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CONSTITUTION
of the
EPISCOPAL DIOCESE
OF EL CAMINO REAL
adopted June 20, 1980
amended through October 27, 2018

Article I. Territory

The Episcopal Diocese of El Camino Real shall be that part of the State of California within the counties of Monterey, San Benito, San Luis Obispo, and Santa Cruz and within the County of Santa Clara, except the Cities of Los Altos and Los Altos Hills, the unincorporated lands of Stanford University, and that part of the City of Palo Alto lying south and west of a line starting at El Camino Real and the San Mateo County Line, running along El Camino Real to the intersection of Page Mill Road, thence along Oregon Expressway to the Bayshore (U.S. Highway 101), thence southeasterly along the Bayshore to the city limits of Mountain View.

Article II. Acceding to The General Convention

The Episcopal Diocese of El Camino Real accedes to the Constitution and Canons of The Episcopal Church and recognizes the authority of the General Convention of the same.

Article III. Authority of the Diocese

The authority of the Diocese is vested in and exercised by its Bishop, its Bishop Coadjutor, if there is one, its Convention, and its Standing Committee, acting under and in subordination to The Episcopal Church, its General Convention, Constitution, Canons, and Regulations.

Article IV. Ecclesiastical Authority

IV.1. The Bishop is the Ecclesiastical Authority of the Diocese and exercises ordinary jurisdiction within the Diocese. The Bishop is also the Chief Pastor and Liturgical Officer of the Diocese and, as such, has the right to officiate within any congregation or elsewhere in the Diocese.

- IV.2.** If the Bishop becomes disabled, the Bishop Coadjutor, if there is one, shall assume all the powers and perform all the duties of the Bishop of the Diocese and shall be the Ecclesiastical Authority.
- IV.3.** If there is no Bishop or Bishop Coadjutor able to act, the Standing Committee shall be the Ecclesiastical Authority.
- IV.4.** If the Bishop is absent, a Bishop Coadjutor or the Standing Committee, if authorized in writing by the Bishop, shall act as the Ecclesiastical Authority until that authority is revoked by the Bishop.
- IV.5.** All controversies between the Rectors of two or more Parishes, or between a Parish or its Vestry and its Rector, or between persons adversely claiming to be members of the Vestry of a Parish shall be referred to the Ecclesiastical Authority for determination.

Article V. Standing Committee

- V.1.** The Standing Committee shall consist of four members of the clergy (Priests or Deacons) and four lay persons. The clerical members must be entitled to seat, voice, and vote in the Convention and the lay members must be communicants of the Church in this Diocese. The Standing Committee shall elect a President, Secretary, and other officers it deems necessary from among its members.
- V.2.** The members of the Standing Committee shall be elected by the Convention at its Annual Meeting to terms of four years each, or until their successors are elected. The members shall be divided into four classes, with one clerical and one lay member in each class. A new class shall be elected each year by the Convention. After serving one full term, no person shall be eligible to serve as a member of the Standing Committee until a period of one year has elapsed.
- V.3.** The powers, the functions, and duties of the Standing Committee shall be those prescribed by the Constitution and Canons of The Episcopal Church and by the Constitution and Canons of this Diocese.
- V.4.** If a vacancy occurs in its membership, the Standing Committee shall elect a replacement of the same order, who shall serve until the next Annual Meeting. At that meeting the Convention shall elect a member of the same order to fill the unexpired term.

Article VI. Convention Organization

- VI.1.** The legislative functions of the Diocese shall be exercised by the Convention as duly constituted and assembled.
- VI.2.** Every Parish and Mission in the Diocese at the time this Constitution is adopted shall be considered in union with and entitled to representation in the Convention, unless and until it is deprived of such standing and right by vote of the Convention.

- VI.3.** The members of the Convention shall be the following:
- VI.3.1.** The Bishop, the Bishop Coadjutor, and the Suffragan Bishop, if there are such, shall have a seat, voice, and vote.
 - VI.3.2.** All clergy canonically resident in the Diocese, having a ministry in or for the Diocese which is recognized by the Ecclesiastical Authority, shall have seat, voice, and vote.
 - VI.3.3.** The Bishop may, in the Bishop's pastoral discretion, release any member of the clergy from membership in the Convention who has requested such action or who have not attended the Convention for the past two years.
 - VI.3.4.** Clergy who, while active within the Diocese in any of the capacities mentioned in Section VI.3.2 of this Article, retire from active service by reason of age or permanent disability according to the records of the Church Pension Fund shall have seat, voice, and vote.
 - VI.3.5.** Any clergy who have lost or relinquished their right to seat, voice, and vote, may be reinstated to the Convention by a majority vote of the Board of Trustees.
 - VI.3.6.** Lay delegates, selected as specified in the following Sections, shall have seat, voice, and vote.
 - VI.3.7.** Any member of the clergy duly ordained in the Evangelical Lutheran Church in America who is serving a congregation in this Diocese per Canon III.10.2.(v) of The Episcopal Church, during the term of such service.
- VI.4.** The lay delegates from each Parish and Mission shall be elected by the congregation at its annual meeting or, if the congregation fails to act, or if the number of delegates and alternates is insufficient, or if one or more is unable to act, by the Vestry of the Parish or Bishop's Committee of a Mission. Failing that, they shall be appointed by the Rector or Vicar. Each delegate must be a communicant entitled to vote in the annual meeting of the congregation the delegate represents.
- VI.5.** A Parish or Mission shall be entitled to elect the following number of lay delegates, based upon the number for average Sunday attendance, defined as the total Sunday attendance divided by the number of Sundays, for the year previous to the year of the meeting of the Convention:
- | | |
|-----------------------------------|--------------|
| 1-49 average Sunday attendance | 2 delegates |
| 50-74 average Sunday attendance | 3 delegates |
| 75-99 average Sunday attendance | 4 delegates |
| 100-149 average Sunday attendance | 5 delegates |
| 150-199 average Sunday attendance | 6 delegates |
| 200-299 average Sunday attendance | 7 delegates |
| 300-399 average Sunday attendance | 8 delegates |
| 400-499 average Sunday attendance | 9 delegates |
| 500-599 average Sunday attendance | 10 delegates |
| 600-699 average Sunday attendance | 11 delegates |

700 or more average Sunday attendance 12 delegates

- VI.6.** Alternate lay delegates shall have the same qualifications as lay delegates and shall be elected in the same manner. The number of alternates elected by a congregation shall not exceed the number of delegates it is entitled to elect. Unless otherwise specified, alternate lay delegates shall be entitled to seat, but not voice and vote, unless acting in replacement of a delegate.
- VI.7.** The delegates and alternates shall take office on the first day of March following their election and shall serve until March 1 of the following year, or until their successors are elected.
- VI.8.** When not delegates to Convention, lay members of the Standing Committee, Board of Trustees and the Secretary, Treasurer, and Chancellor of the Diocese shall have seat, voice, and vote in the Convention.
- VI.9.** The Convention may grant a seat and voice or a seat, voice, and vote to such other persons as it deems appropriate.
- VI.10.** The Convention shall be the judge of the qualifications of its members in accordance with the provisions of the Constitution and the Canons of this Diocese.

Article VII. Meetings of the Convention

- VII.1.** The Convention shall regularly convene once each calendar year for its Annual Meeting. Additional regular meetings of the Convention may be specified by Canon. Notice of the time and place of each meeting shall be given in the manner specified by Canon.
- VII.2.** The Bishop, the Standing Committee, and the Convention shall each have the power to call special meetings of the Convention. The notice of a special meeting, in addition to stating the time and place, shall state the purpose for which it is called. No business other than that stated in the notice may be considered unless such consideration is approved by two-thirds vote of the Convention.
- VII.3.** The Ecclesiastical Authority shall have the power to change the time or place, or both, of any meeting. Notice of such change shall be given in the manner specified by Canon.
- VII.4.** A quorum shall be declared to exist only when each of the following requirements is met:
 - VII.4.1.** a majority of all clergy entitled to vote is present, with the exception of clergy deemed by the Bishop to be infirm or who have been otherwise excused from attending by the Bishop;
 - VII.4.2.** a majority of all lay delegates are present; and
 - VII.4.3.** a majority of all congregations entitled to representation in the Convention have at least one voting member present.

If a quorum is not present at any meeting, a majority of those present may fix the time to which to adjourn, adjourn, recess, or take measures to obtain a quorum.

- VII.5.** The Convention shall deliberate as one body. Except as otherwise provided by this Constitution or by Canon, each member of the clergy entitled to vote and each lay delegate shall have one vote and, except as otherwise provided by this Constitution or by Canon, a majority of all votes cast shall determine any question submitted to the Convention.
- VII.6.** If for any cause a Parish or Mission of this Diocese is not represented in any meeting of the Convention, it shall nevertheless be bound by all acts of the Convention at that meeting.

Article VIII. Convention Officers

- VIII.1.** The Bishop shall be *ex officio* the President of the Convention. The President may at any time select a member of the Convention to preside in the President's place. If the President is absent and fails to appoint a member to preside, the Convention shall elect a member to act as President *pro tempore*.
- VIII.2.** The Secretary of the Diocese shall be *ex officio* the Secretary of the Convention.

Article IX. Diocesan Officers

- IX.1.** There shall be a Secretary, a Treasurer, and a Chancellor, and such other officers of the Diocese as the Canons may specify. The methods of their selection and their duties shall be defined by Canon.
- IX.2.** The Convention may at any meeting create by resolution a position of officer of the Diocese with attendant duties. Such a position may not have a duration of more than two years from creation unless confirmed by Canon at a subsequent meeting of Convention.

Article X. Removal of Officers of the Convention and Diocese

The Bishop, with the advice and consent of the Standing Committee, may remove, at any time in the interval between meetings of the Convention, any officer of the Convention or Diocese, except the Bishop, for any cause judged by the Bishop to be sufficient. If the Standing Committee is serving as the Ecclesiastical Authority, any such removal shall require the advice and consent of the Board of Trustees. Any vacancy so created shall be filled in the manner provided by the Canons.

Article XI. Deputies to General Convention and Provincial Synod

- XI.1.** At the Annual Meeting of the Convention held more than twelve months but less than twenty-four months before the opening date of a meeting of the General Convention, four priests or deacons entitled to vote in the Diocesan

Convention and four lay communicants resident in the Diocese shall be elected as Deputies of the Diocese to the General Convention and to the Provincial Synod, to serve until their successors are elected. The election shall be by a concurrent majority vote of each order, clergy and lay, voting separately by ballot.

- XI.2.** On the election of the four Deputies in each order, the next four candidates in each order receiving the highest number of votes shall be considered elected as alternates.
- XI.3.** If the required number of Deputies and alternates has not been elected after a third ballot, election of the remainder shall be by both orders voting jointly by ballot and election to the unfilled positions shall be determined in the order of votes received.
- XI.4.** If a vacancy occurs in the representation of the Diocese, the Ecclesiastical Authority shall appoint an alternate of the same order to fill the vacancy. If no alternate is available, the Ecclesiastical Authority may appoint any other similarly qualified member of the clergy or laity, as the case may be.
- XI.5.** The Deputies shall report to the Diocese following each meeting of the General Convention and of the Provincial Synod.

Article XII. The Election of a Bishop

- XII.1.** The election of a Bishop, Bishop Coadjutor, or Bishop Suffragan shall be at the Annual Meeting of the Convention or at a Special Meeting called by the Ecclesiastical Authority for that purpose. The election shall be by a concurrent majority vote of each order, clergy and lay, voting separately by ballot.
- XII.2.** A quorum for the election of a Bishop, Bishop Coadjutor, or Bishop Suffragan shall be declared to exist only when each of the following requirements is met:
 - XII.2.1.** two-thirds of all clergy entitled to vote are present,
 - XII.2.2.** two-thirds of all lay delegates are present,
 - XII.2.3.** two-thirds of all congregations entitled to representation in the Convention have at least one voting member present.

Article XIII. Regulation of Parishes and Missions

- XIII.1.** A Parish or Mission may be admitted into union with the Convention by majority vote of the Convention. In the case of a Parish, it shall produce satisfactory evidence of its recognition by the Ecclesiastical Authority as a Parish pursuant to the Canons. In the case of a Mission, it shall produce a certificate from the Ecclesiastical Authority stating that it is organized and approved in accordance with applicable Canons.

XIII.2. The Canons shall provide an orderly procedure to follow in the event a Parish or Mission no longer qualifies as such.

XIII.3. The union between the Convention and a Parish or a Mission may be dissolved by a majority vote of the Convention if such Parish or Mission shall fail to conduct its affairs in accordance with the Constitution and Canons of this Diocese and the Constitution and Canons of The Episcopal Church.

Article XIV. Funding

XIV.1. The Convention shall have the power to raise money from the Parishes and Missions of the Diocese by such means as the Convention may determine, for the regular expenses of the Diocese and for such other purposes as the Convention may authorize.

XIV.2. The Convention also shall have the power to impose such penalty as it may deem appropriate for the failure to meet such financial obligations determined pursuant to Section 1 of this Article.

Article XV. Diocesan Corporation

XV.1. The corporation known as "The Episcopal Church in the Diocese of El Camino Real," incorporated under the laws of the State of California is recognized as under the authority and jurisdiction of the Convention of this Diocese.

XV.2. The Corporation shall be the legal entity of the Diocese. Except as otherwise provided in the Constitution or Canons, it shall hold title to and administer all property of the Diocese. The Corporation shall be governed by a Board of Trustees. The composition of the Board shall be provided for by Canon. The members of the Board shall constitute the only "members" of the Corporation.

XV.3. This Constitution and the Canons of this Diocese shall constitute the primary bylaws of the Corporation, but the Board of Trustees, with the advice and consent of the Standing Committee, may adopt such additional bylaws as are necessary or useful in carrying on the Corporation's business and are not inconsistent with the Constitution and Canons.

XV.4. The Articles of Incorporation of the Corporation may be amended at any meeting of the Convention by a concurrent majority vote of each order, clergy and lay, voting separately. Proposed amendments shall be submitted and introduced in the same manner as provided in the Canons for amendments to the Canons.

Article XVI. Amendment

XVI.1. An amendment to this Constitution shall require concurrent action by two successive Annual Meetings of Convention.

- XVI.2.** Any proposed amendment shall be submitted and introduced in the same manner as provided in the Canons for amendments to the Canons and, if approved by a concurrent majority vote of each order, clergy and lay, voting separately, shall lie over until the next Annual Meeting.
- XVI.3.** If at the next Annual Meeting the amendment is approved by a concurrent majority of each order, clergy and lay, voting separately, and by the Bishop (unless there is a vacancy in the Episcopate or the Bishop is absent), the amendment shall be adopted. If the Bishop does not approve, the Convention shall vote again in the same manner and, if approved by a two-thirds vote, the amendment shall be adopted.
- XVI.4.** Each amendment shall be in force as of the date of its adoption unless a future date is specified in the amendment itself.
- XVI.5.** When Articles of the Constitution or Sections of an Article are renumbered or reordered, the Secretary shall adjust any references to such Articles or Sections as necessary without further action by the Convention. The changes made by the Secretary shall be reviewed and approved as specified by Canon.

* * *

CANONS
of the
EPISCOPAL DIOCESE
OF EL CAMINO REAL
adopted June 20, 1980
amended through October 27, 2018

Canon 1. Membership of the Convention

- 1.1.** The membership of the Convention is defined in Article VI of the Constitution of the Diocese of El Camino Real.
- 1.2.** At least 30 but not more than 90 days before any Annual or Special Meeting of the Convention of this Diocese, the Ecclesiastical Authority shall cause to be prepared a list of all clerics meeting the requirements of Article VI.3.2 or Article VI.3.4, identifying their respective ministries, or who were reinstated per Article VI.3.5. The Secretary shall cause such list to be sent to all clerics canonically resident in the Diocese no less than 25 days prior to the next meeting of the Convention. Such list shall be presented for information to the Convention on the first day of the meeting and be appended to the Journal. Clerics named in such a list shall be entitled to seat, voice and vote in the Convention.
- 1.3.** If such list is challenged and the challenge is not resolved prior to the Convention, a motion shall be in order to amend such list in conformity with the Constitution after consideration of the findings and recommendations of the Committee on Credentials.
- 1.4.** Clergy asserting the right to seat, voice, and vote shall, at such times as the Ecclesiastical Authority may direct, furnish satisfactory evidence of meeting the requirements of Article VI.3.2 or Article VI.3.4, or who were reinstated per Article VI.3.5 of the Constitution. Those who fail to do so shall be removed from the list of those entitled to seat, voice and vote in the Convention.
- 1.5.** The Ecclesiastical Authority shall maintain a list of the clergy as required by Section 2 of this Canon together with their addresses and the identification of

their respective ministries. Clergy shall notify the Ecclesiastical Authority of any change in address and/or ministry.

- 1.6. Each congregation shall file with the Secretary of the Convention a certified list of lay delegates and alternates no later than February 20 of each year. Alternates shall be listed in the order of votes received and shall be called upon to replace absent delegates in the order listed.
- 1.7. If a congregation has failed to meet its fair share obligation then due or the reduced amount set forth in a Restoration Plan or other plan (each to have been approved by the Board of Trustees or predecessor Council pursuant to Canon 15.3) sixty (60) days prior to any meeting of the Convention, that congregation's lay delegates will not be entitled to vote on any matter at that meeting of the Convention and/or any deanery meeting and will not be entitled to voice at any meeting of the Convention and/or any deanery meeting regarding matters related to finance or the expenditure of diocesan funds until the fair share obligation is met. Should the Secretary receive notice pursuant to Canon 15.5 that a congregation failed to meet its fair share obligation sixty (60) days prior to any meeting of the Convention, the Secretary shall notify the congregation that its lay delegates will be subject to the restrictions in the first sentence of this Section. A congregation's fair share obligation shall be deemed to have been met if the congregation is in compliance with a Restoration Plan or other plan approved by the Board of Trustees or predecessor Council.
- 1.8. Each congregation shall file its Annual Parochial Report with the Ecclesiastical Authority not later than March 1 of a given year. The Secretary, not later than March 15, shall give written notice to any congregation that has failed to file such Report. If a congregation fails to file its Annual Parochial Report with the Ecclesiastical Authority by 5 PM on April 1 (or if April 1 falls on a Saturday, Sunday, or a State or Federal holiday, on the next business day thereafter), that congregation's lay delegates will not be entitled to vote on any matter at any meeting of the Convention and/or any deanery meeting and will not be entitled to voice at any meeting of the Convention and/or any deanery meeting regarding matters related to finance or the expenditure of diocesan funds until the March 1 after all of that congregation's Annual Parochial Reports have been filed.

Canon 2. Meetings of the Convention

- 2.1. The Convention shall form its own organization and adopt its own order of business and rules of order. In circumstances not covered by these rules, *Robert's Rules of Order* shall apply. Once adopted, the order of business and rules of order shall continue in force until amended or cancelled, in whole or in part, by the Convention.
- 2.2. The Bishop as President shall appoint a committee on Dispatch of Business consisting of the Parliamentarian, the Secretary, the Chancellor, and one or more other members of Convention to assist the President in the orderly progress of the Convention, and shall designate the chair. The Committee shall present a proposed agenda to each business meeting and may propose changes in the Rules of Order or special rules as from time to time appear

convenient or necessary. The Bishop shall appoint a parliamentarian for each meeting of the Convention.

- 2.3. The Annual Meeting shall be held in October or November of each year at such time and place as shall be fixed by the Ecclesiastical Authority within six months after the previous Annual Meeting. At the Annual Meeting, the Convention shall consider and adopt the Diocesan Budget for the following fiscal year. Additional meetings of the Convention may be held. The Ecclesiastical Authority shall fix the times and locations of such meetings.
- 2.4. At the 2001 Annual Meeting of the Convention, and every fifth year thereafter, the Standing Committee shall cause to be presented to the Convention a written evaluation of the Diocese, its structures, programs and ministries, its leadership and financial condition and the ways in which adopted objectives have been met.
- 2.5. The Secretary shall send a notice of each meeting of the Convention, and of any change in its time or place, at least thirty (30) days in advance of the meeting to each member of the clergy shown on the list prepared by the Ecclesiastical Authority pursuant to Canon 1.2 at the address shown on the list maintained pursuant to Canon 1.5 and to the delegates and alternates of each congregation in union with the Convention.
- 2.6. At least forty-five (45) days prior to the time appointed for any Annual or Special Meeting of the Convention, the Secretary shall send to the minister in charge of each congregation in union with the Convention, the list of delegates and alternates of record. If any such congregation be without a minister, such forms shall be sent to a Warden of the congregation. Such minister or warden shall make any corrections necessary and return the list to the Secretary prior to 30 days before the next meeting of the Convention.

Canon 3. Officers of the Diocese

- 3.1. A Secretary who shall be a communicant of the Church in this Diocese shall be elected at each Annual Meeting of the Convention. The Secretary shall take office 60 days from the close of that meeting and shall continue in office until 60 days after the close of the Annual Meeting at which a successor is elected. If the office of Secretary becomes vacant between meetings of the Convention, the Standing Committee shall appoint a replacement to serve until a successor is elected.
- 3.2. The Secretary, who shall be *ex officio* Secretary of the Convention, shall record the minutes and proceedings of the Convention, deliver to the diocesan office the minutes within 60 days of the adjournment of the Convention and prepare and distribute the Journal of the Convention within 120 days of the adjournment of the Convention. The Secretary shall preserve all Convention records and shall ensure a copy of such records is maintained at the diocesan office. The Secretary shall make a report of official acts to the Convention each year. A retiring Secretary shall be responsible for preparing the minutes and Journal of all meetings of the Convention occurring during such Secretary's term of office.

- 3.3.** The Secretary shall send to the Secretary of the General Convention and Synod, a certificate of the election of clerical and lay deputies and shall perform such other duties as may from time to time be required by the Secretary of the General Convention.
- 3.4.** The Secretary may appoint one or more Assistant Secretaries to assist with these duties.
- 3.5.** A Treasurer, who shall be a communicant of the Church in this Diocese, shall be elected at each Annual Meeting of the Convention and shall serve until a successor is elected. If the office of Treasurer becomes vacant between meetings of the Convention, the Bishop shall appoint a replacement, with the advice and consent of the Board of Trustees, to serve until a successor is elected.
- 3.6.** The Treasurer shall have custody of all funds belonging to the Diocese and shall pay, when due, all regularly budgeted items. The Treasurer shall pay other items and invest Diocesan funds upon authorization of the Board of Trustees. The Treasurer shall be bonded in an amount determined annually by the Board of Trustees.
- 3.7.** At each Annual Meeting the Treasurer shall present a written statement of accounts for the previous fiscal year. The Treasurer shall close the several accounts on December 31 of each year. The accounts shall be audited and the auditor's certificate published to the Convention.
- 3.8.** The records of the Secretary and the Treasurer shall be open at all times for inspection by the Ecclesiastical Authority, the Standing Committee, the Board of Trustees, and the Convention.
- 3.9.** A Chancellor who shall be a communicant of the Church in this Diocese and shall be learned in the law shall be appointed by the Ecclesiastical Authority at each Annual Meeting of the Convention, or at such other times as necessary, and shall serve until a successor is appointed. The Chancellor shall be the legal advisor to the Diocese.
- 3.10.** An Archivist may be appointed by the Ecclesiastical Authority and shall hold office at the pleasure of the Ecclesiastical Authority.
- 3.11.** It shall be the duty of the Archivist of the Diocese so appointed to collect and preserve such materials as can be obtained relative to the history of the Diocese, its Bishops, Parishes, Missions, institutions, and undertakings, and so to arrange, catalog, and classify all such books, documents, photographs, and papers in his or her custody as to make their content accessible for reference and research. All such materials shall remain the property of the Diocese and shall be delivered to the custody of the Archivist.
- 3.12.** Records and materials in the custody of the Archivist shall be available for research purposes and shall be made accessible by the Archivist under such rules as may be reasonably established.
- 3.13.** The Archivist, when requested by the Ecclesiastical Authority, the Board of Trustees, the Standing Committee, or the Convention, shall obtain, prepare and furnish material or data on any matter reflected in diocesan records and

shall make a report of such findings to the Ecclesiastical Authority, the Board of Trustees, the Standing Committee, or the Convention at its next Annual Meeting, as appropriate.

- 3.14.** The Archivist may from time to time present to the Convention a written report showing the performance of the duties of the office, the condition of the collections and the additions made to them, with such recommendations as may appear proper concerning their safe preservation, arrangement, and increase, and concerning the best method of securing to the Church a knowledge of all matters of importance contained therein.

Canon 4. Committees Serving the Convention

- 4.1.** There shall be a Committee on Resolutions, which shall consist of four or more members, either clerics whose names appear on the list prepared pursuant to Canon 1.2 or lay persons (who shall be communicants in good standing in a congregation of this Diocese). The Ecclesiastical Authority shall appoint these members and shall designate a Convener at each Annual Meeting of the Convention. The Committee shall perform the following functions:
- 4.1.1.** Be available before the deadline for submittal of resolutions prior to any Meeting of the Convention to consult with any Diocesan body or any other person entitled to submit resolutions as to the proper form and substance of a proposed resolution;
 - 4.1.2.** After the deadline for submittal of resolutions, accept from the Secretary the text of all resolutions submitted (except those dealing with proposed amendments to the Constitution, the Canons, or the Rules), and review them for form and substance;
 - 4.1.3.** Propose to the maker any appropriate changes to the text of the resolution;
 - 4.1.4.** On the floor of the Convention, present each resolution filed in accordance with the Rules and report on it in accordance with the Rules;
 - 4.1.5.** Be available on the floor of the Convention to consult with any member wishing to propose an amendment to any resolution. This consultation shall be directed to ensure that the proposal, if adopted, would be in proper form and substance; and
 - 4.1.6.** The members of the Committee shall be familiar with the Rules of the Convention of this Diocese as well as the Rules of the General Convention in order to facilitate ensuring that resolutions addressed to either body may be considered on substance and not form.
- 4.2.** There shall be a Committee on Constitution and Canons, which shall consist of a chair appointed by the Ecclesiastical Authority with the consent of the

Board of Trustees, at each Annual Meeting of the Convention, plus other members appointed by the chair annually within 30 days of the close of the Convention and as needed thereafter. Members may be either clerics whose names appear on the list prepared pursuant to Canon 1.2 or lay persons (who shall be communicants in good standing in a congregation of this Diocese). The Chancellor shall serve on the committee as member *ex officio* with seat, voice and vote. The Committee shall perform the following functions:

- 4.2.1. Upon receipt of a request from any Diocesan body or any Officer, draft language suitable to carry out the desired purpose, correspond with the proposer to ensure that the draft is satisfactory, and submit the resulting resolution to the Secretary;
 - 4.2.2. Be available before the deadline for submittal of proposed changes to the Constitution, the Canons, or the Rules prior to any Meeting of the Convention to consult with any Diocesan body or any other person entitled to submit such resolutions as to the proper form and substance of the proposed amendment;
 - 4.2.3. After the deadline for submittal of resolutions, accept from the Secretary the text of all submitted resolutions and review them for form and substance;
 - 4.2.4. On the floor of the Convention, present each canonical resolution filed in accordance with the Rules and report on it in accordance with the Rules;
 - 4.2.5. Be available on the floor of the Convention to consult with any member wishing to propose an amendment to any resolution dealing with changes to the Constitution, the Canons, or the Rules. This consultation shall be directed to ensure that the proposal, if adopted, would be in proper form and substance;
 - 4.2.6. Ensure that the form of any proposed resolution is in keeping with the form and substance of the Constitution and Canons of this Diocese and of The Episcopal Church. It may amend such proposed resolutions only to effect such consistency and may not amend the substance of the proposed resolution; and
 - 4.2.7. Suggest amendments to the proponent of a proposed resolution. The Committee may likewise suggest amendments to the opponent of any measure that proposes an amendment to the Constitution, the Canons, or the Rules.
- 4.3. There shall be a Diocesan Nominating Committee to be comprised of seven members. Two members shall be elected by each deanery to serve three-year terms and a chair shall be appointed annually by the Standing Committee. Elections for vacant positions shall be held by March 31 of each year. The chair may be reappointed up to three times and then shall not be eligible to serve on the Nominating Committee until a period of one year has elapsed. After serving one three-year term, no elected person shall be eligible to serve as a member of the Nominating Committee until a period of one year has elapsed.

- 4.3.1.** The Committee shall perform the functions of the Nominating Committee (or Diocesan Leadership Recruitment Committee.) specified in the Rules and shall be convened by the chair. The Committee shall also perform the following other functions:
- 4.3.1.1.** Consult with the Secretary to determine which elective offices will have vacancies at the next meeting of the Convention and ascertain responsibilities and required skills for each such vacancy;
 - 4.3.1.2.** Consult with the Secretary to determine if an office-holder is eligible for re-election;
 - 4.3.1.3.** Consult with each Deanery and others throughout the Diocese for suggestions and advice regarding suitable persons for nomination for elective or appointive bodies;
 - 4.3.1.4.** Nominate to the Convention suitable candidates for all elective offices and propose to the various boards and commissions suitable candidates for appointment to Diocesan boards and commissions;
 - 4.3.1.5.** Coordinate with the Secretary to ensure that a clear and consistent form be provided for candidate information;
 - 4.3.1.6.** Furnish each candidate for elective office the candidate information form in a timely manner for publication before each Annual Meeting of the Convention; and
 - 4.3.1.7.** Conduct such training events as it may deem necessary to assist the preparation of potential future leaders of the Diocese.
- 4.3.2** Nothing herein shall preclude nominations being made by members of the Diocese who are not on the Nominating Committee.

Canon 5. Commission on Ministry

- 5.1.** There shall be a Commission on Ministry, reporting to the Bishop, to perform the functions specified by the Canons of The Episcopal Church. The Commission shall consist of 16 members including its presiding officer.
- 5.2.** Four clerical members and four lay members shall be elected at the Annual Meeting of the Convention to serve four-year terms on a rotating basis, one clerical and one lay member to be elected each year. If a vacancy occurs among the elected members on the Commission between meetings of the Convention, the Bishop shall appoint a replacement of the same order, who shall serve through the 31st of December following the next Annual Meeting. At that meeting the Convention shall select a member of the same order to fill

the unexpired term. After serving eight consecutive years, no elected member shall serve again until a period of one year has elapsed. Anyone elected to a term that is longer than the remaining amount of time allowed that person shall resign once having served eight years.

- 5.3.** The Bishop shall appoint up to eight persons, four clerical members and four lay members, to serve four-year terms on a rotating basis and may appoint replacement members to fill vacancies in unexpired terms. After serving eight consecutive years, no appointed member shall serve again until a period of one year has elapsed. Anyone appointed to a term that is longer than the remaining amount of time allowed that person shall resign once having served eight years.
- 5.4.** The Bishop may appoint or ask the Commission to elect as chair one person from among its members for a term of two years.

Canon 6. Mission Commission

- 6.1.** There shall be a Mission Commission, reporting to the Bishop, which shall have the following functions:
- 6.1.1.** Congregational Development: the Commission shall assist each Mission by providing expertise in the areas of administrative and financial oversight, congregational planning, stewardship, goal-setting, and how to move to Parish status.
- 6.1.2.** Evangelism, Church Growth, and Advocacy: the Commission shall support congregations in their efforts to evangelize their local communities.
- 6.1.3.** Planning and Evaluation: the Commission shall assist in developing long range plans for organizing new congregations in the Diocese; review applications for Mission and Parish status; and annually evaluate the financial and other feasibility of each Mission and make recommendations to the Bishop with respect to each such Mission.
- 6.2.** The Mission Commission shall consist of no more than 12 members including:
- 6.2.1.** The Bishop and the Canon to the Ordinary for Congregational Development, both as *ex officio* members. The Canon to the Ordinary for Congregational Development shall serve as chair of the Commission. If there be no Canon to the Ordinary for Congregational Development, the Bishop shall serve as chair of the Commission.
- 6.2.2.** Each Deanery, at least thirty (30) days prior to the Annual Meeting of the Convention, shall elect those members necessary to fill expired terms or resignations, as necessary, to have two Mission Commission elected members from members of

congregations in the applicable Deanery. Should the Deanery fail to elect a member, the Bishop shall appoint one, who may be from a different deanery should the Bishop be unable to recruit a member from the applicable deanery.

6.2.3. Four members shall be appointed by the Bishop at each Annual Meeting of the Convention, or upon the occurrence of a vacancy of an appointed member.

6.3. The term of office for an elected member of the Commission shall be three years. Appointed members shall serve a one-year term and may be reappointed by the Bishop. After six continuous years as a member of the Commission, elected and appointed members shall not be eligible for re-election or reappointment until a period of one year has elapsed. All members' terms commence on the first day of January following the adjournment of the Annual Meeting of the Convention at which the member was elected or appointed.

6.4. If a vacancy of an elected member occurs on the Commission between meetings of the Convention and if the Deanery from which such member was elected fails to elect a new member to complete the term of the previously elected member within sixty (60) days after such vacancy occurs, a new member shall be appointed by the Bishop subject to confirmation by the Standing Committee, such new member to serve through the 31st day of December following the next Annual Meeting of the Convention. The replacement appointed by the Bishop should be from the same Deanery as the former member, unless the Bishop is unable to recruit a member from the applicable deanery.

Canon 7. College Ministries Commission

7.1. There shall be a College Ministries Commission, reporting to the Bishop, which shall have the following functions: To oversee all campus ministries of the Diocese; to develop policies and guidelines with the various chaplaincy groups; to support local congregations in their efforts of evangelism, outreach and pastoral care to students, faculty and staff of the universities, colleges and community colleges in the Diocese; and to assist appropriate Diocesan agencies in developing long range plans for organizing new campus ministry programs in the Diocese.

7.2. The College Ministries Commission shall consist of no more than ten voting members including:

7.2.1. The Bishop and the Canon to the Ordinary for Congregational Development, both as *ex officio* members. The Bishop shall appoint the chair of the Commission from among its members, or lacking such appointment the Bishop shall serve as chair of the Commission.

7.2.2. Four members appointed by the Bishop at each Annual Meeting of the Convention who shall each serve a one-year term, and who

may be reappointed by the Bishop. The Bishop shall strive to appoint one student among these four appointees.

7.2.3 One member appointed by each chaplaincy Board of Directors and confirmed at the Annual Meeting of the Convention for a three year term beginning on the first day of January following the close of the Annual Meeting where confirmed. Such members shall be either clerics who are members of the Convention of this Diocese or lay persons who are adult communicants in good standing in this Diocese.

7.2.4 After six consecutive years as a member of the Commission, members appointed pursuant to Sections 7.2.2 and 7.2.3 shall not be eligible for reappointment until a period of one year has elapsed.

7.3. If a vacancy of a member occurs on the Commission between meetings of the Convention, a replacement shall be appointed (i) by the Commission, for a Section 7.2.3 member, and from the same chaplaincy Board of Directors as the member being replaced or (ii) by the Bishop, for a Section 7.2.2 member. Any such replacement of a Section 7.2.2 or Section 7.2.3 member shall serve the remaining term of the member being replaced.

7.4. Chaplains are resources for the Commission and shall be invited participants to its meetings without vote.

Canon 8. Commission on Children and Youth

8.1. There shall be a Commission on Children and Youth, reporting to the Ecclesiastical Authority, to perform the following functions:

8.1.1. Develop, manage, and maintain Diocesan youth events that enhance local congregations' work in bringing young people to a deeper knowledge of Christ;

8.1.2. Support and assist congregations and people in their work of Christian formation for children and youth of all ages;

8.1.3. Organize, manage, and present Diocesan conferences and seminars for children, youth, and adults ministering to the young, for the purpose of nurturing church leadership; and

8.1.4. Such other activities as are reasonable and appropriate for performing the foregoing functions.

8.2. The Commission shall consist of nine (9) appointed members who shall serve three-year terms on a rotating basis and who may be in either the lay or clerical orders.

8.3. Two members shall be appointed by each Deanery each of whom shall be a member of a congregation in the appointing Deanery. At least one of the

members from each Deanery shall be persons between the ages of 16 and 25, inclusive, at the time of their appointment. The name of each person appointed shall be reported to the Secretary of the Diocesan Convention before its Annual Meeting. The Bishop shall appoint three additional members of the Commission. The Board of Trustees shall appoint a chairperson annually from among the members of the Commission.

- 8.4. Within 30 days after the close of the Convention at which this section is adopted, each member shall draw lots so that there shall be three members with one-year terms, three with two-year terms and three with three-year terms. After that, appointments shall be made to fill specific terms.
- 8.5. If a vacancy occurs among the members of the Commission between meetings of the Convention, and if the Deanery from which such member was appointed fails to appoint a new member to complete the term of the previously appointed member within sixty (60) days after such vacancy occurs, a new member shall be appointed by the Bishop subject to confirmation by the Board of Trustees, such new member to serve until the next Annual Meeting of the Convention.
- 8.6. The term of members of the Commission shall commence at the adjournment of the Annual Meeting of the Convention. After six consecutive years as a member of the Commission, appointed members shall not be eligible for reappointment until a period of one year has elapsed.
- 8.7. The Commission may adopt rules of procedure as are necessary or useful in carrying on its business and which are not inconsistent with the Constitution and Canons of this Diocese and the Constitution and Canons of The Episcopal Church.

Canon 9. Commission on Formation for Reconciliation and Evangelism

- 9.1 There shall be a Commission on Formation for Reconciliation and Evangelism, reporting to the Ecclesiastical Authority. This Commission is the central Christian formation component of the Diocese of El Camino Real. Its mission is to elevate and reinforce evangelism, reconciliation, and Christian formation actions and services that empower parishes and the Diocese to become learning communities focused on supporting both clergy and laity to be witnesses for Jesus in the world.
- 9.2 The Commission shall consist of a minimum of six members but may have up to 12 members including its Chair. Members will serve two year terms in rotation, and shall be appointed by the Ecclesiastical Authority. Membership shall represent both clergy (whose names appear on the list prepared pursuant to Canon 1.2) and lay persons from each of the three Deaneries. Members may be reappointed for a second term. The Ecclesiastical Authority will fill any vacancy for the duration of a vacating member's term. The Commission will be lead by a Commission Chair appointed by the Ecclesiastical Authority. The term of the Chair will be two years, and the Chair may be reappointed for a second term.

Canon 10. Deaneries

10.1. There shall be three Deaneries in the Diocese with the names set forth below:

Monterey Deanery
Santa Clara Valley Deanery
San Luis Obispo Deanery.

The congregations in each Deanery shall be as follows:

Monterey Deanery:

All Saints Parish in Carmel-by-the-Sea
All Saints'/Cristo Rey, Watsonville
Calvary Church, Santa Cruz
Epiphany Lutheran and Episcopal Church, Marina
Good Shepherd, Salinas
San Pablo Apostol, Seaside
St. Andrew's, Ben Lomond
St. Dunstan's, Carmel Valley
St. George's, Salinas
St. James, Monterey
St. John the Baptist, Aptos
St. John's Parish in Del Monte, Monterey
St. Luke's, Hollister
St. Luke's, Jolon
St. Mark's, King City
St. Mary's by the Sea, Pacific Grove
St. Paul's/San Pablo, Salinas
St. Philip the Apostle, Scotts Valley
St. Stephen's, Gilroy

Santa Clara Valley Deanery

All Saints Parish in Palo Alto
Episcopal Church in Almaden
Good Samaritan, San Jose
Holy Family, San Jose
St. Andrew's Episcopal Church, Saratoga
St. Francis, San Jose
St. John the Divine, Morgan Hill
St. Jude the Apostle, Cupertino
St. Luke's, Los Gatos
St. Mark's, Santa Clara
St. Stephen's-in-the-Field, San Jose
St. Thomas's, Sunnyvale
St. Timothy's, Mountain. View
Trinity Cathedral, San Jose

San Luis Obispo Deanery

St. Barnabas, Arroyo Grande
St. Benedict's, Los Osos

St. James, Paso Robles
St. Luke's, Atascadero
St. Matthew's, San Ardo
St. Paul's, Cambria
St. Peter's by the Sea, Morro Bay
St. Stephen's, San Luis Obispo

A Congregation, for good cause shown, and by a vote of its Vestry, and with the written approval of the Congregation's priest, may petition the Ecclesiastical Authority to be assigned to a different Deanery. Upon the written approval of the petition by the Ecclesiastical Authority, the assignment of the petitioning Congregation to a new Deanery shall be accomplished by an amendment of this Canon by the Convention.

- 10.2.** Each Congregation organized under the provisions of Canon 17 and not yet admitted into union with the Convention of this Diocese shall be assigned by the Ecclesiastical Authority to membership in the Deanery in which such congregation is geographically situated. The Ecclesiastical Authority shall notify the Convener of the said Deanery in writing of such assignment.
- 10.3.** Each Deanery shall meet in plenary session at least semi-annually and at such meetings nominate or elect persons for offices as required by these Canons. Each Deanery shall elect either a Convener (Presiding Officer) or two or more Co-Conveners, as well as other officers and prescribe their respective duties. The Deanery may make rules of procedure, including provision for subgroups, in the furtherance of its purposes which shall not be inconsistent with the Constitution and Canons of this Diocese and of The Episcopal Church.
- 10.4.** Should the Secretary receive notice pursuant to either Canon 1.7 or Canon 1.8, the Secretary shall notify the Convener of the Deanery in which that congregation is resident that the lay delegates of that congregation are not eligible to vote at any Deanery meetings and are not eligible to have voice on matters related to finance or the expenditure of diocesan funds, until either their fair share obligation is met or their Annual Parochial Report is filed, as applicable.
- 10.5.** The delegates and alternate delegates to Convention of each congregation in the Deanery shall be voting members of each Deanery and all clerics serving Parishes, Missions, Parochial Missions, and institutions of the Diocese or who have been assigned by the Bishop to duties within the Deanery, and all delegates and alternate delegates of such congregations, shall be entitled to seat, voice, and vote at any Deanery Meeting.

Canon 11. Board of Trustees of the Diocesan Corporation

- 11.1.** The Board of Trustees of the Corporation known as "The Episcopal Church in the Diocese of El Camino Real" shall consist of twelve (12) members elected at Convention and the Bishop as an *ex officio* member and President. The clerical members must be entitled to seat, voice and vote in the Convention and the lay members must be communicants of the Church in this

Diocese. The members shall elect a vice president from among its members who will preside in the absence of, or at the request of, the Bishop. The Secretary of the Convention and the Treasurer shall be invited guests at each meeting of the Board. The Chancellor's attendance at meetings of the Board of Trustees shall be in an advisory capacity. Elected members shall have terms in rotation of three (3) years each, four (4) to be elected each year. At all times there shall be a minimum of one clerical and one lay member of the Board who are members of congregations in each of the Deaneries. After serving one full three-year term, no elected person shall be eligible to serve as a member of the Board of Trustees until a period of one year has elapsed.

- 11.2.** At least four new Board members shall be elected each year. If there are any open seats resulting in the absence of the minimum of one clerical and one lay member of the Board who are members of congregations in each of the Deaneries, any deanery with such open seat shall elect the requisite Board members, of the appropriate order, to fill such open seat and shall inform the Secretary of the Convention in writing of those elected no later than forty-five (45) days prior to the date of the Annual Meeting of the Convention. The Nominating Committee shall prepare a slate to fill any additional open seats and any seats not timely elected and noticed to the Secretary by a deanery as herein provided. Such slate shall be presented to the Annual Meeting of the Convention.
- 11.4.** The Board of Trustees shall act as fiduciary for the Convention between meetings thereof to develop and implement the policies, programs and budget approved and adopted by the Convention. The term "implement" as used in this Section shall include the authority to reduce the Diocesan budget if it is clear the income will not meet budgeted expectations or if an emergency has required expenditures above the budget and diocesan income is not sufficient to cover both the emergency expenditure and previously budgeted expenditures.
- 11.5.** The title of trust funds and real estate acquired by gift, purchase, or otherwise for the use of The Episcopal Diocese of El Camino Real, or for any Parish or Mission or where there is no congregation, or for any institution, society, or other organization of the Diocese, may be vested in the Corporation, in trust, for such purposes as are specified in the grant.
- 11.6.** Whenever any congregation for any reason ceases to exist, or ceases to be a member of The Episcopal Church, all real and personal property of that congregation shall become the property of the Corporation.
- 11.7.** The Board of Trustees shall designate the depositories and investments of the funds of the Diocese, after receiving recommendations from the Finance Committee.
- 11.8.** The Board of Trustees shall choose and engage the auditor for the annual audit of the accounts of the Diocese, after receiving a recommendation from the Finance Committee.
- 11.9.** No real or personal property held in trust or otherwise by the Corporation shall be encumbered or alienated (or otherwise sold or traded) without the prior written consent of the Bishop, the Board of Trustees, and the Standing Committee.

- 11.10.** Members of the committees and subcommittees reporting to the Board of Trustees need not be members of the Board of Trustees.
- 11.11.** Unless otherwise specified, the responsibilities formerly assigned to the Diocesan Council or the Corporation Board shall be the responsibilities of the Board of Trustees after adoption of this Canon.

Canon 12. Finance Committee

- 12.1.** There shall be a Finance Committee, reporting to the Board of Trustees, whose chair and members shall have financial expertise and shall be appointed by the Ecclesiastical Authority, with the advice and consent of the Board of Trustees. The Treasurer of the Diocese shall be a voting *ex officio* member of the Committee.
- 12.2.** The Committee shall: (i) maintain general supervision of the financial affairs of the Diocese and all congregations, institutions, and organizations subject to the Canons of the Diocese; (ii) ensure that the standard business methods prescribed by the Canons of The Episcopal Church and those prescribed by the Diocese are observed in the conduct of such affairs; and (iii) assist Diocesan bodies in decisions affecting creation of Missions and Parishes. Recommended changes in any financial affairs shall be brought by the Finance Committee to the Board of Trustees for approval.
- 12.3.** The Committee shall have the right of inspection and audit of all books and financial records of the Diocese, its congregations, deaneries, committees, and all corporations and other institutions subject to the Canons of the Diocese.
- 12.4.** The Committee shall receive the report of the annual audit of the accounts of the Diocese on behalf of the Board of Trustees and the Convention, shall make an annual report to the Convention, and shall deliver, immediately on receipt, copies of both the final audit reports and the final management letter to the Bishop and to all members of the Standing Committee and of the Board of Trustees.
- 12.5.** The Committee, with approval of the Board of Trustees, shall appoint members of three subcommittees, namely Budget, Investment, and Risk Management. Such members need not be members of the Finance Committee. Other subcommittees, with limited terms, may be appointed as needed.
- 12.5.1.** The Budget Subcommittee shall draft the annual budget of the Diocese, gathering input from other Diocesan bodies, including deaneries.
- 12.5.2.** The Investment Subcommittee shall monitor Diocesan investments and advise the Finance Committee of any recommended changes for the manner in which Diocesan investments are handled.

- 12.5.3.** The Risk Management Subcommittee shall assist the Diocesan Administrator and Risk Manager to evaluate insurance needs and coverage and review the work of all diocesan insurance carriers.

Canon 13. Other Committees Reporting to and Appointed by the Board of Trustees

- 13.1.** There is a Property Committee and an Outreach Committee, and there shall be such other Committees reporting to the Board, as the Board, from time to time, deems appropriate, whose chairs and members shall have expertise in the area of the committee's responsibility. The Board of Trustees shall appoint members of each committee. These committees shall report to the Board of Trustees.
- 13.2.** The Board of Trustees may change the Committees of the Diocese reporting to the Board and may appoint such other committees or subcommittees as it deems appropriate, each with a limited term. The objectives, structure, term and responsibilities of each committee and subcommittee shall be set from time to time by resolution of the Board of Trustees.

Canon 14. Diocesan Bodies

- 14.1.** Bodies reporting to The Ecclesiastical Authority shall be Commissions and those reporting to the Board of Trustees shall be Committees. The Convention, the Ecclesiastical Authority, or the Board of Trustees may create such temporary Diocesan Bodies, by whatever name as each deems necessary for the development and implementation of the program of the Diocese, or for other purposes.
- 14.2.** Any such Body shall remain in existence for a maximum period of three years, unless terminated earlier by the authority that created it, and may be continued at the end of such time only by an action of the originating authority. Such continuation shall be for a maximum period of three years. Should it be determined, at the end of six years, that such Body is necessary to the ongoing life of the Diocese, then a Canon shall be drafted and proposed for adoption to ensure continuity and proper scope of work. By June 1 of the sixth year of any such Body, its members, if they determine the work of the Body should continue, shall notify the Constitution and Canons Committee of the need for such a canon to be drafted.

Canon 15. Financial Support of the Diocese

- 15.1.** The development of the annual Diocesan Operating Budget shall be in a manner prescribed by the Board of Trustees.
- 15.2.** The Annual Meeting of Convention shall approve the final form of the budget for the following calendar year taking into consideration feedback from congregations about programs and priorities. At the same meeting the Convention shall fix the method for computing the fair share obligation for

the year following the next budget year, which shall stay in effect for subsequent years unless changed by a vote of the Convention.

- 15.3.** Each congregation is expected to accept its full fair share as part of its financial obligations. In the event that the congregation temporarily cannot meet its fair share, the congregation will submit an appeal and explanation to the Finance Committee, in a form and manner approved by the Board of Trustees, for temporary relief in its fair share obligation. Such temporary relief shall be for no more that six months, and must be approved by the Board of Trustees. Should the appeal be denied, the congregation is expected to meet its full fair share obligation.
- 15.4.** One-twelfth of each congregation's fair share toward the annual budget shall be due and payable by the end of each month and shall be based on the congregation's projected net disposable budgeted income (NDBI) for the year. Each congregation shall file with its payment due each July 31 an updated projected NDBI and beginning with that payment shall thereafter compute its fair share based on the updated NDBI. By January 31 of each year each congregation shall report its actual NDBI for the preceding year and make any payment then due because of a shortfall. Any overpayment shall be credited to the next payment(s) due. Each month the Treasurer shall notify the Secretary of the Convention of all congregations that have failed to meet their fair share payment or the reduced amount set by the Board of Trustees pursuant to Canon 15.3.
- 15.5.** The Treasurer shall maintain a reserve fund, to be included in the budget sent to Convention, to meet possible short fall in the fair share payments of the Parishes and Missions. The amount of the reserve fund shall be determined by the Board of Trustees after consultation with the Treasurer and the Finance Committee.
- 15.6.** The General Convention Assessment and Executive Council Budget of The Episcopal Church shall have high priority in the budgeted program of the Diocese.

Canon 16. Administration of Congregations other than Parishes

- 16.1.** The Bishop, with the advice and consent of the Standing Committee, shall have authority and direction over all missionary work and Missions within the Diocese. The Board of Trustees and Mission Commission shall provide information and advice as required by Canon or as requested by the Bishop or the Standing Committee.
- 16.2.** The Convention shall provide for assistance to the Bishop in the nurture and supervision of Missions.
- 16.3.** The Bishop shall be the Rector of each Mission, and as such shall
(i) supervise and control all missionary activity within the Diocese; and
(ii) when appropriate, appoint, transfer, suspend or remove the Vicars, other clerics in charge, and any stipendiary or non-stipendiary assistants.

- 16.4.** A Parochial Mission may be established by a Parish or Parishes acting together, with the consent of the Bishop, along with the advice and consent of the Mission Commission and the Standing Committee. The Parochial Mission and the Parish shall enter into a written agreement as to how the Parochial Mission shall be operated. The Bishop must approve such agreement. The agreement shall include the following provisions in addition to others which may be appropriate in the particular case:
- 16.4.1.** The Parochial Mission shall have no direct representation in the Convention, but their numbers shall be included in the Parish numbers for the purpose of electing delegates.
- 16.4.2.** The members of the Parochial Mission shall have the right to vote for the Parish delegates to Convention.
- 16.4.3.** The Parish shall own all property used by the Parochial Mission and the parties shall agree in writing on future disposition of such property if the Parochial Mission should become a Mission or Parish. An exception to this Canon exists when the Parochial Mission is in union with a congregation or recognized ministry of a church body with which a relationship of full communion has been established by The Episcopal Church and that other church body owns such property.
- 16.4.4.** The Parish shall be legally responsible for all financial affairs, including debts and audits, of the Parochial Mission. The Parish's current net disposable income shall be reported as a separate but combined total with the Parochial Mission's net disposable income.
- 16.4.5.** The Parish Rector shall nominate the Parochial Mission Vicar with the advice and consent of the Parish Vestry. The name of the Vicar shall be forwarded to the Bishop for approval pursuant to the procedures in Canon 21.15.
- 16.4.6.** A Parochial Mission Council, which shall decide on programs for the Parochial Mission, shall be elected by members of the Parochial Mission.
- 16.4.7.** The Rector and Vestry of the Parish must approve the Parochial Mission's application to become a Mission or a Parish, and if approved, the Parochial Mission shall follow the procedures in Canons 17, 19 and 20, as applicable.
- 16.5.** In a Parish with one or more Parochial Missions, no person shall be counted in the Annual Parochial Report as belonging to more than one congregation within the Parish. Each person shall be counted either in the Annual Report of the Parish itself or in the Annual Report of the appropriate Parochial Mission, but not in both. The Parish's current net disposable income shall be reported both as separate and combined with the Parochial Mission's net disposable income. This Section shall in no way restrict the ability of any parishioner to participate in any aspect of the life or governance of the Parish.

Canon 17. Organizing a Mission

- 17.1.** Twenty-five or more adult baptized persons resident in the Diocese desiring to organize a Mission may on their own initiative, or in consequence of initiative taken by the Bishop with the consent of the Standing Committee and the Board of Trustees, submit a completed application on a diocesan form to the Bishop, the Standing Committee, the Mission Commission, and the Board of Trustees. The applicants shall indicate their church affiliation, if any.
- 17.2.** The diocesan application form shall require a written application for the organization of a Mission, include at least financial and strategic plans, a proposed site, and a demographic picture of the source of members of the new congregation. In addition, the application form shall contain full contact information for each signatory and state their readiness to undertake the duties and obligations of such organization and that all activities of the Mission shall forever be in conformity with the Constitution and Canons of The Episcopal Church and of the Diocese of El Camino Real and with the doctrine, discipline, and worship of The Episcopal Church. The Bishop shall not proceed with the application until the Board of Trustees has reviewed and approved the proposed meeting place and financial projections and determined the viability of the prospective congregations' location, including a review of demographics, other local churches and financial projections for that area.
- 17.3.** As soon as may be practical after the receipt of such application and approval by the Board of Trustees pursuant to Canon 17.2, the Bishop shall send copies of the same to the Minister in charge and to the Clerk of the Vestry of each of those churches contiguous to or likely to be affected by the proposed new congregation. The Bishop shall give notice at the same time to each such Minister and Clerk or others appointed by the Vestry that any wishing to show cause as to why the application should not be granted should appear before the Bishop, the Mission Commission, the Standing Committee, and the Board of Trustees at a reasonably convenient time and place to be set by the Bishop, not less than twenty (20) days from the sending of the notice. Notice of the time and place of hearing shall be delivered in like manner to the Minister in charge of the applicant if such there be.
- 17.4.** The Bishop, Standing Committee and Board of Trustees, at a time designated, shall hear any person or persons who may desire to be heard in support of, or in opposition to said application. If the Bishop, Standing Committee and Board of Trustees approve the application after seeking the advice of the Mission Commission, they shall express their consents thereto in writing, a copy of which shall be recorded in the Minutes of such Diocesan bodies. If the application is not approved, a letter from the Bishop shall be sent within ten days to the applicants, so stating. A copy of the letter shall be recorded in the minutes of such Diocesan bodies and also forwarded to the Mission Commission.

Canon 18. New Congregations Not Yet Missions

- 18.1.** The Bishop may initiate the opening of a new congregation and proceed with the establishment therefor after receiving input from the Mission Commission and consent of the Board of Trustees and the Standing Committee. In seeking such consent the Bishop shall substantially follow the application procedure outlined in Canon 17.2. Thereafter the terms of Canons 17.3 and 17.4 shall be followed. Such a new congregation shall be termed a “Church Plant” in these Canons.
- 18.2.** An approved Church Plant shall operate under the control and supervision of the Bishop and the Board of Trustees.
- 18.3.** The Board of Trustees shall decide on any physical facility for a Church Plant.
- 18.4.** The Bishop shall appoint a Vicar and determine the salary and benefits for that person. The Vicar shall be responsible for drafting an annual budget for approval by the Board of Trustees after consideration by the Mission Commission.
- 18.5.** All expenditures or commitments therefor shall be made by or for the Church Plant only if specified in the approved budget. Any expenditure of more than two thousand five hundred dollars (\$2,500) must have prior Board of Trustees approval. The Diocese will manage payment of the clergy salary and benefits. The Vicar shall submit monthly financial statements to the Mission Commission in a form dictated by the Mission Commission.
- 18.6.** All assets of the Church Plant shall be owned by the Diocese.
- 18.7.** In every Church Plant there shall be kept by the Vicar a register that conforms to all the requirements of the Canons of The Episcopal Church and the provisions of these Diocesan Canons relating to Parish registers.
- 18.8.** Church Plants shall not be eligible to elect delegates to Diocesan Convention. Members may attend when such conventions are open to non-delegates.
- 18.9.** Church Plants wishing to become missions shall follow the procedures in Canon 17.

Canon 19. Missions

- 19.1.** A Mission is a congregation that has a Vicar and a Bishop’s Committee and has been admitted into union with the Convention of this Diocese.
- 19.2.** Upon approval of the establishment of a Mission the Bishop shall appoint a Vicar and a provisional Bishop’s Committee of at least six members to serve until the first annual meeting of the Mission. The presiding officer of that meeting shall be the Bishop or the Bishop’s representative. The congregation shall elect its nominees to a full Bishop’s Committee, defining initial terms so as to provide a regular rotation in subsequent years.

- 19.2.1.** The qualifications for candidates and voters shall be the same as for Parishes. The Bishop shall confirm or change such members of the Bishop's Committee within fifteen (15) days of notification of the nominees named. From among the members of the Bishop's Committee, the Vicar shall nominate to the Bishop the Senior Warden, and the Bishop's Committee shall nominate to the Bishop the Junior Warden, both to be confirmed or changed by the Bishop within 15 days of notification of the nominees named.
- 19.2.2.** The Bishop's Committee shall elect a Clerk and a Treasurer. Officers of the Bishop's Committee shall perform the duties usually pertaining to these offices in a Parish. The Wardens, Clerk and Treasurer shall perform the duties pertaining to like offices in a Parish. The Treasurer shall be bonded in an amount and by a surety approved by the Bishop.
- 19.3.** The Treasurer shall make such monthly financial reports as the Ecclesiastical Authority and/or the Bishop's Committee shall require. Such reports shall be submitted monthly to the Mission Commission, the Board of Trustees, the Standing Committee, and the Bishop. At the close of each year the Treasurer's accounts shall be audited in a manner approved by the Board of Trustees. A complete copy of the audit shall be forwarded to the Finance Committee before September 1 of the next year.
- 19.4.** At the next meeting of the Convention following its organization as such, the Mission shall present an application for admission into union with the Convention. The application shall be accompanied by a certificate from the Ecclesiastical Authority stating that the Mission is approved and regularly organized.
- 19.5.** The Convention delegates and the Bishop's Committee of each Mission shall hold at least one meeting annually to discuss program, budget, and other matters in preparation for each Annual Meeting of the Convention.
- 19.6.** An annual meeting of the Mission 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, and in general conformance with the requirements of Canon 21.3.
- 19.6.1.** The Vicar shall, *ex officio*, be chair of the meeting, and in the Vicar's absence, the Senior Warden shall serve as chair pro tempore; if both the Vicar and Senior Warden are unable to serve, the Bishop shall designate a chair pro tempore.
- 19.6.2.** At the annual meeting there shall be nominations pursuant to Canon 19.2.1. The qualifications of voters and conduct of the election of nominees to be approved by the Bishop shall conform to the provisions of these Canons applicable to the election of members of a Parish Vestry.
- 19.6.3.** The nominees' names and a description of other actions taken at the annual meeting shall be posted in a conspicuous place available

to the membership and sent to the Bishop within seven days after the annual meeting.

19.6.4. The Bishop may reject any or all of the nominations made by the members of the Mission 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, with advice from the Vicar and the remaining members of the Bishop's Committee.

19.6.5. 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 Senior Warden's absence the Junior Warden, shall preside. No action may be taken at a meeting of the Bishop's Committee unless there is present either the Vicar or a Warden, or other person appointed by the Bishop to serve as the Bishop's representative.

19.7. The Bishop may reject any or all such nominations for Wardens, Clerk and Treasurer and appoint another or others in their places, and may at any time remove any or all of such officers and appoint another or others in their places. The Bishop shall have exclusive authority to fill a vacancy in any office of a Mission.

19.8. In every Mission there shall be kept by the Vicar or cleric in charge or, if there be none, by a Warden or the Clerk, a register which conforms to all the requirements of the Canons of The Episcopal Church and the provisions of these Diocesan Canons relating to Parish registers.

19.9. Every Bishop's Committee shall adopt an annual financial plan or budget for the Mission, and the finances of the Mission 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 Mission Commission. Fair share payments to the Diocese shall be included in each such budget pursuant to the then current formula established by the Convention, and the Mission shall be obligated to the Diocesan Treasurer for the regular monthly proportion thereof, unless a different payment plan has been approved in writing by the Board of Trustees. A failure of the Mission to make, timely, all such monthly payments shall be sufficient cause, on recommendation of the Board of Trustees, for discontinuance by the Bishop of the services of the Vicar or for such other action, including the dissolution of the Mission, as the Bishop may determine.

19.10. Whenever, in the judgment of the Bishop, after consultation with the Vicar and the Bishop's Committee, and with the concurrence of Standing Committee and the Board of Trustees, any Mission should be dissolved, the Bishop may take such action and report the same to the next Convention.

Canon 20. Parishes

- 20.1.** A Mission may apply to the Ecclesiastical Authority for Parish status when ordinary expenses of the congregation have been met, including any financial obligations prescribed by the Convention, for a period of two consecutive years immediately prior to such application. Ordinary expenses include, among others, building, program and other expenses, and fair and equitable salary, housing, insurance expenses, and required pension fund contributions for the Vicar pursuant to Canon 23 for any such items covered by that Canon.
- 20.2.** The applicant congregation shall submit the following to the Ecclesiastical Authority:
- 20.2.1.** A written petition signed by no less than 25 communicants of the Mission, including a majority of the members of the Bishop's Committee, setting forth the Mission's request for Parish status and the reasons therefor. The petition shall be accompanied by evidence or information showing:
- 20.2.1.1.** Evidence of the right to use a physical facility adequate to the current and immediately foreseeable future needs of the congregation; and ability to support the program and financial obligations of a Parish, including the assumption of any indebtedness that may pertain to the Mission at the time of the petition.
- 20.2.1.2.** A copy of its proposed Articles of Incorporation as a Parish, which will include the following: "*All property, real and personal, held by or for the benefit of this corporation is forever held in trust for the Episcopal Church and the Episcopal Diocese of El Camino Real,*" and that the congregation is subordinate to the Diocese of El Camino Real and the corporation shall dissolve whenever the Diocesan Convention has dissolved the parochial relationship with the Parish. The articles shall also provide that the Parish will abide by the Rules, Regulations, and Discipline of The Episcopal Church and this Diocese. The same Rules, Regulations, and Discipline of The Episcopal Church, the Constitution and Canons of the same, as well as the Constitution and Canons of this Diocese must always form a part of its bylaws.
- 20.2.1.3.** Financial statements showing that the Mission has been fully self-supporting for the two calendar years next preceding the year in which the application is made.
- 20.2.1.4.** A pro forma budget containing a five-year projection of income and expenses, demonstrating that the Parish can be self-supporting.
- 20.2.1.5.** A certificate that the Mission has paid, or provided for the payment of, all its financial obligations, including payment to its clergy pursuant to Canon 23, and for the release from or

indemnity for all financial obligations incurred on behalf of such Mission by the Diocese.

- 20.2.1.6.** A certificate that, during the three calendar years preceding the year of application and during the year of application, the worship services of the Mission have been maintained in accordance with the doctrine, discipline and worship of The Episcopal Church and that the Mission has had effective and continuous leadership.
- 20.2.1.7.** Evidence that the Mission has developed programs and plans for growth in worship, stewardship, fellowship, discipleship, ministry and mission, and such additional information as the Bishop, Standing Committee, Mission Commission, or Board of Trustees may request.
- 20.2.1.8.** A certificate from the Vicar or Warden providing satisfactory evidence that the congregation has at least 75 financial pledges, each from an individual, or a family, or a unit of people with combined resources, and annual income equal to at least three times the then current minimum Rector's salary established by Canon 23. The Bishop, the Standing Committee, and the Board of Trustees may determine jointly, and in their sole discretion, that one or more of the foregoing requirements may be waived if the applicant presents satisfactory evidence demonstrating that it has a healthy and sustainable broad base of membership with a potential for growth, adequate financial strength, and appropriate program breadth and depth to ensure a viable Parish.
- 20.2.1.9.** A certificate from the Mission Commission if the congregation applying for Parish status has not employed a full-time priest for the previous two years, certifying that the application is consonant with the mission of the Diocese and the demographics of the region

20.3. The approval of the application by the Bishop, or by the Standing Committee when serving as the Ecclesiastical Authority, with the advice and consent of the Mission Commission, the Board of Trustees, and the Standing Committee shall be required before any further action under this Canon may be taken.

20.4. If the application is approved pursuant to Canon 20.3, the applicant congregation may be organized as a Parish. Its proposed Articles of Incorporation and Bylaws shall be submitted to the Chancellor for approval as to conformity with the Constitution and Canons of the Diocese and The Episcopal Church. After such certification in writing, the Articles and Bylaws shall be submitted to a meeting of the members of the Mission, the Vicar presiding, and, if adopted by a majority vote, the Articles shall be filed with the California Secretary of State. At the next Annual Meeting of the Convention, the Parish shall present an application for admission into union with the Convention. The application shall be accompanied by a certificate from the Ecclesiastical Authority attesting to the applicant's status as a Parish.

- 20.5.** When a congregation has been organized, incorporated, and admitted into union with the Convention as a Parish, the Board of Trustees shall, upon written request by the Parish, transfer to it the property held in trust for the congregation, provided that all expenses and obligations of the Board of Trustees pertaining to such property have been discharged or otherwise provided for.
- 20.6.** No real or personal property held in trust or otherwise by or for a Parish shall be encumbered or alienated (or otherwise sold or traded) without the written consent of the Bishop, the Standing Committee, and the Board of Trustees.
- 20.7.** All real and personal property held by or for the benefit of any Parish or Mission is held in trust for The Episcopal Church and this Diocese. The existence of this trust, however, shall in no way limit the power and authority of the Parish or Mission otherwise existing over such property so long as the particular Parish or Mission remains a part of, and subject to The Episcopal Church, its Constitution and Canons, and the Constitution and Canons of this Diocese.
- 20.8.** No Parish shall incur any indebtedness for permanent improvements or for acquisition of property in excess of one hundred fifty percent (150%) of its average annual operating income for the past three years without the written approval of the Bishop, the Standing Committee, and the Board of Trustees.
- 20.9.** A Parish may retain Parish status without a full-time Rector under the following conditions:
- 20.9.1.** That ordinary expenses are met, including any financial obligations prescribed by the Convention. Ordinary expenses include, among others, building, program, other expenses, fair and equitable salary, housing, insurance expenses, and required pension fund contributions for the Rector.
- 20.9.2.** That the Parish submit to the Bishop and Standing Committee satisfactory evidence that its mission is consonant with the mission of the Diocese of El Camino Real.
- 20.10.** A Parish may request to be admitted to Mission status by a petition to the Bishop, signed by a majority of the Vestry, and by the Rector, if there be one. The Bishop, after seeking the advice of the Mission Commission and the Standing Committee, and the advice and consent of the Board of Trustees, may grant such petition. The Bishop shall notify the Convention of such action at its next Annual Meeting.
- 20.11.** Every Parish shall maintain, and if necessary revise and amend, its governing documents so as to bring the same as nearly as may be into exact conformity with the Constitutions and Canons of The Episcopal Church and of the Diocese, as such Constitutions and Canons may from time to time be amended. A copy of current articles and bylaws shall be sent by each Parish to the Diocesan office. Prior to any change in the Articles of Incorporation of any Parish, a draft thereof shall be sent to the Diocesan Office for review.

Canon 21. Parish Organization

- 21.1.** In each Parish the Rector, Wardens, and Vestry shall be the directors and officers authorized by law or by the Articles of Incorporation to manage the affairs of the Parish as a corporation.
- 21.2.** Each Parish may determine in its bylaws (which may provide for a variable number) the size of its Vestry provided that there are no fewer than six and no more than sixteen members including the Rector who shall be a voting member *ex officio* and presiding officer. All except the Rector shall be lay persons qualified to vote in Parish meetings. All Vestry members and Convention delegates shall be confirmed adult communicants in good standing as defined by Canons of The Episcopal Church and registered in the Parish.
- 21.3.** The annual meeting of the Parish shall be held before February 15 of each year. The annual meeting may be held in two sessions, one held in the Fall of the year prior (but no earlier than October 15), and the second between January 1 and February 15 of the given year. The sessions (if held) shall be termed “session one” and “session two.”
- 21.3.1.** Lay members of the Vestry shall be elected at the annual meeting (or at session one if two sessions are held) by secret written ballot, unless the number of nominees is less than or equal to the number of positions to be filled, in which case a vote to elect the entire unopposed proposed slate may be taken absent a request for secret ballot. Voting by proxy or absentee ballot shall not be permitted. Every person, who is an adult confirmed communicant in good standing, is listed in the Treasurer’s books as a contributor during the calendar year prior to the year the new vestry members take office, and has been a member of the Parish for the same period shall be entitled to vote at Parish meetings. In the case of membership in merged congregations, anyone who meets the qualifications of this Canon in one of the merging congregations will be deemed to meet the requirements in the resulting congregation.
- 21.3.2.** The Convention delegates and alternates shall be elected at the annual meeting (or at session two if two sessions are held), following the same procedures specified in Canon 21.3.1.
- 21.3.3.** The Vestry shall report on the financial condition of the previous year and the approved budget for the current year at the annual meeting (or at session two if two sessions are held).
- 21.3.4.** Results of these elections shall be reported to the Ecclesiastical Authority by the Rector or Clerk of the vestry immediately after any election or other change for communication purposes.
- 21.3.5.** Ballots cast shall be sealed and preserved, together with the report of the tellers and the voting list, if there be one, for one year and then shredded or burned without examination following the next

annual meeting. Only the Ecclesiastical Authority shall have access to the ballots prior to their disposal. The Rector and officers of the congregation may have access to the tellers' reports while in storage.

- 21.3.6.** Any question of procedure in the meetings not covered by Canons shall be decided by a majority vote, with appeal to the Ecclesiastical Authority.
- 21.4.** Each Parish shall provide for rotation of vestry membership so that at least one member shall be elected each year. Retiring members who have served a full term shall not be eligible for re-election for a period of one year. The term of office of the lay members of the Vestry shall not exceed three years; provided, however, that when the tenure of the Rector of the Parish terminates (by retirement, resignation, death, or removal), the incumbent Senior Warden shall remain eligible for re-election by the congregation to the Vestry for an additional one-year term as a vestry member and the Vestry shall elect one of its members as a Senior Warden pursuant to Canon 21.6.
- 21.5.** The Vestry may fill vacancies until the next annual meeting at which time the appointed members, in order to be eligible to remain on the vestry, must stand for re-election to the unexpired term. A member appointed to an unexpired term of less than one year shall be eligible for immediate election to the succeeding full term.
- 21.6.** The Vestry shall meet for organization as soon as is practical after the annual meeting. From its members the Rector shall appoint a Senior Warden and the lay members shall elect a Junior Warden, both of whom shall be communicants. If there is no Rector, both Wardens shall be elected.
- 21.7.** The Vestry shall hold regularly scheduled meetings. Special meetings may be called by the Rector or, in the Rector's absence or inability to act, by the Senior Warden or on the written request of two Vestry members.
- 21.8.** The Rector shall preside at all Vestry and Parish meetings. If the Rector is absent or unable to act, the Wardens, in order of seniority, shall preside at Vestry and Parish meetings and when the Rector is absent and not available for consultation, or is unable to act, the Senior Warden shall be in charge of the Parish. No meeting of the Vestry shall be valid unless the Rector or one Warden is present.
- 21.9.** A Clerk and a Treasurer shall be elected annually by the Vestry and shall serve until their successors are elected. If they are not Vestry members, they shall be entitled to seat and voice, but no vote. They shall also be the Secretary and the Financial Officer, respectively, of the Parish as a corporation.
- 21.10.** The Clerk of each Parish shall keep and preserve, in the office of the Parish, a printed copy of the current Constitution and Canons of The Episcopal Church and of this Diocese, and a copy of the Articles of Incorporation and of the Bylaws of the Parish.

- 21.11.** The Treasurer shall make such reports as Diocesan authority or Parish Vestry shall require. At the close of each year the Treasurer's accounts shall be reviewed by an entity or person approved by the Finance Committee of the Diocese. The record review shall comply with the Audit Guidelines for Congregations as set forth in the current version of the "Manual of Business Methods in Church Affairs" as adopted by The Episcopal Church. As soon as practicable after receipt by the Vestry, a summary of the record review shall be provided to each pledger and giver of record. A complete copy thereof shall be made available electronically and in hard copy upon request. A complete copy of the record review shall be forwarded to the Finance Committee before September 1 of the next year. The Treasurer shall be bonded.
- 21.12.** The Vestry shall prepare a tentative budget of proposed expenditures for the coming year and shall have a continuing stewardship program to achieve necessary income. The Vestry shall adopt an operating budget for the current year and shall report the same to the annual Parish meeting. The Parish Treasurer shall inform the Diocesan office by January 31 of each year of the projected net disposable budgeted income for that year.
- 21.13.** The Convention delegates and the vestry of each Parish shall hold at least one meeting annually to discuss program, budget, and other matters in preparation for each Annual Meeting of the Convention.
- 21.14.** The requirements of Canon III.9.3(a) of the Episcopal Church shall be followed prior to the election of a Rector.
- 21.14.1.** When the Cure of a Parish becomes vacant, the Wardens or other officers shall give notice of such fact to the Bishop and Standing Committee within fifteen days from the occurrence of such vacancy. If the Parish shall for thirty days fail to provide services of public worship, the Ecclesiastical Authority shall make provision for such worship.
- 21.14.2.** The election of a Rector shall be preceded by a search process of mutual discernment and utilization of the resources and authority of both the vestry of the Parish and the Bishop of the Diocese, and shall require an affirmative vote of two-thirds of the lay members of the Vestry. No commitment shall be made by or on behalf of the Vestry to anyone elected as a prospective Rector, nor shall any formal call be issued, until the name of the cleric elected as Rector has been made known in writing to the Bishop, who shall then have 30 days, or such additional time as has been agreed upon, to approve or object to the Vestry's choice of Rector. A background check on the cleric elected shall have been completed prior to the notice to the Bishop. In case the Bishop objects, a second meeting of the Vestry shall be held and the person first proposed can be elected only by a unanimous vote of the whole Vestry. If the vote is not unanimous, the same procedure shall be repeated for the election of another candidate. If the Bishop does not respond within 30 days after the written notice, the Vestry may proceed with the call.

21.14.3. The call shall be in the form of a written agreement (following the model Diocesan letter of agreement), which shall be signed by the Wardens and, when accepted, signed by the new Rector. The agreement shall provide, subject to the provisions of the Canons of The Episcopal Church, for tenure until the Rector's canonically required retirement. 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 Convention, who shall record the appointment.

21.15. In compliance with Canon III.9.3(c) of The Episcopal Church: "A Priest serving as an assistant in a Parish, by whatever title designated, shall be selected by the Rector, and when required by the Canons of the Diocese, subject to the approval of the Vestry, and shall serve under the authority and direction of the Rector. Before the selection of an assistant the name of the Priest proposed for selection shall be made known to the Bishop and a time, not exceeding 60 days, given for the Bishop to communicate with the Rector and Vestry on the proposed selection. Upon resignation by the Rector, death of the Rector, or in the event of the dissolution of a pastoral relationship between the Rector and the Vestry, an assistant may continue in the service of the Parish if requested to do so by the Vestry under such conditions as the Bishop and Vestry shall determine. An assistant may continue to serve at the request of a new Rector." Assistants shall have a letter of agreement with the Rector and the Vestry setting forth mutual responsibilities and containing a clearly articulated dissolution clause, subject to the approval of the Ecclesiastical Authority.

Canon 22. Change of Parish Status

22.1. When any Parish shall:

22.1.1. have persistently disregarded or refused to conform to any of the Canons of The Episcopal Church or of the Diocese, or

22.1.2. fail to pay its Rector a salary at least equal to that prescribed by Canon 23, or

22.1.3. fail to provide the financial support necessary for the spiritual maintenance of and an adequate program for the Parish, or

22.1.4. fail for a twelve (12) month period to pay the total of the Diocesan assessment prescribed by Convention. (Canon 22.1.4 shall not apply to restoration plans approved prior to the date of its adoption; provided, however, that a default by a Parish on any term of a prior restoration plan and failure of the Parish and the Diocese to agree in writing on a replacement plan shall cause the Parish to be subject to the provisions of Canon 22);

then, after full investigation with an opportunity for the Parish to be heard, and upon concurring action of the Bishop, Standing Committee, and the Board of Trustees, said Parish may be declared an "Aided Parish" either (i) for a condition that may reasonably be expected to improve within a four-year period as described in Canon 22.3, or (ii) for a condition that does not appear to be resolvable and is described in Canon 22.7. Aided Parish status shall be used to allow the Aided Parish and the Diocese to work collaboratively to restore the Aided Parish to compliance with the Canons.

22.2. Upon being declared an Aided Parish pursuant to Canon 22.1, such Parish shall promptly take all steps necessary to relinquish its rights and privileges as a Parish, including the right to elect a rector and the right to hold and control its property both real and personal and to allow direction for use of its property on the terms and conditions as may be determined by the Bishop with the approval of the Standing Committee and the Board of Trustees. The Bishop or the Bishop's designee shall have full authority to direct and govern the day to day administrative, business and spiritual activities of an Aided Parish, including control of access to and use of all Parish property. If there is a rector of the Aided Parish, the rector shall become priest-in-charge of the Aided Parish.

22.3. If the Bishop, the Board of Trustees, and the Standing Committee each determines that one or more of the conditions described in Canon 22.1 may improve with a restoration plan, the Parish may be allowed to continue its parochial relationship with the Diocese as an Aided Parish upon such terms and with such financial assistance as the Bishop and the Board of Trustees may authorize including such terms as may be in a plan suggested by the Aided Parish. The terms may include the Parish and the Diocese entering into a written "Restoration Plan" pursuant to which the Board of Trustees may allow such Parish to have a temporary dispensation from some or all of the Parish's financial obligations to the Diocese, provided that any such Restoration Plan shall include agreement as to how any financial problems of the Aided Parish shall be rectified and by what date. Failure by the Parish to perform according to such agreement will be cause for the Bishop and the Board of Trustees in their discretion and acting with the advice and consent of the Standing Committee, to change the status of such Parish to a Mission. Upon such a change of status, the title to all real and personal property shall be transferred to the Diocese of El Camino Real and the corporation of the Parish shall be dissolved. The Bishop and the Board of Trustees may also consider merging the Parish with another Parish or dissolving the Parish.

22.4. At any time within four (4) years after being declared an Aided Parish, such Aided Parish may be restored to full and regular Parish status by approval of the Bishop, with the concurrence of the Standing Committee and the Board of Trustees, either upon the initiative of the Bishop, the Standing Committee, or the Board of Trustees, or upon the application of the Aided Parish. On or before the fourth anniversary of a declaration of Aided Parish, the Board of Trustees, the Bishop and the Standing Committee, upon due reflection and having received appropriate input from the Aided Parish, shall decide whether that Aided Parish shall be (a) restored to parish status, (b) enter into an amended restoration plan and agreement, (c) changed to a mission, (d) merged with another parish, or (e) dissolved. If that Aided Parish does not agree to an amended restoration plan and agreement within ninety days after the date of a notice of that choice by the above bodies, those bodies shall

choose alternative (a) or one of (c) through (e) above. A Restoration Plan may be amended by mutual written agreement and such amendment may extend the plan beyond four (4) years. If an Aided Parish shall remain in such status for a period of more than four (4) years without extension of its Restoration Plan, then a special meeting of the Aided Parish shall be called by either the Bishop or the Wardens of the Aided Parish, and by majority vote thereof, it shall be determined whether such Aided Parish shall petition to be restored to full and regular Parish status, or shall ask to be changed to the status of a Mission, merged, or closed. The Board of Trustees, the Bishop, and the Standing Committee shall decide on such requested action.

- 22.5.** Upon restoration to Parish status, any Parish property shall be restored to the control of the Aided Parish and, any priest-in-charge of the Aided Parish shall forthwith resign and a successor shall be elected pursuant to Canon 21.14; such priest-in-charge may be a candidate for rector of that parish.
- 22.6.** If the Aided Parish elects to change to the status of a Mission and such desire is confirmed pursuant to Canon 20.10, or if its petition to be restored to full Parish status is denied, and there is no decision to close such Aided Parish, the Aided Parish shall take the necessary legal steps to immediately organize itself in accordance with the provisions of these Canons relating to organized Missions.
- 22.7.** If one or more of the conditions in Canon 22.1 are not deemed to be resolvable within a four-year period, the Bishop shall give due notice thereof to such Parish. If, after receipt of the notice by the Parish, the Parish shall have failed in a timely manner to cure the conditions specified in the notice, and the Bishop determines that the Parish should be liable to suspension of its privilege of representation in the Convention, or to the dissolution of its parochial relationship with the Diocese, the Bishop shall so advise the Standing Committee and Board of Trustees and thereafter the Convention in writing of the Bishop's determination. Thereupon, by a concurrent majority vote of the clerical and lay orders, voting separately, the Convention may proceed to suspend the representation of such Parish in the Convention and also may wholly dissolve the parochial relationship with the Diocese. When the Parish's representation has been suspended, such Parish shall no longer be a part of The Episcopal Church and its real and personal property shall be transferred to the Diocese, The Episcopal Church in the Diocese of El Camino Real, on terms determined by concurring action of the Bishop, the Board of Trustees, and the Standing Committee. If the Parish fails promptly to take all necessary steps to relinquish its rights and privileges as a Parish or to transfer its real and personal property to The Episcopal Church in the Diocese of El Camino Real on the terms and conditions determined by the Bishop, the Board of Trustees, and the Standing Committee, the Diocese of El Camino Real may enforce the obligations of the Parish under this Canon by an action for specific performance or such other action as may be appropriate in any court of competent jurisdiction.
- 22.8** If no action is taken by the Bishop to terminate the rights and privileges of the Parish or to enforce the relinquishment of the Parish's real and personal property to The Episcopal Church in the Diocese of El Camino Real, and should a Parish fail to meet its total fair share obligation over a period of twenty four (24) months, the Parish shall revert to the status of a Mission, and shall transfer all its real and personal property to the Episcopal Church in the

Diocese of El Camino Real. A congregation's fair share obligation shall be deemed to have been met if the congregation is in compliance with a Restoration Plan or other plan approved by the Board of Trustees or predecessor Council. If the Parish fails promptly to take all necessary steps to relinquish its rights and privileges as a Parish or to transfer its real and personal property to The Episcopal Church in the Diocese of El Camino Real on the terms and conditions determined by the Bishop, the Board of Trustees, and the Standing Committee, the Diocese of El Camino Real may enforce the obligations of the Parish under this Canon by an action for specific performance or such other action as may be appropriate in any court of competent jurisdiction.

Canon 23. Personnel Commission and Compensation Standards

- 23.1.** The Bishop shall appoint members of a Personnel Commission, including the chair thereof. This Commission shall advise the Bishop on personnel matters, review job descriptions, revise the diocesan personnel policies as needed, and recommend salary ranges as well as minimum requirements for housing, utilities, automobile allowances, insurance, pension assessment, and all relevant increments, as well as perform the work called for by Canon 23.2.
- 23.2** The minimum salary which shall be paid to any member of the clergy employed full time by the Diocese or any Parish or Mission, shall be fixed annually by the Convention upon recommendation of the Personnel Commission. All Parishes, Missions, and other ecclesiastical organizations or bodies subject to the authority of this Church in the Diocese of El Camino Real shall provide at least such minimum salary to clergy as is specified in this Canon and the pension assessment required by the Church Pension Group as well as reasonable amounts (as determined by the congregation, unless otherwise defined by vote of the Convention) for housing, utilities, automobile allowances, and insurance. Part-time clergy shall receive at least a salary with the same proration to the minimum compensation for full time clergy as their prorated time. Separate classifications of the clergy may be made for the purpose of fixing minimum standards. The Personnel Commission shall also provide guidelines for stipendiary supply clergy.
- 23.3.** All Parishes, Missions, and other ecclesiastical organizations or bodies subject to the authority of this Church in the Diocese of El Camino Real shall provide retirement benefits to all qualified lay employees according to standards that may be adopted from time to time at the Annual Meeting of the Convention upon recommendation of the Board of Trustees.

Canon 24. Ecclesiastical Discipline

- 24.1.** The forms and methods of Ecclesiastical Discipline in the Diocese shall follow and comply with the provisions set forth in Title IV of the Canons of the General Convention of The Episcopal Church (the "General Canons"). To the extent, if any, that any of the provisions of this Canon are in conflict or inconsistent with the provisions of Title IV, the provisions of Title IV shall govern.

24.2. Pursuant to General Canon IV.5.3(i) the Diocese has elected to enter into a compact among the Dioceses of El Camino Real, California, Northern California, and San Joaquin to develop and share resources necessary to implement Title IV and this Canon, including members of Disciplinary Boards, Church Attorneys, Intake Officers, Advisors, Investigators, Conciliators and administrative and financial support for proceedings under Title IV (hereinafter the “Disciplinary Board Compact”). The Bishop of the Diocese shall be authorized to execute and implement the Disciplinary Board Compact and any amendments or modifications thereto consistent with this Canon.

When any General Canon shall allow information concerning a charge or disciplinary proceeding be given to a Bishop, the only Bishop to whom such information may be given shall be the Bishop (or Bishops if so agreed) having jurisdiction over that charge or disciplinary proceeding under General Canon IV.19.5.

24.3. The Disciplinary Board shall consist of nine persons, five of whom are members of the Clergy and four of whom are members of the Laity and shall constitute a Court for purposes of Article IX of the Constitution of The Episcopal Church. A member of the Standing Committee of this Diocese may not serve on the Disciplinary Board.

24.3.1. While the Disciplinary Board Compact is in effect, each of the Dioceses listed in Canon 24.2 shall have one clerical and one lay member on the Disciplinary Board, and the ninth member, a cleric, shall be nominated by the Disciplinary Board and subject to the unanimous approval by the four diocesan bishops.

24.3.2. Each member of the Disciplinary Board shall serve a three-year term, each term to begin on January 1 following appointment or election. Each Diocese shall elect or appoint replacements for members of that Diocese whose terms have ended for three-year terms, replacing lay with lay and clergy with clergy, provided that the ninth member shall be selected as provided in Canon 24.3.1. Members may serve no more than two successive terms, after which one year must elapse before being reelected/reappointed. If a member is elected/appointed to fill a vacancy, the term of such member shall be the unexpired term of the member being replaced. If a proceeding has been commenced, a member of the Disciplinary Board whose term has expired may continue to serve on the Disciplinary Board for all proceedings in that matter in which the Disciplinary Board is involved through final disposition.

24.3.3. The Clerical members of the Disciplinary Board from this Diocese shall be canonically and geographically resident within the Diocese.

24.3.4. The lay members of the Disciplinary Board from this Diocese shall be adult Communicants in Good Standing of a congregation in the Diocese.

24.3.5. The members of the Disciplinary Board from this Diocese shall be appointed by the Bishop with the consent of the Standing Committee prior to November 1 of each year, with terms beginning the following January 1.

24.3.6. Vacancies on the Disciplinary Board shall be filled as follows:

- (a) Upon the determination that a vacancy exists, the President of the Disciplinary Board shall notify the Bishop of the vacating member's diocese of the vacancy and request appointment of a replacement member of the same order as the member to be replaced.
- (b) That Bishop shall appoint a replacement Disciplinary Board member with the consent of the Standing Committee.
- (c) With respect to a vacancy created for any reason other than pursuant to a challenge as provided below, any person selected as a replacement Disciplinary Board member shall serve for the unexpired portion of the vacating member's term. With respect to a vacancy resulting from a challenge, the replacement Disciplinary Board member shall serve only for the proceedings for which the appointed Disciplinary Board member is not serving as a result of the challenge.

24.3.7. Disciplinary Board Presidents shall be elected in accordance with General Canon IV.5.1 and may serve for up to two one-year terms before stepping down as President for one year.

24.3.8. The Disciplinary Board shall appoint a Clerk to assist the Disciplinary Board with records management and administrative support. The Clerk may also be a member of the Disciplinary Board. The Clerk shall also maintain a roster of membership for the Disciplinary Board, which shall include the Diocese and term of each member.

24.3.9. In any proceeding under this Canon, if any member of a Conference Panel or Hearing Panel of the Disciplinary Board shall become aware of a personal conflict of interest or undue bias, that member shall immediately notify the President of the Disciplinary Board and request a replacement member of the Panel. Respondent's Counsel and the Church Attorney shall have the right to challenge any member of a Panel for conflict of interest or undue bias by motion to the Panel for disqualification of the challenged member. The members of the Panel not the subjects of the challenge shall promptly consider the motion and determine whether the challenged Panel member shall be disqualified from participating in that proceeding.

24.4. The Intake Officer for this Diocese shall be appointed from time to time by the Bishop with the consent of the Standing Committee. The Bishop may appoint one or more Intake Officers according to the needs of the Diocese.

The Bishop shall publish the name(s) and contact information of the Intake Officer(s) throughout the Diocese.

- 24.5.** The Bishop shall appoint an Investigator in consultation with the President of the Disciplinary Board on an as needed basis. The Investigator may be but is not required to be a Member of the Church.
- 24.6.** The Bishop shall appoint a Procedural Officer in consultation with the President of the Disciplinary Board to serve until a replacement is appointed.
- 24.7.** Within forty five (45) days following each Annual Meeting of the Convention, the Bishop of this Diocese with the consent of the Standing Committee shall appoint one or more attorneys to serve as Church Attorney(s) for the following calendar year. The person(s) so selected may but need not be Members of the Church but must be an active member in good standing of the State Bar of California, and need not reside within the Diocese. The Church Attorney may be removed for cause during the calendar year by the Bishop of this Diocese with the consent of the Standing Committee.
- 24.8.** In each proceeding under this Canon, the Bishop shall appoint an Advisor for the complaining party and an Advisor for the Respondent. Persons serving as Advisors shall hold no other appointed or elected position provided for under this Canon, and shall not include Chancellors or Vice-Chancellors of this Diocese (or of any Diocese in the Compact) or any person likely to be called as a witness in the proceeding. The role of the Advisor is found in General Canon IV.2 and is not meant to act necessarily as attorney. The complaining party and the Respondent are each free to engage an attorney at their own costs.
- 24.9.** The reasonable costs and expenses of the Disciplinary Board, the Intake Officer, the Investigator, the Church Attorney, the Disciplinary Board Clerk, Advisors and the Pastoral Response Coordinator shall be the obligation of the Diocese in which the Respondent is canonically resident, unless the alleged offense took place elsewhere and the respective bishops agree on a different cost allocation. Other costs shall be the responsibility of individual parties incurring them.
- 24.10.**
- 24.10.1.** 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 be one, otherwise by the Diocesan office in which the Respondent is canonically resident.
- 24.10.2.** The Bishop shall make provision for the permanent storage of records of all proceedings for clergy canonically resident in this Diocese under this Canon at the Diocese and the Archives of the Episcopal Church, as prescribed in Title IV of the General Canons.
- 24.11.** The Bishop shall appoint a Pastoral Response Coordinator, to serve at the will of the Bishop in coordinating the delivery of appropriate pastoral responses provided for in Title IV.8 of the General Canons and this Canon. The Pastoral Response Coordinator may be the Intake Officer, but shall not

be a person serving in any other appointed or elected capacity under this Canon.

- 24.12.** The Disciplinary Board shall each year submit a written report to the Annual Meeting of the Convention.

Canon 25. General Provisions

- 25.1.** It shall be the policy of the Diocese of El Camino Real to support the ministry, in and for the Diocese, of all lay persons and non-stipendiary clergy, by striving to include all races, condition of persons, and people of all professions and vocations in its decision-making bodies. It is recommended that no meetings of the Diocesan Convention, Commission on Ministry, or Board of Trustees shall be held on weekdays during normal business hours, except by the majority consent of the members of that body.
- 25.2.** Except where the Constitution or Canons of this Diocese provide otherwise, a quorum of any decision-making body, commission, committee, task force, or other similar body, at a duly called meeting, shall be a majority of its members entitled to vote; and a majority of such quorum shall be competent to act. There shall be no voting by proxy or absentee ballot.
- 25.3.** Where no presiding officer is designated, any decision-making body, commission, committee, task force, or other similar body, may elect one of its members as its presiding officer. The Secretary of the Diocese, when specified as a member *ex officio* of such a body, shall not serve as the secretary of that body. Per Article VIII.2, the Secretary of the Diocese shall also be the Secretary of the Convention.
- 25.4.** If a vacancy occurs in any office or in the membership of any decision-making body, commission, committee, task force, or other similar body, for which neither the Canons nor the Constitution specify a method of replacement, the Bishop with the concurrence of the Standing Committee, shall appoint a replacement to serve until the seating of the successor elected at the next Annual Meeting of the Convention, or otherwise elected or appointed, as the case may be.
- 25.5.** Except where the Constitution or Canons of this Diocese provide otherwise, the terms of office for officers and members of decision-making bodies, commissions, committees, task forces, or other similar bodies, elected or appointed at an Annual Meeting of the Convention shall begin on the first day of January following the close of that meeting and, unless a term of years is specified, they shall end on the 31st day of December following the next Annual Meeting. Where a term of years is specified a “year” shall mean the period from the first day of January. Newly elected members may have voice, but not vote, at meetings of the respective Bodies up to the first day of January.
- 25.6.** The term limits defined in these Canons shall apply to all elections and appointments in 2007 with the exception of the Board of Trustees. Term

limits shall take into account service on the relevant Diocesan body just prior to the October 2007 Convention.

- 25.7** Unless provided otherwise in these Canons, whenever an election to fill an unexpired term occurs, the elected member with the lowest number of votes shall fill the unexpired term, unless another member elected in that meeting volunteers to take the unexpired term.
- 25.8** Unless provided otherwise in these Canons, whenever the Provincial bylaws do not provide for seating of all elected Deputies (per Article XI.1), the number and the order of deputies to be seated in the Provincial synod shall be determined by the Province VIII bylaws and according to the highest number of votes received.

Canon 26. Amendments

- 26.1.** These Canons may be amended only by a majority vote of the Convention.
- 26.2.** Proposed amendments to these Canons must be filed with the Secretary at least 60 days before the Annual Meeting. The Secretary shall refer the proposals to the Committee on Constitution and Canons. The Committee may alter the language of any proposed amendment to ensure consistency with existing Canons. The Secretary shall send the same as proposed or altered, with arguments pro and con, to all members of the Convention at least 20 days before the Annual Meeting. These requirements may be waived by a concurrent two-thirds vote of each order, clergy and lay, voting separately.
- 26.3.** Each amendment shall be in force as of the date of its adoption unless a future date is specified in the amendment itself.
- 26.4.** When Articles of the Constitution or Sections of a Canon are renumbered or reordered, the Secretary shall adjust any references to such Articles or Sections as necessary. The changes made by the Secretary shall be reviewed and approved by the Convener of the Constitution and Canons Committee or his/her delegate.

RULES OF ORDER
of the CONVENTION
of the EPISCOPAL DIOCESE
OF EL CAMINO REAL
adopted June 20, 1980
amended through October 27, 2018

ORDER OF CONVENTION

Section 1
Concerning Resolutions

- 1.1** Any resolutions to be considered by any meeting of the Convention, other than those arising out of the business of the Convention or the Bishop's address or the reports of any canonical Diocesan body, must be filed by a member of the Diocese with the Secretary of the Convention at least sixty (60) days prior to the meeting of the Convention at which it is desired to have the resolution considered.
- 1.2** The Secretary shall submit a copy of each resolution to the Chair of the Committee on Resolutions and to the Chair of the Committee on Constitution and Canons. These committees may suggest revisions of a proposed resolution to its proponent.
- 1.3** In the case of resolutions that may have a financial impact, the Committee on Resolutions shall ask the Treasurer for analysis and advice; and likewise the Committee shall solicit the advice of pertinent Diocesan bodies and officers about resolutions affecting their work and purview.
- 1.4** The Committee on Constitution and Canons shall insure that the form of any proposed resolution is in keeping with the form and substance of the Constitution and Canons of this Diocese. It may amend such proposed resolutions only to effect such consistency and may not amend the substance of the proposed resolution. The Committee on Constitution and Canons may suggest substantive amendments to the proponent of the proposed resolution.

- 1.5** The Secretary of Convention shall cause all timely and properly submitted resolutions to be printed in the packet of information sent to all members either in the form received or as revised by the proponent in agreement with the Committee on Resolutions.
- 1.6** Any resolution other than those arising out of the business of the Convention or the Bishop's address or of the reports of any Diocesan body that have not been submitted in accordance with the procedures in Section 1.1 of these Rules, must be in writing and filed with the Secretary of Convention, together with sufficient copies for distribution to all members of Convention if so requested by the Secretary of Convention, prior to the first reports of the Committees on Resolutions and Constitution and Canons. Any such resolutions may be offered at the conclusion of the reports of those Committees, and if it receives the affirmative vote of two-thirds (2/3) of the members present and voting, it may be considered on its merits as any other resolution.
- 1.7** The Committee on Resolutions or on Constitution and Canons, as applicable, shall report to the Convention without exception on each resolution properly submitted. The Committee may report such resolutions in a sequence at its discretion in consultation with the Committee on Dispatch of Business. All such reports shall be in one of the following forms:
- (a) Recommends adoption with or without amendment. The question shall be on adoption of the resolution or the resolution as amended;
 - (b) Recommends rejection, with or without reasons. The question shall be on adoption of the resolution;
 - (c) Makes no recommendation. The question shall be on the adoption of the resolution;
 - (d) Asks that the Committee be discharged from further consideration of the resolution because (1) the matter is not within the scope of the Convention's authority or (2) the matter has already been dealt with by action of Convention. The question shall be on acceptance of the Committee report. If the report is accepted and the Committee discharged, the resolution shall not be in order.
- 1.8** A majority vote shall be required for the adoption of a resolution.
- 1.9** Any proposed amendments to a resolution may be filed with the Secretary of Convention at or before the opening of the Convention, who shall refer them to the Committee on Resolutions. Any amendments so filed shall be included in the report of the Committee on Resolutions. Resolutions may also be amended from the floor.
- 1.10** Within thirty (30) days following the close of the Convention, it shall be the duty and responsibility of the delegates to the Convention to communicate to the membership of their Parishes and Missions the contents of such resolutions adopted by the Convention. Resolutions passed at the Annual Meeting of the Convention shall be published to the Diocese in print or electronically within two months after the Annual Meeting.

Section 2
Order of Business

The Convention shall open with Divine Worship, at which Service the Bishop may read an address. Following the Service, the President shall take the chair, after which the Order of Business shall be as follows:

- 2.1 Report of the Committee on Credentials and acceptances of any credential dispute.
- 2.2 A quorum being present, the President shall declare the Convention organized for business.
- 2.3 Appointment of a Parliamentarian.
- 2.4 Adoption of the Order of Business.

RULES OF ORDER IN THE CONVENTION

Section 3
Concerning the Business of the Convention

- 3.1 All elections shall be by written ballot, and shall be conducted in accordance with the applicable Canons and the Rules of this Convention. In the case of elections to a body where there are not provisions made otherwise, if an election requires more than two ballots, the third ballot shall decide the election, with the election determined in the order of votes received.
- 3.2 The Parliamentarian and all Special Committees shall be appointed by the President, unless otherwise ordered. The Ecclesiastical Authority shall appoint a Committee on Credentials in advance of any meetings of the Convention.
- 3.3 The Nominating Committee shall present its nominations to the Convention for all elective offices. Nominations may also be made from the floor. Information in support of nominations made from the floor shall be limited to that of the standard Diocesan "Candidate Data." Formal speeches are prohibited. There shall be no write-in ballots.
- 3.4 All Canonical Diocesan bodies shall submit annual written reports to the Secretary of the Convention, care of the Diocesan office, no less than sixty (60) days prior to the start of the Annual Meeting of the Convention for inclusion in delegates' packets; such reports shall be received by the Convention in course without motion for acceptance and without reading at the Convention. They shall be included in the Journal of the Convention, unless otherwise ordered. If recommending or requiring any action or expression of opinion by the Convention, they shall be accompanied by a Resolution or Resolutions, for their consideration. Written reports shall be accepted or acted upon as written. Convention time shall be limited to

discussion, debate, and voting upon any proposed action and shall exclude the reading of written reports already in the hands of delegates.

- 3.5** The prescribed Order of Business shall not be departed from, nor shall any Rule of Order be suspended, unless by a vote of two-thirds of the members present.
- 3.6** The debate on any subject other than the budget shall be limited to 15 minutes. In addition, debate by any one person shall be limited to two minutes and such person shall have the opportunity to respond only after others have had a chance to speak. If time remains within the 15 minute period such response shall be limited to one additional minute.
- 3.7** No Order of Business shall be changed or rescinded except by a vote of the Convention.
- 3.8** An Alternate Delegate may not vote or have voice in the Convention, unless and until certified by the Committee on Credentials as a substitute for a Delegate. There shall be no absentee or proxy ballots accepted.
- 3.9** The President is authorized to appoint a Committee to examine the minutes of each day's session to certify their accuracy.
- 3.10** Following the close of the Convention, the President of the Convention and the Secretary of the Convention are authorized to certify the minutes of the Convention for publication.
- 3.11** The courtesy of seat and voice shall be granted the heads of all Committees and Task Forces and the representatives of special projects for the purpose of explaining their work and responding to questions.

Section 4 Concerning Parliamentary Procedure

- 4.1** No principal motion, amendment thereto, or substitute therefor shall be acted upon by the Convention until duly seconded and submitted in writing. No amendment or substitute shall be finally adopted until the same has been read to the Convention.
- 4.2** When a question is before the Convention, no motion, except as hereinafter provided, shall be received, but to lay on the table, to move the previous question, to limit debate, to postpone to a certain time, to commit, to amend, or to postpone indefinitely, which motions shall have precedence in the order named.
- 4.3** All amendments shall be considered in the order in which they are received. When a proposed amendment is under consideration, a motion to amend the same may be made; no further amendment to such a second amendment shall be in order.
- 4.4** A motion to lay on the table shall always be decided without debate.

- 4.5** A motion to adjourn shall always be in order, when no member is speaking.
- 4.6** The person who has made a motion or moved a resolution may withdraw the same, without the consent of the seconder, at any time before decision or amendment, in which case it shall not be entered upon the minutes.
- 4.7** If a question under debate contains several distinct propositions the same shall be divided at the request of any member and a vote taken separately on each division thereof.
- 4.8** The votes shall be taken by ayes and noes. On any single question, each member of the Convention shall have one vote. No vote shall be taken by Orders unless prescribed by the Constitution and Canons.
- 4.9** Any member whose character or motives have been attacked or questioned in debate shall have the right to speak to a question of personal privilege.
- 4.10** A question that has been decided shall not be reconsidered during the same session except when significant new circumstances can be adduced to support reconsideration. No question shall be reconsidered more than once. In a motion to reconsider a resolution or motion previously adopted, the reconsideration of said action shall be preceded by the reading by the Secretary of the resolution as recorded in the minutes of the Convention.
- 4.11** All questions of order shall be determined in the first instance by the President, but any member may appeal from any decision of the President, and on such appeal no member shall speak more than once without the leave of the Convention.
- 4.12** During all debates the President shall call alternatively upon those wishing to speak for and against the question, so long as there are those both pro and con who wish to speak.
- 4.13** No applause shall be permitted during debate or discussion of issues at any meeting of Convention.
- 4.14** The proponent of a motion may, after having spoken to the motion, respond to questions from the floor before the debate begins.
- 4.15** A motion to caucus will always be in order, even after debate upon a question has been terminated. The motion is not debatable. Should it be carried by a majority, the chair will set the time allotted for the caucus.
- 4.16** In circumstances not covered by these rules, *Robert's Rules of Order* shall apply.
- 4.17** A meeting at which a quorum is initially present may continue to transact business notwithstanding the departure of delegates, except in the case of the election of a Bishop.

Section 5
Concerning Debate on the Budget

- 5.1** After the budget has been presented to Convention and moved for adoption, the debate and consideration shall be postponed until the time appointed in the written agenda.
- 5.2** Members of Convention who wish to propose amendments to the budget shall submit their proposals in writing to the Committee on Dispatch of Business not less than one hour before the time debate is to begin. All amendments so presented shall be reported to the Convention for action prior to conclusion of the debate.
- 5.3** The Committee shall call proposed amendments up for debate in a convenient order. In general, proposals affecting larger sums shall be considered before smaller items, and related matters shall be considered in sequence. The Committee may call up some proposals as secondary amendments or substitutes.
- 5.4** When any proposal comes to the floor, its mover shall be allowed up to three minutes to explain and support the motion. Thereafter, a person designated by the President shall be allowed up to two minutes for rebuttal and then speakers pro and con may be recognized from the floor.
- 5.5** The total time allotted for debate on the budget shall be divided by the number of proposals submitted to the Committee and the result shall be announced as the time limit of debate for any one item. When the limit is reached, the President shall proceed to put the question to a vote without delay. After all submitted proposals have been acted upon, further debate shall be in order.
- 5.6** If any amendment is proposed to increase a proposed or new budget item, the amendment must specify the source of such funds from within the budget.

**SPECIAL RULES OF ORDER
of the SPECIAL
CONVENTION of the
EPISCOPAL DIOCESE OF EL
CAMINO REAL**

**For the Election of its Fourth
Bishop
Adopted October 27, 2018**

ORDER OF CONVENTION

**Section 1
Order of Business**

The Convention shall open with Divine Worship. Following the Service, the Bishop shall take the chair and serve as President, after which the Order of Business shall be as follows:

- 1.1** Report of the Committee on Credentials and acceptances of any credential dispute.
- 1.2** A quorum being present, the President shall declare the Convention organized for business.
- 1.3** The President shall appoint a Parliamentarian.
- 1.4** Adoption of the Order of Business.
- 1.5** Recognition of the Special Rules of Order for the Election of a Bishop as approved at the Annual Meeting of the Convention on October 27, 2018.
- 1.6** Announcement of the procedure for signing the Testimonial of the Election once there has been an Election.
- 1.7** Nominations for the Fourth Bishop of El Camino Real are then to be made by the Search Committee. Should the Standing Committee have received any petition Nominees, qualified under the standards established by the Standing Committee, the Standing Committee shall then place those names in

Nomination. Nominations shall then be closed. There shall be no nominations from the floor.

- 1.8** The Convention shall then proceed directly to the First Ballot.
- 1.9** If no Nominee is elected on the first ballot, the Convention shall proceed to a second and, if necessary, succeeding ballots until the President declares that an election has occurred or until the Convention is recessed or adjourned as provided for elsewhere in these Rules.

Section 2 Concerning the Business of the Convention

- 2.1** While the Convention is in session, every member shall remain seated unless rising to address the President or to cast a ballot. When a member desires to speak on any question or deliver any matter to the Convention, the member shall move to a microphone and address the President.
- 2.2** Only Delegates and those assigned by the President to have a role in administering the Convention may have access to the Floor. An Alternate Delegate may not vote or have access to the floor of the Convention, unless and until certified by the Committee on Credentials as a substitute for a Delegate.
- 2.3** Provision shall be made for seating alternates, the media, and guests away from the floor.
- 2.4** The Standing Committee may, in its discretion, arrange for electronic streaming or other broadcasting of the Convention.
- 2.5** There shall be no speeches in support of any Nominee. No printed material regarding Nominees other than official ballots shall be allowed on the floor.
- 2.6** A period of silence and listening for the Holy Spirit shall precede each vote. Voting shall be by written or, in the discretion of the Standing Committee, equivalent electronic ballots, in each case distinguishable by order. The order in which the Nominees' names appear shall be alphabetical by last name. Ballots shall be collected, counted and reported for each order.
- 2.7** Except as provided in these Rules, all Nominees shall remain on the ballot for each vote. A Nominee may withdraw at any time. A withdrawal must be submitted in writing to the President of the Standing Committee, either by hand delivery, by electronic mail (to an address to be provided to the Nominees) or by text (to a phone number to be provided to the Nominees). The President of the Standing Committee shall then inform the Convention of the withdrawal. Once a Nominee has withdrawn, his or her withdrawal may not be rescinded; provided, however, that in the event that a material error in voting occurs, the Standing Committee may in its discretion permit rescission of a withdrawal.
- 2.8** If during or immediately prior to the Convention new adverse information is discovered about a nominee, then upon the request of the President of the Standing Committee, the Convention will be in recess while the Standing

Committee reviews the information. If the information appears to be material and from a credible source, the President and Vice-President of the Standing Committee, together with the Chancellor and the candidate's "shepherd" from the Transition Committee who will discuss the matter with the candidate, who then will have the option to request a further investigation or to withdraw the nominee's nomination. If the nominee requests a further investigation which cannot be completed within a few hours, then the Standing Committee may in its discretion postpone the Convention for a maximum of twenty-eight (28) days for such investigation to be completed by the Standing Committee. If the accusation is an offense which might fall within Title IV provisions, then the Standing Committee shall comply with Canon 6 of Title IV.

- 2.9** Ballots marked for persons other than those nominated, or for those who have withdrawn, or for those eliminated pursuant to Rule 2.7 shall be deemed illegal but shall be considered in the number for establishing the majority.
- 2.10** If there is no election by 5:00 p.m. on the first day of this Convention, and if at the end of five hours after the convening of the resumed Electing Convention a Bishop has not been elected, the Standing Committee shall meet and vote either to proceed with further balloting or to declare that the election is at an end, the nominations vacated, the Special Electing Convention shall be adjourned, and the Search Committee dissolved. If the election is ended, a new search process shall then be instituted by the Standing Committee.
- 2.11** Should the Standing Committee vote to proceed with further balloting, the Standing Committee shall make a motion setting forth terms under which further balloting shall occur. Should this motion be passed, voting shall continue. Should this motion be defeated, the Special Electing Convention shall be adjourned, and the Search Committee dissolved. A new search process shall then be instituted by the Standing Committee.
- 2.12** When the tellers have counted the ballots cast, the Chief Teller shall report in writing to the Secretary the total number of votes cast in each order, the number necessary for a simple majority in each order, and the number of votes cast in each order for each Nominee. The Secretary shall verify the presence or absence of a majority in each order and shall pass all the information to the President.
- 2.13** The President shall announce the report of the tellers to the Convention. If any Nominee shall have received a majority of those present and voting in both the clerical and lay orders, the President shall declare the Nominee elected.
- 2.14** Election shall occur when there is a concurrent majority vote of each order, clergy and lay, voting separately by ballot, in accordance with Article XII, Section 1 of the Constitution of the Diocese of El Camino Real.
- 2.15** Upon Election, the President of the Convention shall arrange to have the Bishop-elect informed of the election and shall receive that person's acceptance which shall then be communicated to the Convention.

- 2.16** Upon Election, the Convention shall remain in session until receipt of the acceptance of election and the canonical Testimonials are signed as required by Title III.11.3(a) of the Canons of the Episcopal Church. When the Chair of the Credentials Committee determines that the canonical Testimonials have been signed and delivered by a majority of those eligible to vote in each order, the Chair shall so inform the President, who then shall adjourn the Convention.
- 2.17** After an Election has occurred, the Secretary of the Convention shall sign the Certificate required by Title III.11.3(a) of the Canons of the Episcopal Church.
- 2.18** If at any time a Member of the Convention questions the presence of a quorum, the President shall immediately determine if a quorum, as defined in Article XII, Section 2 of the Constitution of the Diocese of El Camino Real, exists or not. If a quorum is not present, no further ballots shall be taken and the Convention may stand in recess until a quorum again is present. If a quorum is certified to be present, the presence of a quorum shall not again be questioned until the next ballot is completed.
- 2.19** Notwithstanding anything in these Rules to the contrary, it is the express intent of this Convention that any election of a Bishop is made in reliance upon a full, truthful and complete disclosure by each Nominee. In the event that subsequent to such election, but prior to consecration, the Standing Committee concludes that the Bishop-elect has failed in any material way to provide a full, truthful and complete disclosure, or the Standing Committee concludes that the Bishop-elect omitted to disclose a material fact, then the Standing Committee acting pursuant to Title III.11.1(a) may elect to request the Presiding Bishop not to forward the election materials called for by Title III.11.3 and not to forward election materials pursuant to Title III.11.3 and 4, or to recall such materials, and decide to call a new special election convention with remaining Nominees or to dissolve the Search Committee and initiate a new search process.

Section 3 Concerning resolutions

- 3.1** Only resolutions arising out of the business of the Convention shall be in order.
- 3.2** Any resolution not arising out of the business of the Convention may be considered by the Convention only upon the affirmative vote of two-thirds (2/3) of those present and voting in the Convention.
- 3.3** No motion to elect by acclamation shall be in order unless an Election has been declared in accordance with Rule 2.13.

Section 4
Concerning Parliamentary Procedure

- 4.1** No principal motion, amendment thereto, or substitute therefor shall be acted upon by the Convention until duly seconded and submitted in writing. No amendment or substitute shall be finally adopted until the same has been read to the Convention.
- 4.2** When a question is before the Convention, no motion, except as hereinafter provided, shall be received, but to lay on the table, to move the previous question, to limit debate, to postpone to a certain time, to commit, to amend, or to postpone indefinitely, which motions shall have precedence in the order named.
- 4.3** All amendments shall be considered in the order in which they are received. When a proposed amendment is under consideration, a motion to amend the same may be made; no further amendment to such a second amendment shall be in order.
- 4.4** A motion to lay on the table shall always be decided without debate.
- 4.5** A motion to adjourn shall not be in order except as specified in Rule 2.16, or if called for by Rule 2.10 or 2.11. A motion to recess may be considered as provided for by Rule 2.18 or at the conclusion of the specified time announced for the first day of the Convention. Any motion to recess shall be until a time certain.
- 4.6** The person who has made a motion or moved a resolution may withdraw the same, without the consent of the seconder, at any time before decision or amendment, in which case it shall not be entered upon the minutes.
- 4.7** If a question under debate contains several distinct propositions the same shall be divided, at the request of any member and a vote taken separately, on each division thereof.
- 4.8** The votes on motions shall be taken by ayes and noes. On any single question, each member of the Convention shall have one vote. No vote shall be taken by Orders unless prescribed by the Constitution and Canons of this Diocese.
- 4.9** Any member whose character or motives have been attacked or questioned in debate shall have the right to speak to a question of personal privilege.
- 4.10** A question that has been decided shall not be reconsidered during the same session except when significant new circumstances can be adduced to support reconsideration. No question shall be reconsidered more than once. In a motion to reconsider a resolution or motion previously adopted, the reconsideration of said action shall be preceded by the reading by the Secretary of the resolution as recorded in the minutes of the Convention.
- 4.11** All questions of order shall be determined in the first instance by the President, but any member may appeal from any decision of the President, and on such appeal no member shall speak more than once without the leave of the Convention.

- 4.12** During all debates the President shall call alternatively upon those wishing to speak for and against the question, so long as there are those both pro and con who wish to speak.
- 4.13 Unless otherwise specified by these Rules, debate on any subject at this Convention shall be limited to 15 minutes. In addition, debate by any one person shall be limited to two minutes and such person shall have the opportunity to respond only after others have had a chance to speak and if time remains within the 15 minute period, and such response shall be limited to one additional minute.
- 4.14** No applause or other demonstration of approval or disapproval shall be permitted during debate or discussion of issues at any meeting of the Convention.
- 4.15** The prescribed Order of Business shall not be departed from, nor shall any Rule of Order be suspended, unless by a vote of two-thirds of the members present.
- 4.16** The proponent of a motion may, after having spoken to the motion, respond to questions from the floor before the debate begins.
- 4.17** A motion to caucus will always be in order, even after debate upon a question has been terminated. The motion is not debatable. Should it be carried by a majority, the chair will set the time allotted for the caucus.
- 4.18** In circumstances not covered by these rules, *Robert's Rules of Order Newly Revised* shall apply.