REPORT OF THE COMMITTEE ON THE CONSTITUTION AND CANONS FOR THE 129th ANNUAL CONVENTION

The Committee on the Constitution and Canons has five items with proposed amendments to the Constitution and five items with proposed amendments to the Canons. These items will require a vote.

All five items of proposed amendments to the Constitution are submitted for a second vote of approval and are not subject to further amendment as provided under the Constitution. Three of those items are procedural that have directly or indirectly resulted from the emergency pandemic experiences, one item is technical and conforming, and one item is substantive in restructuring the Standing Committee. The text of the proposed amendments for all five items was first published in the Convention Booklet for the 127th Annual Convention on January 29, 2022. With respect to the amendments to the Constitution:

First, the Committee will move a second vote of approval to an amendment to the Constitution to authorize remote electronic meetings of the Convention. This amendment is a response to the Covid-19 pandemic and provides constitutional authority for the procedures for remote electronic meetings adopted by the Convention.

Second, the Committee will move a second vote of approval to an amendment to the Constitution to authorize an expedited amendment process in the case of emergencies. This amendment is also a response to the Covid-19 pandemic. This amendment authorizes the Convention to amend the Constitution without taking a second vote of approval in the following year, if the Convention determines that an emergency exists that requires the extraordinary action.

Third, the Committee will move a second vote of approval to an amendment to the Constitution to provide for the waiver of any procedural requirement relating to the conduct of a meeting of the Convention by unanimous consent. The procedures for conducting the meetings of the Convention are governed by four sets of complementary rules arranged in a hierarchy of interpretive priority. This constitutional amendment provides a means of waiving technical rules when there is no objection by any member of the Convention to speed up the conduct of meetings.

Fourth, the Committee will move a second vote of approval to an amendment to the Constitution to make technical and conforming amendments relating to the use of the term "disability". The amendments remove references to "disability" as a reason to apply certain provisions and clarify the intended meaning that the provisions apply when a person is unable to perform the duties of an office.

Fifth, the Committee will move a second vote of approval to an amendment to the Constitution to restructure the Standing Committee to provide for Regional Assemblies to nominate an individual from the respective region to stand for election to the Standing Committee at the annual meetings of the Convention.

All five of the items with proposed amendments to the Canons will be considered under regular order.

First, the Committee will propose an amendment to the Canons to redesignate Trinity Church in Upper Marlboro, Maryland to Trinity Episcopal Mission. This is a technical and conforming amendment to reflect the transition of that parish to mission status.

Second, the Committee will propose an amendment to the Canons to reduce the number of members of a mission committee from 8 lay individuals to no fewer than 6 lay individuals.

Third the Committee will propose amendments to the Canons relating to parish and vestry meetings to—

(1) expressly state that the bylaws of a parish may provide that any annual or special meeting of the parish may be conducted electronically;

(2) eliminate the requirement that committees established by a vestry shall have vestry members as members of that committee; and

(3) require that any Executive Committee established by a vestry shall be composed only of vestry members and have no fewer than two members.

AMENDMENTS TO THE CONSTITUTION

REMOTE ELECTRONIC MEETINGS

The first proposed amendment to the Constitution provides the express authorization for an option to hold meetings of the Convention as remote electronic meetings. Last year, the Convention amended the Canons to authorize Diocesan committees, councils, and other entities to hold remote electronic meetings. Diocesan committees and organizations should contact the Chief Operating Officer or the Chancellor for a model of procedures to adopt if they want to hold remote electronic meetings.

Therefore, the Committee on the Constitution and Canons moves the adoption of a resolution to amend the Constitution of the Diocese, with this being the second of two Conventions to approve it, taking effect on the day after the last day of the annual meeting of the Diocesan Convention in calendar year 2024:

Resolved,

SECTION 1. AMENDMENTS TO THE CONSTITUTION TO AUTHORIZE REMOTE ELECTRONIC MEETINGS.

Article 2 of the Constitution is amended—

(1) in the heading, by striking "ANNUAL"; and

(2) by adding at the end the following:

"SEC. 202. REMOTE ELECTRONIC MEETINGS.

"The Convention may hold any meeting of the Convention as a remote electronic meeting.".

EXPEDITED CONSTITUTIONAL AMENDMENT PROCESS

The second proposed amendment to the Constitution provides for an expedited process to amend the Constitution on a single vote at a single meeting and is reserved for only the most pressing emergencies requiring immediate action. The process is not to be used as a matter of convenience.

Therefore, the Committee on the Constitution and Canons moves the adoption of the following amendment to the Constitution of the Diocese, with this being the second of two Conventions to approve it, taking effect on the day after the last day of the annual meeting of the Diocesan Convention in calendar year 2024:

Article 13 of the Constitution is amended in section 1301 by adding at the end the following:

"(d) EMERGENCY AMENDMENT PROCESS.---

"(1) IN GENERAL.— Notwithstanding subsection (b), a proposed amendment shall take effect if—

"(A) the Ecclesiastical Authority—

"(i) provides notice to the vestry of each of the parishes and separate congregations of the Diocese and the members of the Convention that describes the emergency that the Ecclesiastical Authority has determined necessitates the use of the amendment process under this subsection;

"(ii) includes in the notice the text of the proposed amendment; and

"(iii) introduces the proposed amendment in writing at a meeting of the Convention;

"(B) at the meeting of the Convention a resolution stating that the Convention determines that there is an emergency that necessitates the use of the amendment process under this subsection is—

"(i) voted on before the consideration of the proposed amendment; and

"(ii) approved by 67 percent of the votes of all members of the Convention present and voting; and

"(C) the proposed amendment is approved by 67 percent of the votes of all members of the Convention present and voting.

"(2) VOTING AS A SINGLE BODY.— Section 501(b) shall not apply to any vote under paragraph (1).

"(3) EFFECTIVE DATE.— Notwithstanding subsection (c), a proposed amendment shall take effect—

"(A) on the date following the last day of the meeting of the Convention that approved the amendment; or

"(B) any date that is provided with the proposed amendment.".

UNANIMOUS CONSENT REQUESTS

The third proposed amendment to the Constitution provides for a procedure to simplify and expedite the conduct of meetings when the members of the Convention are unanimous.

Therefore, the Committee on the Constitution and Canons moves the adoption of the following amendment to the Constitution of the Diocese, with this being the second of two Conventions to approve it, taking effect on the day after the last day of the annual meeting of the Diocesan Convention in calendar year 2024:

Article 8 of the Constitution is amended—

(1) by redesignating section 804 as section 805; and

(2) by inserting after section 803 the following:

"SEC. 804. UNANIMOUS CONSENT REQUESTS TO WAIVE PROCEDURAL PROVISIONS.

"(a) IN GENERAL.— The Convention may waive any provision of this Constitution, the Canons, or rule of procedure at any meeting of the Convention, if—

"(1) any participant of the Convention makes a unanimous consent request to waive the provision;

"(2) no participant of the Convention present at the meeting objects to the request; and

"(3) the provision relates to any procedure for the conduct of the meeting, including elections.

"(b) APPLICABILITY OF PROCEDURES.— The Convention may adopt canons relating to the applicability of any procedure under subsection (a).".

AMENDMENTS RELATING TO DISABILITIES

The fourth set of proposed amendments to the Constitution are technical and conforming to address the use of the term "disability" in the Constitution. The amendments remove that term and provide that the particular rule will apply only if the individual is absent or unable to perform the duties of the office.

Therefore, the Committee on the Constitution and Canons moves the adoption of a resolution to amend the Constitution of the Diocese, with this being the second of two Conventions to approve it, taking effect on the day after the last day of the annual meeting of the Diocesan Convention in calendar year 2024:

Resolved,

SECTION 1. AMENDMENTS TO THE CONSTITUTION RELATING TO DISABILITIES.

The Constitution is amended—

(1) in section 201—

(A) in subsection (b)(2)(B)(ii)(II) by striking "disabled or absent" and inserting "absent or unable to perform the duties of the office"; and

(B) in subsection(c)(3)(B) by striking "disabled or absent" and inserting "absent or unable to perform the duties of the office";

(2) in section 601—

(A) in subsection (b)(2) by striking “disabled or absent” and inserting “absent or unable to perform the duties of the office”; and

(B) in subsection (c)—

(i) in paragraph (1)—

(I) in subparagraph (A)(ii) by striking “disabled or absent” and inserting “absent or unable to perform the duties of the office”; and

(II) in subparagraph (B)(ii) by striking “disabled or absent” and inserting “absent or unable to perform the duties of the office”; and

(ii) in paragraph (2)(B) by striking “disabled or absent” and inserting “absent or unable to perform the duties of the office”;

(3) in section 802—

(A) in subsection (b)(2)(B) by striking “disabled or absent” and inserting “absent or unable to perform the duties of the office”; and

(B) in subsection (c)—

(i) in paragraph (2)—

(I) in subparagraph (A)(ii) by striking “disabled or absent” and inserting “absent or unable to perform the duties of the office”; and

(II) in subparagraph (B)(ii) by striking “disabled or absent” and inserting “absent or unable to perform the duties of the office”; and

(ii) in paragraph (3)(B) by striking “disabled or absent” and inserting “absent or unable to perform the duties of the office”; and

(4) in section 902—

(A) in subsection (a)(2)(B) by striking “disabled or absent” and inserting “absent or unable to perform the duties of the office”; and

(B) in subsection (b)(2)(B) by striking “disabled or absent” and inserting “absent or unable to perform the duties of the office”.

STANDING COMMITTEE RESTRUCTURING FOR BROADER REGIONAL MEMBERSHIP

The final set of proposed amendments to the Constitution would consolidate the provisions relating to membership of the Standing Committee in the Canons. The amendments to the Canons were passed by the Convention last year, contingent on becoming effective upon the related adoption of a second vote of approval to amend the Constitution at this year’s annual meeting of the Convention.

Therefore, the Committee on the Constitution and Canons moves the adoption of a resolution to amend the Constitution of the Diocese, with this being the second of two Conventions to approve it, taking effect on the day after the last day of the annual meeting of the Diocesan Convention in calendar year 2024:

Resolved,

SECTION 1. AMENDMENTS TO THE CONSTITUTION ON THE STANDING COMMITTEE.

Article 10 of the Constitution of the Diocese is amended to read as follows:

"ARTICLE 10
"STANDING COMMITTEE

"SEC. 1001. ESTABLISHMENT.

"There is established a Standing Committee.

"SEC. 1002. FIRST MEETING.

"(a) IN GENERAL.— The Standing Committee shall meet on the last day of the annual meeting of the Convention, or as soon after that annual meeting as practicable.

"(b) ELECTION OF PRESIDENT AND SECRETARY.— At the meeting of the Standing Committee described under subsection (a), the Standing Committee shall elect 1 of the members to be President and another member to be Secretary.

"SEC. 1003. RULES AND PROCEEDINGS.

"(a) RULES.— The Standing Committee may establish and modify rules that—

(1) relate to the proceedings of the Committee; and

(2) are consistent with the Constitution and Canons of the Diocese.

"(b) NOTICE OF MEETINGS.— The members of the Standing Committee shall be given reasonable notice of any meeting of the Committee.

"(c) QUORUM.—

"(1) IN GENERAL.— Except as provided under paragraph (2), a majority of the members shall constitute a quorum.

"(2) EXCEPTIONS.— The rules of the Standing Committee or a Canon may require a quorum that is greater than a majority.

"(d) MINUTES.— The Standing Committee shall keep regular minutes of the proceedings of the Committee.".

The resolution providing for the amendment to the Canons to take effect on the day after the date of the second vote of approval of the amendment to amend Article 10 reads as follows:

Resolved,

SECTION 1. STANDING COMMITTEE.

(a) IN GENERAL.— Canon 7 is amended to read as follows:

“CANON 7
“STANDING COMMITTEE

“SEC. 701. MEMBERSHIP.

“(a) NUMBER OF MEMBERS.— The number of members of the Standing Committee shall be equal to the number of regions in the Diocese.

“(b) NOMINATION BY REGIONAL ASSEMBLIES.— Each Regional Assembly shall nominate an individual for election as a member of the Standing Committee.

“(c) QUALIFICATIONS.— An individual is qualified to be a nominee for election to the Standing Committee, if that individual is—

“(1) a priest or deacon of this Church who is—

“(A) canonically resident in this Diocese; and

“(B) from the applicable region as determined under section 2302(b)(2); or

“(2) a lay communicant of this Diocese in good standing who is—

“(A) at least 18 years of age; and

“(B) a member of a parish, separate congregation, organized mission, cathedral or college chaplaincy within the applicable region.

“(d) CLERICAL AND LAY MEMBERSHIP.— When making a nomination for election to the Standing Committee, each Regional Assembly may—

“(1) nominate any qualified individual described under subsection (b)(1) or (2);

“(2) consider the balance of the number of clerical and lay members of the Standing Committee; and

“(3) act in coordination with any other Regional Assembly to maintain an equal or approximately equal number of clerical members relative to the number of lay members.

“SEC. 702. TERMS.

“(a) STAGGERED 2-YEAR TERMS.— The term for each member of the Standing Committee is 2 years. The terms of the members shall be staggered in 2 classes.

“(b) TERM LIMITATIONS.-- A member of the Standing Committee shall not be eligible for reelection until after the lapse of 1 year, if that member has served continuously on the Standing Committee for—

“(1) 3 full 2–year terms; or

“(2) 2 full 2–year terms and any part of an additional 2–year term.

“(c) SERVICE UNTIL SUCCESSORS ELECTED.— Each member of the Standing Committee shall serve until a successor is elected.

“SEC. 703. VACANCIES.

“(a) IN GENERAL.— If there is a vacancy in the membership of the Standing Committee, the remaining members —

“(1) shall be notified of the vacancy and the time and place of a meeting of the Standing Committee to fill the vacancy; and

"(2) subject to subsection (d), shall vote at the meeting to fill the vacancy.

"(b) QUALIFICATIONS.— An individual is qualified to fill a vacancy, if that individual meets the qualifications under section 701(c).

"(c) TIMELINESS.— A vacancy shall be filled under subsection (a) as soon as practicable after the vacancy occurs.

"(d) SERVICE.—

"(1) IN GENERAL.— An individual who is elected by the Standing Committee to fill a vacancy under this section shall serve until the first annual meeting of the Convention following that election.

"(2) REMAINDER OF TERM.— If there is any time remaining in the applicable term—

"(A) the applicable Regional Assembly shall nominate an individual to fill the vacancy for the remainder of the term; and

"(B) Canon 4 shall apply to the election.

"SEC. 704. REPORTS AND RECORDS.

"(a) REPORT.-- The Standing Committee shall make an annual report to the Convention of the official acts of the Standing Committee.

"(b) EXAMINATION OF RECORDS.-- The Bishop may examine any record of the Standing Committee, including any record of the proceedings of the Standing Committee.".

(b) CONFORMING AMENDMENT INCLUDING DEACONS AS ASSISTANT CLERGY.— Section 4707(b)(1)(A) of the Canons is amended by inserting "or deacon" after "priest".

(c) EFFECTIVE DATE.— This resolution (amending the Canons) shall take effect on the day after the date of the second vote of approval of the amendment to amend Article 10 of the Constitution of the Diocese first approved in calendar year 2023.

AMENDMENTS TO THE CANONS

TRINITY EPISCOPAL MISSION IN UPPER MARLBORO, MARYLAND

During 2023 Trinity Church in Upper Marlboro, Maryland went through the process recently established under Canon 54 relating to Diocesan Stewardship and Parish Viability. After conducting an assessment of parish health and viability, the parish decided to transition to mission status. The proposed amendment is a conforming amendment to Canon 23 relating to the composition of regions to include Trinity Episcopal Mission in the Southern Maryland Region.

Therefore, the Committee on the Constitution and the Canons moves an amendment to the Canons, taking effect on the day after the last day of the annual meeting of the Diocesan Convention in calendar year 2024, as follows:

Section 2301(b)(8) of the Canons (relating to the Southern Maryland Region) is amended by striking "St. Thomas' Parish and Trinity Church, all in Prince George's County" and inserting "St. Thomas' Parish, and Trinity Episcopal Mission, all in Prince George's County".

APPENDIX

This appendix shows the strikes and inserts to the text of the Canons made by the proposed amendment.

(8) SOUTHERN MARYLAND REGION.— The Southern Maryland Region consists of Durham Parish, Piney Parish, Port Tobacco Parish, St. James' Parish, Trinity Parish, and William and Mary Parish, all in Charles County; All Faith Parish, All Saints' Parish, King and Queen Parish, Resurrection Parish, St. Andrew's Parish, and St. Mary's Parish, all in St. Mary's County; and Baden Parish, Clinton Parish, King George's Parish, Queen Anne Parish, St. Paul's Parish, ~~St. Thomas' Parish and Trinity Church, all in Prince George's County~~ *St. Thomas' Parish, and Trinity Episcopal Mission, all in Prince George's County*.

NUMBER OF LAY MEMBERS ON A MISSION COMMITTEE

During the Canon 54 process relating to Trinity Episcopal Mission in Upper Marlboro, Maryland and an examination of the applicable Canons to missions, the Committee on the Constitution and Canons received a request to reduce the requirement of 8 lay individuals to serve as members on a mission committee to no fewer than 6 lay individuals. This change would make the 6 lay member minimum requirement for mission committees consistent with the 6 lay member minimum requirement for parish vestries under section 4705(d)(3) of the Canons. The Bishop was in favor of the requested change.

Since the amendment provides that the mission committee will consist of "no fewer than 6 lay individuals", any particular mission may decide to include in its bylaws a provision stating that there shall be 7, 8, or any other number greater than 6, lay individuals on that mission committee. The proposed amendment provides greater flexibility for a mission to allocate the gifts of time and talent for all the works of the mission.

Therefore, the Committee on the Constitution and the Canons moves an amendment to the Canons, taking effect on the day after the last day of the annual meeting of the Diocesan Convention in calendar year 2024, as follows:

Section 3503(f)(2)(B) of the Canons (relating to members of a mission committee) is amended by striking "8 lay individuals" and inserting "no fewer than 6 lay individuals".

APPENDIX

This appendix shows the strikes and inserts to the text of the Canons made by the proposed amendment.

[CURRENT LAW]

(2) MEMBERS OF THE MISSION COMMITTEE.— The Mission Committee shall consist of—

(A) the Vicar; and

(B) ~~8 lay individuals~~ *no fewer than 6 lay individuals* elected from among members of the mission entitled to vote at the organizational meeting.

AUTHORIZATION OF ELECTRONIC MEETINGS OF PARISHES, COMMITTEES ESTABLISHED BY VESTRIES, AND VESTRY EXECUTIVE COMMITTEES

The Chancellor referred two questions to the Committee on the Constitution and Canons from a parish in the Diocese relating to authorization in the Canons for parishes to conduct annual meetings of electronic meetings and the requirement in the Canons that any committee established by a vestry will have at least 2 members of the vestry serving on it. The questions resulted in proposals to amend the Canons.

The Canons currently provide authorization for the Convention and Diocesan entities (e.g. the Diocesan Council, the Standing Committee, Regional Assemblies, and Committees of the Diocese) to conduct remote electronic meetings. These specific authorizations for the Convention and Diocesan entities were provided as a response to the Covid-19 pandemic of 2020.

In January 2018, the Convention adopted as part of the restatement of Canon 47 an authorization for parishes to adopt bylaws to provide for electronic meetings by vestries. Although parishes as corporations arguably could provide for electronic meetings of vestries in their bylaws without authorization by the Canons, there was a concern that the practice was developing that electronic meetings of some vestries were being held without authorization in the parish bylaws. Some parishes had already adopted bylaws authorizing electronic vestry meetings and some vestries had adopted rules of procedures. The authorization in the Canons was adopted in 2018 to make the Canons consistent with the actual practices of parishes.

The amendment to the Canons proposed today provides a similar authorization for parishes to adopt bylaws to provide parishes the option for annual meetings of parishes to be conducted as electronic meetings. Each parish would have the option every year to conduct its annual meeting as a traditional in-person meeting or as an electronic meeting subject to adopting bylaws authorizing electronic meetings.

The second issue referred to the Committee on the Constitution and Canons related to the current requirement in the Canons that any committee established by a vestry shall include at least 2 members of the vestry as members of the committee. The requirement ensures direct vestry representation on any committee established by a vestry. The vestry is composed of the elected lay members of the parish, the rector, and such officers as provided in the bylaws. The vestry exercises the corporate authorities of the parish and is vested with the corporate responsibilities of the parish. Any committee established by a vestry is a creation of the vestry and subject to the vestry, including the power of the vestry to change membership or terminate the committee. The proposed amendment would not affect the authority or responsibilities of the vestry. It would eliminate the requirement of 2 vestry members serving on a committee. The vestry would still have the authority to compose the membership of a vestry established committee of 2 or any number of members of the vestry.

Finally, the Committee on the Constitution and Canons considered a related issue of a specific kind of vestry committee. Some parishes have an Executive Committee of the Vestry that is authorized to take certain actions on behalf of the vestry until the full vestry is able to meet and review the actions. The proposed amendment to the Canons requires that, if a vestry decides to establish an executive committee, all the members of the executive committee will also be members of the vestry and that there will be at least 2 members on the executive

committee. This requirement ensures only individuals who are members of the vestry will be directly exercising authorities of the vestry through the Executive Committee. It also provides that a minimum of 2 individuals are on the executive committee so that no single individual exercises the authorities of the vestry even if limited by later vestry review and approval.

Therefore, the Committee on the Constitution and the Canons moves the adoption of a resolution amending the Canons as follows:

Resolved,

SECTION 1. ELECTRONIC MEETINGS OF A PARISH AND COMMITTEES OF A VESTRY.

(a) ELECTRONIC MEETINGS OF A PARISH.— Section 4704 of the Canons is amended by adding after subsection (f) the following:

"(g) ELECTRONIC MEETINGS AND ELECTRONIC VOTING.—

"(1) IN GENERAL.— The bylaws of a parish may provide that any annual or special meeting of the parish may be conducted electronically, including electronic voting at that meeting.

"(2) REQUIREMENTS.— Any bylaws adopted under paragraph (1) shall provide that in any electronic meeting every member of the parish participating in the meeting is capable of simultaneously communicating with every other member participating in the meeting when recognized to speak.".

(b) COMMITTEES ESTABLISHED BY A VESTRY.—Section 4705(j) of the Canons is amended by striking paragraph (1) and inserting the following:

"(1) COMMITTEES ESTABLISHED BY THE VESTRY.— The bylaws of each parish—

"(A) may provide that the vestry may establish committees and appoint members to those committees;

"(B) shall provide that--

"(i) any committee established under subparagraph (A) shall exercise any authority delegated by the vestry in the management of the parish; and

"(ii) any authority delegated under clause (i) shall not affect the responsibilities or duties of the vestry relating to that authority; and

"(C) shall provide that any committee established under subparagraph (A) that is an executive committee of the vestry shall—

"(i) have members who are each a member of the vestry; and

"(ii) have no fewer than 2 members on that executive committee.".

(c) EFFECTIVE DATE.— This resolution shall take effect on the day after the last day of the annual meeting of the Diocesan Convention in calendar year 2024.

APPENDIX

This appendix shows the strikes and inserts to the text of the Canons made by the proposed amendment.

[CURRENT LAW]

(1) COMMITTEES ESTABLISHED BY THE VESTRY.— The bylaws of each parish—

(A) may provide that the vestry may establish committees and appoint members to those committees; ~~and~~

(B) shall provide that--

(i) any committee established under subparagraph (A) shall—

~~(I) include at least 2 members of the vestry as members of the committee; and~~

~~(II)~~ exercise any authority delegated by the vestry in the management of the parish; and

(ii) any authority delegated under clause (i) ~~(II)~~ shall not affect the responsibilities or duties of the vestry relating to that authority~~.~~ *; and*

(C) shall provide that any committee established under subparagraph (A) that is an executive committee of the vestry shall—

(i) have members who are each a member of the vestry; and

(ii) have no fewer than 2 members on that executive committee.