

Constitution & Canons Committee Report to 2014 Convention

George Komechak, Chairman, et al
October 23, 2014

INTRODUCTION

As directed by the 30th Diocesan Convention in 2012, the Diocesan Committee on Constitution and Canons has taken the lead in a multi-year project designed to analyze and overhaul the Constitution and Canons for the Episcopal Diocese of Fort Worth. This is the second “overhaul” of the diocesan governing documents since its founding in 1982. We, like many dioceses and the Church itself, need a periodic review and updating of our governing documents. The project has included a thorough review of the governing documents and practices from other dioceses, an ingathering of ideas and recommendations from individuals and groups across the diocese, and now the presentation of a proposed Amended and Restated Constitution (and later, Canons) for adoption by the 2014 and 2015 meetings of the Diocesan Convention.

The recent reorganization of our diocese and restatement of its vision and mission statement under new episcopal and lay leadership has compelled an analysis of our governing documents, specifically how they can better align with and reflect our shared values of transparency, participation, and accountability as we implement the mission and ministry of The Episcopal Church in this Diocese.

GOALS

The specific goals of the project are to:

- (1) Remove or clarify ambiguous, confusing or inconsistent provisions in the documents;
- (2) Make the documents easier to understand and navigate; and
- (3) Consider structures and processes that better reflect and promote our shared values of:
 - (a) Inclusion;
 - (b) Shared partnership and leadership by laity and clergy;
 - (c) Transparency, participation, and accountability; and
 - (d) Flexibility to adjust as needed to the new directions, opportunities, and challenges that our continuing ministry may take us.

We want our governing documents to encourage us to try new effective ways of being the Church in this Diocese.

We want to remove the artificial barriers that keep us from being accountable and from being flexible to implementing our mission and ministry as The Episcopal Church in these 25 North Texas counties of the Diocese.

As good stewards we want our governing documents to permit us to do this work with nimbleness, efficiency and responsiveness to meet the needs that the Holy Spirit is calling us to address in this place.

WHAT WE HAVE ALREADY DONE ON THE OVERHAUL PROJECT:

1. Formed a subcommittee for the Overhaul Project consisting of representatives from the C&C Committee, Clergy, Standing Committee, Corporation, Structures Workgroup, and Chancellor; meeting semi-monthly
2. Reviewed, outlined C&Cs of 100+ other dioceses in the Church
3. Distributed a diocesan-wide survey seeking comments, suggestions on changes to consider

4. Attended deanery, Executive Council, Standing Committee, Corporation, clergy meetings since 2012 seeking comments, suggestions on changes to consider; sought input from stakeholders
5. Adopted a general plan: Leaner Constitution; move more details to canons and entity bylaws as possible; be more nimble, flexible to accommodate our rapidly changing realities incorporate more transparency, participation, accountability
6. Drafted an amended and restated Constitution for review and comment
7. Adopted a general outline for amended and restated canons; started drafting some canons
8. Received and proposed several Canon amendments that were determined to be beneficial to go ahead and approve at this 2014 Convention

THE PROPOSED AMENDED AND RESTATED CONSTITUTION:

A draft amended and restated Constitution dated July 10, 2014, was sent out to the Diocesan leadership on July 11, for review and feedback. This was accompanied by an annotated analysis giving the rationale for the wording selected. The Committee did receive feedback on this draft, including feedback from the Bishop, and changes were incorporated to improve the draft. At its meeting on September 27, the Committee gave approval to the final draft. The completed draft proposed for adoption by Convention is presented in **Attachment A**. As per Constitution rules, it will take approval by two successive Conventions to fully adopt a new or amended Constitution. The proposal does not include any substantive changes to the property provisions of Art. 14, now renumbered as Art. IV.1, due to pending litigation regarding church property.

PROPOSED CANON AMENDMENTS PRESENTED TO CONVENTION 2014:

In addition to work on the Constitution, this past year brought opportunities to make improvements on several existing Canons that were determined to be beneficial to incorporate at this time so they could be in effect during 2015. The Committee also received a proposed amendment from the Fort Worth East Deanery and determined that it would be appropriate to incorporate their proposed change. The proposed Canon amendments are shown in **Attachment B**. One proposal received but not recommended by the Committee is at **Attachment D**.

PROPOSED SPECIFIC ALTERNATE CONSTITUTION ARTICLE AMENDMENTS

While the work was progressing on developing a new amended and restated Constitution, it was felt that if the proposed new Constitution in **Attachment A** does not receive first-vote approval at this Convention, there are specific articles of the present Constitution that should be changed, regardless, and that action should be taken to start those changes. The proposed Constitution amendments falling into this category are shown in **Attachment C**. If, however, the Convention approves the complete rewritten Constitution in **Attachment A** as proposed, the need for these fall-back article amendments becomes unnecessary.

ATTACHMENT A

AMENDED AND RESTATED CONSTITUTION

Resolution CC1 – the text of the resolution can be viewed or downloaded at <http://episcopaldiocesefortworth.org/assets/resolution-CC1-amended-and-restated-constitution.pdf>

ATTACHMENT B

SUMMARY OF PROPOSED AMENDMENTS TO THE DIOCESAN CANONS

Recommended By The Committee on Constitution and Canons
October 21, 2014

The text of these resolutions can be downloaded at each link:

Resolution CC2
<http://episcopaldiocesefortworth.org/assets/resolution-CC2-amend-canon-10-executive-council.pdf>

Resolution CC3
<http://episcopaldiocesefortworth.org/assets/resolution-CC3-amend-canon-12-3-sewane-trustees.pdf>

Resolution CC4
<http://episcopaldiocesefortworth.org/assets/resolution-CC4-canons-15-37-schools.pdf>

Resolution CC5
<http://episcopaldiocesefortworth.org/assets/resolution-CC5-amend-canon-35-deaneries.pdf>

Resolution CC6
<http://episcopaldiocesefortworth.org/assets/resolution-CC6-new-canon-42-constitution-canons-committee.pdf>

ATTACHMENT C

SUMMARY OF PROPOSED AMENDMENTS TO THE DIOCESAN CONSTITUTION

Recommended by the Committee on Constitution and Canons
October 15, 2014

(These proposed amendments are presented only if a majority of the Convention does not adopt the first vote on the amended and restated Constitution.)

The text of these resolutions can be downloaded at each link:

Resolution CC7

<http://episcopaldiocesefortworth.org/assets/resolution-CC7-amend-constitution-article-11-executive-council.pdf>

Resolution CC8

<http://episcopaldiocesefortworth.org/assets/resolution-CC8-amend-constitution-article-18-changes-to-the-canons.pdf>

Resolution CC9

<http://episcopaldiocesefortworth.org/assets/resolution-CC9-amend-constitution-article-19-changes-to-the-constitution.pdf>

ATTACHMENT D

OTHER PROPOSALS NOT RECOMMENDED BY THE COMMITTEE ON CONSTITUTION AND CANONS

After approving the Canon 10 proposal in Attachment C, the Committee received a proposal from Bob Hicks, a member of the committee, (“Hicks Proposal”) for an alternate amendment to Canon 10. The Committee met in special session with the proponent and voted to reject the proposal and to recommend that the Convention not adopt the Hicks Proposal. The Hicks Proposal is as follows:

Hicks Proposal for Canon 10.

Proposed Revision to Canon 10, Executive Council
Draft September 10, 2014 (RWH)

CANON 10 THE EXECUTIVE COUNCIL

Sec. 10.1. Powers Authority of Executive Council. ~~There shall be an~~ The Executive Council which shall exercise the powers of Convention between meetings thereof, ~~implementing the directives and policies of that body, initiating and developing new work, but not acting in conflict with the expressed will of Convention.~~ carry out the program and policies adopted by the Diocesan Convention. Except as may be provided for by the Diocesan Convention, by the Constitution or these Canons or otherwise delegated to other Diocesan officials or entities, the Executive Council shall have charge of the coordination, development, and implementation of the ministry and mission of the Diocese.

***Explanation:** This change is consistent with the authority of the Executive Council of the Episcopal Church as provided in Title I, Canon 4 of the General Canons.*

Sec. 10.2. Specific Duties and Procedures of Executive Council. Consistent with Sec.

10.1; the duties of Executive Council prescribed elsewhere in these canons; and not changing the purpose, responsibilities and duties of organizations currently defined in the canons, the Executive Council shall have the following duties:

10.2.1 Administer and carry on the work of the Church in this Diocese.

- a. The Executive Council shall adopt by-laws and operating procedures.
- b. Decisions of the Executive Council shall be made by majority vote.
- c. There shall be an administrative staff to assist the Bishop and Executive Council.
- d. The Executive Council may contract for administrative and mission needs.

10.2.2 Analyze concerns and needs; develop short and long range goals and plans; and formulate and initiate programs for the Diocese.

10.2.3 Provide for the maintenance of sound and accepted best practices in the affairs of the Diocese, its organizations, its institutions, and congregations, which may include: reviewing and approving by-laws; adopting operating policies and procedures for the conduct of business; and providing written comments on applications to establish or amend diocesan institutions.

10.2.4 Review and evaluate the effectiveness of diocesan structure, programs and services and take action to improve the effectiveness of diocesan structure, programs and services.

10.2.5 Provide oversight of the financial affairs of the Diocese to include, but not limited to: ensuring a participatory, transparent, and accountable budget process; submitting a proposed budget annually to the Convention; assessing congregations to support the approved budget; providing for the regular review of the financial condition and position of the diocese; acting on recommendations concerning arrearages or requests for reduction in assessments; and acting on recommendations to amend the budget.

Sec. 10.3 Members.

10.3.1 Members with Vote. The following shall have seat, voice and vote in the Executive Council for such time as they lawfully hold their Diocesan positions as:

- a. The Bishop, who also shall serve as President;
- b. The Bishop Coadjutor (1st Vice President), if there be one;
- c. The President of the Standing Committee (2nd Vice President);
- d. The President of the Diocesan Corporation (3rd Vice President);

e. One (1) Clerical and two (2) Lay Representatives for each Deanery elected as set forth in Canon 35.

10.3.2 Members without Vote. The following shall have seat and voice but no vote in the Executive Council:

- a. The Suffragan Bishop or Bishops, if there be any;
- b. The Assistant Bishop or Bishops, if there be any;
- c. The Treasurer of the Diocese;
- d. The Dean of each Deanery in which the Dean is not a Clerical or Lay Representative under Section 10.3.1.e;
- e. The Sub-Dean of each Deanery in which the Sub-Dean is not a Clerical or Lay Representative under Section 10.3.1.e;
- f. The Secretary of the Diocese, who shall serve as Secretary of the Executive Council;

10.3.3 Terms and Vacancies.

- a. The one (1) Clerical and two (2) Lay Representatives for each Deanery are elected to three year terms as set forth in Canon 35. No elected member who has served two (2) successive terms shall be eligible for re-election until the lapse of one (1) year after the expiration of his or her last period of service.
- b. In the event a vacancy occurs among those elected by a Deanery, the Deanery shall elect a qualified person for the unexpired term of the seat vacated. Any unexpired term of less than two (2) years shall not count as a successive term under section 10.3.3.a above.
- c. In case of the Bishop is absent for any reason, the senior ranking Vice President present shall act for him or her. In case of a vacancy in the Episcopate, the senior ranking Vice President shall succeed to President.

Sec. 10.4 Meetings. The Executive Council shall meet each year in January, March, May, September and December, and it shall be the duty of every member of the Executive Council to attend meetings regularly.

10.4.1 In case of the continued absence of a member from regular meetings of the Executive Council for a period of two (2) successive meetings without valid excuse, that member of the Executive Council may be removed by majority vote of the Executive Council members present and the vacancy shall be filled pursuant to Sec. 10.3.3.b.

10.4.2 Special meetings of the Executive Council may be called for any purpose by the President; by the President of the Standing Committee or by request of any five members of the Executive Council.

Sec. 10.5 **Organization.**

10.5.1. The Executive Council shall have the advice and assistance of two types of organizations:

- a. Those required by the Constitution and Canons of the Episcopal Church and incorporated into the Constitution and Canons of the Episcopal Diocese of Fort Worth;
- b. Those established by Convention and/ or Executive Council;

10.5.2. The Executive Council shall make decisions as a single body, but shall organize into the following small groups Committees of the Executive Council to carry out the work of Executive Council and for oversight, responsiveness, and advocacy for the organizations identified in 10.5.1. The Committees of the Executive Council are the: (a) Congregation Development Committee, (b) Christian Formation Committee, (c) Finance Committee, (d) Structures Committee, and (e) Management Committee. Prior to the first meeting of the Executive Council after ~~the end of~~ the Annual Convention each year, the Bishop, the President of the Standing Committee, and the President of the Corporation shall meet and initially assign new members of the Executive Council to one of the ~~groups~~ Committees. Each ~~group~~ Committee may increase its membership with Executive Council approval to ensure that the ~~group~~ Committee has the expertise to carry out the work assigned to it. The additional members will have seat, voice, and vote in the ~~group~~ Committee, but not in the Executive Council. Each ~~group~~ Committee may elect its own Chair. Each ~~group~~ Committee shall provide a written report at each meeting of the Executive Council of its activities since the last Executive Council meeting. Each ~~group~~ Committee shall designate its own clerk, who does not need to be a member of the Executive Council.

***Explanation:** Changed “small groups” to “Committees of the Executive Council” to be consistent with the nomenclature used elsewhere in the Canons. The use of the term “committee” is more familiar.*

~~a. Congregation Development. This group serves as the Executive Council’s Link with programs and services for the missionary work in the Diocese and development of congregations, which may include: church plants; overseeing missions and assisting congregations moving from mission to parish status; and leadership development, stewardship and congregation life and ministry for all congregations. Also, this group oversees the communication efforts of the Diocese and recommends allocation of resources for congregation development and assistance.~~

~~b. Christian Formation. This group serves as the Executive Council’s link to programs and services to promote and further the work of Christian education and formation throughout the Diocese for all age levels and to recommend allocation of resources for Christian education and formation.~~

~~e. Finance. This group shall be the Finance Committee of the Executive Council and shall have the duties as set out in applicable canons and overall responsibility for drafting the proposed budget of the Diocese, overseeing the audit processes for Diocesan and congregational institutions, training appropriate diocesan and parish officials on financial procedures, receiving and coordinating requests for assistance from congregations; recommending investment policy for church funds; and coordinating the financial affairs of the diocese in cooperation with the Fund for the Endowment for the Episcopate, and the Diocesan Corporation. The President of the Board of Trustees of the Diocesan Corporation, and the Treasurer of the Diocese shall be among the members of this group.~~

~~d. Structures. This group carries out the Executive Council's responsibilities for the review and evaluation of the effectiveness of diocesan structure, programs and services and for the maintenance of sound and accepted best practices in the affairs of the Diocese, its organizations, institutions, and congregations.~~

~~e. Management. This group shall meet regularly between meetings of the Executive Council to monitor progress on Executive Council initiatives and resolves; undertake work delegated by the Executive Council, recommend action on time sensitive matters, appoint persons for organizations established by the Executive Council in Sec. 10.5.3, and develop the agenda for each Executive Council meeting. Its members shall be the Bishop Diocesan, the President of the Standing Committee, the President of the Diocesan Corporation, the Diocesan Treasurer, the Diocesan Chancellor, Chair of the Finance Committee, Director of Communications, and one member of the Executive Council from each of the other groups of the Executive Council.~~

Explanation: *The descriptions of the five Committees of the Executive Council were moved to a new Sec. 10.6 to emphasize the name, function and structure of the Committees of the Executive Council, and to eliminate the ambiguities and confusion regarding the Finance Committee.*

10.5.3. The Executive Council may recognize or establish, help define the scope of work, hold accountable, and support organizations as it deems appropriate and necessary to carry out the work of the Diocese. Ad hoc organizations shall be given a specific mandate and time frame for completing their work. The chairs and members of the organizations do not need to be members of the Executive Council, except as stated elsewhere in the canons. An organization may fill vacancies in its membership or increase its membership. An organization may disband when its mission is complete. For organizations established by the Executive Council, the Management ~~Group~~ Committee will appoint persons to those organizations. The Management ~~Group~~ Committee may be assisted by the Nominations Committee per Canon 45. Each organization will be assigned to one of the Committees of Executive Council. ~~small groups. An~~ Each organization shall keep full records of its proceedings and shall provide a written reports of its meetings and activities to its at each meeting assigned Committee of the Executive Council. ~~of its activities since the last Executive Council meeting.~~

Explanation: *Changed "Group" to "Committee" and clarified that each organization shall submit its required report to the Committee of the Executive Council to which it is assigned.*

Sec. 10.6 Committees of the Executive Council.

10.6.1. Congregation Development Committee. This Committee serves as the Executive Council's link with programs and services for the missionary work in the Diocese and development of congregations, which may include: church plants; overseeing missions and assisting congregations moving from mission to parish status; and leadership development, stewardship and congregation life and ministry for all congregations. Also, this group oversees the communication efforts of the Diocese and recommends allocation of resources for congregation development and assistance.

10.6.2. Christian Formation Committee. This Committee serves as the Executive Council's link to programs and services to promote and further the work of Christian education and formation throughout the Diocese for all age levels and to recommend allocation of resources for Christian education and formation.

10.6.3. Finance Committee. In addition to other duties assigned to it by Canon, the Bishop, the Executive Council or the Convention, the Finance Committee of the Executive Council shall:

a. Be an advisor to the Bishop and Executive Council concerning the financial affairs of the Diocese and, upon request by the Bishop, provide guidance on financial matters to diocesan organizations and congregations;

b. Assures compliance with Title I, Canon 7 of the General Canons and the Canons of this Diocese concerning the required business methods in church affairs and make recommendations to the Executive Council for the responsible stewardship of Diocesan and congregation assets;

c. Serves as the budget committee of the Diocese as provided in Section 10.7, working with the Diocesan Treasurer and other groups and entities of the Diocese to develop and propose each annual budget to the Executive Council; and

d. Coordinates the financial affairs of the Diocese consistent with the authority of the Executive Council for coordination of the mission and ministry of the Diocese, except as may be delegated by Convention to other Diocesan bodies.

The Diocesan Treasurer and the President of the Diocesan Corporation shall be members of the Finance Committee.

***Explanation:** The duties of the Finance Committee were restated to emphasize its role as advisor; to clarify its role in assuring compliance with Title I, Canon 7 of the General Canons (as stated in EDFW Canon 29.); to clarify its role as budget committee; and to emphasize its role as coordinator of the financial affairs of the Diocese.*

10.6.4. Structures Committee. This Committee carries out the Executive Council's responsibilities for the review and evaluation of the effectiveness of diocesan structure,

programs and services and for the maintenance of sound and accepted best practices in the affairs of the Diocese, its organizations, institutions, and congregations.

10.6.5. Management Committee. This Committee shall meet regularly between meetings of the Executive Council to monitor progress on Executive Council initiatives and resolves, undertake work delegated by the Executive Council, recommend action on time sensitive matters, appoint persons for organizations established by the Executive Council in Sec. 10.5.3, and develop the agenda for each Executive Council meeting. Its members shall be the Bishop Diocesan, Canon to the Ordinary, the President of the Standing Committee, the President of the Diocesan Corporation, the Diocesan Treasurer, the Diocesan Chancellor, ~~Chair of the Finance Committee~~, Director of Communications, and ~~one member of the Executive Council~~ the Chairperson from each of the other ~~groups~~ Committees of the Executive Council.

***Explanation:** Added the Canon to the Ordinary as a member to this Committee, and identified the chairperson from each of the other Committees of Executive Council as members of this Committee. The Finance Committee is a Committee of the Executive Council. The naming of the Chair of the Finance Committee as a separate member of the Management Committee was deleted as redundant.*

Sec. 10.6 7. Budget. On or before the September meeting of the Executive Council in each year, the Finance Committee shall submit to the Executive Council the draft of an annual budget setting forth the opportunities and needs of the Diocese together with the proposed apportionment to the program of the Episcopal Church for the next fiscal year. The Executive Council shall make such amendments and revisions as it deems necessary and shall submit the proposed budget to the Annual Convention. A table setting forth the amounts to be assessed each Parish and Mission shall be presented to the Convention. As soon as possible after the September Executive Council meeting and not less than twenty (20) days before Convention, the budget shall be sent to every Parish and Mission for distribution to its delegates. The Convention may amend the proposed budget as it deems fit and shall adopt a Diocesan budget for the next fiscal year. Within twenty (20) days following the adjournment of the Annual Convention, the Diocesan budget shall be sent to the Vestry or Bishop's Committee of every Parish or Mission. The Executive Council has the authority for serious cause to amend the budget between Annual Conventions.

Sec. 10.7 8. Reports. The Executive Council shall report to the Annual Convention concerning its work and expenditures during the previous and current fiscal years and its budget and plans for the next year and shall make such special reports as the Convention or the Bishop may request.