

NAVIGATING A VIRTUAL ANNUAL MEETING

WHAT: The Annual Parish Meeting
Required by Religious Corporations Law (RCL §43 and Diocesan Canons (Canon V(j)(I))

WHEN: ANNUAL MEETINGS ARE TO BE HELD ON THE DAY DESIGNATED IN THE PARISH'S CERTIFICATE OF INCORPORATION (RCL §43(1))

CHANGING THE DATE:

In order to change the date of the annual meeting:

- (1) The vestry adopts a resolution proposing the changed date;
- (2) The resolution is voted on at the next annual meeting;
- (3) If the resolution passes, a warden and two voting members who were present at the annual meeting sign a certificate changing the date. The certificate is filed with the County Clerk
- (4) The date change is effective at the next annual meeting.

Example: If the vestry passes a resolution in January 2022 to change the annual meeting from the second Sunday in January to the third Sunday in February and the parish approves the resolution at the January 2022 meeting, the date change is effective for the February 2023 meeting.

WHERE: ZOOM!!!!

The vestry passes a resolution authorizing that annual meetings be held virtually when circumstances require, along the lines of the following:

Whereas, the Vestry and Wardens of _____ Episcopal Church have determined that there may be times when it is not feasible, possible or safe to hold the Annual Meeting of _____ Episcopal Church as an "in person" event; and

Whereas, the New York Religious Corporations Law and the Canons of The Episcopal Diocese of Central New York require incorporated Episcopal parishes to hold an Annual Meeting;

IT IS HEREBY RESOLVED that

1. _____ Episcopal Church may conduct its Annual Meeting remotely via Skype, Zoom, Microsoft Teams or some comparable form of technology when circumstances make it unsafe or otherwise prevent

_____ Episcopal Church from holding its Annual Meeting in person.

2. The Wardens of St. Thomas' Episcopal church shall determine when an Annual

Meeting should be held by remote means in conjunction with the Rector or Priest-in-Charge and shall provide notification to the members of _____ Episcopal Church of the date and time of the meeting, the technology that shall be used for the meeting and any necessary log-in information.

3. The technology used shall allow all members participating in the meeting to hear each other at the same time and give each member the ability to participate in the discussion and voting.

4. The participation and voting by a member of _____ Episcopal Church in a remote Annual Meeting shall constitute presence in person at the meeting for any purposes under the by-laws of _____ Episcopal Church, the Constitution and Canons of the National Church, the Episcopal Diocese of Central New York and the New York Religious Corporations Law.

HOW:

1) PROVIDE NOTICE OF THE MEETING:

-needs to be provided for two consecutive weeks before the meeting. The Religious Corporations Law provides that Notice of the meeting be read during the service, but also provides that if the parish is not open for “divine service”, notice shall be “conspicuously” posted on the outer door of the church. (RCL §43(4)).

Under the present circumstances, it is recommended that the Notice be provided during services, if they are taking place, posted on the Church AND that Notice be provided by email and/or phone calls to parishioners

2) HAVE REPORTS SUBMITTED FOR DISTRIBUTION IN ADVANCE OF THE ANNUAL MEETING

-Avoid “Zoom Fatigue”

3) MAKE ARRANGEMENTS FOR VOTING

USE POLLING IN ZOOM

(Or, for smaller parishes, the “raise hand” Zoom feature might suffice)

WHO:

PRESIDING OFFICER

The “Presiding Officer” at the Annual Meeting is the Rector, Priest -in-Charge, or in the absence of a clergy leader, a warden and in the absence of a warden, a vestry member. (RCL§43 (4)).

“QUALIFIED VOTERS” AT THE ANNUAL MEETING

(RCL §43(6))

Votes at the annual meeting are decided by “a majority of the qualified voters voting thereon”.

A “Qualified Voter” is defined by the Religious Corporations Law as:

Persons of full age belonging to the parish, who have been baptized and are regular attendants at its worship and contributors to its support for at least twelve months prior to such election or special meeting or since the establishment of such parish. (RCL §43 (6).

Recommendation: before voting commences, read the definition of a Qualified Voter

There is no requirement for a “quorum” at an annual meeting

Votes are decided by “a majority of the qualified voters voting thereon”.

Example: If 30 “qualified voters” vote, it takes 16 votes to approve.

WHAT (TO DO AT THE MEETING)

1) OPEN THE POLLS

Notify members of parish that you will “open” the polls for the annual meeting and that the Zoom link will be open starting an hour before the annual meeting. (Religious Corporations Law §43(7) requires that the polls be opened for at least one hour before voting)

2) CERTIFY VOTERS

3) CONDUCT A SAMPLE POLL BEFORE ACTUAL VOTING STARTS

4) MINIMUM REQUIREMENTS:

ELECTION OF WARDEN(S) AND VESTRY MEMBERS:

The Religious Corporations Law does not require anything specific at annual meetings except for the election of Wardens and Vestry members. (RCL §43(8-9)).

This is what the Religious Corporations Law provides on election of wardens and vestry members:

8. At each annual election of an incorporated Protestant Episcopal parish hereafter incorporated, one church warden shall be elected to hold office for two years; and one-third of the total number of vestrymen of the parish shall be

elected to hold office for three years.

9. At each annual election of an incorporated Protestant Episcopal parish or church heretofore incorporated, two church wardens and the total number of its vestrymen shall be elected to hold office for one year thereafter, unless the term of office of but one church warden or of but one-third of its vestrymen shall then expire, in which case one church warden shall be elected to hold office for two years, and one-third of the total number of its vestrymen shall be elected to hold office for three years.

RCL §43(8-9)

5) RECOMMENDED AGENDA FOR ZOOM ANNUAL MEETING:

- Use an agenda similar to what you have used for previous annual meetings.
- Consider having reports posted, rather than reading them and, instead, asking for comments