purview of jurisdiction of any particular Committee of Council, shall be referred to the appropriate Committee for action.
- (j) The Committee for Council Management shall consist of one member of the Clergy, two laypersons, a member of the Diocesan Staff, and the following ex-officio members: the General Chairs of the host committee for the current and the immediately preceding Councils, and Chair of the Committee for the Dispatch of Business. It shall be the duty of the Committee to assist the Bishop in: (1) developing and maintaining a Council Manual, consisting of detailed descriptions of each principal activity of Council, to serve as guidance for future Council Host Committees; (2) developing record keeping requirements and formats for Council Host Committees; (3) locating and securing appropriate sites for Council; and (4) making recommendations to the Executive Board and Committee for Dispatch of Business concerning changes in the organization of Council that would better facilitate the business of Council.
- (k) The Committee for Budget shall consist of one member of the Clergy, two laypersons, the Treasurer, and the Finance Committee Chair. It shall be the duty of the Committee to receive proposed adjustments to the Budget that shall be presented and reviewed at Annual Council. It shall be the privilege of the

Committee to evaluate these proposals and to recommend their adoption or rejection. Proposals for adjustments to the budget shall be submitted no later than the Monday prior to Annual Council. No amendment increasing expenditures shall be accepted without identifying revenue or a related decrease in expenditures to be used as a source of funding that amendment. The Committee shall report on each of the proposed adjustments received and its evaluation of each proposal.

IF AMENDED:

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 - (5) Resolutions
 - (6) Council Management
 - (7) Budget
- (d) All regular committees appointed shall hold office from the close of the Annual Council at which their appointment is made until the close of the next Annual Council.
- (e) The Committee for Dispatch of Business shall consist of one member of the Clergy and three (3) laypersons. This Committee shall present a report outlining the procedure of Council, with a copy of the Canon entitled The Dispatch of Business for Council. This report may include changes in the procedure of Council set forth in this Canon, when considered advisable in order to facilitate

the business of the Council. Such report, if approved by Council, shall be recognized in conducting the business of Council.

- (f) The Committee for Constitution and Canons shall consist of two members of the Clergy, two laypersons, and the Chancellor, who shall be an exofficio member. It shall be the duty of this Committee to receive every proposed change, alteration, or new Article of the Constitution or Canons of the Diocese, submitted to the secretary or chair of the Committee for Constitution and Canons by November 15 prior to the next Annual Council. It shall be the duty of this Committee to change the wording of such proposals to conform to the Constitution and Canons of the Diocese. It shall be the privilege of the Committee to evaluate these proposals and recommend their adoption or rejection. The action of this Committee will be published in Volume I of the Journal.
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required to adopt any resolutions submitted to Council pursuant to an exception granted by the Bishop of the Diocese. The action of this Committee will be published in Volume I of the Journal. It shall also be the duty of this Committee to implement and set in motion the suggestions and directions contained in the Bishop's Address to Council. Those matters, which come within the purview of jurisdiction of any particular Committee of Council, shall be referred to the appropriate Committee for action.

- (j) The Committee for Council Management shall consist of one member of the Clergy, two laypersons, a member of the Diocesan Staff, and the following ex-officio members: the General Chairs of the host committee for the current and the immediately preceding Councils, and Chair of the Committee for the Dispatch of Business. It shall be the duty of the Committee to assist the Bishop in: (1) developing and maintaining a Council Manual, consisting of detailed descriptions of each principal activity of Council, to serve as guidance for future Council Host Committees; (2) developing record keeping requirements and formats for Council Host Committees; (3) locating and securing appropriate sites for Council; and (4) making recommendations to the Executive Board and Committee for Dispatch of Business concerning changes in the organization of Council that would better facilitate the business of Council.
- (k) The Committee for Budget shall consist of one member of the Clergy, two laypersons, the Treasurer, and the Finance Committee Chair. It shall be the duty of the Committee to receive proposed adjustments to the Budget that shall be presented and reviewed at Annual Council. It shall be the privilege of the Committee to evaluate these proposals and to recommend their adoption or rejection. Proposals for adjustments to the budget shall be submitted no later than the Monday prior to Annual Council. No amendment increasing expenditures shall be accepted without identifying revenue or a related decrease in expenditures to be used as a source of funding that amendment. The Committee shall report on each of the proposed adjustments received and its evaluation of each proposal.

SUBMITTED BY: The Executive Board

RATIONALE (by the Executive Board): The purpose of this amendment is to create an additional avenue for Council delegates to engage with the diocesan budget and the process of making the diocesan budget. Currently, Council participates by electing members of the Executive Board and all the boards of the Diocese who play a part in shaping the budget. This change would create a Budget Standing Committee of Council that would review proposed adjustments to the budget in advance of Council and report on those proposals before and during Council.

THE COMMITTEE RECOMMENDS THE ADOPTION OF THIS PROPOSAL.

TITLE V
ENDOWMENTS, INSTITUTIONS, AND FOUNDATIONS

Canon 5
EPISCOPAL HEALTH FOUNDATION

EXISTING:

Section 5.4 Bylaws and Officers

The Board of Directors shall adopt Bylaws for the Foundation. Subject to the provisions of Title II.1.9, the Bishop shall be Chair of the Board of Directors. The Chair shall appoint from the members of the Board who are Episcopalians an Executive Chair, whose duties and responsibilities shall be as set forth in the Bylaws. The Board shall also elect an Executive Director, who shall be the president and chief executive officer of the Foundation, a Secretary, a Treasurer, and such other officers as the Foundation's Bylaws may authorize. The officers, other than the Chair, shall hold office for one year or until their successors are duly elected.

PROPOSED:

Section 5.4 Bylaws and Officers

The Board of Directors shall adopt Bylaws for the Foundation. Subject to the provisions of Title II.1.9, the Bishop shall be Chair of the Board of Directors. The Chair shall appoint from the members of the Board who are Episcopalians an Executive Chair, whose duties and responsibilities shall be as set forth in the Bylaws. At the request of the Chair, a member of the Board serving as Executive Chair who would otherwise be term-limited under Section 5.3 above may be elected to serve one additional three-year term. The Board shall also elect an Executive Director, who shall be the president and chief executive officer of the Foundation, a Secretary, a Treasurer, and such other officers as the Foundation's Bylaws may authorize. The officers, other than the Chair, shall hold office for one year or until their successors are duly elected.

IF AMENDED:

Section 5.4 Bylaws and Officers

The Board of Directors shall adopt Bylaws for the Foundation. Subject to the provisions of Title II.1.9, the Bishop shall be Chair of the Board of Directors. The Chair shall appoint from the members of the Board who are Episcopalians an Executive Chair, whose duties and responsibilities shall be as set forth in the Bylaws. At the request of the Chair, a member of the Board serving as Executive Chair who would otherwise be term-limited under Section 5.3 above may be elected to serve one additional three-year term. The Board shall also elect an Executive Director, who shall be the president and chief executive officer of the Foundation, a Secretary,

a Treasurer, and such other officers as the Foundation's Bylaws may authorize. The officers, other than the Chair, shall hold office for one year or until their successors are duly elected.

Submitted by: The Chair and the Board of Directors of Episcopal Health Foundation

Rationale (by the Submitters): The purpose of this amendment is to facilitate succession in the position of Executive Chair. It gives the Chair the flexibility to select as a successor Executive Chair a member who has already served on the Board for a number of years and is thereby familiar with the work of the Foundation—and not have that successor Executive Chair's period of useful service cut short by the term limits otherwise applicable to Board members. It does, however, limit the successor Executive Chair to one additional three-year term.

THE COMMITTEE RECOMMENDS THE ADOPTION OF THIS PROPOSAL.

Canon 12

EL BUEN SAMARITANO EPISCOPAL MISSION

EXISTING:

Section 12.2 Directors and Powers

The management of the affairs of El Buen Samaritano Episcopal Mission shall be conducted by a Board of Directors of not fewer than 15 nor more than 18 elected members, in addition to the Bishop of the Diocese and the Bishop Coadjutor, if there be one, and any Suffragan or Assistant Bishop of the Diocese assigned to the Board by the Bishop, and one additional person who may be appointed by the Bishop as the Bishop's designee, each of whom shall be an ex-officio member. All members of the Board shall be at least 18 years of age. A majority of each Board shall be confirmed communicants in good standing of this Diocese. The Board of Directors shall have full power and authority to manage, equip, maintain, and operate El Buen Samaritano Episcopal Mission on its own financial responsibility in accordance with the Constitution and Canons of the Diocese.

Section 12.3 Selection of Board – Elections – Vacancies

The first Board of Directors shall be appointed by the Bishop and shall serve until the next Annual Council, at which Council one-third of the elected members shall be elected to serve three years, one-third of the elected members shall be elected to serve two years, and one-third of the elected members shall be elected to serve one year. At each Annual Council thereafter, one-third of the elected members shall be elected for full terms of three years each and any vacancies shall be filled. All elections shall be upon nomination by the Bishop. Directors whose terms are to expire shall be eligible for re-election to the Board of Directors. The Board of Directors may fill any vacancies that occur until the next Annual Council.

PROPOSED:

Section 12.2 Directors and Powers

The management of the affairs of El Buen Samaritano Episcopal Mission shall be conducted by a Board of Directors of not fewer than ~~15~~ 12 nor more than ~~18~~ 15 elected members, in addition to the Bishop of the Diocese and the Bishop Coadjutor, if there be one, and any Suffragan or Assistant Bishop of the Diocese assigned to the Board by the Bishop, and one additional person who may be appointed by the Bishop as the Bishop's designee, each of whom shall be an ex-officio member. All members of the Board shall be at least 18 years of age. A majority of each Board shall be confirmed communicants in good standing of this Diocese. The Board of Directors shall have full power and authority to manage, equip, maintain, and operate El Buen Samaritano Episcopal Mission on its own financial responsibility in accordance with the Constitution and Canons of the Diocese.

Section 12.3 Selection of Board – Elections – Vacancies

The first Board of Directors shall be appointed by the Bishop and shall serve until the next Annual Council, at which Council one-third of the elected members shall be elected to serve three years, one-third of the elected members shall be elected to serve two years, and one-third of the elected members shall be elected to serve one year. At each Annual Council thereafter, one-third of the elected members shall be elected for full terms of three years each and any vacancies shall be filled. All elections shall be upon nomination by the Bishop. Directors whose terms are to expire shall be eligible for re-election to the Board of Directors for two (2) additional terms of three (3) years, after which such person may not be re-nominated for at least one (1) year. The Board of Directors may fill any vacancies that occur until the next Annual Council.

IF AMENDED:

Section 12.2 Directors and Powers

The management of the affairs of El Buen Samaritano Episcopal Mission shall be conducted by a Board of Directors of not fewer than 12 nor more than 15 elected members, in addition to the Bishop of the Diocese and the Bishop Coadjutor, if there be one, and any Suffragan or Assistant Bishop of the Diocese assigned to the Board by the Bishop, and one additional person who may be appointed by the Bishop as the Bishop's designee, each of whom shall be an ex-officio member. All members of the Board shall be at least 18 years of age. A majority of each Board shall be confirmed communicants in good standing of this Diocese. The Board of Directors shall have full power and authority to manage, equip, maintain, and operate El Buen Samaritano Episcopal Mission on its own financial responsibility in accordance with the Constitution and Canons of the Diocese.

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SUBMITTED BY: Board of Directors, El Buen Samaritano Episcopal Mission

RATIONALE (by the Submitters): The purpose of the proposed changes to sections 12.2 and 12.3 is to add governance provisions for Board size and term limits consistent with the other Diocesan institutions.

THE COMMITTEE RECOMMENDS THE ADOPTION OF THIS PROPOSAL.