

CONSTITUTION
AND
CANONS

OF THE
DIOCESE OF VERMONT

As amended by the
November 2008 Convention

THE CONSTITUTION AND CANONS OF THE DIOCESE OF VERMONT

{Note: The following preamble is an historical document stating the position of the Church in 1838 in adopting the initial Constitution and Canons and, in the opinion of the Canons Committee, may not be amended. }

PREAMBLE
To the Constitution and Canons

WHEREAS, it is desirable that those important Constitutional principles which distinguish the Protestant Episcopal Church should be fully exhibited and thoroughly understood amongst her people, and that her whole system of law and government should be presented in a brief and simple form, within the reach of all, so as to leave the least possible ground for ignorance and error;

THEREFORE, the following Constitution and Canons declaratory of the said principles, and for a guide in the administration thereof, have been set forth by the Clergy and Laity duly assembled in Convention, first in St. Paul's Church, Windsor, May 25th, A.D. 1838, and amended at subsequent Conventions, viz:

THE CONSTITUTION

ARTICLE I: Of the Bible, the Book of Common Prayer, etc.

This Church acknowledges and receives the revealed Word of God, contained in the canonical books of the Old and New Testaments as the only infallible rule of faith and practice, to which the Church's doctrines, worship, and government are all referred. And next after the Holy Scriptures, this Church adopts the standard established in the Book of Common Prayer, and the Constitution and Canons of the Episcopal Church in the United States of America as set forth by the General Convention.

ARTICLE II: Of the Church.

The persons constituting the Church are the Laity, consisting of all who are admitted to the Covenant of Grace, by Christian baptism; and the Clergy, who besides this, are further set apart to the sacred office of the ministry by the Apostolic Rite of Ordination. Without the Concurrence of both the Clergy and the Laity, no rule or law of the Church can be adopted, changed or done away.

ARTICLE III: Of the Ministry.

There are three Orders of the Clergy established by Apostolic authority: Bishops, Priests, and Deacons. Of these all baptize, all officiate in divine service, and all preach the Gospel, but none except a Bishop or a Priest can consecrate the Eucharist or take the pastoral charge of a congregation. In their relative order, the Deacon is subordinate to the Priest, and the Priest to the Bishop. And the Bishop, being successor to the Apostolic order, has sole official right to ordain, to confirm, to pronounce and to govern the same according to the Scriptures and the Canons. The Priests or Presbyters, nevertheless, are bound to counsel and advise the Bishop, who shall not ordinarily act in any important matter without consulting with a certain number of Clergy and Laity, elected by the rest, and called the Standing Committee, or Council of Advice; neither does the Bishop exercise any legislative power except in concurrence with the Clergy and the Laity, duly assembled in Convention.

ARTICLE IV: Of the Laity.

The Laity are divided, according to local convenience, into Parishes or Missions, and commit the general management of their parochial business to a portion of their own number, elected annually out of the

Parish, called Wardens and Vestry. To these belong the administration of all the secular concerns of their particular society; but they have no part in the spiritual government which belongs to the office of the ministry alone.

ARTICLE V: Of the Convention.

The whole Church throughout the Diocese meets in Convention once in every year, the Bishop presiding, the Clergy attending in their Order, and the Laity represented by Delegates elected by each Parish and by each organized Mission in such manner as the Canons shall direct.

Special Conventions are also held, when required by the Bishop, or, if the Diocese be vacant, by the Standing Committee. (At Special Conventions held when the Diocese is without a Bishop there shall not be any action amending the Constitution or Canons, or admitting new Parishes or Missions; any pending legislation affecting any or all of these matters must be held pending until a new Bishop has been elected and installed.)

ARTICLE VI: Of the Organization of Congregations.

1. A Congregation or group of Confirmed persons, Communicants in good standing, and not under any ecclesiastical censure or suspension may apply in writing to the Bishop requesting that they may be admitted into the Diocese as a Parish or as an organized Mission. Their application must set forth that the signers are entitled to the privileges of a distinct religious society by the laws of the State of Vermont and that they adopt, receive, and promise entire conformity to the Constitution and Canons of the Diocese of Vermont.

On receipt of such an application the Bishop, having made proper investigation of the matter, shall recommend to the Standing Committee such action as the Bishop believes desirable. If the decision is favorable, the Standing Committee shall authorize the election by the Parish designate or the Mission designate of Delegates to the next Diocesan Convention, at which time the Standing Committee shall ask for a ratification of its actions by the Convention and the seating of the Delegates so chosen.

2. An organized Mission may be elevated to the status of a Parish whenever the Bishop advises the Standing Committee that such action is prudent and desirable, and the Standing Committee approves the step and advises the annual Convention which thereupon ratifies the action.

ARTICLE VII: Of the Provisions to Be Made for the General Fund.

The duty of providing for the support and maintenance of the Ministry is plainly declared in the Old and New Testaments; but in order that the whole Church in the Diocese may know and provide for the temporal condition of each part, the following rules are to be observed: Reports of the condition of every Parish and Mission shall be made annually, by the Rectors (or Ministers) and Wardens and Vestries thereof, such reports to be made to the Bishop on or before the date set by the Bishop and not less than six weeks prior to the date set for holding the annual Convention. Failure to make the required annual report on or before the designated date shall be regarded as a serious offense subjecting the offending Parish or Mission to censure and such penalties as the Canons prescribe. All reports shall include details of the income of the Parish or Mission, its debts, the amount of the salary paid the Clergy, together with such other particulars as may be defined by Canon or required by vote of the Diocesan Council.

ARTICLE VIII: Of the Administration of Ecclesiastical Justice.

All Priests and Deacons of this Church shall be liable to presentment and trial, according to the principles of Ecclesiastical Law, for crime or immorality; for holding or teaching publicly or privately, and

advisedly, any doctrine contrary to that held by the Episcopal Church of the United States of America; for violation of the Constitution or Canons of this Diocese; or for any act which is a breach of their ordination vows; and it shall be the duty of the Diocesan Convention to prescribe, by a proper Canon, the method of such presentment and trial.

ARTICLE IX: Of the Bishop's Authority for Removal of Diocesan Officers.

The Bishop has constitutional authority as well as the moral obligation to demand the immediate and instant resignation of any Diocesan Officer or member of a Diocesan Committee, for cause. In the event such resignation is not immediately forthcoming, the Bishop may, with the consent of the Standing Committee, remove such Officer or member. Any vacancy in a Diocesan Office, no matter how caused, shall be filled by appointment by the Bishop of some suitable and properly qualified person to hold the office until the next Diocesan Convention, unless there shall be some other canonical provision for filling the office.

ARTICLE X: Of the Mode of Altering the Constitution.

The mode of altering or adding to this Constitution shall be as follows, viz: A proposition for amendment shall be laid before the Convention in writing, and, if approved shall lie over to the next annual Convention. If then approved by two-thirds of the Clergy and by two-thirds of the Laity present, voting by Orders, the proposed amendment shall become a part of the Constitution.

CANONS

**TITLE I
OF THE CONVENTION OF THE DIOCESE**

CANON I: THE CONVENTION

1. The annual meeting of the Convention shall be held at such time and place as the Bishop shall appoint, unless some other time and place have been determined by the previous Convention.
2. When the Bishop or, if there be no Bishop, the Standing Committee shall deem it expedient to call a Special Convention, four-weeks notice shall be given to all Clergy and to one of the Wardens of each Parish and permanently organized Mission in the Diocese. The notice shall state the particular business for which the Convention is summoned, and no other business shall be proposed or determined upon in said Convention.
3. All Clergy canonically resident in the Diocese and who have attended at least two out of five immediately preceding conventions, if such conventions have occurred during their tenure of canonical residence, shall have a seat and vote in the convention. The requirement of attendance at previous conventions shall not apply to Clergy who are serving in the armed forces of the United States or to Clergy who are absent from the United States due to service as missionaries in foreign countries. Clergy who are newly canonically resident in the Diocese are eligible to vote. The Secretary of Convention shall prepare, under the direction of the Ecclesiastical Authority, at least one week before the meeting of the Convention, a list of all Clergy canonically resident, in the order of their canonical residence, annexing their respective stations, or, if not engaged, their places of residence; but not including the name of any Clergy who may be suspended from the Ministry. Those who are entitled to voting membership in the Convention shall be distinguished from the others. The voting list thus prepared shall be laid before the Convention immediately after it has been called to order and, when required, the names of the Clerical Members shall be called therefrom.

4. Every Parish regularly organized as required by the Constitution and every Mission permanently organized by these Canons shall be entitled to and shall send three (3) Lay Delegates to the Diocesan Convention. Lay Delegates shall be communicants in good standing, domiciled in this Diocese and resident in the Parishes or Missions that they represent; provided that no person under ecclesiastical censure or process shall be allowed a seat in the Convention. (wherever in these Canons the phrase, "domiciled in the Diocese" or "domiciled in the Parish" is used, it shall be understood to mean communicants enrolled upon the canonical register of a Parish or Mission in this Diocese, and in which Parish or Mission they habitually worship, even though the residence of such communicant or communicants may be outside the legal bounds of such Parish or Mission.)
5. All deputies to the General Convention and all members of Boards and Committees elected by the Convention shall be entitled *ex officio* to seats in the Convention, and, with the approval of the Chair, have the right to speak on subjects pertaining to their respective offices.
6. The Secretary of the Convention shall prepare a list of the Lay Delegates and their substitutes from the certificates sent by the clerks of the Parishes and Missions. This list shall be submitted to a Committee on Credentials appointed by the Chair who shall pass upon all credentials presented and refer to Convention, for action, all issues arriving from contested seats or the seating of delegates without proper credentials. When required, the roll of the Lay Delegates shall be called by the Secretary from the list as reported by this Committee.
7. The Bishop shall preside at Convention and shall be free to express opinions from the Chair. In the absence of the Bishop, or the Bishop Coadjutor, if there be one, or the Bishop Suffragan, if there be one, or if the office be vacant, the President of the Standing Committee, if present, shall preside, or may request the Standing Committee to designate a Chair of the Convention. If the President of the Standing Committee is absent, the Standing Committee shall designate a Chair of the Convention from its membership.
8. The Bishop shall appoint a Secretary of Convention and appoint an Assistant Secretary of Convention to serve for a term of one year. These appointments shall be made at the annual Convention subject to confirmation by the Convention. The term of office of the Secretary and Assistant Secretary shall commence upon their appointment, and they shall continue to hold office until their successors are chosen and assume the responsibilities of their offices. The Secretary and Assistant Secretary of any one Convention shall be responsible for the publishing of the Journal of that Convention.
9. A quorum of the Convention, except as otherwise provided, shall be not less than one-third of the Clergy entitled to vote and Delegates from not less than one-third of the Parishes and Missions entitled to representation, provided the Bishop or Bishop Coadjutor (if there be one) be present. But in their absence, such number shall not have power to do more than receive the usual reports and elect the ordinary officers. In the election of a Bishop, a majority, of the Clergy entitled to send Delegates shall be represented, before the Convention can proceed; but no Parish or Mission shall be entitled to send Delegates to a Special Convention when a Bishop is to be elected which has failed to be represented by Delegates in as many as two of the five Annual Conventions immediately preceding.
10. The Convention in its ordinary mode of transacting business shall deliberate and vote without any distinction of Orders; but any member may call for a division upon any question, and if this call be sustained by two other members, then the question in debate shall be put first to the Clergy and next to the Laity. A majority of delegates present and voting shall be necessary to constitute a vote of the Convention unless the Canons require a different vote, except that a majority of both Orders shall be necessary when the Convention is voting by Orders.

11. When a Bishop is to be elected, the Convention shall always vote by Orders, and a majority of each Order, when both concur, shall constitute an election. The Secretary shall call the roll of the Clergy, who shall as their names are called, deposit their ballots with the Tellers. The Secretary shall arrange for separate balloting by the Clergy and Laity. Each Order shall cast its ballots separately, and there shall be maintained by each Order a checklist prepared by the Secretary from the rolls of Clerical and Lay Delegates who have qualified. When the ballot boxes are opened, the Clergy shall deposit their ballots with the Tellers designated for the taking of the Clergy ballots, and the Lay Delegates shall deposit their ballots with the Tellers designated for the taking of the Lay ballots. The Tellers shall check off the names of each delegate on the respective checklists, as each ballot is cast. When the votes of both Orders have been counted, the results shall be announced to the Convention. If there has been no election, balloting shall be continued in the same way and order until there is an election. Immediately following the announcement of the result of a ballot where there has been no election, the Convention, by vote, may recess for a specified time.

12. Every Parish or Mission not represented at the annual Convention by a Lay Delegate, unless for reasons satisfactory to the Bishop, shall not be entitled to appropriations from the Diocese or from the Diocesan Council or any other Diocesan body. The Parishes or Missions neglecting to send Lay Delegates for two successive Conventions may, on motion, be stricken from the list until they make suitable acknowledgment.

13. The Services of the Convention shall be such as the Bishop shall appoint, and at one of these, the Bishop's Address or Charge shall be delivered unless the Bishop shall otherwise appoint.

14. It shall be in the power of each Convention to prescribe rules of order for its own government.

CANON 2: THE BISHOP COADJUTOR OR BISHOP SUFFRAGAN

1. Only the Bishop of the Diocese shall call a Special Convention for the election of a Bishop Coadjutor or a Bishop Suffragan.

2. The Bishop Coadjutor or the Bishop Suffragan, if there be one, shall preside in the Convention in the absence of the Diocesan Bishop and when so presiding, shall exercise the privileges of the Bishop. When not presiding, the Bishop Coadjutor or the Bishop Suffragan shall have a vote in the Convention as one of the Clergy.

CANON 3: CONVENTION OFFICES

1. The Secretary of the Convention shall keep full and exact records of all Convention actions, with all papers, documents, memorials, etc., including the results of all balloting. The same shall be filed away that they can easily be consulted at any time. The Secretary shall prepare, after conference with the Bishop, or in the event of the Bishop's absence or death with the President of the Standing Committee, a call for any regular or Special Convention. Such call shall contain, as far as possible, an order of business upon which the Convention is to act. This Call and order of business shall be sent to all Delegates to Convention at least two weeks prior to the opening day of the Convention. Prior to every meeting of the General Convention, the Secretary shall prepare a condensed report of the State of the Church in this Diocese and shall forward the same to the Secretary of the House of Deputies of the General Convention, along with other statistics and papers required by the Canons of the General Convention. Under the supervision of the Bishop, the Secretary shall publish the proceedings of each Convention as soon as practicable after the close of Convention and shall send copies of the proceedings to all Clergy of the Diocese and to each Warden and other officers of every Parish and Mission, and to the Secretary of

Convention of each other Diocese in the United States. The Secretary shall perform other duties as may be directed by the Canons of the General Convention or by the Diocesan Convention.

2. The Assistant Secretary shall perform such duties as may be assigned by the Secretary of the Convention or by the Convention itself.
3. The Bishop shall appoint a Registrar to serve for one year. This appointment shall be made at the annual Convention, subject to confirmation by the Convention. The Registrar shall have responsibility for the care and preservation of the Diocesan Archives and other documentary and historical matter belonging to and relevant to the history of the Diocese. With the advice and approval of the Bishop, the Registrar shall determine the terms and conditions upon which access to any of the archives or particular documents shall be granted.
4. The Chancellor of the Diocese shall be appointed annually by the Bishop, or if there be none, by the Standing Committee. The Chancellor shall be an Attorney at Law qualified to practice in the State of Vermont, shall serve as Legal Advisor to the Bishop and the Diocese, and shall be a member *ex officio* of the Diocesan Council. The Chancellor or the Deputy Chancellor shall attend all sessions of the Diocesan Convention.
5. The Treasurer of the Diocese shall be nominated by the Bishop and elected by the Diocesan Council for a term of 3 years. The Treasurer, *ex officio*, shall be a member of the Financial Oversight and Audit Committee of the Diocese and shall also serve as Treasurer of the Convention. An Assistant Treasurer may be appointed by the Treasurer, with the approval of the Bishop. The Treasurer and the Assistant Treasurer shall be bonded in such sum as shall be determined by the Diocesan Council.
6. All officers and members of Committees of Convention as elected by the Convention or appointed by the Bishop, with the exception of the Auditors and the appointed members of the Commission on Ministry, shall be members in good standing of the Church and shall be canonically resident in this Diocese.

CANON 4: STANDING CONVENTION COMMITTEES

At an appropriate time following the calling of the annual meeting of the Convention to order, the Bishop shall appoint the following Standing Convention Committees, each of which shall have both Lay and Clergy members:

1. Credentials Committee, consisting of the Secretary of Convention and at least two other persons. The Committee shall have the duties described in Canon 1.6.
2. Dispatch of Business Committee, consisting of the Secretary and Assistant Secretary of Convention, a member of the Credentials Committee and at least three other persons. The Committee shall assist the Bishop in planning and organizing the agenda and business of the Convention.
3. Canons Committee, consisting of the Chancellor of the Diocese, *ex officio*, and at least five other persons.
4. Nominating Committee, consisting of eight persons. The Committee shall solicit canonically-resident Clergy persons and Lay communicants in good standing sufficient to yield an appropriate slate of candidates for each office or position to be elected by vote of the Delegates at Convention. All candidates for these offices shall be placed in nomination before the Convention by the Committee. The Convention, however, retains the right to permit nominations from the floor.

5. Resolutions Committee, consisting of at least six persons. The Committee shall review the form of all resolutions prior to their presentation on the floor of Convention, and shall assist Convention delegates in preparing resolutions for introduction.

All members of Standing Convention Committees shall serve one-year terms commencing at the adjournment of the Convention at which they are appointed and continuing through the adjournment of the next annual meeting of the Convention.

CANON 5: THE STANDING COMMITTEE

There shall be a Standing Committee consisting of four Clergy and four Lay persons. By a majority of the delegates voting by ballot, the Convention each year shall elect one Cleric and one Lay person as members of the Committee, each to serve four years. No member of the Standing Committee shall be eligible for re-election until one year after that member's term has expired.

1. The Secretary of the Standing Committee shall keep a regular record of the proceedings of the Committee. The record, together with all papers in the possession of the Committee, shall be open to the inspection of the Bishop or the Convention when required. All records shall be entered in a book belonging to the Diocese.

2. The President of the Standing Committee shall call a meeting of the Committee at any time on the request of any two members in writing.

3. The Bishop may consult the Standing Committee at any time whenever the Bishop desires its advice. The Committee, of its own accord, may offer advice to the Bishop when an occasion warrants the same.

4. When the office of Bishop is vacant, the President of the Standing Committee shall call a meeting of the Committee without delay. After deciding on a time and place, the President shall call a Special Convention of the Diocese to elect a new Bishop. So long as the vacancy in the office continues, the Standing Committee shall constitute the Ecclesiastical Authority of the Diocese.

5. The Standing Committee shall perform such other duties as are provided for it in the Canons of the General Convention.

6. If a vacancy occurs in the Standing Committee, the Committee shall fill the vacancy at its next meeting by selecting one of three persons nominated by the Bishop. The person selected shall serve until the next annual Convention.

7. If there be no Bishop, the Committee shall fill any vacancy that may occur between annual Conventions in any official position normally filled by vote of the Convention, except those officers or positions specifically exempted in these Canons. Such appointees shall serve only until the election of a successor by the next annual Convention.

CANON 6: THE DIOCESAN COUNCIL

1. The Diocesan Council shall consist of the Bishop as Chair, *ex officio*; the Bishop Coadjutor, *ex officio*; the Bishop Suffragan, *ex officio*; the Chancellor of the Diocese, *ex officio*; and twenty-six (26) elected members. The Canon to the Ordinary and the Diocesan Treasurer shall have a seat and voice, but no vote. Of the elected members, sixteen (16) shall be Deanery Members; eight (8) shall be At-Large Members;

and two (2) shall be Youth Members.

2. (a) AT-LARGE Members: At each Annual Convention four (4) At-Large Members shall be elected to two (2) year terms. At-Large Members may be of either Order, with the right to serve no more than two (2) consecutive elected terms.

(b) YOUTH Members: At each Annual Convention two (2) Youth Members shall be elected to one (1) year terms with the right to serve no more than two consecutive elected terms. Youth Members shall be at least the age of sixteen (16) and under the age of twenty-one (21) at the time of their election.

(c) DEANERY Members: On or before August 1 of each year and as provided in Canon 6A, each Deanery Chapter shall elect a lay or cleric member to a two (2) year term commencing upon the date of the next ensuing Annual Convention, and shall transmit the name of the member so elected to the Secretary of Convention. Deanery members shall have the right to serve no more than two consecutive elected terms.

(d) VACANCIES: After two (2) consecutive unexcused or unexplained absences, any elected member's seat may be declared vacant upon notice and majority vote of a quorum of Diocesan Council. All vacancies shall be filled by appointment by the Bishop for the remainder of the vacant unexpired term.

3. The Bishop or, if there be none, the Standing Committee and the Council shall exercise the executive powers of the Diocese between sessions of the annual Convention and shall be responsible for the promotion of the Mission of the Church. To that end, Council may take such actions, organize, supervise, and coordinate such departments, commissions, task forces, and committees as Council may deem necessary. Council may also request every Parish and Mission to conduct periodic self-studies and draft statements of goals in light of the Diocesan Mission Statement. Council shall report its activities and recommendations to the annual Convention for action.

4. The Council, in consultation with the Treasurer of the Diocese, shall prepare a comprehensive budget each year for submission to the annual Convention for action. This budget shall include appropriations, as recommended by Council, necessary to promote the Mission of the Church and to maintain and operate the Diocese for the ensuing fiscal year.

5. The budget revenues from Parishes and Missions shall be computed by making an appropriation against the net operating income of each Parish and Mission. Net operating income is defined as the reported revenues available to a Parish or Mission for general purposes of that Parish or Mission, less any grants received directly from the Diocese. Revenues received for general purposes shall include, but not be limited to, plate and pledge income, contributions made by Parish or Mission organizations, investment and endowment income, and all other general purpose income (e.g., rentals and proceeds from fund raisers designed to support the general purpose and mission of the Parish or Mission).

6. The Council, acting through the Treasurer of the Diocese, shall be responsible for the collection and disbursement of the budget as adopted by the annual Convention. The Council may authorize the Treasurer of the Diocese to borrow money from time to time in anticipation of the budget income, so that the budgeted appropriations and obligations of the Diocese may be paid when due.

7. The Council shall review the minimum stipend and travel allowance of the Clergy of the Diocese and shall recommend the same to the Convention with regard to the proper support of the ministry. Such a minimum stipend shall be binding on all Parishes and Missions upon ratification by the Convention. The Council shall also annually review the stipend or stipends of the Bishop, the Bishop Coadjutor or the

Bishop Suffragan, if there be either or both, together with their expenses for housing, house maintenance, travel, secretarial or office expenses, which shall be paid from the Episcopal Fund and Diocesan Assessments.

8. The Council shall meet regularly between sessions of the Convention and shall also meet on call by the Bishop or any three other members of the Council.

CANON 6A: DEANERIES

1. The Diocese of Vermont shall be divided into eight (8) Deaneries, constituted of no more than eight (8) neighboring parishes and missions, as determined by the Bishop and Diocesan Council in consultation with those parishes and missions.

2. Each Deanery shall be governed by a Deanery Chapter composed of all clergy canonically resident within the Deanery and no more than three (3) lay persons elected by each member, parish, and mission at annual meeting, one of whom shall be a member of the vestry or executive committee at the time of their election. Elected chapter members shall serve for two (2) year terms with the right to serve no more than two (2) consecutive elected terms. The Chapter shall elect its own officers, including a Dean as presiding officer. Deanery Chapters shall meet and carry out such programs, policies, and directives as they deem appropriate, in consultation with the Bishop and Diocesan Council.

3. On or before August 1 of each year, each Deanery Chapter shall elect a lay or clerical member to Diocesan Council for a two (2) year term. The term shall commence upon the date of the next ensuing annual Convention and shall continue notwithstanding the expiration of the member's term to the Deanery Chapter. Deanery members shall have the right to serve no more than two consecutive terms. Notwithstanding anything to the contrary contained in Canons 6 or 6A, or elsewhere in these Canons,

(i) the terms of those Members elected at the 164th Annual Convention in 1997 shall expire at the 166th Annual Convention in 1999,

(ii) the following Members shall be elected at the 165th Annual Convention in 1998:

a. Eight (8) Members to one (1) year terms, adhering to the criteria of former Canon 6(2)(b);

b. Two (2) Youth Members shall be elected for one (1) year terms; and

(iii) the following Members shall be elected at the 166th Annual Convention in 1999:

a. Convention shall elected four (4) Members for one (1) year terms, and four (4) Members for two (2) year terms.

b. Each Deanery shall elect one Member for a one (1) year term, and one Member for a two (2) year term.

c. Convention shall elected two (2) Youth Members for one (1) year terms; and

(iv) annually thereafter, commencing with the 167th Annual Convention in 2000, the following Members shall be elected:

a. Convention shall elect four (4) Members to two (2) year terms;

b. Each Deanery shall elect a Member to a two (2) year term; and

c. Convention shall elect two (2) Youth Members to one (1) year terms.

CANON 7: DEPUTIES TO THE GENERAL CONVENTION

Deputies to the General Convention shall be chosen at annual Convention not later than twelve months preceding the opening date of the General Convention for which they are chosen. They shall continue in office until their successors are chosen.

1. The Clerical and Lay Deputies shall be elected by ballot which shall be by Orders. A concurrent majority in both Orders shall be necessary for an election. A record shall be kept of the balloting.
2. Four clerical and four lay Alternate Deputies shall be elected at the annual Convention immediately preceding each meeting of the General Convention. The vote shall be by ballot and shall not be by Orders. The four persons in each Order who receive the highest number of votes shall be declared elected. In determining the priority of their elections, the Alternate Deputies in each Order shall be ranked according to the number of votes received, with the person receiving the highest number of votes being the first Alternate and the remaining Alternates ranked in order according to the number of votes received. If there is a tie vote for any position, another ballot containing the names of the nominees who tied shall be taken to determine who shall fill that position.
3. In the event of the resignation or inability to serve of any Deputy, Clerical or Lay, occurring after the Diocesan Convention immediately preceding the General Convention the Bishop or, if there be none, the Standing Committee shall fill the vacancy from the list of Alternates. If required to serve, Alternates shall be appointed in the order of their election.
4. Clerical Deputies must be ordained persons, Priests or Deacons canonically resident in this Diocese. Lay Deputies must be communicants in good standing and otherwise qualified according to the Canons of the General Convention.

CANON 8: DEPUTATION TO PROVINCIAL MEETINGS

1. At every third session of the annual Convention, one Clerical and one Lay Deputy (and one Alternate in each Order) shall be elected to represent this Diocese in the Provincial Synod of the Province of New England, to serve for a three-year term and until their successors are elected. The Clergy so elected shall be canonically resident in this Diocese. The Laity so elected shall be communicants of the Church, having domicile in this Diocese.
2. In the case of the inability of any deputy to attend or in the case of vacancy, the Bishop shall have the power to appoint a provisional representative or representatives to serve.
3. The duties of Deputies to the Provincial Synod shall be as defined in the Canons and rules of order enacted by the Province of New England.
4. Deputies and Alternate Deputies to the General Convention of this Church shall be *ex officio* representatives to the Provincial Convocation immediately preceding the meeting of the General Convention.

CANON 9: CONTINUANCE IN OFFICE

In all cases of failure or omission to elect Delegates to Convention, or officers or representatives, whether of the Convention or of any Parish, the persons last elected shall continue to serve until their successors are chosen.

TITLE II
FINANCES, INSURANCE, REAL PROPERTY AND BUSINESS METHODS

CANON 10. PROPERTY, INSURANCE, AUDIT AND FINANCE

1. *Diocesan Property*

The Diocese is an ecclesiastical district of The Episcopal Church (the “Church”).

(a) *All Property for the Benefit of the Church.* All real and personal property held by or for the benefit of the Diocese or any Parish, Mission, Academic Institution or the Trustees of the Diocese of Vermont is held in trust for the Church and the Diocese. Subject to these Canons and the authority of the Diocese, this trust does not limit the authority of a Parish, Mission or Academic Institution to utilize property so long as the particular Parish, Mission, or Academic Institution remains a part of, and subject to, the Church and its Constitution and Canons and the Constitution and Canons of the Diocese.

(b) *Acquisitions of Property; Title.* A Parish, Mission, Academic Institution or the Trustees of the Diocese of Vermont must obtain the advice and consent of the Bishop and the Standing Committee before acquiring real property, whether by purchase, gift, bequest or otherwise. Title to real property shall be held by the Trustees of the Diocese of Vermont, except as otherwise directed by the Bishop and the Standing Committee. Where title is to be in the name of the Trustees of the Diocese of Vermont, its consent is also required.

(c) *Encumbering or Alienating Property Prohibited.* No Parish, Mission, Academic Institution or the Trustees of the Diocese of Vermont may encumber or alienate its real property without the written consent of the Bishop and the Standing Committee, which may establish procedures and other requirements for granting consent.

(d) *Insurance.* All buildings and their contents held by any Parish, Mission, Academic Institution, the Rock Point Board or the Trustees of the Diocese of Vermont shall be adequately insured for their replacement cost by the Parish, Mission, Academic Institution or other organization occupying the property. All treasurers and financial custodians, other than financial institutions described in Section 2.1(a) of this Canon, shall be adequately bonded. The Diocese and each Parish, Mission, Academic Institution, the Trustees of the Diocese of Vermont and the Rock Point Board, at a minimum, shall also maintain coverages for the following risks:

- (i) comprehensive general liability;
- (ii) employment practices liability;
- (iii) sexual misconduct liability;
- (iv) workers compensation;
- (v) directors and officers liability; and
- (vi) fidelity.

All insurance policies shall name the Bishop and the Diocese as additional insureds, as their respective interests may appear. All insurance policies and coverages must satisfy the requirements for coverage and limits established by the Diocesan Council from time to time. The Diocesan Council shall take such action as may be necessary and appropriate to encourage compliance with this Subsection.

2. *Diocesan Finances.*

The Diocese and its Parishes, Missions, Academic Institutions, the Trustees of the Diocese of Vermont and the Rock Point Board shall manage their finances as follows:

2.1 *Funds and Securities Management.*

(a) *Operating Funds.* All operating funds shall be deposited only with financial institutions whose accounts are federally insured or otherwise selected according to guidelines established by the Financial Oversight and Audit Committee.

(b) *Investment, Trust and Permanent Funds.* Unless otherwise directed by the terms of a trust instrument, all funds other than operating funds shall be invested in the Unit Fund of the Diocese, or otherwise as directed by the Trustees of the Diocese of Vermont. Notwithstanding the preceding sentence, however, such funds under the control of a Parish, Mission or Academic Institution may be invested as directed by its governing body, subject to the requirements of Canon I.7.1 (b) of the Church Canons. Records are to be made and kept of all trust and permanent funds showing at least the following: (i) source and date, (ii) terms governing the use of principal and income, (iii) to whom and how often reports of conditions are to be made, (iv) how the funds are invested, and (v) the most recent annual or special accounting filed with a court or other person where such accounting is required to be made and filed. Two signatures shall be required on any withdrawal or transfer of investment, trust and permanent funds over a *de minimis* amount to be determined by Diocesan Council from time to time.

(c) *Diocesan Funds.* The Diocesan Council may authorize any officer or officers, or agent or agents, to enter into contracts or to execute and deliver instruments in the name and on behalf of the Diocese. The Diocesan Council may make such authorization general or limited. The Treasurer and such other persons as the Diocesan Council may determine may issue all checks, drafts and other orders for the payment of money, notes and other evidences of indebtedness issued in the name of or payable by the Diocese. The Diocesan Council shall authorize the opening and keeping of general and special bank and investment accounts and shall approve all signatories thereto.

(d) *Discretionary Funds.* Each Parish and Mission may maintain a discretionary fund established by resolution of its Vestry or Executive Committee, giving the Rector, Priest-in-Charge or an Almoner discretion to make disbursements from the fund for pious and charitable purposes. Rectors, Priests-in-Charge and Almoners shall not make any disbursements from such funds to themselves or for the personal benefit of themselves or their families.

(e) *Securities.* All securities shall be held in book entry form with a financial institution that satisfies the requirements of Canon I.7.1 (b) of the Church Canons.

2.2 *Financial Statements.* The Diocese, each Parish and Mission, and the Trustees of the Diocese of Vermont shall operate on a calendar year basis. The Diocese's two Academic Institutions, Rock Point School and Brookhaven School for Boys, may operate on a fiscal year basis. Financial statements shall be maintained either in accordance with generally accepted accounting principles or in accordance with the Manual of Business Methods in Church Affairs as promulgated by the Church. Financial statements shall include a statement of financial position (balance sheet) and a statement of activities (income and expenses statement), and shall include a statement of sources and applications of funds.

2.3 Audits

(a) *Academic Institutions.* The financial statements of each Diocesan Academic Institution shall be audited annually by an independent certified public accountant in accordance with each Institution's Bylaws.

(b) *The Diocese, the Rock Point Board and the Trustees of the Diocese of Vermont.* The financial statements of the Diocese, the Rock Point Board and the Trustees of the Diocese of Vermont shall be audited annually by an independent certified public accounting firm chosen by the Financial Oversight and Audit Committee with the concurrence of the Diocesan Council. All audit reports, reviews, complete financial statements, management letters and responses to management letters shall be delivered by the Financial Oversight and Audit Committee to the Bishop, the Trustees of the Diocese of Vermont, the Rock Point Board, the Diocesan Council and the Secretary of Convention. All fees for auditing the financial statements of the Diocese and the Rock Point Board shall be paid from Diocesan funds on order of the Financial Oversight and Audit Committee. All fees for auditing the financial statements of the Trustees of the Diocese of Vermont shall be paid from its funds.

(c) *Parishes and Missions.* The financial statements of each Parish and Mission shall be audited annually by an independent certified public accountant or independent licensed public accountant, or by such audit committee as the Financial Oversight and Audit Committee may authorize. Audits shall be conducted and reported in accordance with the *Manual for Audit Committees of the Diocese of Vermont*.

(d) *Timing and Filing of Audit Reports.* All audit reports, reviews, complete financial statements, management letters and responses to management letters shall be filed with the Diocese within 30 days following the date of the report, and for Parishes and Missions, in no event later than September 1 of the year following the year covered by the audit report. The Financial Oversight and Audit Committee shall report annually to Diocesan Council listing Parishes, Missions and Academic Institutions and, where appropriate, the Diocese and the Rock Point Board, not in compliance with the requirements of this subsection 2.3. The Council shall take such action as may be necessary and appropriate to encourage compliance.

2.4 Reports

Annual Parochial Reports. Each Parish and Mission shall annually prepare a parochial report in the form required by the Church. In every Parish, the preparation and delivery of this Annual Parochial Report shall be the joint duty of the Rector or Priest-in-Charge, and the Vestry; in every Mission, the preparation and delivery of the Parochial Report shall be the joint duty of the Priest-in-Charge and the Executive Committee of the Mission. The Annual Parochial Report shall include the membership, attendance, service, stewardship and financial information defined in the forms and workbooks titled "Report of Episcopal Congregations and Missions" provided to each Parish and Mission, with instructions, by The General Convention of the Church. The Parish or Mission shall submit its Annual Parochial Report to the Bishop, or, if there is no Bishop, to the Ecclesiastical Authority of the Diocese, by March 1 of the following year. The Diocesan Treasurer shall report annually to Diocesan Council listing Parishes or Missions not in compliance with this requirement. The Council shall take such action as may be necessary and appropriate to encourage compliance.

Annual Diocesan Reports. Under the direction of the Bishop, the annual report of the Diocese shall be prepared in the form required by the Church. The report shall include statistical information concerning the Parishes and Missions of the Diocese, the Clergy and other ministries, and such other ministries and organizations of the Diocese as may be appropriate; together with the financial information required by Church Canon I.4.6(i). It shall also include information concerning implementation by the Diocese of resolutions of the previous General Convention which have been specifically identified as calling for Diocesan action.

2.5 Assessments and Offerings

Parish and Mission Assessments. Each Parish and Mission shall pay an annual assessment to support the Diocesan budget. The assessment shall be determined by the Convention upon the recommendation of the Diocesan Council and shall be paid in twelve equal monthly installments throughout the year, unless otherwise scheduled by the Diocesan Council. The Diocesan Treasurer shall report at least annually to Diocesan Council listing Parishes and Missions not in compliance with this requirement. The Council shall take such action as may be necessary and appropriate to encourage compliance.

Episcopal Visitation Offering. The undesignated plate offering at the official visitation of the Bishop to each Parish and Mission shall be remitted to the Diocesan office to be disbursed for such needs as the Bishop may determine. No distribution from such offerings shall be made to the Bishop or for the personal benefit of the Bishop or the Bishop's family.

2.6 Tax Exempt Status

No organization or entity subject to this Canon shall take any action which may impair its tax exempt status or the tax exempt status of the Diocese or the Church.

2.7 Application of this Canon. This Canon shall apply to any parochial organization within or affiliated with a Parish, Mission or other organization connected with the Diocese.

3. Financial Oversight and Audit Committee.

There shall be a Financial Oversight and Audit Committee consisting of the following persons: the Bishop and the Treasurer, each *ex officio*, and three Lay and three Clergy members elected by Convention to terms of three years.

The Financial Oversight and Audit Committee shall:

- (a) Implement and enforce the audit, financial reporting, funds management and the other requirements of Canon 10, consistent with Canon I.7 of the Church Canons;
- (b) Develop and maintain financial management and audit resources, to provide advice and consulting services to the Diocese and its Parishes and Missions;
- (c) Develop written rules and policies to implement this Canon, and to establish the guidelines required by Section 2.1(a) of this Canon;
- (d) Review a congregation's appeal of its Diocesan Assessment and forward a recommendation on the appeal to Diocesan Council for its review and action; and

- (e) Report in writing on the administration of this Canon to the Bishop and the Convention, at least ninety days prior to each annual Convention.

CANON 11: BOARD OF TRUSTEES OF THE TRUSTEES OF THE DIOCESE OF VERMONT

1. The Board of Trustees of the Trustees of the Diocese of Vermont is recognized as the governing board of that Corporation.
2. The membership of the Board shall be designated in the Corporation's articles of association and by-laws.
3. No person shall be elected to membership on the Board who is not a communicant in good standing in the Church. The Bishop shall be a member of the Board *ex officio*, but not necessarily its Chair.
4. Election or Confirmation to the Board shall be by Convention, vacancies may be filled between Conventions by the Ecclesiastical Authority, to hold office until their successors are elected by the ensuing Convention.
5. A report of the Board of Trustees shall be made annually to the Diocesan Council at such time as shall be designated by the Bishop for use in preparation of the Diocesan Budget and at such other times as may be necessary. The annual report shall include a complete listing of investments and securities held. This may be called for by the Convention in addition to the annual report of Council.
6. The Treasurer of the Board of Trustees shall be bonded in such sum as shall be determined by the Board of Trustees.
7. The annual report of this Board shall be audited by the Diocesan Auditors.

CANON 12: THE CHURCH PENSION FUND

The Bishop, the Secretary of Convention, and the Treasurer of the Diocese shall be a Convention Committee with full authority to deal with matters connected with the Church Pension Fund. This Committee shall report to each annual Convention on the status of this Fund.

TITLE III PARISHES AND MISSION CONGREGATIONS

CANON 13: ORGANIZATION OF PARISHES

1. For purposes of these Canons, a congregation engaged in the mission of the Church qualifies as a Parish by meeting the following criteria:
 - (a.) It has been duly admitted to union with the Convention of the Diocese of Vermont by an act of a meeting of Convention.
 - (b.) It has paid when due the Diocesan apportionments as assessed by Convention.
 - (c.) It is keeping its real and personal property in good repair and is maintaining its Clergy in accordance with standards established by the General Convention and by Convention.

2. A congregation meeting the above criteria may continue to qualify as a Parish even though it requests and receives grants-in-aid from the Diocese.
3. A congregation which desires to become a Parish in accordance with Article VI of the Diocesan Constitution shall, in its written application to the Bishop, set forth its ability to meet the criteria of Section 1 of this Canon.
4. Every Parish shall meet on the second Monday in January of each year or on one of the fifteen days following the second Monday, for the purpose of electing by ballot at least one-third of the Vestry to serve for a term of three years. The meeting shall also elect Delegates and Alternate Delegates to the annual Convention or any Special Convention within their term of office. The election shall be by ballot in accordance with Canon 1, Section 4 of these Canons. One of the Delegates elected to the annual Convention shall be a member of the Vestry and, if possible, one of the Delegates shall have served as a Delegate at the previous annual Convention. The meeting shall also elect no more than three members to the Deanery Chapter to which the parish belongs, in accordance with Canon 6A. Section 2. to serve for a term of two years. At least one member elected to the Deanery Chapter shall also be a member of the Vestry.
5. The Annual Meeting shall receive the report of the Treasurer of the Parish and such other reports as it may call for, including audited financial reports of all Parish organizations.
6. Those persons who are entitled to vote in a Parish meeting are defined as follows: those persons who are communicants in good standing and are enrolled upon the canonical register of the Parish or Mission in which they habitually worship, even though the residence of such communicant may be outside the bounds of such Parish or Mission.
7. The Rector shall preside at this and every Parish Meeting. If there be no Rector, the Senior Warden shall preside; if the Senior Warden is absent, the meeting may elect one of its number to preside.
8. The Secretary of the Vestry shall transmit without delay to the Secretary of Convention the names of the Delegates and the Alternates elected by the Meeting to represent the Parish at the next Diocesan Convention.
9. If any Parish fails to elect a Vestry at the Annual Meeting, a Special Meeting of the Parish may be called for an election. Until that time, the previous Vestry shall continue in office until a new Vestry has been elected.
10. Notice of the Annual Meeting and of any Special Meeting of the Parish shall be given at the public services of the Church on two Sundays immediately preceding such meeting. If there be no regular service, notice of such meeting and its purpose shall be authorized by the written consent of the majority of the Vestry. Sufficient notice shall be given to all members of the Parish at least seven days before the date of such meeting.

CANON 14: CHANGES IN THE STATUS OF A PARISH

If a Parish for a period of three consecutive years, has been unable to meet the criteria of Canon 13, the Bishop shall review the situation with the Rector and the Vestry to determine a course of action. The Bishop may, in the Bishop's discretion, recommend to the Standing Committee that the Parish become a Mission in accordance with Canon 15. If the Standing Committee accepts the Bishop's recommendation, it shall make an appropriate recommendation to the next Convention. A majority vote of the Delegates is

required to change a Parish under Canon 13 to a Mission under Canon 15.

CANON 15: MISSION CONGREGATIONS

1. For the purpose of these Canons, a congregation engaged in the mission of the Church shall qualify as a Mission by meeting the following criteria:

(a.) It is identified and constituted by the Bishop as a Mission for the purpose of carrying out or extending the mission of the Church.

(b.) It has paid when due the Diocesan apportionments as assessed by Convention.

(c.) It is keeping its real and personal property in good repair and is maintaining its Clergy in accordance with standards established by the General Convention and by Convention.

2. The Bishop may establish and dissolve Missions at such places within the Diocese and upon such terms as the Bishop may deem advisable with the consent of the Standing Committee and the Diocesan Council. A Mission may become a Parish by applying to the Bishop to be admitted to union with the Convention of the Diocese in accordance with Article VI of the Constitution and Canon 13.

3. The spiritual and temporal control of all Missions and missionary work shall be vested in the Bishop and the Diocesan Council. The Bishop shall appoint the Priest-in-Charge of a Mission after consultation with the Executive Committee of the Mission.

4. A Mission shall hold an annual Meeting on the second Monday in January or on one of the fifteen days following for the purpose of electing an Executive Committee. The membership of the Committee shall be not less than three or more than nine communicants in good standing. Election shall be on a rotating basis, if that be possible.

5. The Wardens of the Mission shall be appointed by the Vicar or, if there is none, by the Bishop, from the membership of the Executive Committee.

6. The Executive Committee shall exercise all the rights of a Vestry as set forth in Canon 16 subject, however, to Section 3 of this Canon. The Vicar shall preside at meetings of the Committee, or, if there be no Vicar, the Senior Warden shall preside.

7. At the annual Meeting of the Mission, Delegates and Alternate Delegates shall be elected to the annual Convention or any Special Convention held within their term of office. The election shall be by ballot and shall be in accordance with Canon 1, Section 4 of these Canons. Those entitled to vote are as defined in Canon 13, Section 6. One of the Delegates elected to the annual Convention shall be a member of the Executive Committee of the Mission and, if possible, one of the Delegates shall have served as a Delegate at the previous annual Convention. Delegates may be elected to a term of office not to exceed three (3) years. Within thirty (30) days of the adjournment of the Convention, the delegation shall give to the Mission a summary report of the doings thereof. The meeting shall also elect no more than three members to the Deanery Chapter to which the Mission belongs, in accordance with Canon 6A. Section 2. to serve for a term of two years. At least one member elected to the Deanery Chapter shall also be a member of the Executive Committee.

8. For the purpose of Sections 904 and 905 of Title 27, Vermont Statutes Annotated, as amended from time to time, a Mission shall cease to exist upon the concurrent approval of the Bishop, the Diocesan Council and by two-thirds vote of the Convention.

CANON 16: VESTRIES

The Vestry shall consist of not less than three or more than twelve members of the Parish who are canonically resident in the Parish and fulfill the qualifications of voters in Parish Meetings. If a Parish does not have enough qualified members to serve on a Vestry, the Parish shall be declared an unorganized Mission by the Bishop and Diocesan Council subject to ratification by the annual Convention.

1. The Vestry shall meet on the same day as elected for the purpose of organization and for other business as may be called for. The Rector shall preside at this and every meeting of the Vestry. If there is no Rector, the Senior Warden of the former Vestry shall preside until the new Vestry is fully organized when the newly appointed Senior Warden shall assume the chair.

2. The officers of the Vestry shall be a Senior Warden, Junior Warden, a Secretary, and a Treasurer, and such other officers as the Vestry may determine. The Rector shall appoint the Senior Warden from among the membership of the Vestry. If there is no Rector, the Vestry shall elect the Senior Warden. The other officers shall be elected by the Vestry. The Secretary and Treasurer need not be members of the Vestry.

3. If a vacancy occurs at any time for whatever reason, a special Meeting of the Parish may be called to fill such vacancy or the Vestry may elect a properly qualified person to fill the vacancy until the next annual Parish Meeting.

4. The Vestry shall have jurisdiction over the temporal affairs of the Parish subject to the direction of the annual Meeting or any special Parish Meeting. The Vestry shall see that the financial affairs are duly supervised and generally act as the duly constituted representatives of the Parish. The Vestry shall have authority to make and execute all contracts for the erection, furnishing, repair, and due maintenance of all parish property. When empowered to do so by a majority vote of an annual Meeting or at a Meeting called for that purpose, the Vestry may give, sell and convey real or personal estate belonging to the Parish, subject to the provisions of these Canons and of the laws of the State of Vermont.

The Vestry may by vote, duly recorded, authorize one of its number to execute all proper conveyances and in like manner may give, sell and convey real or personal estate belonging to the Parish to the Trustees of the Diocese of Vermont, to receive and hold the same in trust, for the purpose specified in the act of incorporation thereof and amendments thereto. Provided, however, that the Rector, Wardens, and Vestry shall not encumber or alienate any real or personal estate belonging to the Parish or any part thereof (save for refinancing of an existing loan) without consent of the Bishop and Standing Committee.

5. It is the special duty of the Wardens to take care that the Church buildings be kept clean and in good repair; to see that they are properly lighted and heated; to provide the necessary articles for use in public worship and to provide the elements necessary for the celebration of the Holy Communion.

6. If there be no Rector, or in case of the Rector's absence or inability to act, the Wardens according to seniority shall preside at all meetings of the Vestry. In case both the Rector and the Wardens are absent, the Vestry shall elect one of its number to preside.

7. The Secretary shall attend all meetings of the Vestry, shall take minutes of the proceedings and, when approved, shall enter the same in a book provided for that purpose.

8. The Treasurer shall receive all monies collected under the authority of the Vestry. The Treasurer shall present to the Vestry at least three days before the date of the annual Meeting a full and accurate statement, accompanied by vouchers, of all monies received and paid since the last annual statement and

shall make periodic reports through the year of similar financial transactions. If not a member of the Vestry, the Treasurer shall attend its meetings when requested and be guided by its advice in all matters pertaining to the duties of the office and shall be ready to answer any questions as to the conduct of that office.

9. Meetings of the Vestry may be held at any time that the Rector (or Vicar) or any two members of the Vestry may desire. The Rector and Vestry must be notified orally or in writing of the place and date of such meeting.

10. No Vestry, Trustee, or body authorized by civil or canon law to hold, manage, or administer real property for any Parish or institution shall encumber or alienate the same or any part thereof (save for the refinancing of an existing loan) without the written consent of the Bishop and the Standing Committee.

11. No indebtedness shall be incurred by a non-self-supporting Parish without the approval of the Bishop and the Standing Committee.

12. (a.) When two or more adjacent Parishes are placed under the care of a single Priest (or Rector), the temporal affairs of such Parishes, or favorable action of the Parish Meetings of said Parishes and with the consent of the Bishop, may be placed in the hands of a single joint Vestry or Executive Committee. A joint Vestry or Executive Committee shall have no control over the respective endowments or other property of the Parishes concerned.

(b.) The joint Vestry or Executive Committee shall consist of adult qualified members of all the Parishes concerned as equally as possible.

(c.) Such a joint arrangement shall be made for a period of not more than three years but may be renewed under the provisions of paragraph "a" of this section.

13. No material change in the fabric of the Church edifice or in the permanent furniture thereof shall be made until the plans of such changes have been submitted to the Bishop for advice and approval.

CANON 17: THE CATHEDRAL CHURCH OF ST. PAUL

St. Paul's Church, Burlington, having been established by Convention as the Cathedral Church of the Diocese of Vermont, shall have the same rights and privileges as a Parish in union with the Convention. In any case where the terms of any Canon cannot be complied with exactly, the Cathedral Vestry shall determine the mode of compliance, which shall always approximate as closely as possible to that which is required by the Canon.

CANON 18: FORMATION OF AREA MINISTRIES

An area ministry is a cluster of Parishes and Missions identified and approved by the Bishop and Diocesan Council as a unit in which mission can be better furthered by the close mutual support of its members.

CANON 19: EPISCOPAL VISITATIONS

The Bishop shall make a visitation to every Parish at least once in every two years. At each visitation, the Bishop may make such inquiries as thought desirable with regard to the condition and affairs of the Parish.

CANON 20: THE RECTOR AND OTHER MINISTERS

The Rector and other Ministers shall be subject to the Canons of the General Convention pertinent to their offices. The selection of a new Rector shall be subject to deployment procedures as chosen by the Bishop and Diocesan deployment officers (Title III Canon 17 of the General Convention).

1. The Rector is *ex officio* chair of the Parish Meeting and the Vestry. The Rector has a vote on all questions brought before either body, save in the election of Parish Officers and of Delegates to the Diocesan Convention, and having voted, shall not cast a deciding vote.
2. In the event of a vacancy in the office of Rector, the Wardens shall so notify the Bishop without delay. The Bishop shall send to the Vestry a list of five names of Clergy duly qualified to be elected. Until the vacancy of the office of Rector is filled, the Bishop shall make provisions for a supply ministry in consultation with the Wardens.
3. A Cleric becomes canonically resident in the Diocese for the Purpose of these Canons on ordination by the Bishop or on acceptance of Letters Dimissory from another Diocese. Such residence is terminated on notice being received that Letters Dimissory from this Diocese have been received elsewhere, or on deposition or suspension from the Sacred Ministry.

CANON 21: LAY READERS

Lay Readers shall be subject to the provisions of the Canons of the General Convention, under Title III Canon 3, Section 7.

The Bishop may appoint qualified persons to be Lay Readers on the request of the Rector or Priest-in-Charge of a Parish or Mission with the consent of the Vestry or Executive Committee.

CANON 22: CLERGY OTHER THAN THE RECTOR OR ASSISTANT

No Clergy shall officiate in any Parish of this Church without the consent of the Rector or if there be no Rector, without the consent of the Bishop.

CANON 23: LAY REMOVALS TO OTHER PARISHES

The provision of Title I Canon 17, Section 4 of the Canons of General Convention shall apply in the removal of Lay persons to other Parishes. It shall be the obligation of all Lay persons moving from one Parish to another to ask for a letter or other evidence of transfer.

CANON 24: PARISH REGISTERS

A register is required by the Canons of the General Convention for the recording of all data pertinent to the ordinances of this Church. All records of Baptisms, Confirmations, Marriages, and Burials must include the full names of the individuals involved, with the full names of witnesses or sponsors, the date when such ordinance was administered, and the place of interment in the case of a burial. The Parish Register shall be in the keeping of the Rector or, if there be none, of the Senior Warden, who in any vacancy in the office of Rector shall make the required entries. Upon the Dissolution of a Parish, the Register of the Parish and other important papers shall immediately become the property of the Diocese and shall be deposited with the Registrar.

CANON 25: PARISH REPORTS

Each year, prior to February 1st, the Rector and Wardens of every Parish shall make a report to the Bishop or, if there be none, to the Standing Committee concerning the state of the Parish for the preceding year. Such report shall give the details required by the Canons of the General Convention and such other details as may be required by the Bishop.

As the Bishop may direct, such reports or parts of such reports may be presented to the Convention or printed as an appendix to the Journal.

TITLE IV DISCIPLINE AND WORSHIP

CANON 26: ECCLESIASTICAL DISCIPLINE

1. Controlling Effect of National Canons. All matters of Ecclesiastical Discipline in this Diocese are governed by the provisions of Title IV of the Canons for the government of The Protestant Episcopal Church in the United States of America as adopted by the General Convention, and as amended and in effect from time to time. No Member of the Clergy of this Diocese may resort to the secular courts for the purpose of delaying, hindering, or reviewing any proceeding under this Canon. No secular court shall have authority to reconsider, annul, reverse, enjoin, restrain, or otherwise delay any proceeding under this Canon.

2. Ecclesiastical Nature. Disciplinary proceedings under Title IV and this Canon are neither civil nor criminal but ecclesiastical in nature and represent determinations by this Church of who shall serve as Members of the Clergy of this Church, and further represent the polity and order of this hierarchical Church. Clergy who have voluntarily sought and accepted ordination in this Church have given their express consent and subjected themselves to the discipline of this Church and may not claim, in proceedings under Title IV or this Canon, constitutional guarantees afforded to citizens in other contexts.

3. Establishment of Diocesan Ecclesiastical Trial Court.

(a.) Members of the Court The Ecclesiastical Trial Court shall consist of five persons, three of whom shall be Priests or Deacons canonically resident in the Diocese, and two of whom shall be lay persons who are adult confirmed communicants in good standing of a parish or mission admitted into union with the Convention. At least one member of the Court shall be learned in the law.

(b.) Alternate Members of the Court There shall be four alternate members of the Court, two of whom shall be Priests or Deacons canonically resident in the Diocese and two of whom shall be lay persons who are adult confirmed communicants in good standing of a parish or mission admitted into union with the Convention.

(c.) Nomination and Election. At each annual Convention at which members and alternate members of the Court are to be elected, the Nominating Committee shall present to the Convention the names of at least one nominee for each position to be filled by the Convention, and shall include in its agenda for the Convention the names and qualifications of the persons so nominated. Additional nominations may be made from the floor of the Convention. A member of the Standing Committee shall not be eligible to be elected or serve as a member or alternate member of the Court.

4. Terms of Members and Alternate Members.

a.) The members and alternate members of the Court shall serve terms of four years. A member or alternate member of the Court may serve for not more than two successive terms. Each term shall run until the dissolution of the annual Convention held four years from the date of the member's election.

(b.) If the term of a member or alternate member of the Court ends following the commencement of a Trial on which the member or alternate member is sitting, the member or alternate member shall continue to serve until the completion of the Trial and the rendering of a Sentence thereon.

(c.) At the Convention at which this amendment is adopted, two members of the clergy and one lay person shall be elected as members of the Court for a term of four years, and one member of the clergy and one lay person shall be elected members of the Court for an initial term of two years. Likewise at such Convention, one member of the clergy and one lay person shall be elected as alternate members of the Court for a term of four years, and one member of the clergy and one lay person shall be elected alternate members of the Court for an initial term of two years. This subsection (c) shall expire on the fourth anniversary of the adoption of this amendment.

5. Presiding Judge. The Court shall annually elect from its members a Presiding Judge within two months following the annual Convention. The Presiding Judge shall notify the Secretary of the Diocese of the person elected to be the Presiding Judge.

6. Clerk and Reporter. The Court shall appoint a Clerk to keep account of the proceedings of the Court and a Reporter to record the Court's proceedings. The Presiding Judge shall notify the Secretary of the Diocese of the persons appointed by the Court to be Clerk and Reporter.

7. Lay Assessors. The Court shall appoint at least one but no more than three Lay Assessors to advise the Court on questions of law, procedure, and evidence. Lay Assessors shall be qualified as required by Title IV.15.1, and shall serve at the pleasure of the Court. The Presiding Judge shall notify the Secretary of the Diocese of persons appointed to be Lay Assessors.

8. Vacancies on the Court. A vacancy in the membership of the Court (created by a reason other than for a challenge sustained pursuant to Section 9 of this Canon) shall be filled by the Court, which shall appoint one of the alternate members of the Court from the same order as the member whose death, disability, declination, or resignation created the vacancy. In the event that there is no alternate member available to fill a vacancy, the Court shall appoint another qualified person from the proper order. An alternate member or other person thus filling a vacancy shall serve until the dissolution of the next annual Convention of the Diocese, at which time the vacancy shall be filled by a person from the same order as the member whose death, disability, declination, or resignation created the vacancy.

9. Challenges A challenge to a member of the Court may be made and determined as provided in Title IV.4.8. In determining the challenge, the member challenged shall be disqualified from voting in determining the challenge. Vacancies created by a challenge that has been sustained shall be filled by the Court which shall appoint one of the alternate members of the Court from the same order as the challenged member. In the event that there is no alternate member available to fill a vacancy, the Court shall appoint another qualified person from the proper order. An alternate member or other person thus filling a vacancy shall serve until all proceedings on the Charge have been concluded.

10. Church Attorney. A Church Attorney shall be appointed from time to time by the Standing Committee. A person appointed to be Church Attorney shall meet the qualifications specified in Title IV.15. 1. The Standing Committee may designate a Charge or Trial in which a particular Church Attorney shall investigate, report and appear before the Court on behalf of the Standing Committee. If there is more than one Charge before the Standing Committee, a different person may be appointed by the Standing

Committee to act as Church Attorney with respect to each Charge.

11. Mode of Trials.

(a.) Mode of Trial. The mode of conducting a Trial shall be as provided in Title IV, as enlarged and supplemented by this Section.

(b.) Summons. Upon the filing of a Presentment by the Standing Committee with the Court pursuant to Title IV.3.17, the Clerk shall issue a summons. The summons shall be signed by the Clerk, identify the Court, be directed to the Respondent and state the name and address of the Church Attorney. The summons shall state the time within which the Respondent must appear and defend, including the filing of a responsive pleading, and shall notify the Respondent that failure to do so will result in a Judgment of guilt and place the Respondent at risk for a Sentence to be pronounced at a later date. The Court may allow a summons to be amended.

(c.) Service of Summons and Presentment. Service of the summons and a copy of the Presentment shall be made as provided in Title IV.14.17, and Title IV, Appendix A, Rule 4(c). Waiver of service may be requested as provided in Title IV, Appendix A, Rule 4(d). If a Respondent fails to comply with a request for waiver of service, the Court shall impose on the Respondent the costs subsequently incurred in effecting service unless good cause for the failure be shown.

(d.) Pretrial Matters Generally. Upon completion of service or waiver thereof, all pretrial matters including filing of the Respondent's answer or responsive pleading, amendments to the pleadings, Discovery, Depositions, Interrogatories, Document Production, and Requests for Admissions shall proceed as provided in Title IV, Appendix A.

(e.) Pretrial Conferences; Scheduling; Management The Court may in its discretion order the Respondent counsel for the Respondent, the Church Attorney, and any unrepresented party to appear before it for a conference or conferences before Trial for the purposes specified in Rule 16 of the Federal Rules of Civil Procedure, so far as appropriate to the trial of the issues raised by the Presentment and the responsive pleadings. Failure of a party or a party's attorney to participate in a scheduling or pretrial conference may be made the grounds for such sanctions as the Court may deem just, unless the Court finds that the failure was substantially justified or that circumstances make the imposition of sanctions unjustified.

(f.) Presumption of Innocence; Standard of Proof; Burden of Proof. In a Trial, there is a presumption of innocence until the presumption is overcome by Clear and Convincing evidence. The standard of proof required to establish an Offense by the Respondent shall be that of Clear and Convincing evidence. The burden of proof to establish an Offense by a Respondent in a Trial is upon the Church Attorney.

(g.) Public Trial; Voting. A Trial shall be public unless with the consent of the Respondent it is otherwise ordered by the Court. All other meetings of the Court shall be private unless otherwise ordered by the Court. The Bishop of the Diocese may be present at a Trial unless otherwise ordered by the Court. Voting by members of the Court shall be by written ballot on the Judgment, findings and Sentence. No member shall disclose his or her vote or the vote of any member. A Judgment on an Offense shall be by the affirmative vote of two thirds of the members of the Court.

(h.) Verdict by Less than Full Court At any time before or during a Trial, the Respondent and the Church Attorney may by written stipulation agree that the Judgment, findings and Sentence may be rendered by fewer than the full membership of the Court as provided in Section 3, provided that a

majority of members participating in such vote shall be Members of the Clergy.

(i.) Counsel. The Court shall permit the Respondent to be heard in person and by counsel of the Respondent's own selection. Each Complainant and Victim shall be entitled to be present throughout and observe the Trial, and each may be accompanied by a person of his or her own choosing and may be represented by counsel of his or her own selection. The Court may limit the number of counsel who may address the Court or examine witnesses.

12. Failure to Comply with Procedural Requirements. Noncompliance with any procedural requirement of this Canon or of Title IV shall not be grounds for dismissal of a proceeding unless the noncompliance shall cause material and substantial injustice to be done or shall seriously prejudice the rights of a Respondent as determined by the Court on motion and hearing.

13. Definitions and References. References to Title IV of the Canons of General Convention are given thus: "Title IV.____.____," with the numbers referring to the Canon of Title IV and the Section, respectively. Where a word or phrase (such as "Offense," for example) appears in this Canon with initial capital letter(s), the word or phrase is used in the sense in which it is defined in Title IV.15.

14. Effective Date. The amendments herein provided for shall become effective January 1, 1996, and the members of the Court elected at the Convention at which the amendment is adopted shall take office as of the effective date of this amendment.

CANON 27: COMMISSION ON MINISTRY

1. Membership:

(a.) The Bishop shall *ex officio* be a member of the Commission on Ministry and shall designate Co-Chairs of the Commission from the membership. The Bishop Coadjutor and the Bishop Suffragan, if there be such, shall *ex officio* be members of the Commission on Ministry.

(b.) The Commission shall be made up of twenty-four (24) persons, nine (9) Clergy and fifteen(15) Lay persons. Of this number, two (2) persons, one (1) Cleric and one (1) Lay person shall be members of the Standing Committee of the Diocese. Members shall be appointed by the Bishop with the advice of the Commission and such other persons as the Bishop shall choose to consult.

(c.) Membership shall be decided equally between two committees, the Committee on Discernment and the Committee on Christian Formation, and each Co-Chair shall lead one Committee. Members shall be appointed to a particular committee. The Committee on Discernment shall include six (6) clergy and six (6) lay members; the Committee on Christian Formation shall include three (3) clergy and nine (9) lay members

(d.) The Bishop may, in the exercise of discretion, include not more than four (4) persons who are not communicants of the Episcopal Church

2. The duties of the Commission on Ministry shall be those prescribed in the Canons of the Episcopal Church and such other duties relating to the ministry of this Diocese as shall be assigned by the Bishop. These duties shall be divided between the Committee on Discernment and the Committee on Christian Formation as deemed appropriate by the Bishop and Commission.

3. The Commission on Ministry shall have the power to devise and enact bylaws for its governance, not inconsistent with the Constitution and Canons of the Diocese.

4. The Commission on Ministry shall report annually in full to the Convention of the Diocese.
5. The Bishop, with the advice of the Commission, may require all persons seeking Holy Orders to participate in such counseling and evaluation programs as the Bishop may deem necessary and advisable.
6. To provide moral and spiritual support for newly ordained Clergy, and to strengthen those actively engaged in ministry, the Commission may establish such support procedures as it may deem advisable, and may require the participation of the Clergy of the Diocese, as far as practicable.

CANON 28: SABBATICAL LEAVES FOR CLERGY

Every person in the Holy Orders canonically resident in this Diocese shall following each five-year period of service in this Diocese, be entitled to a leave of absence for four months for spiritual and intellectual refreshment and shall be entitled to full compensation during such period of leave; provided, however, that no person shall be eligible for such leave unless the person shall have served in the position from which leave is to be taken for at least three years.

All leaves shall be subject to approval of the Bishop and, where Diocesan Continuing Education Funds are granted, to the approval of the Commission on Ministry's Committee on Continuing Education.

CANON 29A: ROCK POINT SCHOOL

1. The Rock Point School is a Diocesan Institution; the Diocese is wholly responsible for its financial support and its proper management.
2. The management of the School and its affairs shall be in the hands of a Board of Trustees consisting of the Bishop of the Diocese, *ex officio* Chair, and twelve (12) members elected by the annual Convention. Trustees shall be elected annually for a full term of three years. Trustees may serve no more than two consecutive terms, but may be re-elected after absence of at least one year. Vacancies on the Board may be filled by the Board until the next annual Convention.
3. The Board of Trustees shall elect its own officers (except the Chair) and adopt its own bylaws and rules. It shall have full jurisdiction and authority over the management and operation of the School including the curriculum, discipline, and regulation, and the engagement or dismissal of the faculty and the staff. It shall make a full and comprehensive report to each annual Convention of the Diocese.

CANON 29B: BROOKHAVEN HOME FOR BOYS

1. Brookhaven Home for Boys is a Diocesan institution in the fullest and most comprehensive sense of the term; the Diocese is wholly responsible for its proper management as a Home.
2. The management of the Home and its affairs shall be in the hands of a Board of Trustees consisting of the Bishop of the Diocese of Vermont and nine others, two-thirds of whom must be members in good standing of the Diocese, three members elected each year. The Bishop is *ex officio* a member of the Board of Trustees. The Trustees shall be elected by the annual Convention, three members elected each year to serve for a full term of three years each. No member of the Board of Trustees shall be eligible to serve for more than two consecutive terms. Vacancies on the Board may be filled by the Board until the next annual Convention.
3. The Board of Trustees shall have the right to elect *its* own officers and adopt its own bylaws and rules.

It shall have full jurisdiction and authority over the management and operation of the Home, including the program, discipline and regulation, and the engagement or dismissal of the faculty and non-professional staff. However, the Priest or other person in charge of the Home, may only be engaged or dismissed with the consent of the Bishop. The nine Trustees shall not have final say either in the engagement or the dismissal of the Priest or other person appointed to be in charge of the Home. The Board of Trustees shall make a full report to each annual Convention of the Diocese.

4. The Board of Trustees shall have authority to amend the Articles of Incorporation of the Brookhaven Home for Boys so that its Articles of Incorporation will be in accordance with the Canons of the Diocese of Vermont.

5. (a.) The Chapel of Christ the King, which serves the Home and, as well, has a congregation from outside the Home, is hereby granted one Lay Delegate to Convention with voice and vote, to be elected by the Annual Meeting of the Chapel from among the Episcopalian communicant members of the Chapel.

(b.) The Chapel Meeting shall be the official governing body of the Chapel Congregation.

(c.) In the event the Diocese shall establish independent missionary work in the area, this section shall be considered null and void.

CANON 29C: ROCK POINT BOARD

1. Rock Point is that real property of the Diocese of Vermont located at Rock Point in Burlington, Vermont. Rock Point serves as a religious, educational, and administrative center for the Diocese. Although record title to Rock Point is in the name of the Trustees of the Diocese of Vermont, Inc., the Diocese is wholly responsible for its financial support and its proper management. As used in this Canon, "Rock Point" shall mean all of the lands, buildings, roadways, trails and all other structures and improvements on Rock Point, including areas associated with Rock Point School, the Diocesan Offices, the Bishop Booth Conference Center, the Bishop's House, and the other dwelling houses on the property.

2. The administration and maintenance of Rock Point shall be directed by the Rock Point Board, which shall consist of the Bishop, *ex officio*, the Treasurer of the Diocese, *ex officio*, and twelve other persons with terms of three years each, nine of whom shall be elected at annual Convention and three of whom shall be appointed by the Bishop, subject to ratification by annual Convention. No member may serve more than two consecutive three-year terms but may be elected or appointed after an absence of at least one year. A vacancy occurring in an elected board position shall be filled by the Bishop, to hold office until such position is determined by election at the next Convention, the replacement member to serve the balance of the unexpired term. Replacement board members shall be eligible to serve two consecutive three-year terms.

3. All members of the Board, whether elected or appointed, shall be members in good standing of parishes and missions in the Diocese, or canonically resident clergy of the Diocese.

4. The Board shall elect its own officers and adopt its own bylaws, which shall be consistent with the Canons, and may adopt its own rules and may appoint standing committees and special committees pursuant to its bylaws.

5. The duties of the Board shall be prescribed by the Bishop and shall include:

(a) Planning and providing for the use, management, security, maintenance and operation of the property, its buildings and grounds, including all residences, structures, the Rock Point School and the Bishop Booth Conference Center.

- (b) Planning and providing for the mission and programs of the Bishop Booth Conference Center.
- (c) Submitting an annual budget and request for Diocesan financial support in timely fashion to the Diocesan Council for the use and maintenance of the property, its buildings, grounds, and the Bishop Booth Conference Center programs and operations to include, as necessary, proposals for funding of specific projects for the protection and preservation of the property and its uses.
- (d) Submitting, in timely fashion, an annual report and such other reports as may be necessary or desired, to the Bishop, the Board of Trustees, and the Convention. The annual report shall summarize major actions of the Board, expenditures of funds, an outline of the proposed budget for the coming year, and future plans, if any.

6. The Bishop shall have authority for the engagement and dismissal of all staff associated with Rock Point, and the Bishop may delegate all or any portion of this authority to the Board or to a personnel manager, if there be one. However, nothing in this Canon shall be construed to allow interference with the management of the staff, students, curriculum and programs of the Rock Point School, which shall be governed as provided in Canon 29A. The Rock Point Board shall be authorized to enter into, from time to time, agreements with the Board of Trustees of Rock Point School regarding Rock Point School buildings and facilities.

SECOND: That the following transition procedures be adopted to implement the filling of the membership of the Rock Point Board:

This Resolution shall take effect upon adoption at the 168th annual Convention, at which time an initial Rock Point Board shall be constituted as follows: Three (3) persons shall be elected to serve for terms of one year each; Three (3) persons shall be elected to serve for terms of two years each; and Three (3) persons shall be elected to serve for terms of three years each. The Bishop shall appoint One (1) person to serve for a term of one year; One (1) person to serve for a term of two years; and One (1) person to serve a term of three years. Membership on either of the prior boards (BBCC or Board of Governors) shall not preclude election or appointment. Members serving terms of less than three years shall be eligible to stand for election or appointment to two full terms of three years each.

Commencing with the 169th annual Convention in 2002, and continuing annually thereafter, three persons shall be elected to three year terms and one person shall be appointed to a three year term as provided for in Canon 29C.

CANON 30: CAUTION IN SIGNING CERTIFICATES OF CANDIDATES

As nothing is more disturbing to the peace of the Church and the honor of the Gospel than the admission of unworthy persons to the Office of the Ministry, care shall be taken that the certificates given to Candidates be in an cases founded on reasonable evidence of the facts alleged. Should it be found that the certificates have been signed rashly and unadvisedly, without due care and caution, the signers, whether Clergy or Lay persons, shall be liable to ecclesiastical censure.

CANON 31: DUE OBSERVANCE OF SUNDAY

All members of this Church shall celebrate and keep the Lord's Day, commonly called Sunday, by regular participation in the public worship of the Church, by hearing the word of God read and taught, in private prayer and other exercises of devotion and in acts of charity.

CANON 32: THE OBSERVANCE OF LENT

It shall be the duty of all Parish Clergy of the Church in this Diocese to use the sacred season of Lent as a time in which to call upon the Parish members to take stock of their lives that they may resolve to amend their ways.

This shall be done regularly under the Canons of the Church and also under the direction of the Chief Pastor, the Bishop of the Diocese.

CANON 33: THE INSTRUCTION OF CHILDREN

Every Parish Minister shall be diligent in instructing the children of the Parish in the ways and teachings of the Church covering its doctrines, polity, history, and liturgy.

CANON 34: MARRIAGE AND DIVORCE

1. The Clergy of the Diocese shall familiarize themselves with the laws of the State of Vermont relating to Marriage and Divorce and obey them. They shall carefully record their acts in the Parish register and with the proper authorities.
2. The solemnization of Holy Matrimony shall be solely in accordance with the Canons of General Convention.
3. Regulations regarding Holy Matrimony shall be solely in conformity with the Canons of General Convention.

CANON 35: THE MUSIC OF THE CHURCH

It shall be the duty of every Minister to see that music is used in the Parish as an offering for the glory of God and as a help to the people in their worship in accordance with the Book of Common Prayer and as authorized by the Rubrics or by the General Convention of this Church. To this end, the Minister shall be the final authority in the administration of matters pertaining to music with such assistance as the Minister may see fit to employ from persons skilled in music. It shall be the Minister's duty to suppress all light and unseemly music and all irreverence in the rendition thereof.

TITLE V GENERAL

CANON 36: VERMONT ECUMENICAL COUNCIL

1. The Diocese at its annual Convention shall elect one person to the Board of Trustees of the Vermont Ecumenical Council for a term of three (3) years.
2. In the event that a Trustee so elected shall be unable to complete such term, the Bishop shall appoint a person to fill the unexpired term.
3. Trustees so elected may be from either the Clerical or the Lay Order.
4. The Bishop of the Diocese shall be a member of the Board of Trustees, in accordance with the bylaws of the Council.

CANON 37: AMENDMENTS TO CANONS

1. Amendments to these Canons may be proposed by any Delegate at any annual Convention. Every such amendment when proposed shall be referred to the Committee on Canons for consideration, to be reported on to the next annual Diocesan Convention. A simple majority of delegates present and voting shall be sufficient to effect the adoption of any amendment, except that, upon demand, the vote shall be taken by Orders, and majority of both Houses present and voting shall be necessary.
2. The Committee on Canons may submit proposed amendments to these Canons at any annual Convention for immediate adoption, instead of deferring action for one year, provided the submission of such proposed amendment is approved by a concurrent vote, by Orders, of two-thirds of those present and voting in each Order.
3. Pursuant to the action of the 1976 General Convention with respect to the ordination of women, these Canons shall be interpreted so that all references to Clergy and Lay officials shall apply to all persons without reference to gender.