



**Episcopal Diocese of Western North Carolina
Diocesan Convention 2020
Resolution 1**

R1: Restatements of the Constitution and Canons of the Diocese

The affairs of the Episcopal Diocese of Western North Carolina (the “Diocese”) are governed pursuant to the *Constitution of the Episcopal Diocese of Western North Carolina* (the “Constitution”) and the *Canons for the Episcopal Diocese of Western North Carolina* (the “Canons”).

The 2017 (95th) annual Convention of the Diocese directed the Committee on Constitution and Canons (the “Committee”) to make proposals for amending or replacing the existing Constitution and Canons.

At the 2018 (96th) annual Convention of the Diocese, the Committee offered its proposals for amending and restating the Constitution (the “Restated Constitution One”) and for amending and restating the Canons (the “Restated Canons One”). In accordance with applicable procedure, the Committee was asked to further study these restated documents, to make adjustments it deemed appropriate after considering comments from any interested persons associated with the Diocese, and to report its recommendations to the 2019 (97th) annual Convention of the Diocese.

At the 2019 (97th) annual Convention of the Diocese, the Committee reported that it would be in the best interests of the Diocese for there to be additional time to consider restatements of the Constitution and Canons. It noted that additional time would allow persons in the Diocese more time to become familiar with the proposals and to share comments with the Committee for consideration. Along with its report, the Committee recommended the rejection of Restated Constitution One and Restated Canons One and offered as a motion a newly-restated restated Constitution (the “Restated Constitution Two”) and newly-restated Canons (the “Restated Canons Two”) with such documents being referred back to the Committee for consideration and for the Committee to report its recommendation to the 2020 (98th) annual Convention of the Diocese.

Since the occurrence of the 2019 (97th) Convention, the Committee has solicited and obtained substantial input from stakeholders on Restated Constitution Two and Restated Canons Two; however, efforts to complete its tasks have been hampered by the outbreak of the coronavirus disease referred to as COVID-19. Because of this, the Committee believes it is the best interests of the Diocese for there to be additional time to develop a restated Constitution and restated Canons for the Diocese; therefore, the Committee hereby reports as its recommendation to the 98th annual Convention that it reject Restated Constitution Two and Restated Canons Two placed

before the 97th annual Convention.

Furthermore, should the 98th annual Convention embrace the recommendation of the Committee and reject Restated Constitution Two and Restated Canons Two submitted at the 97th annual Convention, the Committee hereby recommends and offers as a motion before the 98th annual Convention (a) that the constitution of the Diocese be amended and restated by that *Constitution of the Episcopal Diocese of Western North Carolina* attached hereto (marked “Restatement Proposal 2020 Convention”) and (b) that the canons of the Diocese be amended and restated by the *Canons of the Episcopal Diocese of Western North Carolina* attached hereto (marked “Restatement Proposal 2020 Convention”). In such event, the following shall apply:

- A. In accordance with the terms of the existing constitution of the Diocese, a proposal to amend the constitution is to be referred to the Committee to report on the proposed amendment at the next annual Convention as follows:
 - (1) Recommendation for adoption, with or without modifications or changes, in which case the question for Convention shall be on the adoption of the proposed amendment in the form presented by the Committee on Constitution and Canons.
 - (2) Recommendation for rejection, with or without reasons, in which case the question for Convention shall be on the adoption of the proposed amendment, notwithstanding the recommendation of the Committee on Constitution and Canons for rejection.

- B. In accordance with the terms of the existing canons of the Diocese, a proposal to amend the canons is to be referred to the Committee to report on the proposed amendment at the current or a later meeting of the Convention as follows:
 - (1) Recommendation for adoption, with or without modifications or changes, in which case the question for Convention shall be on the adoption of the proposed amendment in the form presented by the Committee on Constitution and Canons.
 - (2) Recommendation for rejection, with or without reasons, in which case the question for Convention shall be on the adoption of the proposed amendment, notwithstanding the recommendation of the Committee on Constitution and Canons for rejection.
 - (3) Recommendation for adoption, with or without modifications or changes, but subject to adoption of amendments to the Constitution as recommended by the Committee on Constitution and Canons so that the Constitution and the Canons are generally consistent and not ambiguous, in which case the question for Convention shall be on the adoption of the proposed amendment to the Canons in the form presented by the Committee on Constitution and Canons subject to or conditioned upon adoption of the recommended amendments to the Constitution.

In the event these newly-proposed restatements to the Constitution and Canons are referred to the Committee for consideration, please be advised that the Committee will receive and consider comments from any interested parties through and including May 30, 2021. A time limit must be imposed in order for the Committee to have sufficient time to make modifications to the documents it deems appropriate in advance of the 2021 annual Convention.

Respectfully submitted by the Committee this the 9th day of October 2020.

Constitution

of

The Episcopal Diocese of Western North Carolina



Revised as of _____

DRAFT

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**CONSTITUTION
OF
THE EPISCOPAL DIOCESE OF WESTERN NORTH CAROLINA**

PREAMBLE

The Episcopal Diocese of Western North Carolina is a constituent part of The Protestant Episcopal Church in the United States of America. The Episcopal Diocese of Western North Carolina does hereby adopt and establish this constitution for its governance.

ARTICLE I. RULES OF CONSTRUCTION

SECTION 1.1 For the purpose of understanding and applying this constitution, the following definitions shall apply:

- (a) “Assisting Bishop” means a previously consecrated bishop of The Episcopal Church who is appointed by the Bishop Diocesan with the consent of the Standing Committee of the Diocese and Executive Council of the Diocese to provide additional episcopal services in the Diocese for a specific term.
- (b) “Bishop Coadjutor” means an elected assistant bishop of the Diocese with the right of succession upon the death, resignation or retirement of the Bishop Diocesan.
- (c) “Bishop Diocesan” means the elected and consecrated bishop who is the ordinary of the Diocese. Such person may also be referred to as the “Bishop.”
- (d) “Bishop Suffragan” means an elected assistant bishop of the Diocese who does not automatically succeed the Bishop Diocesan.
- (e) “Canons of the Diocese” means the canons of the Diocese as amended from time to time.
- (f) “Canonically Resident” means resident in a specified diocese for purposes of the Constitution and Canons of the Church, as established by ordination to that diocese or by letters dimissory accepted by that diocese.
- (g) “Cleric” means a person ordained for the ministry of bishop, priest or deacon in The Episcopal Church.
- (h) “Clerical Order” means those persons who are recognized as voting members of the Diocesan Convention in accordance with Section 3.3 of this constitution.
- (i) “Congregation” means a body of worshipers who share in common the ministry of our Lord Jesus Christ. The Congregations recognized by the Diocese are classified as follows:

- (1) the “Cathedral,” which is a body of worshippers whose place of worship serves as the seat of the Bishop within the Diocese and, subject to such other provisions in this constitution or the Canons of the Diocese, whose temporal affairs are under the supervision of a body of duly elected or appointed representatives referred to as a “Vestry” and whose worship and spiritual jurisdiction are under the care of a priest appointed by the Bishop and approved by the Vestry and who is referred to as the “Dean of the Cathedral;”
 - (2) a “Parish,” which is a body of worshippers that, subject to such other provisions in this constitution or the Canons of the Diocese, has its temporal affairs under the supervision of a body of duly elected or appointed representatives referred to as a “Vestry” and whose worship and spiritual jurisdiction are under the care of a priest called by the Vestry of such congregation and approved by the Bishop and who is referred to as the “Rector;”
 - (3) a “Worshipping Community,” which is a body of worshippers that, subject to such other provisions in this constitution or the Canons of the Diocese, has its temporal affairs under the supervision of a body of duly elected or appointed representatives referred to as a “Bishop’s Committee” and which has its worship and the spiritual jurisdiction under the care of a priest appointed by the Bishop and who is referred to as a “Vicar;” and
 - (4) a “Chapel,” which is a body of worshippers that meet on a seasonal or intermittent basis and, subject to such other provisions in this constitution or the Canons of the Diocese, has its temporal affairs under the supervision of a body of duly elected or appointed representatives referred to as a “Governing Committee” and whose officiants must be approved by the Bishop.
- (j) “Constitution and Canons of the Church” means the Constitution of The Episcopal Church or the Canons of The Episcopal Church, as either or both may be applicable to the matter at issue and as the same may be amended from time to time.
 - (k) “Diocese” means, depending on the context, either The Episcopal Diocese of Western North Carolina or to the area of its territorial jurisdiction.
 - (l) “Diocesan Convention” means that governing body of the Diocese.
 - (m) “Institution” means an unincorporated nonprofit association, a nonprofit corporation, a foundation, trust or some other entity that is not a Cathedral, Parish, Worshipping Community or Chapel but is designed to express or advance aspects of The Episcopal Church’s ministries and which was established by the Diocese or has an affiliation or relationship with the Diocese.

- (n) “Lay Order” means those Laypersons eligible to serve and then serving as delegates, as contemplated by Section 3.4 of this constitution, at a meeting of the Diocesan Convention.
- (o) “Layperson” means a person who is not in the Clerical Order and who: (i) is sixteen (16) years of age or older, (ii) is registered as a member of a Congregation of the Diocese, (iii) has received the sacrament of holy baptism and whose baptism has been duly recorded in The Episcopal Church, (iv) has been faithful in corporate worship, unless for good cause prevented, and has been faithful in working, praying, and giving for the spread of the Kingdom of God, and (vi) has received Holy Communion in The Episcopal Church at least three times during the preceding year.
- (p) “The Episcopal Church” shall refer to The Protestant Episcopal Church in the United States of America.

SECTION 1.2 If a word or phrase used in this constitution has a meaning ascribed to it in the Constitution and Canons of the Church, then such meaning shall also apply in this constitution unless a specific meaning is set forth herein or the context clearly requires otherwise.

SECTION 1.3 The provisions of this constitution are to be applied in a manner that is reasonable under the circumstances and consistent with the Constitution and Canons of the Church.

ARTICLE II. THE DIOCESE

SECTION 2.1 The Diocese is a nonprofit religious entity existing under the North Carolina Uniform Unincorporated Nonprofit Association Act.

SECTION 2.2 The territory of the Diocese includes the following 28 counties in the State of North Carolina: Cherokee, Graham, Clay, Swain, Macon, Haywood, Jackson, Madison, Buncombe, Transylvania, Henderson, Polk, Yancey, Mitchell, Avery, Watauga, Ashe, Alleghany, McDowell, Burke, Caldwell, Wilkes, Alexander, Catawba, Rutherford, Cleveland, Lincoln, and Gaston.

SECTION 2.3 The Diocese accedes to Constitution and Canons of the Church and acknowledges the authority of the General Convention of The Episcopal Church.

SECTION 2.4 The authority of the Diocese is vested in and shall be exercised by its Bishop Diocesan, its Bishop Coadjutor (if there is one), its Bishop Suffragans (if any), its Assisting Bishops (if any), its Diocesan Convention, its Executive Council, its Finance Committee and its Standing Committee, all acting under and in subordination to The Episcopal Church, the Constitution and Canons of the Church and the General Convention of The Episcopal Church.

SECTION 2.5 The Ecclesiastical Authority of the Diocese is the Bishop. In the Bishop’s absence or inability to act, the Bishop Coadjutor (if there is one) shall be the Ecclesiastical Authority. If there is no Bishop Coadjutor or if both the Bishop and the Bishop Coadjutor are absent or unable

to act, the Bishop Suffragan (if there is one, and if more than one by seniority based on date of consecration) shall be authorized to temporarily act for the Diocese as its Ecclesiastical Authority. If there is no Bishop, Bishop Coadjutor or Bishop Suffragan qualified and able to act, the Standing Committee shall be the Ecclesiastical Authority until a Bishop is elected and qualified. Whenever this constitution or the Canons of the Diocese provide for action by the Bishop, such action, except as otherwise expressly limited by the Rubrics of The Book of Common Prayer, the Constitution and Canons of the Church or this constitution or the Canons of the Diocese, is to be taken by the person or the Standing Committee, as may be applicable, then acting as the Ecclesiastical Authority of the Diocese.

SECTION 2.6 In addition to the Bishop, any Bishop Coadjutor (if there is one), Bishop Suffragans (if any) and Assisting Bishops (if any), the officers of the Diocese shall include a Secretary, an Assistant Secretary, a Chief Financial Officer, a Treasurer, a Chancellor and an Archivist.

ARTICLE III. THE DIOCESAN CONVENTION

SECTION 3.1 Legislative authority of the Diocese shall be vested in the Diocesan Convention, and the exercise of that authority shall be subject only to the General Convention of The Episcopal Church, the Constitution and Canons of the Church, this constitution and the Canons of the Diocese. Without limiting the generality of the foregoing, the Diocesan Convention shall have the following powers:

- (a) to elect a Bishop, Bishop Coadjutor or Bishop Suffragan of the Diocese in accordance with the Constitution and Canons of the Church;
- (b) to elect all such officers, boards, committees and delegations of the Diocese as may be provided for in this constitution or the Canons of the Diocese and in the manner prescribed herein or therein;
- (c) to approve the budget of the Diocese for each fiscal year;
- (d) to determine the apportionment of assessments for the Congregations and Institutions of the Diocese, with the power to adopt policies and rules regarding the same;
- (e) to pass resolutions, make declarations of policy and enact such other legislative measures as may seem proper;
- (f) to admit new Parishes, Worshipping Communities and Chapels to union with the Diocesan Convention and to determine the status of every Congregation in union with the Diocesan Convention;
- (g) to admit new Institutions to union with the Diocesan Convention and to determine the status of every Institution in union with the Diocesan Convention;

- (h) to create or cause to be incorporated such entities or bodies as it shall see fit, and to dissolve the same; and
- (i) to consider all matters properly coming before the Diocesan Convention in accordance with its rules of procedure.

SECTION 3.2 The Diocesan Convention shall be composed of certain persons who collectively shall make up the “Clerical Order,” and certain persons who collectively shall make up the “Lay Order.”

SECTION 3.3 The following persons not under ecclesiastical discipline at the start of the meeting of the Diocesan Convention shall be voting members of the Clerical Order of the Diocesan Convention:

- (a) The Bishop, the Bishop Coadjutor of the Diocese (if there is one), any Bishop Suffragan of the Diocese (if there is one), and any Assisting Bishop (if there is one);
- (b) Each deacon and priest of The Episcopal Church (i) who has been elected or appointed to officiate in a Congregation or at an Institution of the Diocese and is still an officiant in such Congregation or Institution at the start of the meeting of the Diocesan Convention or (ii) who has been regularly assigned by the Bishop for ministry within the Diocese and is still serving in such assigned position at the start of the meeting of the Diocesan Convention; and
- (c) Each ordained minister of a church or denomination in communion with The Episcopal Church who is serving a Congregation or Institution of the Diocese at the start of the meeting of the Diocesan Convention..

SECTION 3.4 The following Laypersons who are eighteen (18) years or older and who are not under ecclesiastical censure at the start of the meeting of the Diocesan Convention shall be voting members of the Lay Order of the Diocesan Convention:

- (a) The Cathedral and each Parish within the Diocese shall be entitled to representation by two (2) Layperson delegates.;
- (b) Each Worshipping Community and Chapel within the Diocese shall be entitled to representation by two (2) Layperson delegates; and
- (c) Each Institution of the Diocese shall be entitled to representation by two (2) Layperson delegates.

SECTION 3.5 Any Bishop, Bishop Coadjutor, Bishop Suffragan or Assisting Bishop of the Diocese who has resigned, resides within the territory of the Diocese at the start of the Diocesan Convention and is not under ecclesiastical discipline at the start of the meeting of the Diocesan Convention shall have seat and voice at the Diocesan Convention, but no right to vote. In addition, each priest and deacon of The Episcopal Church who is Canonically Resident in the Diocese, is

not otherwise a voting member of the Clerical Order as addressed in Section 3.3 above and is not under ecclesiastical discipline at the start of the meeting of the Diocesan Convention shall have seat and voice at the Diocesan Convention, but no right to vote. The Diocesan Convention may grant ex-officio or honorary membership, with seat and voice but no right to vote, to such other persons as it deems appropriate or as it may specify in a duly adopted canon.

SECTION 3.6 The Diocesan Convention shall meet annually at such date and place as the Bishop may determine.

SECTION 3.7 The Bishop may call a special meeting of the Diocesan Convention. The notice shall specify the purposes for which the special meeting of the Diocesan Convention is called, and only business germane to such purposes shall be in order, except by the affirmative vote of two-thirds (2/3) of the members of the Clerical Order present and two-thirds (2/3) of the members of the Lay Order present.

SECTION 3.8 Written notice of every annual or special meeting of the Diocesan Convention shall be given by the Secretary at least 30 days prior to the occurrence of such meeting of the Diocesan Convention. The notice shall be sent to every Congregation and Institution of the Diocese, to every person then entitled to participate in the Diocesan Convention in the Clerical Order and to every person then having the right to seat and voice at the Diocesan Convention but no right to vote, and such notice shall specify the time and place and, in the case of a special Diocesan Convention, the purpose of the Diocesan Convention.

SECTION 3.9 A quorum for transacting business at a meeting of the Diocesan Convention shall exist if at least one-half (1/2) of those persons then entitled to participate in the Diocesan Convention in the Clerical Order and at least one-half (1/2) of the Congregations and Institutions of the Diocese have at least one (1) Layperson delegate present. If such representation is not present, then it shall be announced that no quorum exists, and the Diocesan Convention shall be recessed until such a quorum is present.

SECTION 3.10 In all matters which shall come before the Diocesan Convention, the Clerical Order and Lay Order shall deliberate as one body. Except as may be provided otherwise in this constitution or in the Canons of the Diocese, in voting the Clerical Order and Lay Order shall vote as one body, and a majority of such votes shall determine the outcome of the matter. Cumulative voting and voting by proxy or by absentee ballot shall not be permitted.

ARTICLE IV. THE OFFICE OF BISHOP

SECTION 4.1 The Bishop shall have such authority vested in that office by the Constitution and Canons of the Church. Subject to or as limited by the same, the Bishop:

- (a) is the chief pastor of the Diocese and may preside and officiate in the worship of The Episcopal Church at any Congregation or elsewhere in the Diocese;

- (b) is the Ordinary of all religious and benevolent organizations of the Diocese, may attend and preside at any of their meetings, and has final appellate jurisdiction over their affairs;
- (c) is the chief executive of the Diocese with responsibility for directing its business and temporal affairs in a manner that is consistent with this constitution, the Canons of the Diocese and the directives and determinations of the Diocesan Convention and the Executive Council;
- (d) possesses the authority to sign contracts or other instruments for and on behalf of the Diocese to effectuate duly authorized transactions, except that any deed, lease, deed of trust or other instrument that conveys an interest in real property of or belonging to the Diocese must also be signed by the Secretary of the Diocese, the Assistant Secretary of the Diocese, the Chief Financial Officer of the Diocese or the Treasurer of the Diocese;
- (e) has the power of appointment to fill any vacancies in any offices, boards and committees, except as otherwise specifically provided by this constitution or the Canons of the Diocese;
- (f) accredits and receives members of clergy;
- (g) may intervene in a situation where there is a disagreement or dissension between priests of different Congregations, or between any Congregation and its priest or between a Vestry, Bishop's Committee or Governing Committee, as applicable, and the priest or officiant of the Congregation with which such Vestry, Bishop's Committee or Governing Committee is associated; and
- (h) shall perform such other acts and shall have such additional powers as may be prescribed in the Canons of the Diocese.

SECTION 4.2 Whenever the Bishop shall issue a pastoral letter, it shall be the duty of every priest in charge of a Congregation to read the letter at all services on the Sunday following its receipt, or to cause copies of the same to be distributed to the members of the Congregation not later than one month after its receipt.

SECTION 4.3 The election of a Bishop, a Bishop Coadjutor, or a Bishop Suffragan for the Diocese shall be held at a meeting of the Diocesan Convention. The call to elect a Bishop, a Bishop Coadjutor, or a Bishop Suffragan shall be issued by the Standing Committee. The Standing Committee, acting through the Secretary, shall give written notice of any such election to each Congregation and Institution within the Diocese, to every person then entitled to participate in the Diocesan Convention in the Clerical Order and to every person then having the right to seat and voice at the Diocesan Convention but no right to vote. Such notice shall be given at least 30 days in advance of the start of the meeting of the Diocesan Convention. For the purpose of electing a Bishop, Bishop Coadjutor or a Bishop Suffragan, the Clerical Order and Lay Order shall vote

separately by written ballot, and the concurrent majority vote of the Clerical Order and Lay Order shall be necessary to elect an individual to the office at issue.

ARTICLE V. OFFICERS OF THE DIOCESE

SECTION 5.1 The Bishop shall be the President of the Diocesan Convention. In the absence of the Bishop, the following, in the order listed and if present, shall preside as President of the Diocesan Convention: the Bishop Coadjutor (if there is one), a Bishop Suffragan (if there is one and senior in time of consecration) or the President of the Standing Committee. If neither the Bishop nor the other persons listed are present, the President of the Diocesan Convention shall be such person as elected from among the priests ordained in The Episcopal Church in the Clerical Order present at the Diocesan Convention by majority vote of all delegates of the Clerical Order and Lay Order voting as one body.

SECTION 5.2 The Secretary of the Diocese shall be appointed by the Bishop with the consent of the Diocesan Convention, or if the Diocesan Convention is not in session with the consent of the Executive Council. The Secretary shall continue in office for a term of three (3) years or until, if prior to the expiration of such term, his or her resignation or death or his or her removal from office by the Bishop, the Diocesan Convention or the Executive Council. The Secretary also shall serve as Secretary of the Diocesan Convention, take minutes of its proceedings and attest to the public acts of such body. The Secretary shall perform such duties as prescribed by the Constitution and Canons of the Church and such other duties as may be prescribed by this constitution, the Canons of the Diocese, the Bishop or the Executive Council.

SECTION 5.3 The Assistant Secretary of the Diocese shall be appointed by the Bishop with the consent of the Diocesan Convention, or if the Diocesan Convention is not in session with the consent of the Executive Council.. The Assistant Secretary shall perform the functions of the Secretary when he or she is not reasonably available, and like the Secretary he or she may attest to the public acts of the Diocesan Convention. The Assistant Secretary shall perform such other duties as prescribed by the Bishop or Executive Council.

SECTION 5.4 The Chief Financial Officer of the Diocese shall be appointed by the Bishop with the consent of the Diocesan Convention, or if the Diocesan Convention is not in session with the consent of the Executive Council. . The Chief Financial Officer will have primary responsibility for all financial-related activities and tax-related activities of the Diocese. Without limiting the generality of the foregoing, this will include responsibility for implementing and maintaining appropriate accounting and reporting systems, preparing financial statements, establishing internal controls, preparing budgets, filing tax returns and securing adequate insurance for the properties and assets of the Diocese and the activities of the Diocese. The Chief Financial Officer shall perform such other duties as may be prescribed by this constitution, the Canons of the Diocese, the Bishop, the Executive Council or the Finance Committee.

SECTION 5.5 The Treasurer of the Diocese shall be appointed by the Bishop with the consent of the Diocesan Convention, or if the Diocesan Convention is not in session with the consent of the Executive Council.. The Treasurer shall receive and safely keep all funds placed in his or her care; and he or she shall disburse and dispose of the same as may be provided by an approved

budget of the Diocese or as authorized by the Diocesan Convention. He or she shall report annually to the Diocesan Convention an account showing all money received by him or her, and the manner in which he or she has disbursed or disposed of the same. The Treasurer shall give bond in an amount to be fixed by the Executive Council, with corporate surety approved by the Executive Council, which bond shall be conditioned upon the faithful performance of the duties of his or her office.

SECTION 5.6 The Chancellor of the Diocese shall be appointed by the Bishop with the consent of the Diocesan Convention, or if the Diocesan Convention is not in session with the consent of the Executive Council. . The Chancellor must be a licensed member of the North Carolina State Bar. The Chancellor shall be the legal advisor to the Diocese.

SECTION 5.7 The Archivist of the Diocese shall be appointed by the Bishop with the consent of the Diocesan Convention, or if the Diocesan Convention is not in session with the consent of the Executive Council.. The Archivist shall procure, catalogue, maintain and preserve safely all journals, minutes, reports and other documents relating to the Diocese and committees and such other journals, histories and records that may be received by the Archivist. The Archivist shall perform such other duties as prescribed by this constitution, the Canons of the Diocese, the Bishop or the Executive Council.

SECTION 5.8 The Bishop may, with the advice and consent of the Diocesan Convention, or if the Diocesan Convention is not in session with the advance and consent of the Executive Council, appoint one or more other officers, with any such officer to have those duties as specified at the time of appointment. the Diocesan Convention or the Executive Council.

SECTION 5.9 No person may hold more than one of the foregoing offices at any time.

SECTION 5.10 A person appointed to serve as an officer shall begin his or her term in office at the start of the calendar year that follows his or her appointment, unless an earlier date is specified at the time of such appointment, and he or she shall serve in such office until the end of three (3) complete calendar years or until, if prior to the expiration of such term, his or her resignation or death or his or her removal from office by the Bishop, the Diocesan Convention or the Executive Council. Any officer shall be eligible to succeed himself or herself.

ARTICLE VI. EXECUTIVE COUNCIL

SECTION 6.1 The Diocese shall have an Executive Council consisting of the Bishop and such other persons designated or elected as provided by the Canons of the Diocese.

SECTION 6.2 When the Diocesan Convention is not in session and except as otherwise provided herein, the Executive Council may exercise such powers and authority granted to the Diocesan Convention, which includes general supervision, control and management of all business affairs, properties and finances of the Diocese. Its acts shall be binding upon the Diocese unless they are subsequently modified by the Diocesan Convention. Without limiting the generality of the foregoing, the Executive Council:

- (a) is responsible, along with the Bishop, for developing and implementing policies and programs adopted by the Diocesan Convention and overseeing the operation of the Diocese consistent with any budget adopted by the Diocesan Convention;
- (b) must approve, after consulting with the Finance Committee, any changes to a budget approved by the Diocesan Convention or any expenditure by the Diocese that is materially in excess of the amount as authorized in any such budget;
- (c) shall control and manage all personal property and real property received by or held in the name or for the benefit of the Diocese, except that real property of or belonging to the Diocese shall not be sold, mortgaged, encumbered or otherwise disposed of without the prior consent of either the Diocesan Convention or the Executive Council when the Diocesan Convention is not in session, the Bishop and the Standing Committee;
- (d) may establish one or more entities that are wholly-owned by the Diocese to receive, hold or invest assets, provided that the governing instruments of any such entity shall prohibit the sale, mortgage, encumbrance or other disposition of any real property held by the entity without the prior consent of either the Diocesan Convention or the Executive Council when the Diocesan Convention is not in session, the Bishop and the Standing Committee;
- (e) shall invest, after consulting with the Finance Committee, all excess funds of the Diocese in a manner that reflects the future needs of the Diocese;
- (f) may cause the Diocese, after consulting with the Finance Committee and with the prior approval of the Bishop and the Standing Committee, to borrow funds, execute and deliver a promissory note or other indicia of debt as may be required in connection with any such loan, and grant such security as it may deem prudent and appropriate to secure the repayment of such loan;
- (g) may create such ad-hoc committees as it deems advisable to carry out its work or to perform tasks assigned to it by the Diocesan Convention;
- (h) except as may be otherwise specified herein, must approve all appointments by the Bishop of any officers of the Diocese; and
- (i) shall perform such other acts and shall have such additional powers as may be prescribed in the Canons of the Diocese.

SECTION 6.3 Notwithstanding the fact that the Executive Council generally has the authority to act for and on behalf the Diocesan Convention when not in session, it shall have no authority to do any of the following matters:

- (a) elect a Bishop, a Bishop Coadjutor, or a Bishop Suffragan for the Diocese;

- (b) admit new Parishes, Worshipping Communities and Chapels to union with the Diocesan Convention; or
- (c) fill any vacancy in any office or a seat on any board or committee where the office or seat was initially filled by an election of the Diocesan Convention and where the authority to fill such vacancy has been expressly delegated by this constitution or the Canons of the Diocese to a person or a body other than the Executive Council;
- (d) change any assessment on a Congregation or Institution to an amount greater than what was approved by the Diocesan Convention;
- (e) perform any other act that may be exclusively reserved for the Diocesan Convention by an express statement to this effect in this constitution or in the Canons of the Diocese;
- (f) repeal or modify or take any action contrary to a resolution adopted by the Diocesan Convention where such resolution expressly states that Executive Council shall have no authority to repeal or modify the same or to take any action contrary to such resolution; or
- (g) adopt, amend or repeal this constitution or any Canons of the Diocese, except for making or authorizing the Chancellor to make non-substantive amendments as herein expressly allowed or as may be expressly allowed in the Canons of the Diocese.

ARTICLE VII. FINANCE COMMITTEE

SECTION 7.1 The Diocese shall have a Finance Committee consisting of the Bishop and such other persons designated or elected as provided by the Canons of the Diocese.

SECTION 7.2 The Finance Committee is to provide the Diocesan Convention with assurance that both the financial policy and financial affairs of the Diocese are appropriately developed, implemented and managed and to make specific policy and operational recommendations. Without limiting the generality of the foregoing, the Finance Committee shall:

- (a) supervise the financial affairs of the Diocese;
- (b) advise the Diocesan Convention, Executive Council and Bishop as to financial matters of or relating to the Diocese;
- (c) along with the Bishop, supervise the Chief Financial Officer and the Treasurer to ensure the fulfillment of their job responsibilities;
- (d) ensure that the Diocese complies with the standards of business methods imposed by the Constitution and Canons of the Church;

- (e) advise the Executive Council and Treasurer as to the investment of all excess funds of the Diocese, including funds that may be held in any entity created by the Diocese to receive, hold and invest assets, in a manner that reflects the future needs of the Diocese;
- (f) along with the Chief Financial Officer, develop an annual budget for the Diocese, including the level of mutual ministry support from the Congregations to meet the mission and budget requirements of the Diocese, for presentation to the Diocesan Convention for consideration;
- (g) along with the Chief Financial Officer, supervise the payments and reporting of mutual ministry support by the Congregations;
- (h) between meetings of the Diocesan Convention, advise and make recommendations to the Executive Council as to any material modification to the budget approved by the Diocesan Convention or with regard to any proposed expenditure it is considering that is materially in excess of the amount, if any, as provided in the approved budget;
- (i) select and, where appropriate, replace the independent auditors of the Diocese, supervise the annual audit of the Diocese's financial statements, and review the audited financial statements;
- (j) advise the Diocesan Convention and/or Executive Council, Congregations and Institutions as to compensation of priests serving Congregations and Institutions and personnel employed by the Diocese;
- (k) see that all Congregations have an adequate budget system and that the financial statements of all Congregations are audited annually in accordance with Constitution and Canons of the Church and the Canons of the Diocese; and
- (l) perform such other acts and have such additional powers as may be prescribed in this constitution or the Canons of the Diocese.

ARTICLE VIII. STANDING COMMITTEE

SECTION 8.1 The Diocese shall have a Standing Committee consisting of such persons designated or elected as provided by the Canons of the Diocese.

SECTION 8.2 The Standing Committee shall act as the Bishop's council of advice and shall have those powers and perform those functions as prescribed by Constitution and Canons of the Church. Without limiting the generality of the foregoing, the Standing Committee shall:

- (a) interview, approve and recommend persons for candidacy and ordination to Holy Orders;

- (b) consider any proposed sale, mortgage, encumbrance or other disposition of real property owned by the Diocese or any real property owned by any entity established by the Diocese to receive, hold or invest assets, and either consent or withhold its consent as to the same;
- (c) from time to time engage in a mutual ministry review, in such manner and with such assistance of others as the Standing Committee deems appropriate, to reflect on and evaluate how the Bishop and the various organizations of the Diocese have lived out their ministries together and to offer guidance; and
- (d) perform such other acts and have such additional powers as may be prescribed in this constitution or the Canons of the Diocese.

ARTICLE IX. COMMISSION ON MINISTRY

SECTION 9.1 The Diocese shall have a Commission on Ministry consisting of such persons designated or elected as provided by the Canons of the Diocese.

SECTION 9.2 The Commission on Ministry shall act as the Bishop's council of advice and shall have those powers and perform those functions as prescribed by Constitution and Canons of the Church. Without limiting the generality of the foregoing, the Commission on Ministry shall advise and assist the Bishop:

- (a) in matters pertaining to the enlistment, selection, examination, education and pastoral care of postulants, candidates and deacons;
- (b) in matters pertaining to continuing education, pastoral care and accountability of priests and deacons; and
- (c) in supporting the development, training, licensing, utilization and affirmation of the ministry of other persons in the world.

ARTICLE X. DEPUTIES TO THE GENERAL CONVENTION

Deputies to represent the Diocese at the General Convention of The Episcopal Church, together with alternate deputies, shall be elected at least twelve (12) months preceding the date such General Convention for which they are to be seated is scheduled to convene. Such election shall occur at an annual meeting of the Diocesan Convention or at a special meeting of the Diocesan Convention called for that purpose.

ARTICLE XI. CONGREGATIONS AND INSTITUTIONS

SECTION 11.1 A Congregation or Institution not already in union with the Diocesan Convention may be admitted into union with the Diocesan Convention by the affirmative vote of a majority of the members of the Diocesan Convention present, provided the applicant Congregation or Institution (a) expressly accedes to the constitution and Canons of the Diocese and the Constitution

and Canons of the Church and (b) does such other things and provides such additional documents and information as may from time to time be prescribed by the Canons of the Diocese.

SECTION 11.2 Whenever, in the judgment of the Bishop, a Congregation or Institution should have its privilege of representation in the Diocesan Convention suspended or its parochial relationship with the Diocese dissolved, the Bishop shall so advise the Diocesan Convention and explain the basis for his or her determination. Thereupon, by a concurrent two-thirds (2/3) vote of the Clerical Order and Lay Order, voting separately, the Diocesan Convention may proceed to suspend the representation of such Congregation or Institution in the Diocesan Convention or wholly dissolve its parochial relationship with the Diocese. Upon the dissolution of the parochial relationship of a Congregation or Institution with the Diocese, the real and personal property of such Congregation or Institution shall be surrendered and conveyed to the Diocese or as otherwise directed by the Diocese or The Episcopal Church, and in the event of a conflict between directions from the Diocese and The Episcopal Church the direction from The Episcopal Church shall control.

ARTICLE XII. ASSESSMENTS

SECTION 12.1 The Diocesan Convention shall have the power to raise money by assessment on the Congregations and Institutions in union with the Diocesan Convention, by canon or by vote, for the operating expenses of the Diocese or for such other purposes as the Diocesan Convention may from time to time approve.

SECTION 12.2 The failure of a Congregation or Institution to pay an assessment when due may result in such penalties or consequences as prescribed or allowed by the Canons of the Diocese or as imposed by the Diocesan Convention.

ARTICLE XIII. REAL PROPERTY

SECTION 13.1 All rights and authority heretofore vested in trustees of the Diocese as to ownership of property for the benefit of the Diocese are hereafter vested in the Diocese itself, and the Diocese in its name shall hold title to such property with all rights and authority to manage, dispose of or otherwise deal the same in accordance with the authority granted by the North Carolina Unincorporated Nonprofit Association Act, including amendments to the same. All property heretofore conveyed to or held by the trustees of the Diocese is hereby conveyed to and vested in the name of the Diocese. If necessary to give effect to the foregoing sentences of this Section or to cause any property to be conveyed or retitled by the Diocese or in the name of the Diocese, the Bishop shall be deemed the sole trustee of the Diocese for the purpose of executing any deed or instrument of conveyance and if necessary he or she may sign any deed or instrument of conveyance as sole trustee of the Diocese.

SECTION 13.2 Each Congregation and Institution affiliated or in union with the Diocesan Convention holds its property in trust for The Episcopal Church and the Diocese. In the event a Congregation or Institution is severed from an affiliation with the Diocese or its union with the Diocesan Convention, if applicable, title to all of its property shall vest in the Diocese.

ARTICLE XIV. ADOPTION AND AMENDMENT OF CANONS

SECTION 14.1 The Diocesan Convention, at an annual meeting or special meeting, shall have the power and authority to enact Canons for the Diocese upon such matters as it may think proper, provided that no such canon shall be inconsistent with the provisions of this constitution.

SECTION 14.2 The Diocesan Convention, at an annual meeting or special meeting, shall have the power to modify, amend or repeal any canon of the Diocese, provided that no such act shall conflict or be inconsistent with the provisions of this constitution.

Section 14.3 To the extent of any conflict or inconsistency between this constitution and any canon of the Diocese, this constitution shall prevail and control.

ARTICLE XV. AMENDMENTS TO CONSTITUTION

SECTION 15.1 This Constitution may be amended only as follows:

- (a) An amendment to the Constitution may be introduced only at an annual meeting of the Diocesan Convention.
- (b) Once introduced, the President of the Diocesan Convention shall immediately appoint a committee consisting of three (3) Clerics and three (3) Laypersons, which committee shall be referred to as the “Constitution and Canons Committee.” This committee shall remain in existence until it has offered its report and recommendation on the proposed amendment at the next annual meeting of the Diocesan Convention and is discharged by the President of the Diocesan Convention. Upon the occurrence of a vacancy in the membership of the Constitution and Canons Committee, the Bishop shall appoint a person to fill such vacancy.
- (c) The Constitution and Canons Committee shall have the responsibility of reviewing the proposed amendment and reporting on the matter at the next annual Diocesan Convention of the Diocese in one of the following forms: (i) a recommendation for adoption of the amendment as presented; (ii) a recommendation for rejection of the amendment as presented; or (iii) a recommendation for adoption of the amendment but with modifications as offered by the Constitution and Canons Committee or with proposed amendments to the Canons of the Diocese that it deems necessary or beneficial as a result of the proposed amendment to this constitution.
- (d) After the Constitution and Canons Committee makes its report, the delegates of the Diocesan Convention shall undertake the following actions:
 - (i) As an initial matter, the delegates shall vote on the amendment to this constitution as initially introduced. For such amendment to be adopted, the amendment must receive the concurrent approval of two-thirds (2/3) of the Lay Order and two-thirds (2/3) of the Clerical Order, voting separately.

- (ii) If the amendment to this constitution as initially introduced is not approved and the report of the Constitution and Canons Committee recommended adoption of such amendment but with modifications as offered by it or with amendments to the Canons of the Diocese as offered by it, then the delegates shall vote on the proposed amendment(s) offered by the Constitution and Canons Committee. For the amendment(s) to be adopted, the amendment(s) must receive the concurrent approval of two-thirds (2/3) of the Lay Order and two-thirds (2/3) of the Clerical Order, voting separately.
- (e) Notwithstanding the foregoing, the Chancellor, with the approval of the Executive Council, may make non-substantive changes to this constitution to correct punctuation, spelling, typographical, grammatical, formatting and numbering errors, and such changes shall not require the approval of the Diocesan Convention and shall take effect immediately.

SECTION. 15.2 The President and Secretary of the Diocesan Convention shall certify the Diocesan Convention's adoption of any amendments to this constitution or the Canons of the Diocese. The Archivist shall maintain a book, titled "Constitutions and Canons of The Episcopal Diocese of Western North Carolina," in which such provisions and certifications shall be recorded. The provisions in that book shall be presumed to have been duly adopted and correctly recorded.

ARTICLE XVI. REPEAL

Following approval and adoption of this constitution by the Diocesan Convention, the constitution previously in effect shall be repealed.

ARTICLE XVII. TRANSITIONAL PROVISIONS

SECTION 17.1 Every Congregation heretofore established and in union with the Diocesan Convention shall continue as a Congregation of this Diocese as though established under this constitution and the Canons of the Diocese.

SECTION 17.2 Every Institution heretofore established and in union with the Diocesan Convention shall continue as an Institution of this Diocese as though established under this constitution and the Canons of the Diocese.

SECTION 17.3 Every certified list of delegates, the register and all other records of a Congregation heretofore established shall continue until duly amended or changed in accordance with this constitution and the Canons of the Diocese.

SECTION 17.4 Every certified list of the Clerics of the Diocese and other records of the Diocese heretofore established shall continue until duly amended or changed in accordance with this constitution and the Canons of the Diocese.

SECTION 17.5 Every member of a committee or commission heretofore established and continued under this constitution or the Canons of the Diocese, and every officer heretofore chosen and

whose office is continued under this constitution or the Canons of the Diocese, shall continue in office as though elected, designated or appointed under this constitution or the Canons of the Diocese until his or her successor is elected, designated or appointed. In the event the number of persons to serve on any committee or commission is reduced or the terms for service are to be staggered by this constitution or the Canons of the Diocese, then in either event the Bishop shall have the right to remove certain persons from office or to stagger terms of service so as to cause the membership of each such committee or commission to be consistent with the terms of this constitution or the canons of the Diocese, as may be applicable.

SECTION 17.6 If there should be uncertainty as to whether any right or authority of a person, Congregation or Institution heretofore existing is continued under this constitution or the Canons of the Diocese, an application for the resolution of such matter may be made to the Bishop for a decision, and his or her decision shall be final and binding.

Bishop's Concurrence

I concur in the amendment to the Constitution of The Episcopal Diocese of Western North Carolina as adopted by the _____ Convention of The Episcopal Diocese of Western North Carolina on _____, 20 ____.

José A. McLoughlin, Seventh Bishop Diocesan of The
Episcopal Diocese of Western North Carolina

Secretary's Certificate

I hereby certify that the foregoing is a true and correct copy of the Constitution of The Episcopal Diocese of Western North Carolina as the same was adopted by the _____ Convention of The Episcopal Diocese of Western North Carolina on _____, 20 ____.

_____, Secretary of the _____ Convention
of The Episcopal Diocese of Western North Carolina

Canons

of

The Episcopal Diocese of Western North Carolina



Revised as of _____

**CANONS OF
THE EPISCOPAL DIOCESE OF WESTERN NORTH CAROLINA**

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**CANONS
OF
THE EPISCOPAL DIOCESE OF WESTERN NORTH CAROLINA**

CANON 1 — GENERAL

CANON 1.1 DEFINITIONS. For the purpose of understanding and applying these canons, the following definitions shall apply:

- (a) “Bishop’s Committee” shall mean that body of duly elected or appointed representatives responsible for the temporal affairs of a Worshipping Community.
- (b) “Canons of the Diocese” means the canons of the Diocese as amended from time to time.
- (c) “Commission on Ministry” means the Commission on Ministry of Diocese as constituted from time to time.
- (d) “Constitution and Canons of the Diocese” means the Constitution of the Diocese or the Canons of the Diocese, as either or both may be applicable to the matter at issue and as the same may be amended from time to time as amended from time to time.
- (e) “Constitution of the Diocese” means the constitution of the Diocese as the same may be amended from time to time.
- (f) “Deacon” means any person who has been ordained as a deacon pursuant to the Canons of the Episcopal Church.
- (g) “Delegate” means a Layperson delegated to represent a Congregation or Institution at a Diocesan Convention.
- (h) “Executive Council” means the Executive Council of the Diocese as constituted from time to time.
- (i) “Finance Committee” means the Finance Committee of the Diocese as constituted from time to time.
- (j) “Governing Committee” means that body of duly elected or appointed representatives responsible for the temporal affairs of a Chapel.
- (k) “Orders” refers to the separate forms of ministry in The Episcopal Church, with certain individuals being in the Clerical Order as specified by the Constitution of the Diocese and certain individuals being in the Lay Order as specified by the Constitution of the Diocese. In a "vote by orders" the votes of the Clerical Order and Lay Order are counted separately.

- (l) “Priest” means any person who has been ordained as a priest pursuant to the Constitution and Canons of the Episcopal Church.
- (m) “Priest-in-Charge” refers generically to a Priest having authority and responsibility for the Cathedral or a Parish, Worshipping Community or Chapel.
- (n) “Rector” refers to a Priest elected to head a Parish or Chapel.
- (o) “Standing Committee” means the Standing Committee of The Episcopal Diocese of Western North Carolina as constituted from time to time.
- (p) “Title IV Canons” shall refer to the provisions of Title IV of the Canons of The Episcopal Church as the same may be amended from time to time.
- (q) “Vestry” shall mean that body of duly elected or appointed representatives responsible for the temporal affairs of a Parish or the Cathedral.
- (r) “Vicar” means a Priest appointed by the Bishop to head a Worshipping Community.

CANON 1.2 OTHER DEFINITIONS. If a word or phrase used in these Canons of the Diocese has a meaning ascribed to it in the Constitution of the Diocese, then such meaning shall also apply in these Canons of the Diocese unless a specific meaning is set forth herein or the context clearly requires otherwise. Furthermore, if a word or phrase used in these Canons of the Diocese has a meaning ascribed to it in the Constitution and Canons of the Church, then such meaning shall also apply in these Canons of the Diocese unless a specific meaning is set forth herein or in the Constitution of the Diocese or unless context clearly requires otherwise

CANON 1.3 ACTION BY THE ECCLESIASTICAL AUTHORITY. The Ecclesiastical Authority of the Diocese is the Bishop. In the Bishop’s absence or inability to act, the Bishop Coadjutor (if there is one) shall be the Ecclesiastical Authority. If there is no Bishop Coadjutor or if both the Bishop and the Bishop Coadjutor are absent or unable to act, the Bishop Suffragan (if there is one, and if more than one by seniority based on date of consecration) shall be temporarily authorized to act for the Diocese as its Ecclesiastical Authority. If there is no Bishop, Bishop Coadjutor or Bishop Suffragan qualified and able to act, the Standing Committee shall be the Ecclesiastical Authority until a Bishop is elected and qualified. Whenever the Constitution of the Diocese or the Canons of the Diocese provide for action by the Bishop, such action, except as otherwise expressly limited by the Rubrics of The Book of Common Prayer or Constitution and Canons of the Church or the Constitution of the Diocese or the Canons of the Diocese, is to be taken by the person or the Standing Committee, as may be applicable, then acting as the Ecclesiastical Authority of the Diocese.

CANON OF 1.4 LIMITATION AS TO THE AUTHORITY OF CERTAIN LAYPERSONS. A Layperson who is age sixteen (16) or seventeen (17) is encouraged to participate in the affairs of the Diocese

or a Congregation or Institution with which he or she is associated; however, and notwithstanding any provision in the Canons of the Diocese to the contrary, he or she may not exercise a right to vote or make a decision, either alone or with others, as to matters affecting the Diocese or any Congregation or Institution until age eighteen (18) or older. This restriction is in recognition of the fact that secular law generally provides that a person under age eighteen (18) does not have legal capacity to make or authorize binding contracts.

CANON 2 — THE DIOCESAN CONVENTION

CANON 2.1 LIST OF PERSONS IN THE CLERICAL ORDER. The Bishop shall maintain a list of all persons entitled to participate in the Diocesan Convention in the Clerical Order who are entitled to seat, voice and vote in the Diocesan Convention as provided in the Constitution of the Diocese). Such list shall be presented to the Diocesan Convention on the first day of the meeting.

CANON 2.2 LIST OF LAY DELEGATES AND ALTERNATES. The election of Delegates and alternate Delegates to any Diocesan Convention shall be certified in writing as follows: (a) in the case of a Congregation other than a Chapel, by the Cleric in charge of the Congregation, or in the absence of a Cleric by a Warden or by the secretary for such Congregation; and (b) in the case of a Chapel or Institution, by any officer of such Chapel or Institution. The certifications of election of Delegates and alternate Delegates shall be forwarded to the Secretary of the Diocesan Convention as soon as possible after their election and at least 20 days prior to the date of the Diocesan Convention. From these certificates, the Secretary shall prepare a list of the Delegates entitled to seat, voice and vote in the Diocesan Convention and a list of the alternate Delegates. Any vacancy in the representation of any Congregation or Institution at the meeting of the Diocesan Convention shall be filled by an alternate Delegate for that Congregation or Institution as shown on such list, and if more than one alternate Delegate is listed the President of the Diocesan Convention shall make such selection. Each Delegate and each alternate Delegate shall hold such position until his or her successor has been duly elected by the Congregation or Institution he or she represents.

CANON 2.3 LIST OF PERSONS WITH SEAT AND VOICE ONLY. The Bishop shall maintain a list of all persons entitled to seat and voice at the Diocesan Convention but without the right to vote. Such list shall be presented to the Diocesan Convention on the first day of the meeting.

CANON 2.4 RESOLUTION OF DISPUTES. When the right of any person to participate in the Diocesan Convention as a member of the Clerical Order or as a Delegate in the Lay Order or as having the right to seat and voice only, the question shall be determined by the Diocesan Convention on the basis of the Constitution of the Diocese and after consideration of the findings and recommendations of the President of the Diocesan Convention.

CANON 2.5 ANNUAL REPORTS. At each annual meeting of the Diocesan Convention, the following reports shall be given or provided:

- (a) The Bishop shall report on the state of the Diocese since the last annual meeting of the Diocesan Convention. The report shall include the names of the Congregations visited; the number of persons confirmed and received; the names of those admitted

as postulants and candidates for Holy Orders, of those ordained, and of those suspended or deposed from Holy Orders; the changes by death, removal, or otherwise that have taken place among the Clerics Canonically Resident in the Diocese; and other matters the Bishop desires to present to the Diocesan Convention. The Bishop shall provide a written copy of his or her report to the Secretary, and the Secretary is to include the report in the journal of the Diocesan Convention.

- (b) A representative of the Executive Council shall provide a written report on the activities of the Executive Council since the last meeting of the Diocesan Convention, and the Secretary shall include such report in the journal of the Diocesan Convention. At the request of the President and in addition to such written report, a representative of the Executive Council may make a presentation to the Diocesan Convention regarding the affairs and activities of the Executive Council.
- (c) A representative of the Finance Committee shall provide a written report on the activities of the Finance Committee since the last meeting of the Diocesan Convention, and the Secretary shall include such report in the journal of the Diocesan Convention. At the request of the President and in addition to such written report, a representative of the Finance Committee may make a presentation to the Diocesan Convention regarding the affairs and activities of the Finance Committee.
- (d) A representative of the Standing Committee shall provide a written report on the activities of the Standing Committee since the last meeting of the Diocesan Convention (although he or she may exclude such sensitive matters that he or she believes could jeopardize the Standing Committee's role as a council of advice to the Bishop), and the Secretary shall include such report in the journal of the Diocesan Convention. At the request of the President and in addition to such written report, a representative of the Standing Committee may make a presentation to the Diocesan Convention regarding the affairs and activities of the Standing Committee.
- (e) At the request of the Bishop, a representative of an Institution shall provide a written report on the activities of such Institution since the last meeting of the Diocesan Convention and/or make a presentation to the Diocesan Convention on the affairs or activities of such Institution. The Secretary shall include any written report in the journal of the Diocesan Convention.

CANON 2.6 BUSINESS OF DIOCESAN CONVENTION.

- (a) All business to come before the Diocesan Convention, other than administrative matters, reports and for the election of a Bishop, Bishop Coadjutor or Bishop Suffragan, shall come in the form of a resolution. The sponsor of any proposed resolution not requiring the expenditure of funds shall submit the proposed

resolution in writing to the Secretary not less than thirty (30) days prior to the date scheduled for convening of a Diocesan Convention. The sponsor of any proposed resolution requiring the expenditure of funds shall submit the proposed resolution in writing to the Secretary for referral to the Finance Committee not less than forty-five (45) days prior to the annual Diocesan Convention for study and determination of the funding impact on other programs, and the findings of the Finance Committee and its recommendations shall be reported at such time the resolution is presented for consideration at the Diocesan Convention. A proposed resolution that has not been submitted in the required time to the Secretary may not be considered at a Diocesan Convention unless the Diocesan Convention decides to consider the proposed resolution.

- (b) Not less than twenty (20) days before a Diocesan Convention, the Secretary shall make available all resolutions to be acted upon at the Diocesan Convention that have been submitted to the Secretary by making the same available at the office of the Diocese for inspection and copying and by publishing the same on the website of the Diocese.

CANON 2.7 VOTING.

- (a) At each meeting of the Diocesan Convention, each participating Delegate has one vote and each participating member of the Clerical Order has one vote.
- (b) Unless otherwise required by the Constitution of the Diocese or in these Canons of the Diocese, the Clerical Order and Lay Order shall vote as one body. Upon request by ten (10) or more voting members of the Diocesan Convention, the Diocesan Convention shall vote by orders.
- (c) The President may permit those present and voting to vote by voice, except in elections or when a physical count is required by an approved motion.
- (d) Voting by proxy or by written consent in lieu of a meeting is not permitted.
- (e) When voting as one body, a majority vote of those present and voting suffices for action, unless a higher threshold for action is otherwise required by the Constitution of the Diocese or these Canons of the Diocese.
- (f) When voting by orders, a concurrent majority vote of those present and voting in each order suffices for action, unless a higher threshold for action is otherwise required by the Constitution of the Diocese or these Canons of the Diocese.

CANON 2.8 NOMINATING COMMITTEE. The Nominating Committee shall be a permanent committee of the Diocesan Convention. The Nominating Committee shall present nominations for all offices elected by the Diocesan Convention, except the offices of Bishop, Bishop Coadjutor, and Bishop Suffragan. The Nominating Committee shall identify qualified and interested Clerics and Laypersons to serve in such offices and positions to be filled by the Diocesan Convention. The

Nominating Committee shall establish and maintain a roster of interested candidates, cross-referenced with their particular gifts and skills for use by the Nominating Committee and the Bishop.

- (a) The Nominating Committee shall consist of three (3) Clerics and three (3) Laypersons elected at large by the Diocesan Convention. The members shall be grouped into three (3) classes of two (2) members each, each such class including one (1) Cleric and one (1) Layperson. The terms of such classes shall be staggered so that one such class is elected each year to commence a new term. The term of office of each elected member shall commence January 1 following his or her election and shall continue until his or successor has been duly elected and starts his or her term in office. Except for the initial classes, whose members shall serve either a one-year term, two-year term or a three-year term as specified by the Diocesan Convention in its elections, each elected member shall serve a three-year term. No member may serve on the Nominating Committee more than six consecutive years.
- (b) The Nominating Committee shall elect its own chair and such other officers as it may require, and if the Nominating Committee fails to designate a chair, the Bishop may designate the chair from the members of the Nominating Committee. The chair shall convene an initial meeting of the Nominating Committee no later than the end of January each year.

CANON 2.9 PLANNING AND CREDENTIALS COMMITTEE. The Planning and Credentials Committee shall be a permanent committee of the Diocesan Convention. It shall be the duty of the Planning and Credentials Committee, in consultation with the Bishop, to plan, arrange and organize for each Diocesan Convention, including the divine worship services and the agenda for each session, and such other matters as may be referred to it by the Diocesan Convention. The Planning and Credentials Committee shall consist of the Secretary, as Chairperson, a Cleric appointed by the Bishop, and the Dean of the Deanery that will host the annual Diocesan Convention in that year. The members of the Planning and Credential Committees can enlist the support and assistance of others as they shall deem appropriate from time to time.

CANON 2.10 OTHER COMMITTEES. From time to time the Diocesan Convention may create ad hoc committees and appoint the members of the same or grant the Bishop authority to appoint the members. The committees have the general authority to carry out their assigned tasks, provided that a committee has no authority to legally bind the Diocese and must obtain approval of the Diocesan Convention or the Executive Council for the expenditure of any funds.

CANON 2.11 JOURNAL OF CONVENTION. A journal of each Diocesan Convention shall be issued in one or more volumes and shall contain the following information: (a) the list presented by the Bishop of those persons in the Clerical Order as to such Diocesan Convention; (b) the names of all Delegates and alternate Delegates as to such Diocesan Convention; (c) the list presented by the Bishop of those persons entitled to seat and voice at such Diocesan Convention but without the right to vote; (d) a list of all Congregations and Institutions in union with the Diocesan Convention; and (e) a record of all minutes of the proceedings of the Diocesan Convention.

CANON 3 — THE OFFICE OF BISHOP

CANON 3.1 ELECTION OF A BISHOP DIOCESAN, BISHOP COADJUTOR OR BISHOP SUFFRAGAN.

- (a) The nomination, election, consecration and ordination of a Bishop Diocesan, Bishop Coadjutor or Bishop Suffragan is to be done in accordance with the Constitution and Canons of the Church, the Constitution and Canons of the Diocese and, provided the same do not conflict with the foregoing, such rules and procedures as the Standing Committee determines.
- (b) When the Diocese desires to elect a Bishop Diocesan, Bishop Coadjutor or Bishop Suffragan, the Standing Committee (or its assisting committee or committees) investigates and interviews potential candidates to determine their qualifications and suitability for office. The Standing Committee shall announce its nominee or nominees for election at least sixty (60) days before a meeting of the Diocesan Convention at which such matter will be considered. It announces its nominees by delivering the names of all nominees to the Secretary of the Diocesan Convention and causing the names to be posted on the Diocesan website. At the same time it delivers its list of nominees, the Standing Committee shall deliver to the Secretary of the Diocesan Convention a written description of a petition process for additional qualified candidates to be nominated, and the Diocesan Secretary shall cause the same to be posted on the Diocesan Website and otherwise published as the Standing Committee directs. At least thirty (30) days before the meeting of the Diocesan Convention at which such matter will be considered, the Secretary of Convention shall give notice of the Diocesan Convention meeting that names all candidates duly nominated by the Standing Committee or as a result of the petition process. The nomination of any other candidate shall not be accepted from the floor of the Diocesan Convention. Voting to elect a Bishop is by written ballot and by orders with a concurrent majority of each order on the same ballot required to elect. The balloting requirements may not be waived or compromised by a motion to elect by acclamation. After requisite approvals, the Bishop Diocesan-elect assumes office upon his or her consecration and ordination, but no earlier than the resignation, retirement or removal of the present Bishop, and an elected Bishop Coadjutor or Bishop Suffragan assumes office upon his or her consecration and ordination.

CANON 3.2 TERM OF OFFICE OF A BISHOP DIOCESAN, BISHOP COADJUTOR OR BISHOP SUFFRAGAN. Once elected and qualified, a Bishop Diocesan, Bishop Coadjutor or Bishop Suffragan holds office until the first to occur of his or her death, resignation, retirement, removal, or disqualification or as otherwise provided in the Constitution and Canons of the Church. A Bishop may not resign jurisdiction without the consent of the House of Bishops of the Church. A Bishop must retire upon the first to occur of attaining the age of seventy-two (72) years or the third (3rd) anniversary of the consecration of a Bishop Coadjutor.

CANON 3.3 APPOINTMENT OF AN ASSISTING BISHOP. The Bishop Diocesan may appoint an Assisting Bishop by and with the approval of the Standing Committee and the Executive Council. An Assisting Bishop holds office for the term of his or her appointment by the Bishop Diocesan.

CANON 4 — EXECUTIVE COUNCIL

CANON 4.1 COMPOSITION. The Executive Council shall be comprised of the Bishop and fifteen (15) members elected by the Convention, six (6) of whom shall be Clerics and nine (9) of whom shall be Laypersons. As for the six (6) Clerics, one must be from each Deanery of the Diocese so that each Deanery is represented by a Cleric. As for the nine (9) Laypersons, one must be from each Deanery of the Diocese so that each Deanery is represented by a Layperson, and the remaining three (3) Laypersons are considered “at large” and not representatives of a particular Deanery. Notwithstanding the foregoing, should it ever occur that a Cleric or Layperson does not stand for election to represent a Deanery as herein contemplated, the Bishop may thereafter fill such seat with a person of the order to which such seat is allocated, subject to the approval of his or her designated candidate by the Executive Council, for the term of office allocated to such seat. The elected members shall be grouped into three (3) classes of five (5) members each, each such class including two (2) Clerics and three (3) Laypersons. The terms of such classes shall be staggered so that one (1) such class is elected each year to commence a new term. The terms of office of elected members shall commence on January 1 next following their election. Except for the initial classes, whose members shall serve either a one-year term, two-year term or a three-year term as specified by the Diocesan Convention in its elections, the members of each class thereafter shall serve a three-year term.

CANON 4.2 QUALIFICATIONS OF MEMBERS. To be eligible to serve as a member of the Executive Council, a Cleric must be Canonically Resident in the Diocese and not under ecclesiastical discipline, and a lay individual must meet the requirements for being a Layperson as set forth in the definition of such term. No person who has served a full three-year term as an elected member of the Executive Council shall be eligible for election to a new term as a member of the Executive Council unless a year has passed or will have passed since his or her last term of office and the start of a new term of office.

CANON 4.3 OFFICERS OF THE EXECUTIVE COUNCIL. The President of the Executive Council is the Bishop. In addition, the Executive Council shall have a Vice-President and a Recording Secretary, with the persons to hold such offices to be elected from the membership of the Executive Council at the first meeting of the Executive Council following the annual Diocesan Convention, and each shall serve in the office to which he or she is elected until the first to occur of his or her resignation or removal by the Executive Council or the election of his or her successor. Upon the occurrence of a vacancy in the office of Vice-President or Recording Secretary, the Executive Council shall immediately fill the same. The President presides at all meetings of the Executive Council. In the absence of the President, the Vice President shall preside at a meeting of the Executive Council, and in the absence of the President and Vice President the Executive Council shall select one of its members to preside at such meeting. The Recording Secretary shall keep regular minutes of the Executive Council’s proceedings.

CANON 4.4 RESIGNATION, REMOVAL, AND REPLACEMENT. Any elected member of the Executive Council may resign by submitting a letter of resignation to the President, Vice President or Recording Secretary of the Executive Council. The Executive Council may declare vacant the seat not filled by election by the Diocesan Convention; the seat of an elected member who fails to maintain the qualifications for membership; the seat of an elected member who has failed without excuse to attend two consecutive regular meetings of the Executive Council; or the seat of an elected member who has failed, without excuse, to attend a total of three regular meetings of the Executive Council during any calendar year. The vacancy as to any elected seat of the Executive Council may be filled by the Executive Council, with the consent of the Bishop, and in filling any such vacancy the Executive Council must elect a candidate of the same order of the person who is being replaced, and if the person being replaced was elected as a representative of a particular Deanery, the Executive Council must elect a candidate from that same Deanery. A person elected to fill a vacant seat shall serve the remainder of the term otherwise allocated to such seat, and any uncertainty as to the duration of such term shall be resolved by the Bishop.

CANON 4.5 THOSE WITH SEAT AND VOICE ONLY. The following shall, by virtue of their offices, be entitled to notice of, and to seat and voice (but not vote) at, meetings of the Executive Council: the Bishop Coadjutor (if there is one), each Bishop Suffragan (if there is one), each Assisting Bishop (if there is one), the Dean of the Cathedral, the Secretary, the Treasurer, the Chief Financial Officer, the President of the Finance Committee, and the Chancellor (but solely for the purpose of providing legal advice).

CANON 5 — STANDING COMMITTEE

CANON 5.1 COMPOSITION. The Standing Committee shall be comprised of eight (8) members elected at large by the Convention, four (4) of whom shall be Clerics and four (4) of whom shall be Laypersons. The members shall be grouped into four (4) classes of two (2) members each, each such class including one (1) Cleric and one (1) Layperson. The terms of such classes shall be staggered so that one (1) such class is elected each year to commence a new term. The terms of office of elected members shall commence on January 1 next following their election. Except for the initial classes, whose members shall serve either a one-year term, two-year term, three-year term or four-year term as specified by the Diocesan Convention in its elections, the members of each class thereafter shall serve a four-year term.

CANON 5.2 QUALIFICATIONS OF MEMBERS. To be eligible to serve as an at-large member of the Standing Committee, a Cleric must be Canonically Resident in the Diocese and not under ecclesiastical discipline, and a lay individual must meet the requirements for being a Layperson as set forth in the definition of such term. No person who has served a full four-year term as an elected member of the Standing Committee shall be eligible for election to a new term as a member of the Standing Committee unless a year has passed or will have passed since his or her last term of office and the start of a new term of office.

CANON 5.5 OFFICES OF THE STANDING COMMITTEE. The officers of the Standing Committee are a President, a Vice-President and a Recording Secretary. The persons to hold such offices are to be elected from the membership of the Standing Committee at the first meeting of the Standing Committee following the annual Diocesan Convention, and each shall serve in the office to which

he or she is elected until the first to occur of his or her resignation or removal by the Standing Committee or the election of his or her successor. Upon the occurrence of a vacancy in the office of President, Vice-President or Recording Secretary, the Standing Committee shall immediately fill the same. The President presides at all meetings of the Standing Committee. In the absence of the President, the Vice President shall preside at a meeting of the Standing Committee, and in the absence of the President and Vice President the Standing Committee shall select one of its members to preside at such meeting. The Recording Secretary shall keep regular minutes of the Standing Committee's proceedings.

CANON 5.4 RESIGNATION, REMOVAL, AND REPLACEMENT. Any member of the Standing Committee may resign by submitting a letter of resignation to the Bishop or the President, Vice President or Recording Secretary of the Standing Committee. The Standing Committee may declare vacant any seat of an elected at-large member not filled by election by the Diocesan Convention; the seat of an elected at-large member who fails to maintain the qualifications for membership; the seat of an elected at-large member who has failed without excuse to attend two (2) consecutive regular meetings of the Standing Committee; or the seat of an elected at-large member who has failed, without excuse, to attend a total of three (3) regular meetings of the Standing Committee during any calendar year. The vacancy as to any seat of an elected at-large member may be filled by the Standing Committee, with the consent of the Bishop, and in filling any such vacancy the Standing Committee must elect a candidate of the same order of the person who is being replaced. A person elected to fill a vacant seat shall serve the remainder of the term otherwise allocated to such seat, and any uncertainty as to the duration of such term shall be resolved by the Bishop.

CANON 5.5 THOSE WITH SEAT AND VOICE ONLY. The following shall, by virtue of their offices, be entitled to notice of, and to seat and voice (but not vote) at, meetings of the Standing Committee: the Bishop, the Bishop Coadjutor (if there is one), each Bishop Suffragan (if there is one), each Assisting Bishop (if there is one), and the Chancellor (but solely for the purpose of providing legal advice).

CANON 5.6 WHEN THE STANDING COMMITTEE ACTS AS THE ECCLESIASTICAL AUTHORITY.

- (a) When the Standing Committee is the Ecclesiastical Authority, the Standing Committee designates one or more of its members to fulfill the day-to-day responsibilities of the Ecclesiastical Authority and those responsibilities that an individual can best fulfill as a practical matter, including the responsibilities of congregational visitation, committee service, preaching, ministering the sacraments, dealing with postulants and candidates to the diaconate and priesthood (except as provided below). The members designated have the authority to fulfill the responsibilities of the Ecclesiastical Authority and to represent the interests of the Standing Committee. When the responsibilities are exclusively within the purview of a Cleric, the designee shall be a Cleric member of the Standing Committee.
- (b) In no event, however, may the Standing Committee, when acting as the Ecclesiastical Authority, take any action or do anything that is expressly reserved

for a Bishop as set forth in the Rubrics of the Book of Common Prayer, the Constitution and Canons of the Church, the Constitution of the Diocese or the Canons of the Diocese

- (c) When the Standing Committee becomes the Ecclesiastical Authority, it must move deliberately to facilitate the election and ordination of a Bishop pursuant to the Constitution and Canons of the Church and the Constitution and Canons of the Diocese.

CANON 6 — FINANCE COMMITTEE

CANON 6.1 COMPOSITION. The Finance Committee shall be comprised of the Bishop, the Treasurer and six (6) members appointed by the Bishop with the advice and consent of the Executive Council. The appointed members shall be grouped into three (3) classes of two (2) members each. The terms of such classes shall be staggered so that one (1) such class is appointed each year to commence a new term. The terms of office of appointed members shall commence on January 1 next following their appointment. Except for the initial classes, which shall serve either a one-year term, two-year term or a three-year term as specified by the Bishop in his or her appointment of such members, the members of each class thereafter shall serve a three-year term.

CANON 6.2 QUALIFICATIONS OF MEMBERS. Each appointed member of the Finance Committee must be able to read and understand fundamental financial statements or become able to do so within a reasonable time after being appointed, and it is preferable that one or more of the appointed members have employment experience in finance or accounting or other comparable experience resulting in financial sophistication. No person who has served a full three-year term as an appointed member of the Finance Committee shall be eligible for appointment to a new term as a member of the Finance Committee unless a year has passed or will have passed since his or her last term of office and the start of a new term of office.

CANON 6.3 OFFICES OF THE FINANCE COMMITTEE. The officers of the Finance Committee are a President, Vice President and a Recording Secretary. The persons to hold such offices are to be appointed by the Bishop from the membership of the Finance Committee at the first meeting of the Finance Committee following the annual Diocesan Convention, and each shall serve in the office to which he or she is appointed until the first to occur of his or her resignation or removal by the Finance Committee or the election of his or her successor. Upon the occurrence of a vacancy in the office of President, Vice-President or Recording Secretary, the Bishop shall immediately fill the same. The President presides at all meetings of the Finance Committee. In the absence of the President, the Vice President shall preside at a meeting of the Finance Committee, and in the absence of the President and Vice President the Finance Committee shall select one of its members to preside at such meeting. The Recording Secretary shall keep regular minutes of the Finance Committee's proceedings.

CANON 6.4 RESIGNATION, REMOVAL, AND REPLACEMENT. Any member of the Finance Committee may resign by submitting a letter of resignation to the Bishop or the President, Vice President or Recording Secretary of the Finance Committee. The Bishop may declare vacant the seat of an appointed member who fails to maintain the qualifications for membership; the seat of

an appointed member who has failed without excuse to attend two (2) consecutive regular meetings of the Finance Committee; or the seat of an appointed member who has failed, without excuse, to attend a total of three (3) regular meetings of the Finance Committee during any calendar year. In addition, the Executive Council shall have the authority to remove any appointed member of the Finance Committee. The vacancy as to any seat of an appointed member shall be filled by the Bishop, with the advice and consent of the Executive Council, and in filling any such vacancy the Bishop must appoint a candidate with the requisite qualifications for serving as a member of the Finance Committee. A person appointed to fill a vacant seat shall serve the remainder of the term otherwise allocated to such seat, and any uncertainty as to the duration of such term shall be resolved by the Bishop.

CANON 6.5 THOSE WITH SEAT AND VOICE ONLY. The following shall, by virtue of their offices, be entitled to notice of, and to seat and voice (but not vote) at, meetings of the Finance Committee: the Chief Financial Officer and the Chancellor (but solely for the purpose of providing legal advice).

CANON 7 — COMMISSION ON MINISTRY

CANON 7.1 COMPOSITION. The Commission on Ministry shall be comprised of any archdeacon of the Diocese as well as twelve (12) members elected at large by the Convention, six (6) of whom shall be Clerics and six (6) of whom shall be Laypersons. The elected members shall be grouped into three (3) classes of four (4) members each, each such class including two (2) Clerics and two (2) Laypersons. The terms of such classes shall be staggered so that one (1) such class is elected each year to commence a new term. The terms of office of elected members shall commence on January 1 next following their election. Except for the initial classes, whose members shall serve either a one-year term, two-year term or a three-year term as specified by the Diocesan Convention in its elections, the members of each class thereafter shall serve a three-year term.

CANON 7.2 QUALIFICATIONS OF MEMBERS. To be eligible to serve as an at-large member of the Commission on Ministry, a Cleric must be Canonically Resident in the Diocese and not under ecclesiastical discipline, and a lay individual must meet the requirements for being a Layperson as set forth in the definition of such term. No person who has served a full three-year term as an elected member of the Commission on Ministry shall be eligible for election to a new term as a member of the Commission on Ministry unless a year has passed or will have passed since his or her last term of office and the start of a new term of office.

CANON 7.3 OFFICES OF THE COMMISSION ON MINISTRY. The officers of the Commission on Ministry are a President, a Vice-President and a Recording Secretary. The persons to hold such offices are to be elected from the membership of the Commission on Ministry at the first meeting of the Commission on Ministry following the annual Diocesan Convention, and each shall serve in the office to which he or she is elected until the first to occur of his or her resignation or removal by the Commission on Ministry or the election of his or her successor. Upon the occurrence of a vacancy in the office of President, Vice-President or Recording Secretary, the Commission on Ministry shall immediately fill the same. The President presides at all meetings of the Commission on Ministry. In the absence of the President, the Vice President shall preside at a meeting of the Commission on Ministry, and in the absence of the President and Vice President the Commission on Ministry shall select one of its

members to preside at such meeting. The Recording Secretary shall keep regular minutes of the Commission on Ministry's proceedings.

CANON 7.4 RESIGNATION, REMOVAL, AND REPLACEMENT. Any member of the Commission on Ministry may resign by submitting a letter of resignation to the Bishop or the President, Vice President or Recording Secretary of the Commission on Ministry. The Commission on Ministry may declare vacant the seat for an elected at-large member not filled by election by the Diocesan Convention, the seat of an elected at-large member who fails to maintain the qualifications for membership; the seat of an elected at-large member who has failed without excuse to attend two (2) consecutive regular meetings of the Commission on Ministry; or the seat of an elected at-large member who has failed, without excuse, to attend a total of three (3) regular meetings of the Commission on Ministry during any calendar year. The vacancy as to any seat for an elected at-large member may be filled by the Commission on Ministry, with the consent of the Bishop, and in filling any such vacancy the Commission on Ministry must elect a candidate of the same order of the person who is being replaced. A person elected to fill a vacant seat shall serve the remainder of the term otherwise allocated to such seat, and any uncertainty as to the duration of such term shall be resolved by the Bishop.

CANON 7.5 THOSE WITH SEAT AND VOICE ONLY. The following shall, by virtue of their offices, be entitled to notice of, and to seat and voice (but not vote) at meetings of the Commission on Ministry: the Bishop, the Bishop Coadjutor (if there is one), each Bishop Suffragan (if there is one), and each Assisting Bishop (if there is one).

CANON 8.0 — DEANERIES

CANON 8.1 NAMES OF THE REGIONS. The Diocese shall be divided into six regions for pastoral and administrative purposes as follows (each is hereafter referred to as "Deanery"):

- (a) Asheville Deanery
- (b) Foothills Deanery
- (c) Hendersonville Deanery
- (d) Mountain Deanery
- (e) Piedmont Deanery
- (f) Western Deanery

CANON 8.2 GEOGRAPHIC BOUNDARIES. The Bishop shall establish, and may adjust from time to time, the geographic boundaries of each Deanery.

CANON 8.3 COMPOSITION. Each Deanery shall be composed of all the Clerics who are Canonically Resident in the Diocese and serving Congregations or Institutions in that Deanery and the Laypersons from the Congregations and Institutions in the Region.

CANON 8.4 AUTHORITY AND RESPONSIBILITY OF DEANERIES. The principal objectives of convocations of the Deanery shall be the implementation of the policies and plans for the benefit of the Diocese as directed by the Diocesan Convention, the Executive Council or the Bishop; leadership training and development; communication between the Diocese and the

Congregations and Institutions located in the Deanery; and support of ministries located in the Deanery.

CANON 8.5 OFFICES OF THE DEANERY. The officers of a Deanery are a Dean, a Recording Secretary and such other offices as the members of the Deanery may elect. The Clerics of the Deanery shall elect a Dean from its Clerics and the Recording Secretary and all other officers from its membership. Each officer of the Deanery shall serve a term as specified at the time he or she is elected or until the first to occur of his or her resignation or removal by the Clerics of the Deanery or the election of his or her successor. Upon the occurrence of a vacancy in the office of Dean or Recording Secretary, the Clerics shall immediately fill the same by electing a successor. The Recording Secretary shall send written notice of the election of a Dean to the Bishop within ten (10) days after such election. The Dean presides at all meetings of the Deanery. In the absence of the Dean, the Deanery shall elect a Cleric from its membership to preside at such meeting.

CANON 9 – RULES FOR MEETINGS OF COMMITTEES

CANON 9.1 GENERAL RULES. The following rules shall apply with regard to the meetings and activities of the Executive Council, Finance Committee, Standing Committee, the Commission on Ministry and a Deanery (each is hereafter referred to as a “Committee” for purposes of this Canon 9):

- (a) The Committee shall hold regular meetings on such dates and times and at such places as the Committee sets by resolution or in the absence of any such resolution as determined by the highest-ranking officer of such Committee. At a minimum, however, the Committee shall meet at least every quarter of the calendar year.
- (b) The highest-ranking officer of the Committee, the Bishop (if he or she is not the highest-ranking officer of the Committee) or a majority of the members of the Committee may call a special meeting of the Committee. The person or persons authorized to call special meetings of the Committee may fix a day and reasonable time for the meeting, and may fix a reasonable place within the territory of the Diocese as the place for the meeting. The person or persons calling the special meeting must give notice to each member of Committee of the time, place, date and purpose of the meeting. Such notice must be given not less than seven (7) business days if by U.S. postal service, not less than two (2) business days if by overnight delivery service, and not less than twenty-four (24) hours if by facsimile transmission, email or direct personal communication. A Committee member may waive notice of any special meeting.
- (c) Any meeting constitutes a legal meeting without notice if all the members are present, or if those not present, either before or after the meeting, provide a written waiver of notice or a consent to such meeting or approve the minutes of the meeting.
- (d) The Committee may hold meetings by means of conference telephone, video conferencing or similar telecommunications equipment that enable all persons

participating in the meeting to hear and speak to each other. Such participation constitutes presence in person at such meeting.

- (e) A majority of the Committee members constitute a quorum for the purpose of conducting business. In the absence of a quorum, a majority of members present at any meeting may adjourn the meeting to another place, date or time without further notice.
- (f) Except as otherwise provided herein, the Committee may transact business in such order and manner as it may determine.
- (g) The Committee determines all substantive, procedural, or other matters by the vote of a majority of the members present.
- (h) Any Committee member may add to the Committee's agenda any item germane to the Diocese's property, business, or affairs.
- (i) The Committee may take any required or permitted action without a meeting if a majority of the Committee members consent to such action and their consent is filed with the minutes of the proceedings of the Committee. The action must be evidenced by one or more written consents signed by a majority of the members of the Committee, which written consent(s) must describe the action taken. The consent of a member to action taken without meeting may be in electronic form and delivered by electronic means. For purposes of the foregoing, an electronic communication from a member approving a written consent shall be deemed to be such member's signature on and evidencing approval of such written consent.
- (j) In its discretion, the Committee may meet in executive session for discussion of particular subjects it deems sensitive, but shall make all decisions in regular session.

CANON 9.2 MINUTES. The Recording Secretary of the Committee shall cause minutes of the Committee's proceedings to be prepared reflecting all decisions made or actions taken and, where deemed relevant and appropriate the related discussions. After they have been approved, the minutes shall be recorded in written form, and shall be open to inspection at any reasonable time by any person affiliated with the Diocese. Notwithstanding the foregoing, minutes of Committee meetings may exclude information protected from disclosure by a legal privilege (such as the attorney-client privilege), and minutes of meetings of the Standing Committee may exclude information about sensitive matters that could jeopardize the Standing Committee's role as a council of advice to the Bishop.

CANON 10 — REPRESENTATION IN THE GENERAL CONVENTION

CANON 10.1 ELECTION OF CLERICS AS DEPUTIES AND ALTERNATES. At an annual meeting, the Diocesan Convention shall elect Clerics and their alternates to represent the Diocese as deputies at the General Convention of The Episcopal Church. The Constitution and Canons of the Church shall determine the number of Clerics to represent the Diocese as deputies. To be eligible for

election, a Cleric must be Canonically Resident in the Diocese and not under ecclesiastical discipline and otherwise eligible under Constitution and Canons of the Church to serve as such. In electing Clerics as deputies and alternate deputies, the Clerical Order and Lay Order shall vote as one body using a written ballot that lists all of the nominees, and each shall vote for a number of the nominees listed equal to the number of Clerics to be elected as deputies and for an equal number of alternate deputies. The elected deputies shall be those persons that received the most votes, and the elected alternate deputies shall be the next individuals that received the most votes.

CANON 10.2 ELECTION OF LAYPERSONS AS DEPUTIES AND ALTERNATES. At its annual meeting, the Diocesan Convention shall elect Laypersons and their alternates to represent the Diocese as deputies at the General Convention of The Episcopal Church. The Constitution and Canons of the Church shall determine the number of Laypersons to represent the Diocese as deputies. To be eligible for election, a lay individual must meet the requirements for being a Layperson as set forth in the definition of such term. In electing Laypersons as deputies and alternate deputies, the Clerical Order and Lay Order shall vote as one body using a written ballot that lists all of the nominees, and each shall vote for a number of the nominees listed equal to the number of Laypersons to be elected as deputies and for an equal number of alternate deputies. The elected deputies shall be those persons that received the most votes, and the elected alternate deputies shall be the next individuals that received the most votes.

CANON 10.3 TERM. A deputy or alternate deputy to the General Convention serves until his or her death, resignation, removal or disqualification, or until his or her successor is elected and qualified. Furthermore, if a deputy or alternate deputy fails to maintain the qualifications for election to such position, such deputy or alternative deputy, as the case may be, is disqualified.

CANON 10.4 RANKING OF ALTERNATES AND ORDER OF SUCCESSION. The alternate deputies in each order are to be ranked according to the total number of votes each receives. If a deputy is unable to serve, the Bishop appoints the highest-ranking alternate deputy in the proper order to fill the vacancy.

CANON 10.5 ORGANIZATION OF GENERAL CONVENTION DEPUTATION. The deputation to the General Convention, consisting of the elected deputies and alternate deputies, meeting as one body, shall elect its own leadership. The chair or co-chairs shall be elected from among the deputies, and if there will be co-chairs, there shall be one from each order.

CANON 10.6 REPORT. The deputies to the General Convention shall make a written report on the actions taken by the General Convention and submit the report to the Executive Council and to the Diocesan Convention at its next annual meeting.

CANON 11 — REPRESENTATION IN THE PROVINCIAL SYNOD

CANON 11.1 ELECTION OF CLERICS AS DEPUTIES AND ALTERNATES. At its annual meeting, the Diocesan Convention shall elect Clerics and their alternate deputies to represent the Diocese as deputies at the provincial synod of which the Diocese is a part. The rules of the provincial synod shall determine the number of Clerics to represent the Diocese as deputies. To be eligible for election, a Cleric must be Canonically Resident in the Diocese and not under ecclesiastical

discipline and otherwise eligible under rules of the provincial synod to serve as a deputy. In electing Clerics as deputies and alternate deputies, the Clerical Order and Lay Order shall vote as one body using a written ballot that lists all of the nominees, and each shall vote for a number of the nominees listed equal to the number of Clerics to be elected as deputies and alternate deputies. The elected deputies shall be those persons that received the most votes, and the elected alternate deputies shall be the next individuals that received the most votes.

CANON 11.2 ELECTION OF LAYPERSONS AS DEPUTIES AND ALTERNATES. At its annual meeting, the Diocesan Convention shall elect Laypersons and their alternates to represent the Diocese as deputies at the provincial synod of which the Diocese is a part. The rules of the provincial synod shall determine the number of Laypersons to represent the Diocese as deputies. To be eligible for election, a lay individual must meet the requirements for being a Layperson as set forth in the definition of such term. In electing Laypersons as deputies and alternate deputies, the Clerical Order and Lay Order shall vote as one body using a written ballot that lists all of the nominees, and each shall vote for a number of the nominees listed equal to the number of Laypersons to be elected as deputies and alternate deputies. The elected deputies shall be those persons that received the most votes, and the elected alternate deputies shall be the next individuals that received the most votes.

CANON 11.3 TERM. A deputy or alternate to the provincial synod of which the Diocese is a part serves until his or her death, resignation, removal or disqualification, or until his or her successor is elected and qualified. Furthermore, if a deputy or alternate deputy fails to maintain the qualifications for election to such position, such deputy or alternate deputy, as the case may be, is disqualified.

CANON 11.4 RANKING OF ALTERNATES AND ORDER OF SUCCESSION. The alternate deputies in each order are to be ranked according to the total number of votes each receives. If a deputy is unable to serve, the Bishop appoints the highest-ranking alternate deputy in the proper order to fill the vacancy.

CANON 11.5 ORGANIZATION OF PROVINCIAL SYNOD DEPUTATION. The deputation to the provincial synod, consisting of the elected deputies and alternate deputies, meeting as one body, shall elect its own leadership. The chair or co-chairs shall be elected from among the deputies, and if there will be co-chairs, there shall be one from each order.

CANON 11.6 REPORT. The deputies to the provincial synod shall make a written report on the actions taken by the provincial synod and submit the report to the Executive Council and to the Diocesan Convention at its next annual meeting.

CANON 12 — CATHEDRAL CHURCH

CANON 12.1 THE CATHEDRAL. From its Parishes, the Bishop shall select the Cathedral of the Diocese.

CANON 12.2 GOVERNANCE. Except as otherwise provided for in this Canon 12, the Cathedral is a Parish, with all the usual rights and privileges as such (including the rights and responsibilities

as addressed in Canon 13 that follows), and the Rector of such Parish shall have the title of “Dean of the Cathedral.”

CANON 12.3 DEAN. When the position of Dean of the Cathedral becomes vacant, the Vestry of the Cathedral shall consult with the Bishop or the Bishop’s designee with respect to the procedure to be followed in the selection and call of a new Dean of the Cathedral. The election of a Dean of the Cathedral shall require the approval of a nominee by an affirmative vote of two thirds (2/3) of the Layperson members of the Vestry and the approval of the Bishop. The Bishop can reject the nominee and require the Vestry to continue its search and present a new nominee for the Bishop to consider. Subject to the control and oversight of the Bishop, the Dean of the Cathedral (a) decides all matters pertaining to Cathedral services; (b) shall be, ex officio, a voting member of the Vestry of the Cathedral (the temporal activities and affairs of the Cathedral shall be conducted, and all corporate powers shall be exercised, by or under the direction of the Vestry acting as the board of directors of the Cathedral); (c) assigns duties to the Clerics of the Cathedral; and (d) serves as Chair, ex officio of all committees of the Cathedral, unless the Dean of the Cathedral Church selects a member of the committee to so serve or the Cathedral canons otherwise provide.

CANON 12.4 BISHOP’S DISCRETION. The Bishop has the discretionary right to use the Cathedral Church for worship, has the authority to direct the services therein, is invited to use it at Easter and Christmas, and to use the facilities associated with the Cathedral Church for the benefit of the Diocese.

CANON 13 — PARISHES

CANON 13.1 THE APPLICATION. A congregational ministry may apply for admission as a Parish in union with Diocesan Convention. The application of such congregational ministry is to be addressed to the Bishop and the Standing Committee, and it shall be in the form prescribed by the Bishop, and it shall include such information as the Bishop shall request. In all events, the application must contain the following commitments on behalf of the prospective Parish:

- (a) that all activities of the Parish shall forever be in conformity with the Constitution and the Canons of the Church and with the Constitution and Canons of the Diocese and with the doctrine, discipline and worship of The Episcopal Church;
- (b) that the said Constitution and Canons of the Church and the Constitution and Canons of the Diocese shall always expressly form a part of the governing documents of the Parish and shall prevail against anything elsewhere contained in said governing documents;
- (c) that all property, real and personal, shall be held in trust for The Episcopal Church and the Diocese in which the Parish is located and subject to the authority and control of its Bishop and Standing Committee as specified in the Constitution and Canons of the Church and the Constitution and Canons of the Diocese; and
- (d) that the Parish shall dissolve as an ongoing entity whenever the Diocesan Convention has dissolved the parochial relationship with the Parish.

CANON 13.2 APPROVAL. If the Bishop and a majority of the Standing Committee approve the organization of the proposed Parish, the Bishop shall issue a certificate evidencing such approval, a copy of which certificate shall be incorporated in the minutes of the Standing Committee.

CANON 13.3 ORGANIZATIONAL MEETING. Upon receipt of the approval of the Bishop and of the Standing Committee, there shall be a meeting of the members of the proposed Parish at which the Bishop, or a Cleric appointed by the Bishop shall preside. If the application and the undertakings and declarations made therein are ratified and confirmed by the vote of a majority of the members of the proposed Parish present at such meeting, then the Bishop shall appoint such person or persons from among the members to organize the same, if not already so organized, as either a North Carolina nonprofit corporation or as a nonprofit religious entity existing under the North Carolina Uniform Unincorporated Nonprofit Association Act. The organizational documents shall include (and if already in existence shall be amended to include) the following:

- (a) If organized as a nonprofit corporation, the organizational documents shall include articles of incorporation that are to be filed with the Office of the North Carolina Secretary of State and shall include, among other terms as may be prescribed by the Bishop or Chancellor, (i) the name of the Parish, which shall include the words “Episcopal Church” or “Episcopal Parish” as part of the name; (ii) that the Parish is subordinate to the authority of the Diocese and that it shall dissolve whenever its status as a Parish has been terminated by the Diocese; (iii) that the property of the Parish is held in trust for The Episcopal Church and the Diocese; (iv) that the Parish shall not encumber or alienate its real property without first obtaining the written consent of the Bishop and the approval of the Standing Committee and the Executive Council.
- (b) If organized as an unincorporated nonprofit association, the organizational documents shall include articles of consent signed by two or more members of the Parish that are to be retained in the records of the Parish, with a copy submitted to the Bishop, and such articles of consent shall include, among other terms as may be prescribed by the Bishop or Chancellor, (i) the name of the Parish, which shall include the words “Episcopal Church” or “Episcopal Parish” as part of the name; (ii) that the members signing the articles of consent do so to cause the Parish to come into existence in accordance with the North Carolina Uniform Unincorporated Nonprofit Association Act; (iii) that the Parish is subordinate to the authority of the Diocese, and the Parish shall dissolve whenever its status as a Parish has been terminated by the Diocese; (iv) that the property of the Parish is held in trust for The Episcopal Church and the Diocese; and (v) that the Parish shall not encumber or alienate its real property without first obtaining the written consent of the Bishop and the approval of the Standing Committee and the Executive Council.
- (c) The Parish shall adopt bylaws to govern its internal affairs. At all times, such bylaws shall be deemed to provide, in the event it is not expressly stated therein, that the Constitution and Canons of the Church and the Constitution and the Canons

of the Diocese shall prevail against anything contained in the bylaws to the contrary.

CANON 13.4 RECOGNITION BY THE DIOCESAN CONVENTION. At the next annual Diocesan Convention after being established, the Parish shall submit to the Diocesan Convention: (i) an application, in such form and with such information as required by the Bishop and signed by a majority of the Vestry, requesting that the Diocesan Convention recognize the Parish as being in union with the Diocesan Convention, (ii) a list of the Parish's Layperson Delegates and alternate Delegates to the Diocesan Convention, and (iii) a recommendation of the Bishop that the Diocesan Convention recognize the Parish. By majority vote, the Diocesan Convention may resolve that the Diocesan Convention recognizes the Parish as being in union with the Diocesan Convention and that its elected Layperson Delegates be seated. In the event the Diocesan Convention does not vote in favor of recognizing a Parish, the same may continue, although without representation in the Diocesan Convention, until the same is either later recognized by the Diocesan Convention or is dissolved.

CANON 13.5 CONFORMITY. Every Parish within the Diocese shall maintain, and if necessary revise and amend, its governing documents so as to bring the same into conformity with the Constitution and Canons of the Church and the Constitution and Canons of the Diocese, as such may from time to time be amended. The Parish Secretary of each Parish shall keep and preserve, in the office of the Parish, the governing documents of the Parish and shall provide copies of the same to the Bishop, Chief Financial Officer, Executive Council, Standing Committee or Chancellor upon request.

CANON 13.6 BUILDING LOCATION. No Parish shall locate or change the location of its church building without the previous written consent of the Bishop and the approval of the Standing Committee.

CANON 13.7 CONVERSION OF A PARISH TO A WORSHIPPING COMMUNITY OR DISSOLUTION OF A PARISH. If, after notice to the Parish and an opportunity to be heard, the Bishop and the Standing Committee shall have determined that a Parish cannot adequately support a Rector to meet the ongoing needs of the Parish, has failed to provide the financial support necessary for the spiritual maintenance of the Parish, or has failed to observe the Constitution and Canons of the Church or the Constitution and Canons of the Diocese, the following actions may be taken:

(a) The Diocesan Convention may convert the Parish to a Worshipping Committee in union with the Diocesan Convention, and upon becoming a Worshipping Community the terms of Canon 14 shall thereafter apply; or

(b) The Diocesan Convention may order the dissolution of the Parish, and in such event the Bishop shall appoint three (3) persons from the Executive Council to assume the role of the Vestry of such Parish, and from such persons the Bishop shall appoint a Senior Warden and a Junior Warden, and the newly-appointed Vestry and its officers shall then promptly take such steps necessary to transfer to the Diocese all of the Parish's property.

CANON 13.8 THE VESTRY.

- (a) **Role of the Vestry.** The Vestry of the Parish (of which the Rector shall be, ex officio, a voting member) shall constitute the board of directors of the Parish. The temporal activities and affairs of the Parish shall be conducted, and all corporate powers shall be exercised, by or under the direction of the Vestry acting as the board of directors of the Parish. The powers of the Vestry shall include, but not be limited to, the power to fill any vacancy or vacancies in that body that may occur before the next annual Parish meeting, and to call special Parish meetings. The Vestry may delegate the management of the temporal activities of the Parish to any person or persons, provided that the activities and affairs of the Parish shall be managed and all corporate powers shall be exercised under the ultimate direction of the Vestry.
- (b) **Number and Qualifications.** The bylaws of the Parish shall prescribe the number of elected members of the Vestry, provided there shall not be less than six (6) or more than twelve (12) elected members, although in Parishes with smaller congregations the minimum number may be reduced with the approval of the Bishop. Where the bylaws of the Parish so provide, the number of elected members of the Vestry may be a variable number, with the exact number to be fixed within the permitted range from time to time by action of the Vestry or by the members of the Parish at an annual or special meeting. To be eligible for election, a lay individual must meet the requirements for being a Layperson as set forth in the definition of such term. The bylaws may prescribe additional qualifications for membership on the Vestry. The Vestry may declare vacant the seat of an elected member who fails to meet any qualification for membership prescribed herein or in the bylaws of the Parish; the seat of an elected member who has failed without excuse to attend three (3) consecutive regular meetings of the Vestry; or the seat of an elected member who has failed without excuse to attend a total of four (4) regular meetings of the Vestry during any calendar year.
- (c) **Election and Term.** Members of the Vestry shall be elected at the annual Parish meeting to be held at the time fixed by the bylaws. In the case of a newly-organized Parish, members of the Vestry shall be elected at a special Parish meeting to serve until the first annual Parish meeting. The maximum term for which a member of the Vestry may be elected shall expire on the date of the third (3rd) annual meeting of the Parish following the meeting at which such person was elected or at such time, not exceeding three (3) years, as the Parish may fix by bylaw for installation of members of the Vestry. Each term of office shall be fixed so that, as nearly as practicable, one-third (1/3) of the authorized number of Layperson members of the Vestry to be elected for a full term shall be elected at each annual meeting. A retiring or resigning Vestry member may not again serve on the Vestry until one (1) year has elapsed, except that a member completing less than the full term of another's unexpired term may be elected to a full term.
- (d) **Wardens.** The officers of the Vestry and Parish shall include a Senior Warden and a Junior Warden, both of whom shall be elected members of the Vestry. Subject to

the consent of the Vestry, the Rector shall appoint the Senior Warden and Junior Warden, each of whom shall serve at the pleasure of the Rector. If the Parish is without a Rector, the Senior Warden and Junior Warden shall be elected by the members of the Vestry. If the Parish is without a Rector, or if the Rector is absent, unable to act, or elects not to preside, the Senior Warden shall preside at meetings of the Vestry and of the Parish, and if the Parish also is without a Senior Warden, or if the Senior Warden is absent, unable to act or elects not to preside, the Junior Warden shall then preside at meetings of the Vestry and of the Parish. No action shall be taken at a meeting of a Vestry unless either the Rector, the Senior Warden or Junior Warden is present.

- (e) **Other Officers.** Other officers of the Vestry and Parish shall include a Parish Secretary and a Parish Treasurer, each of whom shall be elected at an organizational meeting of the Vestry immediately following the annual Parish meeting and shall serve until their successors are elected. Such officers need not be members of the Vestry. They shall have the powers and duties prescribed in these Canons of the Diocese and in the bylaws of the Parish. The Parish Treasurer shall be bonded in an amount and by a surety approved by the Vestry.

CANON 13.9 PARISH MEETINGS. Each Parish shall meet annually to elect members to its Vestry and Laypersons to serve as its Delegates and alternate Delegates for the Diocesan Convention, to receive reports and to transact other business that may legally and canonically come before the meeting. A Parish's annual meeting is to be held not later than December 1 of each calendar year, except that the Vestry, for good cause and with the prior consent of the Bishop, may postpone its annual meeting to a date that is no more than ten (10) months from the foregoing date. Subject to the foregoing, the Vestry shall determine the place, day and hour for the annual meeting if not prescribed by the Parish's bylaws. A Parish may hold a special meeting at any time on the call of the Priest-in-Charge of the Parish, the Vestry or ten percent (10%) or more of the members of the Parish (as hereafter defined) who are aged sixteen (16) years or older and in good standing in the Parish. As to Parish meetings, the following shall apply:

- (a) **Membership.** All persons who have received the sacrament of holy baptism and whose baptism has been duly recorded in The Episcopal Church and whose names have been duly recorded in the Parish register are members of the Parish.
- (b) **Voting.** Each member of the Parish aged sixteen (16) years or older shall be entitled to vote. No person shall be entitled to more than one vote or to vote by proxy or absentee ballot. In the election of members of the Vestry, all voting shall be by ballot. If the number of candidates for election is equal the number of vacancies to be filled, the Parish Secretary may be directed by the presiding officer to cast a unanimous ballot for the slate of nominees.
- (c) **Notice of Meetings.** Notice of the date, time and place of every Parish meeting shall be given to all members of the Parish not less than twenty (20) days prior to the date of such meeting. The Parish may adopt a bylaw providing for any reasonable method of sending such notice instead of or in addition to U.S. Mail.

For any special meeting, the notice must set forth the proposed business, and no other business may be considered at such special meeting.

- (d) **Minutes of Meetings.** The results of any election or a summary of any action taken at a special or annual meeting of the Parish shall be recorded in a writing maintained by the Parish Secretary, and such writing shall be made available to any member of the Parish for inspection upon reasonable request.
- (e) **Judges of Election.** For each meeting at which members of the Vestry are to be elected, unless the number of nominees equals the number of vacancies to be filled, the presiding officer shall appoint from the qualified electors three (3) judges of the election. The judges shall canvass the ballot and certify in writing the result of the election. Whenever the right to vote is challenged, the challenged ballot shall be segregated and identified, and, after the person whose ballot has been challenged has had the opportunity to be heard, the judges shall indicate thereon whether the vote was allowed or rejected, and affix thereto their signatures. The Parish Secretary shall retain all election records for delivery to the Bishop in the event an election is appealed. If no appeal is taken within the period specified for appeal, the election records may be destroyed.
- (f) **Appeal.** Any appeal to the Bishop from the certified result of the election shall be made in writing within ten (10) days following the election. In the case of such appeal, the Bishop shall re-canvass the vote and declare the result of the election. The Bishop's decision on such appeal shall be final.
- (g) **Results of Election.** The Rector, or in his or her absence either the Senior Warden or Junior Warden, shall forward to the Bishop promptly after each annual meeting and the first organizational meeting of the Vestry following such annual meeting the names, addresses and telephone numbers of the Senior Warden, Junior Warden and other elected members of the Vestry, the Parish Treasurer and Parish Secretary then in office. If any change occurs in any office, the Rector, Senior Warden or Junior Warden shall promptly notify the Bishop of such change.

CANON 13.10 PARISH REGISTER. Every Cleric in charge of a Parish, or, if there is no Cleric, the Senior Warden, or, if there also is no Senior Warden, the Junior Warden, shall maintain custody and control of a register containing: (a) a record of all baptisms, confirmations, receptions, marriages and burials solemnized in the Parish, which shall include (i) a list of persons confirmed in the Parish; (ii) the names and dates of birth of the persons baptized together with the names of parents and sponsors or witnesses; and (iii) the names of persons married or buried, and the date of every such rite performed; and (b) the names of all communicants with the date of their reception, death, or removal. The Parish register shall be preserved as part of the records of the Parish. This Parish register shall be available for examination by the Bishop at each visitation, and for inspection at all reasonable times by the members of the Vestry, the Bishop, or any person designated by the Bishop.

CANON 13.11 VACANCY AS TO RECTOR. When the position of Rector is or becomes vacant in a Parish, either the Senior Warden or Junior Warden shall promptly notify the Bishop, and the Senior Warden and Junior Warden shall consult with the Bishop with respect to the appointment of an interim Cleric for the maintenance of divine services and pastoral care of the Parish. The Vestry also shall consult with the Bishop or the Bishop's designee with respect to the procedure to be followed in the selection and call of a new Rector.

CANON 13.12 ELECTION OF THE RECTOR. The election of a Rector shall require an affirmative vote of two-thirds (2/3) of the Layperson members of the Vestry. No commitment shall be made by the Vestry to any person under consideration as a prospective Rector, nor shall any formal call be issued, until the name of the Cleric under consideration as Rector has been made known to the Bishop, and the Bishop approves the call of such Cleric as Rector of the Parish. The call shall be in the form of an agreement, which shall be signed by the Senior Warden and Junior Warden and, when accepted, signed by the new Rector. In all events, the agreement must comply, or not conflict with, any provision or requirement of the Constitution and Canons of the Church or the Constitution and Canons of the Diocese. The signed agreement shall be sent to the Bishop who, when satisfied that the person chosen is a duly qualified Cleric and has accepted the office, shall approve the call and acceptance by causing copies of the agreement to be countersigned personally or by a designated representative and returned to the new Rector and to the Parish. The Bishop shall then notify the Secretary of the Diocesan Convention, who shall record the appointment and announce it at the next annual meeting of the Diocesan Convention.

CANON 13.13 ASSISTANTS. A priest serving as an assistant in a Parish, whether designated as an Assistant Rector or by some other title, shall be elected and retained in accordance with the following:

- (a) **Selection.** In the selection of an assistant, the Rector shall make known to the Bishop the name of the priest proposed for selection and a time, not exceeding sixty (60) days, given for the Bishop to communicate with the Rector and Vestry on the proposed selection. After the Bishop has communicated with the Rector and Vestry on the proposed selection, the Rector shall then nominate to the Vestry the name of the priest proposed for selection. The election of any such assistant shall require an affirmative vote of two-thirds (2/3) of the entire Vestry.
- (b) **Notice of Election.** Written notice of the election of an assistant, signed by the Senior Warden and Junior Warden, shall be sent to the Bishop within ten (10) days after such election. If the Bishop is satisfied that the person has accepted the office, the notice shall be sent to the Secretary of the Diocesan Convention who shall record it. Such record shall be sufficient evidence of the relationship between the assistant and the Parish.
- (c) **Terms.** The terms of employment of an assistant shall, subject to these Canons of the Diocese, be determined by the Vestry and may be incorporated in an agreement, which agreement constitutes the call and acceptance. In all events, the agreement must provide that the assistant serves at the pleasure of the Rector, and the agreement must otherwise comply, or not conflict with, any provision or

requirement of the Constitution and Canons of the Church or the Constitution and Canons of the Diocese.

CANON 13.14 AUTHORITY OF RECTOR. Subject to the Constitution and Canons of the Church, the Constitution and Canons of the Diocese and the authority of the Bishop, the Rector shall have exclusive charge of all things pertaining to or affecting the spiritual interests of the Parish. The Rector shall have the right to preside and vote at all Parish and Vestry meetings.

CANON 13.15 RECONCILIATION OF DISAGREEMENTS AFFECTING A PASTORAL RELATIONSHIP. Where the need therefor appears, a reconciliation of the pastoral relationship, as provided in the Constitution and Canons of the Church, may be sought in accordance with the following procedure:

- (a) **Appeal to Bishop.** In the event of differences between a Rector and Vestry, an appeal may be made to the Bishop for pastoral ministrations to reconcile those differences. The appeal may be made by the Rector, a majority of the whole Vestry, or jointly. The appeal shall state in writing that there are differences between the Rector and the Vestry and shall invite the Bishop's pastoral ministrations.
- (b) **Appeal by Rector.** If made by the Rector, a signed copy of the appeal shall be mailed or delivered to each member of the Vestry.
- (c) **Appeal by Vestry.** If made by the Vestry, alone or jointly with the Rector, the appeal shall state whether it emanates from a regular or special meeting of the Vestry. Those voting in favor of the appeal shall sign it. Notwithstanding any provision in the bylaws of the Parish to the contrary, a special meeting of the Vestry to consider the making of an appeal under this Canon may be convened by the Rector, the Senior Warden, the Junior Warden, or at least one-quarter (1/4) of the elected members of the Vestry. A special meeting not convened by the Rector, a Senior Warden or Junior Warden shall consider no other business. The convener(s) of the special meeting shall, at least ten (10) days before the meeting, mail or deliver to each member of the Vestry and to the Rector a signed written notice of the purpose, time, date, and place of the meeting. A certificate of compliance with this requirement, signed by the convener(s), shall accompany the appeal.

CANON 13.16 DISSOLUTION OF THE PASTORAL RELATIONSHIP. Except upon mandatory resignation by reason of age, the pastoral relationship between a Rector and a Parish may not be dissolved except in accordance with the Constitution and Canons of the Church.

CANON 14 — WORSHIPPING COMMUNITY

CANON 14.1 ORGANIZING A WORSHIPPING COMMUNITY. A Worshipping Community may be established within the boundaries of the Diocese with the consent of the Bishop and the Standing Committee of the Diocese upon completion of the following:

- (a) submission of a written application for the organization of a Worshipping Community to the Bishop, which application must be signed by at least twenty-five (25) persons who acknowledge their readiness to undertake the duties and obligations of such organization and that all activities of the Worshipping Community shall forever be in conformity with the Constitution and Canons of the Church and the Constitution and Canons of the Diocese and with the doctrine, discipline, and worship of The Episcopal Church;
- (b) issuance by the Bishop of written authorization for the organization of the Worshipping Community within the boundaries fixed by the Bishop;
- (c) the holding of a meeting of those desiring the organization of the Worshipping Community over which the Bishop or one authorized by the Bishop shall preside as organizer, and at which the prospective members of the Worshipping Community shall affirm the commitments set forth in the application and shall accept the conditions of the Bishop's authorization; and
- (d) the appointment by the Bishop of the initial Bishop's Committee as to such Worshipping Community as well as the Senior Warden, Junior Warden, Worshipping Community Secretary and Worshipping Community Treasurer of the initial Bishop's Committee.

CANON 14.2 RECOGNITION BY THE DIOCESAN CONVENTION. At the next annual Diocesan Convention after being established, the Worshipping Community shall submit to the Diocesan Convention: (i) an application, in such form and with such information as required by the Bishop and signed by a majority of the Bishop's Committee, requesting that the Diocesan Convention recognize the Worshipping Community as being in union with the Diocesan Convention, (ii) a list of the Worshipping Community's Layperson Delegate and alternate Delegate to the Diocesan Convention, and (iii) a recommendation of the Bishop that the Diocesan Convention recognize the Worshipping Community. By majority vote, the Diocesan Convention may resolve that the Diocesan Convention recognizes the Worshipping Community as being in union with the Diocesan Convention and that its elected Layperson Delegate be seated. In the event the Diocesan Convention does not vote in favor of recognizing a Worshipping Community, the same may continue, although without representation in the Diocesan Convention, until the same is either later recognized by the Diocesan Convention or is dissolved.

CANON 14.3 BISHOP'S COMMITTEE. An organized Worshipping Community shall be governed by a Bishop's Committee, which shall perform such duties as may be required by the Bishop and these Canons of the Diocese. The Bishop's Committee shall include a Senior Warden, a Junior Warden, a Worshipping Community Secretary, a Worshipping Community Treasurer, and such other number of members as determined by the Bishop, who may increase or decrease such number at any time. Qualifications for members of the Bishop's Committee shall be those prescribed by these Canons of the Diocese for members of the Vestry of a Parish, except as the Bishop may otherwise prescribe or permit.

CANON 14.4 WORSHIPPING COMMUNITY CLERIC. A Cleric in charge of a Worshipping Community shall be known as a Vicar. The Bishop shall appoint, and shall have the authority to remove and replace, the Vicar of a Worshipping Community. A Vicar may be assigned to two or more Worshipping Communities. The duties of a Vicar in charge of a Worshipping Community shall be as far as practicable the same as those of the Rector of a Parish.

CANON 14.5 ANNUAL MEETING. An annual meeting of the Worshipping Community shall be held at the time and place set forth in a notice issued by the Bishop's Committee or at such other time or place as may be prescribed by the Bishop. The Vicar shall chair the meeting; and in the Vicar's absence the Senior Warden shall serve as chair; and if both the vicar and Senior Warden are unable to serve, the Junior Warden shall chair the meeting; and if none of the foregoing are available or able to chair the meeting the Bishop shall designate a chair for such meeting. At the annual meeting, the members of the Worshipping Community shall elect Laypersons to serve as its Delegate and alternate Delegate for the Diocesan Convention, and they shall nominate persons to serve on the Bishop's Committee. The qualifications of voters and conduct of the election of a Delegate and alternate Delegate as well as nominees to the Bishop's Committee shall, insofar as practicable, conform to the provisions of the Canons of the Diocese applicable to the election of members of a Parish Vestry. The nominees' names and a description of other actions taken at the annual meeting shall be sent to the Bishop within ten (10) days after the annual meeting. The Bishop may reject any or all of the nominations made by the members of the Worshipping Community and may appoint another or others, and may at any time remove from office any member or members of the Bishop's Committee and appoint another or others. The Bishop shall have exclusive authority to fill vacancies in the membership of the Bishop's Committee.

CANON 14.6 CONDUCT OF MEETINGS. The Vicar shall have the right to vote, and may preside, at all meetings of the Bishop's Committee. If the Vicar does not preside at a meeting of the Committee, the Senior Warden, or in the absence of the Senior Warden, the Junior Warden, shall preside. No action may be taken at a meeting of the Bishop's Committee unless there was present either the Vicar, the Senior Warden, the Junior Warden or a person appointed by the Bishop to serve as the Bishop's representative.

CANON 14.7 APPOINTMENT OF OFFICERS. Following each annual meeting of the Worshipping Community and the subsequent approval by the Bishop of the members of the Bishop's Committee, the Vicar shall designate from among the members of the Bishop's Committee, the Senior Warden, the Junior Warden, the Worshipping Community Secretary and the Worshipping Community Treasurer of the Bishop's Committee; if there be no Vicar, the Bishop shall make such appointments. The Vicar shall have exclusive authority to fill a vacancy in any office of the Worshipping Community, and if there is no Vicar the Bishop shall make such appointment. The Senior Warden, Junior Warden, Worshipping Community Secretary and Worshipping Community Treasurer shall perform the duties pertaining to like offices in a Parish. The Worshipping Community Treasurer shall be bonded in an amount and by a surety approved by the Bishop. Notwithstanding the authority given to the Vicar, the Bishop may remove or replace at will the Senior Warden, the Junior Warden, the Worshipping Community Secretary and the Worshipping Community Treasurer of the Bishop's Committee.

CANON 14.8 VACANCIES. The Bishop's Committee may petition the Bishop to declare vacant the seat of a member of the Bishop's Committee who fails to meet any qualification for membership; a seat of a member who has failed without excuse to attend three (3) consecutive, regular meetings of the Bishop's Committee; or the seat of a member who has failed without excuse to attend a total of four (4) regular meetings of the Bishop's Committee during one calendar year.

CANON 14.9 FINANCES OF ORGANIZED MISSIONS. Every Bishop's Committee shall adopt a financial plan or budget for the Worshipping Community, and the finances of the Worshipping Community shall be administered in accordance therewith. The budget and any subsequent material amendment to it shall be subject to the written approval of the Bishop and the Executive Council. A pledge of the Worshipping Community for the annual operating fund of the Diocese shall be included in each such budget, and the Worshipping Community shall be obligated to the Diocese for the regular monthly proportion thereof. A failure of the Worshipping Community to make such a pledge or to make such monthly payments shall be sufficient cause, on recommendation of the Executive Council, for discontinuance by the Bishop of the services of the Vicar or for such other action, including the dissolution of the Worshipping Community, as the Bishop may determine.

CANON 14.10 REGISTER. In every Worshipping Community, there shall be kept by the Vicar or, if there is not a Vicar, by the Senior Warden or, if there also is no Senior Warden, by the Junior Warden, a register which conforms to all the requirements of the Constitution and Canons of the Church and the provisions of the Canons of the Diocese relating to Parish Registers.

CANON 14.11 EXISTING WORSHIPPING COMMUNITIES. The following have previously been recognized by historical acts, including action of the Diocesan Convention, as Worshipping Communities of the Diocese and in union with the Diocesan Convention: Church of the Advocate (Asheville, North Carolina) and St. Giles Chapel (Asheville, North Carolina). As to such existing Worshipping Communities, the following shall apply, notwithstanding any provision in the prior parts of this Canon 14 to the contrary:

- (a) Each existing Worshipping Community shall continue as Worshipping Community of the Diocese.
- (b) By hereafter continuing its affiliation with The Episcopal Church or the Diocese, each existing Worshipping Community (i) reaffirms that it accedes to doctrine, discipline and worship of The Episcopal Church and the Diocese; (ii) acknowledges that it shall forever remain in conformity with the Constitution and Canons of the Church and the Constitution and Canons of the Diocese; (iii) agrees that it holds all property, real and personal, in trust for The Episcopal Church and the Diocese; and (iv) agrees that it shall not encumber or alienate its real property without first obtaining the written consent of the Bishop and the approval of the Standing Committee and the Executive Council.
- (c) By hereafter continuing its affiliation with the Diocese, each existing Worshipping Community, with the aid and at the direction of the Bishop, shall organize itself and/or modify its organizational structure and any documents governing its internal

affairs to conform to the requirements as imposed by this Canon 14, which shall include, to the extent necessary, the appointment by the Bishop of the initial Bishop's Committee as to such Worshipping Community as well as the Senior Warden, Junior Warden, Worshipping Community Secretary and Worshipping Community Treasurer of the initial Bishop's Committee. Thereafter, the Worshipping Community shall operate at all times in compliance with the requirements of this Canon 14.

CANON 14.12 DISSOLUTION OF A WORSHIPPING COMMUNITY. If, after notice to the Worshipping Community and an opportunity to be heard, the Bishop and the Standing Committee shall have determined that the Worshipping Community has failed to observe the Constitution and Canons of the Church or the Constitution and Canons of the Diocese, the Diocesan Convention may order the dissolution of the Worshipping Community, and in such event the Bishop shall appoint three (3) persons from the Executive Council to assume the role of the Bishop's Committee of such Worshipping Community, and from such persons the Bishop shall appoint a Senior Warden and a Junior Warden, and the newly-appointed Bishop's Committee and its officers shall then promptly take such steps necessary to transfer to the Diocese all of the Worshipping Community's property.

CANON 15 — CHAPELS

CANON 15.1 APPLICATION. A congregational ministry may apply for admission as a Chapel in union with Diocesan Convention. The application of the congregational ministry is to be addressed to the Bishop and the Standing Committee, and it shall be in the form prescribed by the Bishop and shall identify the members of the initial Governing Committee of the proposed Chapel and from such persons the initial Senior Warden, Junior Warden, Chapel Secretary and Chapel Treasurer for the proposed Chapel, and it shall include such other information as the Bishop shall request. In all events, the application must contain the following commitments on behalf of the prospective Chapel:

- (a) that all activities of the Chapel shall forever be in conformity with the Constitution and the Canons of the Church and with the Constitution and Canons of the Diocese and with the doctrine, discipline and worship of The Episcopal Church;
- (b) that the said Constitution and Canons of the Church and the Constitution and Canons of the Diocese shall always expressly form a part of the governing documents of the Chapel and shall prevail against anything elsewhere contained in said governing documents;
- (c) that all property, real and personal, shall be held in trust for The Episcopal Church and the Diocese in which the Chapel is located and subject to the authority and control of its Bishop and Standing Committee as specified in the Constitution and Canons of the Church and the Constitution and Canons of the Diocese; and
- (d) that the Chapel shall dissolve as an ongoing entity whenever the Diocesan Convention has dissolved the parochial relationship with the Chapel.

CANON 15.2 APPROVAL. If the Bishop and a majority of the Standing Committee approve the organization of the proposed Chapel, the Bishop shall issue a certificate evidencing such approval, a copy of which certificate shall be incorporated in the minutes of the Standing Committee.

CANON 15.3 ORGANIZATIONAL MEETING. Upon receipt of the approval of the Bishop and of the Standing Committee, there shall be a meeting of the members of the proposed Chapel and its initial Governing Committee at which the Bishop, or a Cleric appointed by the Bishop shall preside. If the application and the undertakings and declarations made therein are ratified and confirmed by the vote of a majority of the members of the proposed Chapel present at such meeting, then the Governing Committee (or such person or persons from the Governing Committee as it shall appoint) shall organize the Chapel, if not already so organized, as either a North Carolina nonprofit corporation or as a nonprofit religious entity existing under the North Carolina Uniform Unincorporated Nonprofit Association Act. The organizational documents shall include (and if already in existence shall be amended to include) the following:

- (a) If organized as a nonprofit corporation, the organizational documents shall include articles of incorporation that are to be filed with the Office of the North Carolina Secretary of State and shall include, among other terms as may be prescribed by the Bishop or Chancellor, (i) the name of the Chapel, which shall include the words “Episcopal Chapel” as part of the name; (ii) that the Chapel is subordinate to the authority of the Diocese and that it shall dissolve whenever its status as a Chapel has been terminated by the Diocese; (iii) that the property of the Chapel is held in trust for The Episcopal Church and the Diocese; and (iv) that the Chapel shall not encumber or alienate its real property without first obtaining the written consent of the Bishop and the approval of the Standing Committee and the Executive Council.
- (b) If organized as an unincorporated nonprofit association, the organizational documents shall include articles of consent signed by two or more members of the Chapel that are to be retained in the records of the Chapel, with a copy submitted to the Bishop, and such articles of consent shall include, among other terms as may be prescribed by the Bishop or Chancellor, (i) the name of the Chapel, which shall include the words “Episcopal Chapel” as part of the name; (ii) that the members signing the articles of consent do so to cause the Chapel to come into existence in accordance with the North Carolina Uniform Unincorporated Nonprofit Association Act; (iii) that the Chapel is subordinate to the authority of the Diocese, and the Chapel shall dissolve whenever its status as a Chapel has been terminated by the Diocese; (iv) that the property of the Chapel is held in trust for The Episcopal Church and the Diocese; and (v) that the Chapel shall not encumber or alienate its real property without first obtaining the written consent of the Bishop and the approval of the Standing Committee and the Executive Council.
- (c) The Chapel shall adopt bylaws to govern its internal affairs. At all times, such bylaws shall be deemed to provide, in the event it is not expressly stated therein, that the Constitution and Canons of the Church and the Constitution and the Canons of the Diocese shall prevail against anything contained in the bylaws to the contrary.

CANON 15.4 RECOGNITION BY THE DIOCESAN CONVENTION. At the next annual Diocesan Convention after being established, the Chapel shall submit to the Diocesan Convention: (i) an application, in such form and with such information as required by the Bishop and signed by a majority of its Governing Committee, requesting that the Diocesan Convention recognize the Chapel as being in union with the Diocesan Convention, (ii) a list of the Chapel's Layperson Delegate and alternate Delegate to the Diocesan Convention, and (iii) a recommendation of the Bishop that the Diocesan Convention recognize the Chapel. By majority vote, the Diocesan Convention may resolve that the Diocesan Convention recognizes the Chapel as being in union with the Diocesan Convention and that its elected Layperson Delegate be seated. In the event the Diocesan Convention does not vote in favor of recognizing a Chapel, the same may continue, although without representation in the Diocesan Convention, until the same is either later recognized by the Diocesan Convention or is dissolved.

CANON 15.5 GOVERNING COMMITTEE. An organized Chapel shall be governed by a Governing Committee, which shall perform such duties generally assigned to a Vestry of a Parish and such other duties as may be required by the Bishop and the Canons of the Diocese. The Governing Committee shall include a Senior Warden, a Junior Warden a Chapel Secretary and a Chapel Treasurer and such other number of members as determined by the Bishop, who may increase or decrease such number at any time. In addition to such requirements as prescribed by the Bishop from time to time, only persons who regularly participate in worship at the Chapel (which may include seasonal residents as well as communicants of other local Congregations in union with the Diocesan Convention) who are age eighteen (18) or older shall be eligible to serve on the Chapel's Governing Committee.

CANON 15.6 OFFICIANTS. The Bishop must approve all officiants of religious services at a Chapel, and such approval may be withheld or revoked in the discretion of the Bishop.

CANON 15.7 ANNUAL MEETING. An annual meeting of the Chapel shall be held at the time and place set forth in a notice issued by the Governing Committee or at such other time or place as may be prescribed by the Bishop. The Senior Warden shall chair the meeting, and in the Senior Warden's absence the Junior Warden shall serve as chair; and if both the Senior Warden and Junior Warden are unable to serve or if such offices are vacant, the Bishop shall designate a chair for such meeting. At the annual meeting, there shall be elected a Layperson to serve as the Chapel's Delegate and alternate Delegate for the Diocesan Convention and persons to serve on the Chapel's Governing Committee. Only persons who regularly participate in worship at the Chapel (which may include seasonal residents as well as communicants of other local Congregations in union with the Diocesan Convention) who are age eighteen (18) or older shall be eligible to vote at the annual meeting. Insofar as practicable, the annual meeting and elections shall conform to the provisions of the Canons of the Diocese applicable to the election of members of a Parish Vestry.

CANON 15.8 CONDUCT OF MEETINGS. The Senior Warden shall preside at a meeting of the Governing Committee, or in the absence of the Senior Warden, the Junior Warden shall preside.

CANON 15.9 APPOINTMENT OF OFFICERS. Following each annual meeting of the Chapel, the Governing Committee shall meet and elect from its members the Senior Warden, the Junior

Warden, the Chapel Secretary and the Chapel Treasurer of the Governing Committee. The Senior Warden or Junior Warden shall forward to the Bishop promptly after each such meeting by the Governing Committee the names, addresses and telephone numbers of the Senior Warden, Junior Warden, Chapel Secretary, Chapel Treasurer and the other elected members of the Governing Committee. If any change occurs in any office, the Senior Warden or Junior Warden shall promptly notify the Bishop of such change. The Governing Committee shall have exclusive authority to fill a vacancy in any office of the Chapel. The Senior Warden, Junior Warden, Chapel Secretary and Chapel Treasurer shall perform the duties pertaining to like offices in a Parish. The Chapel Treasurer shall be bonded in an amount and by a surety approved by the Bishop. Notwithstanding the authority given to the Governing Committee, the Bishop may remove or replace at will the Senior Warden, the Junior Warden, the Chapel Secretary and the Chapel Treasurer of the Governing Committee, and if any such person is removed by the Bishop, the Bishop may appoint a successor to fill the unexpired term.

CANON 15.8 VACANCIES. The Governing Committee may declare vacant the seat of a member of the Governing Committee who fails to meet any qualification for membership or the seat of a member of the Governing Committee who has failed without excuse to attend three (3) consecutive, regular meetings of the Governing Committee.

CANON 15.9 FINANCES OF A CHAPEL. Every Governing Committee of a Chapel shall adopt a financial plan or budget for the Chapel, and the finances of the Chapel shall be administered in accordance therewith. A pledge of the Chapel for the annual operating fund of the Diocese shall be included in each such budget, and the Chapel shall be obligated to the Diocese for the regular monthly proportion thereof. A failure of the Chapel to make such a pledge or to make such monthly payments shall be sufficient cause, on recommendation of the Executive Council, for dissolution of the Chapel by the Bishop.

CANON 15.10 REGISTER. In every Chapel, there shall be kept by the Senior Warden or, if there is no Senior Warden, by the Junior Warden, a register which conforms to all the requirements of the Constitution and Canons of the Church and the provisions of the Canons of the Diocese relating to Parish registers.

CANON 15.11 EXISTING CHAPELS. The following have previously been recognized by historical acts, including action of the Diocesan Convention, as Chapels of the Diocese and in union with the Diocesan Convention: Whiteside Cove Summer Chapel (Cashiers, North Carolina), Faith Memorial Chapel (Cedar Mountain, North Carolina), All Saints Episcopal Church (Linville, North Carolina), and Church of the Resurrection (Little Switzerland, North Carolina). As to such existing Chapels, the following shall apply, notwithstanding any provision in the prior parts of this Canon 15 to the contrary:

- (a) Each existing Chapel shall continue as Chapel of the Diocese.
- (b) By hereafter continuing its affiliation with The Episcopal Church or the Diocese, each existing Chapel (i) reaffirms that it accedes to doctrine, discipline and worship of The Episcopal Church and the Diocese; (ii) acknowledges that it shall forever remain in conformity with the Constitution and Canons of the Church and the

Constitution and Canons of the Diocese; (iii) agrees that it holds all property, real and personal, in trust for The Episcopal Church and the Diocese; and (iv) agrees that it shall not encumber or alienate its real property without first obtaining the written consent of the Bishop and the approval of the Standing Committee and the Executive Council.

- (c) By hereafter continuing its affiliation with the Diocese, each existing Chapel, at the direction of the Bishop, shall organize itself and/or modify its organizational structure and any documents governing its internal affairs to conform to the requirements as imposed by this Canon 15, which shall include, to the extent necessary, the election of an initial Governing Committee as to such Chapel as well as the Senior Warden, Junior Warden, Chapel Secretary and Chapel Treasurer of the initial Governing Committee. Thereafter, the Chapel shall operate at all times in compliance with the requirements of this Canon 15.

CANON 15.12 DISSOLUTION OF A CHAPEL. If, after notice to the Chapel and an opportunity to be heard, the Bishop and the Standing Committee shall have determined that the Chapel has failed to observe the Constitution and Canons of the Church or the Constitution and Canons of the Diocese, the Diocesan Convention may order the dissolution of the Chapel, and in such event the Bishop shall appoint three (3) persons from the Executive Council to assume the role of the Governing Committee of such Chapel, and from such persons the Bishop shall appoint a Senior Warden and a Junior Warden, and the newly-appointed Governing Committee and its officers shall then promptly take such steps necessary to transfer to the Diocese all of the Chapel's property.

CANON 16 INSTITUTIONS

CANON 16.1 THE APPLICATION. A group or entity that is not The Episcopal Church or a Congregation and that is organized primarily for educational, charitable or religious purposes may apply to be recognized as an Institution affiliated with the Diocese and in union with Diocesan Convention. The Application of the group or entity wishing to become an Institution is to be addressed to the Bishop and the Standing Committee, and it shall be in the form prescribed by the Bishop and contain such information as the Bishop shall request. In all events, the application must contain the following commitments on behalf of such group or entity:

- (a) that all activities of the group or entity shall forever be in conformity with the Constitution and the Canons of the Church and with the Constitution and Canons of the Diocese and with the doctrine, discipline and worship of The Episcopal Church;
- (b) that the said Constitution and Canons of the Church and the Constitution and Canons of the Diocese shall always expressly form a part of the governing documents of such group or entity and shall prevail against anything elsewhere contained in said governing documents;
- (c) that all property, real and personal, shall be held in trust for The Episcopal Church and the Diocese in which the group or entity is located and subject to the authority

and control of its Bishop and Standing Committee as specified in the Constitution and Canons of the Church and the Constitution and Canons of the Diocese; and

- (d) that the group or entity shall dissolve as an ongoing group or entity whenever the Diocesan Convention has dissolved the relationship with such group or entity.

CANON 16.2 APPROVAL. If the Bishop and a majority of the Standing Committee approve the organization of the proposed Institution, the Bishop shall issue a Certificate evidencing such approval, a copy of which Certificate shall be incorporated in the minutes of the Standing Committee.

CANON 16.3 ORGANIZATIONAL MEETING. Upon receipt of the approval of the Bishop and of the Standing Committee, there shall be a meeting of the members of the proposed Institution at which the Bishop, or a Cleric appointed by the Bishop shall preside. If the application and the undertakings and declarations made therein are ratified and confirmed by the vote of a majority of the members of the proposed Institution at such meeting, then the Bishop shall appoint such person or persons from among the members to organize the same, if not already organized as such, as either a North Carolina nonprofit corporation or as a nonprofit entity existing under the North Carolina Uniform Unincorporated Nonprofit Association Act. The organizational documents shall include (and if already in existence shall be amended to include) the following:

- (a) If organized as a nonprofit corporation, the organizational documents shall include articles of incorporation that are to be filed with the Office of the North Carolina Secretary of State and shall include, among other terms as may be prescribed by the Bishop or Chancellor, (i) the name of the Institution as approved by the Bishop; (ii) that the Institution is subordinate to the authority of the Diocese and the Institution shall dissolve whenever its status as an Institution has been terminated; (iii) that at all times the Bishop or his or her designee shall be an ex officio member of the governing board of the Institution, with seat, voice and vote; (iv) the election or appointment of any person to the governing board of the Institution shall be subject to the approval of the Executive Council; and (v) that the property of the Institution is held in trust for The Episcopal Church and the Diocese.
- (b) If organized as an unincorporated nonprofit association, the organizational documents shall include articles of consent signed by two or more members of the Institution that are to be retained in the records of the Institution, with a copy submitted to the Bishop, and such articles of consent shall include, among other terms as may be prescribed by the Bishop or Chancellor, (i) the name of the Institution as approved by the Bishop; (ii) that the members signing the articles of consent do so to cause the Institution to come into existence in accordance with the North Carolina Uniform Unincorporated Nonprofit Association Act; (iii) that the Institution is subordinate to the authority of the Diocese, and the Institution shall dissolve whenever its status as an Institution has been terminated; (iv) that at all times the Bishop or his or her designee shall be an ex officio member of the governing board of the Institution, with seat, voice and vote; (v) the election or appointment of any person to the governing board of the Institution shall be subject

to the approval of the Executive Council; and (vi) that the property of the Institution is held in trust for The Episcopal Church and the Diocese.

- (c) The Institution shall adopt bylaws to govern its internal affairs. At all times, such bylaws shall be deemed to provide, in the event it is not expressly stated therein, that the Constitution and Canons of the Church and the Constitution and the Canons of the Diocese shall prevail against anything contained in the bylaws to the contrary.

CANON 16.4 RECOGNITION BY THE DIOCESAN CONVENTION. At the next annual Diocesan Convention after an Institution has been approved by the Bishop and Standing Committee, the Institution shall submit to the Diocesan Convention: (i) an application, in such form and with such information as required by the Bishop and signed by an officer of the Institution, requesting that the Diocesan Convention recognize the Institution as being in union with the Diocesan Convention, (ii) a list of the Institution's Layperson Delegate and alternate Delegate to the Diocesan Convention, and (iii) a recommendation of the Bishop that the Diocesan Convention recognize the Institution. By majority vote, the Diocesan Convention may resolve that the Diocesan Convention recognizes the Institution as being in union with the Diocesan Convention and that its elected Layperson Delegate be seated. In the event the Diocesan Convention does not vote in favor of recognizing an Institution, the same may continue, although without representation in the Diocesan Convention, until the same is either later recognized by the Diocesan Convention or is dissolved.

CANON 16.5 ANNUAL MEETING. An annual meeting of the governing body of the Institution shall be held at the time and place set forth in a notice issued in accordance with the Institution's bylaws or at such other time or place as may be prescribed by the Bishop. At the annual meeting, the governing board of the Institution shall elect Laypersons to serve as the Institution's Delegate and alternate Delegate for the Diocesan Convention in addition to addressing such other business as may come before such board.

CANON 16.6 REPORTS. The Bishop may require annual or special reports from any Institution regarding the composition of its Board and/or its business and affairs to ensure congruence between the mission and interests of the Diocese and the Institution.

CANON 16.7 TERMINATION. If, after notice to an Institution and an opportunity to be heard, the Bishop and the Standing Committee shall have determined that the Institution has failed to observe the Constitution and Canons of the Church or the Constitution and Canons of the Diocese or its standards of performance do not warrant continued recognition, the Diocesan Convention may revoke such Institution's status as being in union with the Diocesan Convention. In that event, the Institution shall take the steps necessary to transfer to the Diocese all of its property.

CANON 16.8 LIST OF INSTITUTIONS. The Secretary of Convention shall certify the names of all Institutions in the Journal of the Diocesan Convention.

CANON 16.9 DISCLAIMER. The acceptance, under the provisions of the Canons of the Diocese, of any group or entity as an Institution, or the continued recognition of any such Institution heretofore

accepted, is made without any warranty, representation or assurance of any kind of any responsibility whatsoever on the part of the Bishop, the Diocese, or any committee, department, constituent part of the Diocese or any of its employees, agents or representative for any financial, contractual or legal obligation now existing, or which may hereafter be incurred, by or on behalf of any such Institution, except as may be expressly undertaken in a written agreement duly executed pursuant to appropriate corporate action authorized by the Executive Council and specifically approved by the Bishop.

CANON 16.10 EXISTING INSTITUTIONS. The following have previously been recognized by historical acts, including action of the Diocesan Convention, as Institutions of the Diocese and in union with the Diocesan Convention: Valle Crucis Conference Center (a North Carolina unincorporated nonprofit association); and Lake Logan Conference Center and Camp Henry, Inc. (a North Carolina nonprofit corporation). As to such existing Institutions, the following shall apply, notwithstanding any provision in the prior parts of this Canon 16 to the contrary:

- (a) Each existing Institution shall continue as an Institution of the Diocese.
- (b) By hereafter continuing its affiliation with The Episcopal Church or the Diocese, each existing Institution (i) reaffirms that it accedes to doctrine, discipline and worship of The Episcopal Church and the Diocese, (ii) acknowledges that it shall forever remain in conformity with the Constitution and Canons of the Church and the Constitution and Canons of the Diocese, (iii) agrees that it holds all property, real and personal, in trust for The Episcopal Church and the Diocese; and (iv) agrees that it shall not encumber or alienate its real property without first obtaining the written consent of the Bishop and the approval of the Standing Committee and the Executive Council.
- (c) By hereafter continuing its affiliation with the Diocese, each existing Institution agrees that its existing organizational documents and bylaws that govern its internal affairs shall be deemed to provide, in the event it is not expressly stated therein, (i) that at all times the Bishop, or a designee of the Bishop, shall be an ex officio member of the governing board of the Institution, with seat, voice and vote; and (ii) the Constitution and Canons of the Church and the Constitution and the Canons of the Diocese shall prevail against anything contained in the organizational documents or bylaws to the contrary.

CANON 17 — CLERICS AND THEIR DUTIES

CANON 17.1 Resident Clerics. All Clerics who are Canonically Resident in the Diocese shall perform the duties of their respective orders in accordance with the Constitution and Canons of the Church and the Constitution and Canons of the Diocese. The Bishop shall maintain a current list of Clerics who are Canonically Resident in the Diocese, which list shall be published annually in the Diocesan Convention Journal.

CANON 17.2 PRIEST-IN-CHARGE. With regard to a Priest-in-Charge, the following shall apply:

- (a) A Priest-in-Charge is vested with the authority of and responsibility for the conduct of the worship and the spiritual jurisdiction of a Congregation, subject to the Rubrics of the Book of Common Prayer, the Constitution and Canons of the Church, and the pastoral direction of the Bishop.
- (b) In performing his or her duties, a Priest-in-Charge is entitled to the use and control of the church and congregational buildings with the appurtenances and furniture.
- (c) The Bishop may appoint a Priest to serve any Congregation that has no Priest-in-Charge, and such Priest-in-Charge shall be subject to the authority of the Bishop.
- (d) The responsibilities of a Priest-in-Charge of a Congregation include the following:
 - (i) To ensure that children, youth and adults in their charge receive instruction in the Holy Scriptures, in the subjects contained in An Outline of the Faith (the Catechism), and in the doctrine, discipline and worship of The Episcopal Church, and in the exercise of their ministry as baptized persons;
 - (ii) To instruct all persons in their charge concerning Christian stewardship;
 - (iii) To prepare persons for Holy Baptism, and in the case of infants and children, to instruct the parents and the Godparents concerning the significance of Holy Baptism and the Christian training of the baptized child;
 - (iv) To encourage and prepare persons for Confirmation, Reception, and the Reaffirmation of Baptismal Vows, and to be ready to present them to the Bishop with a list of their names;
 - (v) To announce to the Congregation the Bishop's intent to visit and to advise the Bishop on the state of the Congregation;
 - (vi) To read or distribute pastoral letters of the Bishop within 30 days of their receipt or such earlier date as may be prescribed by the Bishop; and
 - (vii) To record in the Register all Baptisms, Confirmations, Receptions, Marriages and Burials.

CANON 17.3 DEACONS. A Deacon serves under the direction and supervision of, and in the place and manner as designated by, the Bishop. A Deacon ministering in a Congregation under the charge of a Priest acts under the direction of the Priest. A Deacon may administer a Congregation, but no Deacon may be in charge of a Congregation. Deacons may be chaplains in Institutions. Deacons who are Canonically Resident in the Diocese constitute a Community of Deacons, which meets from time to time. Deacons report annually to Bishop on their life and work.

CANON 17.4 ARCHDEACONS. Archdeacons of the Diocese may be appointed by the Bishop. They may be removed by the Bishop at any time, with the concurrence of the Standing Committee. The duties of the Archdeacon shall be those specified by the Bishop, in consultation with the Executive Council.

CANON 17.5 PASTORAL CURE. The pastoral cure of a Cleric shall extend to all persons affiliated with the Congregation, Institution or other ministry over which the Cleric has charge regardless of the residence of the person, and such Cleric may provide pastoral ministrations to such person within the boundaries of another Congregation. Any person may become affiliated with any Congregation, Institution or other ministry regardless of such person's place of residence.

CANON 17.6 LICENSE TO OFFICIATE. Clerics who are not Canonically Resident in the Diocese may not officiate more than one day by preaching, administering the sacraments or holding any public service, without first obtaining a license to do so from the Bishop.

CANON 17.7 MINIMUM STIPEND. The minimum stipend which shall be paid any Cleric employed full time by the Diocese or any Congregation, together with the minimum allowances for housing, utilities and transportation, shall be fixed from time to time by the Diocesan Convention, which may fix separate levels of compensation for (a) Clerics serving as Rector or Vicar, (b) Clerics serving as assistants and (c) Deacons.

CANON 17.8 OTHER APPOINTMENTS. Clerics appointed by the Bishop to specialized ministries not associated with Congregations shall report at least annually to the Bishop in the manner prescribed by the Bishop and the Constitution and Canons of the Church.

CANON 17.9 RETIREMENT. Vicars and other Clerics in the employ of the Diocese shall retire when they have attained the age of seventy-two (72) years. Employment of those who desire to continue in service beyond this age shall be pursuant to a yearly contract approved by the Bishop. Upon reaching the age of seventy-two (72), a Priest or Deacon shall resign from all positions in The Episcopal Church, subject to reassignment according to the provisions of the Constitution and Canons of the Church.

CANON 18 — THE LAITY

CANON 18.1 THE MINISTRY OF ALL BAPTIZED PERSONS. All baptized persons are called to minister in Christ's name, and the Diocese shall provide for their affirmation and development and shall aid in the discernment of their ministry.

CANON 18.2 MEMBERS. All persons who have received the Sacrament of Holy Baptism with water in the Name of the Father, and of the Son, and of the Holy Spirit, whether in The Episcopal Church or in another Christian church, and whose baptisms have been duly recorded in The Episcopal Church, are members of The Episcopal Church.

- (a) **Adult Members.** A member of The Episcopal Church who is sixteen (16) years of age and over is considered an adult member.

- (b) **Confirmation and Reception.** The Episcopal Church anticipates that its adult members, after appropriate instruction, will make a mature public affirmation of their faith and commitment to the responsibilities of their baptism and will be confirmed or received by a Bishop of The Episcopal Church or by a Bishop of a church in communion with The Episcopal Church. Those who have previously made a mature public commitment in another church may be received, not confirmed.
- (c) **Status as Baptized and Confirmed.**
 - (i) Any person who is baptized in The Episcopal Church as an adult and receives the laying on of hands by the Bishop at baptism is considered to be baptized and confirmed;
 - (ii) Any person who is baptized in The Episcopal Church as an adult and at some time after the baptism receives the laying on of hands by the Bishop in reaffirmation of baptismal vows is considered to be baptized and confirmed;
 - (iii) Any baptized person who received the laying on of hands at confirmation (by any Bishop in apostolic succession) and is received into The Episcopal Church by a Bishop of The Episcopal Church is considered to be baptized and confirmed; and
 - (iv) Any baptized person who received the laying on of hands by a Bishop of The Episcopal Church at confirmation or reception is considered to be baptized and confirmed.
- (d) **Member in Good Standing.** A baptized person is a member of The Episcopal Church in good standing if for the previous year (or since his or her baptism) he or she has been faithful in corporate worship, unless for good cause prevented, and has been faithful in working, praying, and giving for the spread of the Kingdom of God.

CANON 18.3 COMMUNICANTS. All members of The Episcopal Church who have received Holy Communion in The Episcopal Church at least three times during the preceding year are considered communicants of The Episcopal Church.

- (a) **Adult Communicants.** For the purposes of statistical record keeping by The Episcopal Church, communicants who are age 16 years and over are considered adult communicants.
- (b) **Communicants in Good Standing.** All communicants who for the previous year have been faithful in corporate worship, unless for good cause prevented, and have been faithful in working, praying, and giving for the spread of the Kingdom of God, are considered communicants in good standing.

CANON 18.4 REMOVING TO ANOTHER CONGREGATION.

- (a) **Process of Removal to Another Congregation of The Episcopal Church.** If a member wishes to move to another Congregation, he or she should procure from the Priest-in-Charge of his or her former Congregation a certificate of membership indicating that that person is recorded as a member (or adult member) of The Episcopal Church and whether such Member: (i) is a communicant; (ii) is recorded as being in good standing; and (iii) has been confirmed or received by a Bishop of The Episcopal Church or a Bishop of a church in communion with The Episcopal Church. Such certificate should then be presented to the Priest-in-Charge of the receiving Congregation. If the member fails to procure a certificate through no fault of his or her own, the Priest-in-Charge of the receiving Congregation shall make an appropriate entry in the Register of such Congregation upon the evidence of membership status sufficient in the judgment of the Priest-in-Charge. Once a change occurs, the Priest-in-Charge of the receiving Congregation shall notify the Priest-in-Charge of the former Congregation that the person has been duly recorded as a member of the new Congregation, and the Priest-in-Charge of the former Congregation shall note the person's removal in the register of that Congregation.
- (b) **Process of Removal to Another Congregation Outside of The Episcopal Church.** If a member removes to a Congregation outside The Episcopal Church, upon acknowledgment that the removing member is enrolled elsewhere, the Priest-in-Charge notes the person's removal in the Register of the Congregation.
- (c) **Other Churches in Communion with the Church.** Any communicant of a church in communion with The Episcopal Church is entitled to the benefit of this Canon so far as the same can be made applicable.

CANON 18.5 BAPTISM REQUIRED FOR COMMUNION. No unbaptized person is eligible to receive Holy Communion in The Episcopal Church.

CANON 18.6 REFUSAL OF SACRAMENTS (INCLUDING HOLY COMMUNION). A person to whom the sacraments of The Episcopal Church is refused, or who has been informed of an intention to refuse him or her any sacrament (including the Holy Communion) under the Rubrics of The Book of Common Prayer, may appeal to the Bishop. A Cleric who refuses a sacrament to a person, or who communicates to a person an intent to refuse any sacrament (including the Holy Communion) to that person must inform that person, in writing, within fourteen (14) days: (a) the reasons for the refusal, and (b) his or her right to appeal to the Bishop. No Cleric can be required to admit to the sacraments a person so refused without the written direction of the Bishop. If the Bishop believes that there is sufficient cause to justify refusal of any sacrament (including the Holy Communion), the Bishop proceeds as he or she deems appropriate according to the principles of law and equity to ensure an impartial investigation and judgment. The Bishop shall render judgment in writing within sixty (60) days of the appeal. If applicable, the judgment shall specify the steps required for readmission to the sacraments. The Bishop may see fit to require the person to be admitted or restored because of the insufficiency of the cause assigned by the Cleric.

CANON 18.7 LICENSED OFFICES. A confirmed communicant in good standing or, in extraordinary circumstances, subject to guidelines established by the Bishop, a communicant in good standing, may serve as pastoral leader, worship leader, preacher, eucharistic minister, eucharistic visitor, evangelist or catechist, if licensed by the Bishop. With the advice of the Commission on Ministry, the Bishop sets guidelines for training, selection and licensing of such persons and the duration of licenses. Furthermore, the following shall apply:

- (a) The Bishop issues a license only at the request and upon the recommendation of the Priest-in-Charge of the Congregation in which the person will be serving. The license carries a term not to exceed three years and is revocable by the Bishop or at the request of the Priest-in-Charge.
- (b) Renewal of the license is determined based on the acceptable performance of the ministry by the licensee and upon the endorsement of the Priest-in-Charge.
- (c) A person licensed in a Diocese may serve in any Congregation within the same or another Diocese at the invitation of the Priest-in-Charge of such Congregation. When serving in another Diocese, the licensee may do so with the consent of the Bishop in whose jurisdiction the service will occur.
- (d) The licensee conforms to the requirements and limitations set forth in the Rubrics and other directions in The Book of Common Prayer and to the directions of the Bishop and the Priest-in-Charge.

CANON 18.8 PASTORAL LEADER. A pastoral leader exercises pastoral or administrative responsibility in a Congregation under special circumstances and may regularly lead the offices authorized by the Book of Common Prayer. Before licensing, a pastoral leader must be trained, examined, and found competent in the following subjects: (a) the Holy Scriptures, contents and background; (b) The Book of Common Prayer and The Hymnal; (c) the conduct of public worship; (d) use of the voice; (e) history of The Episcopal Church; (f) the doctrine of The Episcopal Church as set forth in the Creeds and An Outline of the Faith, commonly called the Catechism; (g) congregation administration; (h) appropriate canons; and (i) pastoral care. A Pastoral Leader should not be licensed if, in the judgment of the Bishop, the Congregation is able to and has had reasonable opportunity to secure a resident Priest-in-Charge.

CANON 18.9 WORSHIP LEADER. A worship leader regularly leads public worship under the direction of the Priest-in-Charge. Before licensing, the worship leader must be trained, examined and found competent in the following subjects: (a) the Holy Scriptures, contents and background; (b) The Book of Common Prayer and The Hymnal; (c) the conduct of public worship; (d) use of the voice; (e) history of The Episcopal Church; (f) the doctrines of The Episcopal Church as set forth in the Creeds and An Outline of the Faith, commonly called the Catechism; (g) congregation administration; (h) appropriate canons; (i) pastoral care; and (j) homiletics.

CANON 18.10 PREACHER. A preacher is a lay individual licensed to preach. Before licensing, the preacher must be trained, examined and found competent in the same subjects as a worship leader.

Persons so licensed may only preach in Congregations upon the initiative and under the supervision of the Priest-in-Charge.

CANON 18.11 EUCHARISTIC MINISTER. A eucharistic minister administers the consecrated elements at any Holy Communion in the absence of a sufficient number of Priests or Deacons assisting the celebrant. The ministry of eucharistic ministers does not replace the ministry of Priests and Deacons in the exercise of their office, including regular visitation of members unable to attend the Celebration of the Holy Eucharist. A eucharistic minister should normally be under the direction of a Deacon, if any, or the Priest-in-Charge.

CANON 18.12 EUCHARISTIC VISITOR. A eucharistic visitor takes the consecrated elements in a timely manner following a Celebration of Holy Eucharist to members of the Congregation who, by reason of illness or infirmity, were unable to be present at the Celebration of Holy Eucharist. A eucharistic visitor should normally be under the direction of a Deacon, if any, or the Priest-in-Charge.

CANON 18.13 EVANGELIST. An evangelist is a layperson who presents the good news of Jesus Christ in such a way that people are led to receive Christ as Savior and follow Christ as Lord. An evangelist assists with the Congregation's ministry of evangelism under the direction of the Priest-in-Charge or as directed by the Bishop.

CANON 18.14 CATECHIST. A catechist prepares persons for baptism, confirmation, reception and the reaffirmation of baptismal vows. Before licensing, catechists are to be trained, examined and found competent in the following subjects: (a) the Holy Scriptures, contents and background; (b) The Book of Common Prayer and The Hymnal; (c) the history of The Episcopal Church history; (d) the doctrines of The Episcopal Church as set forth in the Creeds and An Outline of the Faith, commonly called the Catechism; and (e) methods of catechesis.

CANON 18.15 UNLICENSED OFFICES. The Priest-in-Charge may appoint Laypersons to other offices to assist in worship, such as lectors, vergers and acolytes, who are not licensed by the Bishop. The Priest-in-Charge is responsible for their development, and such persons serve under his or her direction.

CANON 19 — FUNDS AND FINANCIAL MATTERS

CANON 19.1 DIOCESAN OPERATING FUND. There shall be a Diocesan Operating Fund from which shall be paid all expenses incurred for functions required by the Constitution and Canons of the Church, the Constitution and Canons of the Diocese and for such programs and activities as are approved by Diocesan Convention.

CANON 19.2 SUPPORT OF DIOCESAN OPERATING FUND.

- (a) It is the obligation of each Congregation in union with the Diocesan Convention to provide its proportionate share of the expenses of the Diocese as set forth in the annual budget for the Diocese.

- (b) Such proportionate share of expenses not otherwise provided by endowment income, grants and other sources shall be assessed upon each Congregation in proportion to its total annual operating income as recorded in the financial section of the annual parochial report of the Congregation, but excluding any amounts received by a Worshipping Community from the budget of the Diocese.
- (c) The Finance Committee shall recommend to the Diocesan Convention each year the percentage of total operating income of a Congregation for the ensuing year that is to be the Congregation's assessment for such year. Such recommendation shall be effective for assessments for the ensuing year, unless modified by resolution of the Diocesan Convention.
- (d) Any proposed amendment to the Canons of the Diocese concerning support of the Diocesan Operating Fund or the methodology for assessments of Congregations shall be submitted to the Finance Committee on or before the first day of July. The Finance Committee shall consider the potential effect of the proposed amendment on the Diocesan Operating Fund and the operations of the Diocese, and report its conclusions to the Diocesan Convention, prior to any vote on the proposed amendment.
- (e) In addition to requiring Congregations to share the expenses of the Diocese, Institutions in union with the Diocese may be required to pay a portion of such expenses. The Finance Committee shall recommend to the Diocesan Convention each year each Institution's assessment for such year. Such recommendation shall be effective for assessments for the ensuing year, unless modified by resolution of the Diocesan Convention.

CANON 19.3 APPEAL OF ASSESSMENT AND ADJUSTMENTS TO BUDGET.

- (a) By November 15 of each year, the Chief Financial Officer shall send to each Congregation and Institution a statement of its assessment for the forthcoming year, and each Congregation and Institution shall, by no later than December 15, return to the office of the Chief Financial Officer its written commitment for payment of the amount assessed.
- (b) The Chief Financial Officer shall report to Executive Council as soon as possible the commitments received from Congregations and Institutions for payment of the amounts assessed and the failure of any Congregation or Institution to respond or to commit to full payment of the amount assessed. If necessary, the Chief Financial Officer shall report to the Executive Council as soon as possible the recommendation of the Finance Committee for any adjustments in the total budget required by reason of the failure of Congregations or Institutions to respond or commit to full payment of the amount assessed.
- (c) A Congregation or Institution may appeal its assessment for the forthcoming year, on the basis that the obligation would result in undue hardship to the Congregation

or Institution or for other good reason, by giving notice of its appeal to the Chief Financial Officer by no later than December 15. The Chief Financial Officer shall refer any appeal to the Executive Council for resolution. Until the Executive Council acts on the appeal, the Congregation or Institution shall comply with the initial assessment. The Executive Council shall take such action as it deems appropriate to investigate, hear and determine the appeal, including but not limited to informal conferences with representatives of the Congregation or Institution. After such consideration as the Executive Council deems appropriate, with or without a formal hearing, it may by vote dismiss the appeal or reduce or eliminate the assessment. The action of the Executive Council under this subsection shall be subject to the concurrence of the Bishop.

- (d) With the concurrence of the Bishop and Finance Committee, the Executive Council may adjust the budget for the Diocese in such manner as it deems proper.

CANON 19.4 MONTHLY PAYMENTS.

- (a) Each Congregation and Institution shall pay to the Chief Financial Officer, each month, one-twelfth of its annual assessment for the Diocesan Operating Fund.
- (b) The Chief Financial Officer periodically shall provide each Congregation or Institution with a statement of the balance then due, if any, and each Congregation and Institution shall pay to the Chief Financial Officer the balance then owed as reflected on such statement. The Chief Financial Officer shall provide a final statement to each Congregation and Institution not later than December 10 and shall indicate the balance due as of December 31.

CANON 19.5 FAILURE TO PAY. If a Congregation or Institution fails to pay its full assessment, then the Executive Council, with the concurrence of the Bishop, may impose one or more of the following sanctions on the Congregation or Institution: (a) deny any person representing such Congregation or Institution the opportunity for election or appointment to any governing board, committee or commission of the Diocese; or (b) deny the Delegate(s) of such Congregation or Institution voice and vote in the Diocesan Convention. The imposition of the foregoing sanctions shall have no effect upon any member of the Congregation or Institution already actively serving upon any governing board, committee or commission of the Diocese. Any sanctions imposed on a Congregation or Institution shall remain in effect until the first to occur of the following: (y) the Congregation or Institution fully pays the assessment or the Executive Council waives the unpaid portion of the assessment and the Congregation or Institution provides reasonable assurances, to the satisfaction of the Executive Council, that it will pay future assessments or (z) the Executive Council or Diocesan Convention approves suspension of the sanctions. Notwithstanding the foregoing, the Diocesan Convention, or the Executive Council when the Diocesan Convention is not in session, may impose such additional penalties or sanctions as it determines for the failure of a Congregation or Institution to pay assessments when due.

CANON 19.6 OTHER FUNDS. The Diocese is authorized to establish, invest and manage (which shall include the right to delegate to third-party professionals to invest and manage) such other

separate or consolidated funds as may be appropriate, including any such funds given or bequeathed to the Diocese in any manner and any funds held by the Diocese for the use and benefit of any Congregation or Institution.

CANON 19.7 TRANSITION PERIOD. Application of Canons 19.2 and 19.3 shall begin with the planning and budgeting process for the Diocese's 2023 fiscal year. Application of Canons 19.4 and 19.5 shall begin with the start of the Diocese's 2023 fiscal year.

CANON 20 — REAL AND PERSONAL PROPERTY

CANON 20.1 PROPERTY HELD IN TRUST. All real and personal property held by or for the benefit of any Congregation or Institution is held in trust for The Episcopal Church and the Diocese. The existence of this trust, however, shall not limit the authority of the Congregation or Institution otherwise existing over such property so long as the particular Congregation or Institution remains a part of, and subject to, The Episcopal Church and the Diocese and the Constitution and Canons of the Church and the Constitution and Canons of the Diocese.

CANON 20.2 TRANSFER OR ENCUMBRANCE OF REAL PROPERTY.

- (a) Neither a Congregation or Institution nor a Vestry, trustee or other body authorized by civil or canon law to hold, manage or administer real property for any Congregation or Institution, shall sell, lease for a term exceeding one year, encumber, or otherwise transfer real property, or any part thereof, of such Congregation or Institution without first obtaining the written consent of the Bishop and the approval of the Standing Committee and Executive Council.
- (b) Neither the Diocese nor any trustee or body authorized by civil or canon law to hold, manage or administer real property of the Diocese shall sell, lease for a term exceeding one year, encumber, or otherwise transfer any real property, or any part thereof, of the Diocese without first obtaining the written consent of the Bishop and the approval of the Standing Committee and the Diocesan Convention, and when the Diocesan Convention is not in session the Executive Council must approve such matter.
- (c) Any entity that is wholly-owned by the Diocese shall not sell, lease for a term exceeding one year, encumber, or otherwise transfer any real property, or any part thereof, of such entity without first obtaining the written consent of the Bishop and the approval of the Standing Committee and the Diocesan Convention, and when the Diocesan Convention is not in session the Executive Council must approve such matter.

CANON 20.3 ACQUISITION OF PROPERTY AND TITLE TO THE ACQUIRED PROPERTY. A Congregation or Institution must obtain the consent of the Bishop and the approval of the Standing Committee and Diocesan Convention, and when the Diocesan Convention is not in session the Executive Council, before acquiring real property by purchase. Title to real property acquired or

received by a Congregation or Institution shall be held as directed by the Bishop and the Chancellor.

CANON 20.4 SPECIAL CIRCUMSTANCES.

- (a) If a Parish or the Cathedral refuses or neglects to maintain a Vestry to manage its temporal affairs or if a Parish or the Cathedral has a Vestry that fails or refuses to assemble to carry out its obligations with regard to such Congregation's temporal affairs, the Bishop, with the advice and consent of the Standing Committee, may appoint three persons to take charge of the property of the Parish or Cathedral, as the case may be, and to exercise all rights and functions of a Vestry until the Parish or Cathedral has established, as determined by the Bishop, a Vestry that is capable and willing to exercise the rights and functions of a Vestry.
- (b) If a Chapel refuses or neglects to maintain a Governing Committee to manage its temporal affairs or if a Chapel has a Governing Committee that fails or refuses to assemble to carry out its obligations with regard to such Chapel's temporal affairs, the Bishop, with the advice and consent of the Standing Committee, may appoint three persons to take charge of the property of the Chapel and to exercise all rights and functions of the Governing Committee of such Chapel until the Chapel has established, as determined by the Bishop, a Governing Committee that is capable and willing to exercise the rights and functions of a Governing Committee as to the Chapel's temporal matters.
- (c) If an Institution refuses or neglects to maintain a governing body to manage its temporal affairs or if an Institution has a governing body that fails or refuses to assemble to carry out its obligations with regard to such Institution's temporal affairs, the Bishop, with the advice and consent of the Standing Committee, may appoint three persons to take charge of the property of the Institution and to exercise all rights and functions of the governing body of such Institution until the Institution has established, as determined by the Bishop, a governing body that is capable and willing to exercise the rights and functions of a governing body as to the Institution's temporal matters.
- (d) Upon dissolution of a Congregation or Institution or upon the dissolution of the union of a Congregation or Institution with the Diocesan Convention, the property of such Congregation or Institution, as applicable, and whether real property or personal property, shall vest in the Diocese without the requirement of deed or other instrument of conveyance. If necessary to give effect to the foregoing or to cause any property to be conveyed to or retitled in the name of the Diocese, the Bishop shall be deemed the sole trustee or chief executive officer of such Congregation or Institution, as applicable, for the purpose of executing any deed or instrument of conveyance on behalf of such organization. Each Congregation and Institution as a condition of to being in union with the Diocesan Convention accepts the foregoing and agrees that the foregoing is irrevocable and shall not terminate as a result of a dissolution of its union with the Diocesan Convention.

CANON 21 — BUSINESS PRACTICES IN CHURCH AFFAIRS

CANON 21.1 FUNDS. Permanent funds, endowments, and trust funds and securities of a Congregation or Institution shall be deposited with a national or state bank, savings and loan association, mutual fund, professional investment advisor, the Diocese or other agency approved by the Finance Committee, and shall be held under agreements providing for at least two signatures for withdrawal of such funds or securities. This section shall not apply to funds and securities refused by depositories as too small for acceptance; such small funds shall be under the care of the persons or corporations responsible for them. Records shall be kept of all permanent and trust funds showing source and date and terms governing the use of principal and income. The fiduciary responsible for any such funds shall report the condition of such funds at each annual meeting of the Congregation.

CANON 21.2 ACCOUNTING RECORDS. Books of account shall be so kept as to provide the basis for satisfactory accounting, including appropriate records of all sub-groups of a Congregation.

CANON 21.3 ANNUAL AUDITS. All accounts, including discretionary accounts, of Congregations, Institutions or other bodies carrying out Diocesan programs shall be audited annually by a certified independent public accountant or by such accounting agency or audit committee as shall be approved by the Finance Committee (provided that in auditing discretionary funds, appropriate procedures may be implemented to safeguard the confidential nature of pastorally sensitive expenditures from such funds). The Finance Committee may direct any Congregation, Institution or other body carrying out Diocesan programs to provide copies, when asked, of any and all audit reports and of any memoranda relating to internal controls, together with a summary of action taken to correct deficiencies or implement recommendations.

CANON 21.4 PROPERTY INSURANCE. All buildings belonging to or used by Congregations or Institutions, and their contents, shall be kept adequately insured to the satisfaction of the Finance Committee.

CANON 21.5 DIOCESAN ARCHIVES.

- (a) There shall be an archive of the Diocese, the purpose of which shall be to preserve by safekeeping useful historical papers and materials of the Diocese, its Bishops, officials and agencies.
- (b) The day-to-day activities and work of the archive shall be conducted by an Archivist who shall be selected by the Bishop and confirmed by the Executive Council. The Archivist shall serve at the pleasure of the Bishop. The work of the Archivist shall include, but not be limited to, the following: securing, organizing, safeguarding and controlling access to the material in the collection; preparing operating policies for approval by the Bishop and Executive Council; reporting on the condition and work of the archives; and advising Congregations, Institutions and other organizations as to records retention and archive policies regarding their documents and materials.

- (c) The general records retention policies of the Diocese shall be as follows:
 - (i) Records and materials of the Diocese and its departments, commissions, committees and other organizations shall be retained in the archives of the Diocese.
 - (ii) Records and materials of defunct organizations of the Diocese, including Congregations and Institutions, shall be retained in the archives of the Diocese, subject to applicable policies as may be developed from time to time by the Executive Council.
 - (iii) Active separate organizations, such as Congregations and Institutions, are expected to retain and preserve their own papers and materials.
- (d) When papers and materials are transferred to the Archives, the originator shall indicate any materials which are to be considered confidential and they shall be subject to applicable policies.
- (e) Access to materials in the archives is left to the discretion of the Archivist, the Bishop or the Executive Council.

CANON 22 — ECCLESIASTICAL DISCIPLINE

CANON 22.1 TITLE IV CHURCH CANONS. The provisions of the Title IV Canons are incorporated herein by this reference. To the extent the Constitution and Canons of the Diocese cannot be reconciled to the Title IV Canons, the Title IV Canons control. Capitalized terms not otherwise defined in this Canon 22 have the meanings ascribed to them in the Title IV Canons.

CANON 22.2 DISCIPLINARY POSITIONS. The Diocese shall have the following positions to implement the disciplinary structure of the Title IV Canons.

- (a) **Intake Officer.** The Bishop shall appoint an Intake Officer, whose name and contact information shall be published on the website of the Diocese or otherwise made available from the offices of the Diocese as a contact for reporting Offenses. The Intake Officer shall make an initial assessment of a complaint.
- (b) **Investigator.** As needed by the Diocese, the Bishop appoints an Investigator, who shall be a person with sufficient knowledge, experience and training to conduct investigations, and is familiar with the provisions and objectives of the Title IV Canons. The Investigator may, but need not, be a member of The Episcopal Church.
- (c) **Church Attorney.** As needed by the Diocese, the Bishop, with the advice and consent of the Standing Committee, shall appoint one or more attorneys duly licensed in North Carolina to represent the Diocese as its Church Attorney in all

conferences, hearings or other proceedings under the Title IV Canons. The Standing Committee may terminate the Church Attorney's engagement for reasons it deems sufficient, if the termination does not materially affect or influence a pending proceeding. The Church Attorney or Attorneys need not be Members of the Church.

- (d) **Pastoral Response Coordinator.** The Bishop may appoint a Pastoral Response Coordinator, which person shall be responsible for implementing a pastoral response as directed by the Bishop. The Pastoral Response Coordinator serves at the will of the Bishop.
- (e) **Conciliator.** When a matter is referred for conciliation, the Bishop shall appoint a Conciliator, who should be a person skilled in dispute resolution and without conflict of interest in the matter. The Conciliator serves at the will of the Bishop.
- (f) **Advisors.** In each proceeding under the Title IV Canons, the Bishop appoints an Advisor for the Complainant and an Advisor for the Respondent. Persons serving as Advisors shall not include any person likely to be called as a witness in the proceeding.

CANON 22.3 DISCIPLINARY BOARD. The Diocese shall have a Disciplinary Board, from which Conference Panels and Hearing Panels are selected.

- (a) **Composition of Disciplinary Board.** The Disciplinary Board shall be composed of nine (9) members elected by the Diocesan Convention. Of the members, five (5) are to be Clerics who are Canonically Resident in the Diocese and not under ecclesiastical discipline, and four (4) are to be lay individuals who meet the requirements for being a Layperson as set forth in the definition of such term. The elected members shall be grouped into three (3) classes of three (3) members each, each such class including at least one (1) Cleric and at least one (1) Layperson. The terms of such classes shall be staggered so that one such class is elected each year to commence a new term. The terms of office of elected members shall commence on January 1 next following their election. Except for the initial classes, which shall serve either a one-year term, two-year term or a three-year term as specified by the Diocesan Convention in its elections, the members of each class thereafter shall serve a three-year term.
- (b) **Vacancies.** Any elected member of the Disciplinary Board may resign by submitting a letter of resignation to the President of the Disciplinary Board or the Bishop. The Disciplinary Board may declare vacant the office of an elected member who fails to meet the qualifications for membership or if the elected member has failed without excuse to attend three (3) consecutive meetings of the Disciplinary Board. Vacancies among elected members may be filled by the Bishop, with the consent of the Standing Committee.

- (c) **President of Disciplinary Board.** Within sixty (60) days after the annual Diocesan Convention, the Disciplinary Board shall elect from its membership a President for the following year. As needed, the President selects members of Conference Panels and Hearing Panels, serves as a member of any Reference Panel, and handles any appeal if a complaint is dismissed by the Intake Officer.
- (d) **Clerk of Disciplinary Board.** The Disciplinary Board appoints a Board Clerk to assist the Board with records management and administrative support. The Clerk may or may not be a member of the Disciplinary Board.
- (e) **Conference Panels and Hearing Panels.** When the Reference Panel receives an intake report, the President of the Disciplinary Board shall appoint from the Board's membership a Conference Panel and a Hearing Panel. The Conference Panel shall consist of two (2) or more members and shall include both Cleric and Layperson members. The Hearing Panel shall consist of three (3) or more members and shall include both Cleric and Layperson members. The President may not serve on either panel, and a member appointed to one panel may not serve on another panel.
- (f) **No Overlapping Roles.** A member of the Disciplinary Board may not serve as Chancellor, Vice Chancellor, Advisor, Pastoral Response Coordinator, Conciliator, Church Attorney, Intake Officer or Investigator. The person serving as Chancellor, Vice Chancellor, Advisor, Pastoral Response Coordinator, Conciliator, Church Attorney, Intake Officer or Investigator may not serve in another of such capacities. A member in the same law firm as a member of the Disciplinary Board, Chancellor, Vice Chancellor, Advisor, Pastoral Response Coordinator, Conciliator, Church Attorney, Intake Officer or Investigator faces the same disqualification.

CANON 22.4 PRESERVING IMPARTIALITY.

- (a) **Panel Members.** In any proceeding under the Title IV Canons, if any member of a Conference Panel or Hearing Panel becomes aware of circumstances where such member's impartiality may be reasonably questioned, that member must notify the President of the Disciplinary Board immediately and request a replacement. Respondent's Counsel and the Church Attorney have the right to challenge any panel member's impartiality by motion to the panel for disqualification of the challenged member. The panel members who are not subject to the challenge shall promptly consider the motion and determine whether the challenged panel member should be disqualified from participating in that proceeding.
- (b) **Bishop.** The Bishop shall disqualify himself or herself in any proceeding in which the Bishop's impartiality may reasonably be questioned. The Bishop shall also disqualify himself or herself when the Bishop, the Bishop's spouse, or a person within the third degree of relationship to either of them, or the spouse of such person, is the Respondent, Complainant or an Injured Person.

CANON 22.5 PROCEEDINGS FOR BISHOPS. This Canon 22 is modified as provided in Canon 17 of the Title IV Canons for proceedings involving a Bishop.

CANON 22.6 RECORDS. Records of active proceedings before the Disciplinary Board, including the period of any pending appeal, shall be preserved and maintained in the custody of the Clerk, if there is one, or otherwise by the office of the Diocese. The records of all proceedings under this Canon shall be archived within the Diocese by the Archivist and within the archives of The Episcopal Church, as prescribed in the Title IV Canons.

CANONS 23 — AMENDMENTS

CANON 23.1 SUBMISSION OF PROPOSED AMENDMENTS. The Canons of the Diocese may be amended or supplemented at any annual meeting or special meeting of the Diocesan Convention, provided the proposed resolution for amending the Canons of the Diocese has been properly placed before the Diocesan Convention as herein required. For each amendment to be adopted, it must receive the concurrent approval of a majority of the Lay Order and a majority of the Clerical Order, voting separately. Notwithstanding the foregoing, the Chancellor, with the approval of the Executive Council, may make non-substantive changes to these Canons of the Diocese to correct punctuation, spelling, typographical, grammatical, formatting and numbering errors, and such changes shall not require the approval of the Diocesan Convention and shall take effect immediately.

CANON 23.2 EFFECTIVE DATE OF AMENDMENTS. All canons hereafter enacted to be added to the Canons of the Diocese, and all amendments to the Canons of the Diocese, unless otherwise determined by the vote of the Diocesan Convention or as otherwise provided in Canon 23.1 above, shall take effect upon the close of the Diocesan Convention at which they are enacted.

CANON 23.3. CERTIFICATION OF CHANGES. In the event of the insertion of a new canon, or a new section or clause in an existing canon, or of the repeal of an existing canon, or of a section or clause in a canon, the numbering of the canons or of a division of a canon of the Canons of the Diocese shall be changed accordingly without the necessity of enacting an amendment or amendments to that effect.

CANON 24 — SAVINGS CLAUSE

In the event any provision in the Canons of the Diocese is in conflict with any term or requirement in the Constitution and Canons of the Church or the Constitution of the Diocese, whether now existing or hereafter enacted, for which no deviation is permitted or allowed, then the provision that is in conflict shall be deemed stricken as if never included herein and substituted in its place shall be the term or requirement of the Constitution and Canons of the Church or the Constitution of the Diocese, as may be applicable.

CANON 25 — REPEAL OF PRIOR CANONS

Upon the concurrence of the Bishop following approval and adoption of these Canons of the Diocese by the Diocesan Convention, the canons previously in effect with regard to the governance of the Diocese shall be repealed.

Bishop's Concurrence

I concur in the amendment to the Canons of The Episcopal Diocese of Western North Carolina as adopted by the _____ Convention of The Episcopal Diocese of Western North Carolina on October _____, 20____.

José A. McLoughlin, Seventh Bishop Diocesan of The Episcopal Diocese of Western North Carolina

Certificate of Secretary

I hereby certify that the foregoing is a true and correct copy of the Canons of The Episcopal Diocese of Western North Carolina as the same were adopted by the _____ Convention of The Episcopal Diocese of Western North Carolina held on _____, 20____.

_____, Secretary of the _____ Convention of The Episcopal Diocese of Western North Carolina