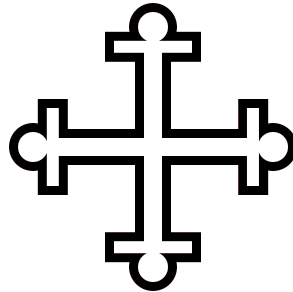


Constitution & Canons



The Episcopal Church in the Diocese of Central New York

"Learning to love God, one another, and all God's creation."

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Constitution

Adopted in the Convention of the Diocese of Central New York, June 14, 1870; as amended in subsequent Conventions.

Article I.

Sec. 1. There shall be an annual Convention of the Church in the Diocese of Central New York, meeting on such day and location as the Ecclesiastical Authority may determine and select. Location may include such electronic means as may be appropriate as determined by the Ecclesiastical Authority.

Sec. 2. The Ecclesiastical Authority may call Special Conventions. The purpose or purposes for which a Special Convention is called shall be stated in the notice for such Convention, and no business not stated in the notice shall be in order except by the affirmative vote of two-thirds of those present and voting in each of the clerical and lay orders.

Article II.

Sec. 1. The members of any Convention shall be:

- (a) The Bishop;
- (b) The Bishop Coadjutor, if there be one, and also, if there be any, the Assisting Bishop Suffragan;
- (c) All members of the clergy canonically resident in the Diocese not under discipline;
- (d) From each parish in union with the Convention that number of lay delegates to which it is entitled according to the following table, based on the Table of Parochial Statistics in the Journal of the preceding Convention:

300 or fewer communicants	2 delegates
301-500 communicants	3 delegates
over 500 communicants	4 delegates

provided, however, that no parish shall be entitled to lay representation in any Convention if it is in arrears in payment of its assessment to the Church Pension Fund, or for the Diocesan Mission Apportionment for the calendar year prior to January the first preceding the Convention, unless, if it is in arrears in such payment for the Diocesan Mission Apportionment, the Convention shall remit such arrearages.

Sec. 2. Each member of Convention shall be entitled to one vote.

Sec. 3. The lay delegates shall be chosen by the governing body of the parish in a manner decided by the parish. Persons meeting the qualifications set out in Canon II shall be eligible to serve as lay delegates to and to vote at any Convention and shall also be eligible for election or appointment to any lay office of the Diocese.

Sec. 4. The definition of a parish, mission chapel, college chapel, the mode of admitting them into union with Convention, and the conditions under which union or representation shall be forfeited, may be prescribed by Canon.

Article III.

Every Convention shall be opened with prayers and there shall be a Celebration of the Holy Communion during the meeting of Convention at a time set by the Bishop.

Article IV.

The Bishop or, if there be one, the Bishop Coadjutor or the Bishop Suffragan, shall preside in the Convention; but in case of a vacancy in the Episcopate, incapacitation, or necessary absence, the President of the Standing Committee, or, in their absence, the senior in office among the clerical members of the Standing Committee present, shall preside in the Convention.

Article V.

A Secretary shall be chosen upon the assembling of the Annual Convention, who shall remain in office until the meeting of the next Annual Convention or until a successor shall be appointed. The manner of nomination of the Secretary may be prescribed by Canon. The Secretary may be removed at any time from office by the Standing Committee for any neglect or misconduct, of which they shall be the judge. The duties of the Secretary shall be to take minutes of the proceedings of the Convention, to preserve the journals and records, to attest the public acts of the body, and faithfully to deliver into the hands of their successor all books, papers, and electronic documents relative to the concerns of the Convention which may be in their possession. It shall also be the duty of the Secretary to give due notice to each member of the clergy and the governing body of each parish of the time and place appointed for the meeting of each Convention. The Secretary shall also perform such other duties as may be prescribed by the Canons of General Convention and of the Diocese.

Article VI.

Sec. 1. In all matters which come before the Convention, the clergy and laity shall deliberate, and, except as otherwise provided in the next section, may vote in one body; but if in any case it shall be required by Canon or by ten members the two orders shall vote separately, the clergy as individuals, and the laity as individual delegates; and the concurrence of a majority of each order present and voting shall be necessary to constitute a decision.

Sec. 2. In case of the election of a Bishop, the two orders shall always vote separately by ballot, and the concurrence of a majority of those present and voting in each order shall be necessary to constitute an election.

Article VII.

The mode of altering the Constitution shall be as follows: A proposition for an amendment shall be introduced in writing, and considered in the Convention, and if approved shall lie over till the next Annual Convention. If again approved in such next Convention by a majority of those present and voting in each order, the change shall take effect immediately unless otherwise expressly provided. The adoption of any alteration or amendment of this Constitution which inserts or repeals an Article, or a Section or Clause of an Article, shall effect the necessary change in numbers or letters of Articles or Sections or Clauses of an Article that follow, and in references made in this Constitution to any other part, without the necessity of specific provision therefore in the alteration or amendment.

Article VIII.

No amendment of the Canons shall be made during the sessions of the Convention in which the same shall be proposed, unless by a two-thirds majority of the members present and voting in which event the amendment shall take effect immediately unless otherwise expressly provided; but any amendment, if approved by a majority less than two-thirds, shall lie over for the consideration and final action of the next Annual Convention, and, if again approved by a majority vote, shall take effect immediately unless otherwise expressly provided. The adoption of any alteration or amendment of the Canons which inserts or repeals a Canon, or a Section or Clause of a Canon, shall effect the necessary change in numbers or letters of Canons or Sections or Clauses of a Canon that follow, and in references made in the Canons to any other part, without the necessity of specific provision therefore in the alteration or amendment.

Canons

Canon I. Clerical Members of Convention

Sec. 1. The Ecclesiastical Authority shall maintain a list of all clergy canonically resident and publicize the list at least one week before Convention. The list shall include their titles and their places of residence. No member of the clergy, while inhibited from the ministry, shall have a place on the list. Such list shall be available to the Convention on the first day of meeting and shall be prefixed in the Journal. Canonical Residence shall be established upon ordination in this Diocese or receipt of Letter Dimissory from another diocese.

Sec. 2. At least one week before the meeting of every Convention of this Diocese, the Ecclesiastical Authority shall cause to be prepared a list of all pastors in charge of parishes in union with the Convention, annexing the names of their respective parishes or places of residence, who shall be clerical members of the Convention pursuant to the provisions of Article III, Section 1, paragraph (d) of the Constitution. Such list shall be available to the Convention on the first day of meeting and shall be prefixed to the Journal.

Sec. 3. The right of any member of the clergy of this Diocese to a seat in the Convention if disputed shall be determined by a vote of the Convention.

Canon II. Lay Members and Organization of the Convention.

Sec. 1. The lay delegates and alternates from each congregation shall be chosen in accordance with the rules established by the congregation from laypersons sixteen years of age or older belonging to the parish, who shall be confirmed communicants and who shall have been regular attendants at its worship and contributors to its support for at least twelve months prior to being chosen. The choice of lay delegates and their alternates shall be certified in writing by the rector, or priest-in-charge of the congregation which they represent, or by one of the wardens or the clerk of the Vestry. Such certificate shall be forwarded to the Secretary not later than four months before the Convention is set to be held. The certificate shall also state that each delegate and alternate were eligible to be chosen, that the parish is not in arrears in payment of its assessment to the Church Pension Fund, and that the parish is not in arrears in payment of its assessment for the mandatory portion of the Diocesan Mission Apportionment for the calendar year prior to the Convention.

Sec. 2 In the event that the parish is in arrears for the mandatory portion of the Diocesan Mission Apportionment, the parish shall submit a letter to Convention presenting the good and

sufficient reasons for such arrearage and praying that the arrearage be remitted. The Secretary, upon receipt of the letter, shall transmit the same without delay to the Diocesan Board through its Secretary, which body shall review the case and make recommendation to the Convention thereon. The form of said certificate may be prescribed by the Convention; when so prescribed no other certificate of the appointment of any lay delegate or alternate to the Convention of this Diocese shall be allowed or received.

Sec. 3. At every Convention the Bishop, as Presiding Officer, shall take the chair and shall continue to preside in accordance with the Rules of Order. Subject to an appeal to the Convention, the Bishop shall decide all questions of order without debate and shall have authority to appoint a parliamentarian. The Bishop shall have the right to call the Bishop Coadjutor, if there be one, to the chair, or there being no Bishop Coadjutor, the Bishop Suffragan, or there being no Bishop Suffragan, to name the President of the Standing Committee, or, in their absence, the senior in office among the clerical members of the Standing Committee present, as Presiding Officer; but such substitution shall not extend beyond an adjournment unless agreed to by the Convention.

Sec. 4. In case of the absence or incapacity of the Bishop or of a vacancy in the office, the Bishop Coadjutor, if there be one, or the Bishop Suffragan, if there be one, and there be no Bishop Coadjutor, or the Bishop Coadjutor be absent or disabled, or if there be no bishop present and able to act, the President of the Standing Committee, or, in his or her absence, the senior in office among the clerical members of the Standing Committee present shall call the Convention to order and act as Presiding Officer.

Sec. 5. A quorum will consist of twenty clerical members of Convention and delegates from at least twenty parishes. A quorum is necessary for the transaction of business, save for adjournment.

Sec. 6. A quorum being found in attendance, the Presiding Officer shall declare the Convention duly organized. The Secretary shall then be elected, who then may nominate one or more assistant secretaries to be approved by the Convention. In the absence of the Secretary, the assistant secretaries shall be nominated from the floor of the Convention. The assistant secretaries shall serve during the sessions of the Convention.

Sec. 7. The Rules of Order of the preceding Annual Convention shall be the Rules of Order until altered by a vote of a majority of the Convention. Any issue not covered by existing rules of order shall fall under Roberts' Rule of Order.

Sec. 8. Laypersons, other than delegates, who are members of the Diocesan Board, or members of the Committees of the Board, or trustees of Diocesan corporations, members of the Standing Committee or of standing committees of Convention, members of the Diocesan Staff, Pastoral Leaders licensed by the Diocese, or other officers of the Diocese, shall have seat and voice.

Sec. 9. Prior to every Convention the Bishop may appoint a Convention Planning Committee to make appropriate provision for both agenda and program as well as for facilities for such Convention. To the extent practicable, all groups and persons desiring inclusion of agenda items shall submit requests therefore to such Committee at least ten weeks prior to such Convention, together with an identification of the subject matter, whether inclusion is sought for action or information only, the form of the presentation proposed, and the time allocation desired. To the same extent, all groups and persons desiring space, services, or other facilities in connection with such Convention shall submit requests therefore with appropriate details to such Committee at least ten weeks prior to such Convention.

Canon III. Call of a Convention and Notices pertaining thereto

Sec. 1. Notice of the meeting of any Convention shall be given by the Secretary in a letter, transmitted by mail, and or electronic communication, at the expense of the Convention, to every member of the clergy canonically resident in the Diocese, to every shared community pastor in charge of a parish in union with the Convention, to every priest-in-charge, to the lay authorities in every vacant parish, and to all delegates whose election has been certified to the Secretary, at least six weeks before the meeting.

Sec. 2 Extracts from the Constitution and Canons relating to the appointment of lay delegates, and a form of certificate of their election shall be sent by the Secretary to every parish six months before the date in which Convention is set to be held.

Sec. 3. The Secretary shall notify all trustees or individuals having charge of any funds belonging to the Diocese of the responsibility imposed upon them to prepare and submit a report to Convention. The Secretary shall also notify the chair of each special committee appointed by the preceding Convention to report to the next Convention.

Sec. 4. All proposed amendments to the Constitution, or Canons, shall be submitted to the Committee on Constitution and Canons at least eight weeks before the meeting of Convention. The Committee will ensure compliance with New York State Religious Corporations law and Constitution, the Canons of The Episcopal Church and the Diocese of Central New York. Compliance then insured, a copy of the amendments so submitted together with the committee's recommendations and the reasons for such recommendation shall be sent to all members of the Convention prior to the pre-convention meetings.

Canon IV. Attending the Meetings of the Convention.

Sec. 1. The regular attendance of the clergy and laity at the meetings of the Convention is of essential consequence to the interest of the Church, is required.

Sec. 2. No member of the clergy of the Diocese actively engaged in work in the Diocese shall, except for good and reasonable excuse, absent himself or herself from meetings of the

Convention. In the event of such absence he or she shall make known to the Ecclesiastical Authority the reasons therefore.

Sec. 3. No member of the Convention shall leave during its session without having applied for and received leave of absence from the Presiding Officer.

Canon V. Elections

Sec. 1. All elections required by the Constitution and Canons to be determined by ballot, except the election of a Bishop, Bishop Coadjutor, or Bishop Suffragan, shall be held according to the system of "preferential voting" known as the Single Transferable Vote. The regulations governing the use and counting of the ballots shall be those issued by the Diocese of Long Island, as revised in 1939, a copy of which has been deposited with the Secretary. Revisions of these regulations which do not affect the principles of the Single Transferable Vote, may be made by resolution of the Convention on the recommendation of the tellers, and filed with the Secretary.

Sec. 2. A concurrent quota of both clerical and lay votes shall be necessary for election, with a majority of both orders present and voting.

Sec. 3.

- (a) With the notice of the meeting of the Convention, the Secretary shall send to all clergy entitled to vote, and to all delegates entitled to seats in the Convention a nomination blank, which shall contain the names of all offices to be filled at such Convention under the Canons of the Diocese, and under the Institutes of the Cathedral adopted pursuant to the provisions of these Canons, together with the names of the office holders whose terms of office expire.
- (b) Clergy, or Lay Delegates, or a duly certified alternate who has been designated to attend the Convention in place of any Lay Delegate, entitled to a seat in the forthcoming Convention, may file, prior to the assembling of the Convention, nominations for the offices to be filled at the Convention provided:
 - (i) Such nominations shall be made on the nomination blank furnished by the Secretary and shall be signed by a member of the clergy, a shared community pastor, or a Lay Delegate.
 - (ii) With such nominations shall be forwarded the written consent of the nominee to serve if elected, a biographical sketch of the nominee in not more than one hundred twenty words (to include residence, parish, Ecclesiastical status, profession or occupation, and a brief description of participation in relevant activities of the community, Diocese and national Church), and, if possible a photograph of the nominee.

- (iii) Such nominations and accompanying data shall be filed with the Secretary at least four weeks before the opening of the Convention.
 - (iv) Such nominations shall not be accepted unless the certificate of election of delegates to the Convention which includes the name or names of those making the nominations has been first filed with the Secretary and also complies with the Canons of the Diocese.
- (c) The Secretary of the Convention shall prepare and forward to all members of the clergy, shared community pastors, and Lay Delegates, so that it shall be received at least four days before the opening of Convention, a brochure containing a statement of all offices to be filled at the Convention, and the names, biographical sketches and photographs of the persons nominated in accordance with this Canon for each office, arranged in alphabetical order.
- (d) All nominations made in accordance with this Canon shall be reported by the Secretary to the Convention on the first day according to the Rules of Order. The form of ballot shall include the names of the nominees for each office nominated in accordance with this canon and arranged by lot, together with the names of persons nominated from the floor of Convention, arranged thereafter in the order of such nomination.

Sec. 4. In all cases of failure or omission to elect officers by the Convention, the persons last elected shall continue in office until others be chosen.

Sec. 5. In case of vacancies in office, the filling of which is not otherwise provided for in the Canons, occurring between conventions, shall be filled by the Bishop with approval of the Standing Committee. Members so appointed shall serve until the next convention.

Canon VI. Deputies to the General Convention and to the Provincial Synod and of Delegates to the Triennial Meeting of the Episcopal Church Women

Sec. 1. The Convention shall, at either one of its two regular annual meetings held not later than twelve months preceding the opening date of the General Convention as shall be determined by the Bishop with the consent of the Standing Committee, elect by the concurrent ballot of the clerical and lay members present and voting, four members of the clergy and four laypersons, who shall be confirmed communicants of full age and residents of the Diocese, to act as Deputies from this Diocese to the General Convention. When the election of Clerical and Lay Deputies shall have been completed, the four members of the clergy and the four laypersons next in order in the balloting shall be declared duly chosen Alternate Deputies.

Sec. 2. The Deputies and Alternate Deputies shall elect one of the Deputies to serve as chair of the Deputation. The Deputies and Alternate Deputies shall hold office during the term until a new election has taken place and until Deputies and Alternate Deputies shall next be elected.

Sec. 3. Any vacancies occurring by reason of default in acceptance of appointments under this Canon, or from any other cause, shall be filled by designation of the Bishop from the list of members of the clergy and laypersons elected as Alternate Deputies, in the sequence in which they were elected, and such persons when certified by the Bishop, shall have all the power and authority of Deputies duly elected by the Convention. The list of Alternates being exhausted the Bishop shall appoint, in consultation with the Standing Committee, such clergy and laypersons to ensure representation by at least two deputies in each order.

Sec. 4. Prior to each meeting of the Provincial Synod, the Bishop, with the advice and consent of the Standing Committee, may appoint not more than four members of the Clergy and not more than four laypersons Deputies to the Provincial Synod and name one of such Deputies the chair of the deputation. The Deputies and the chair so appointed shall hold office until a new deputation and chair shall be appointed. Any vacancy in the deputation shall be filled by similar appointment. Deputies so appointed shall be members of the Synod of the Second Province from the Diocese of Central New York and as such shall represent the Diocese in the House of Deputies of the Synod. The names of the persons so appointed shall be announced to the Diocese.

Sec. 5. At the regular Annual Meeting at which it elects Deputies to the General Convention, the Convention shall also elect by the concurrent ballot of the clerical and lay members present and voting, three persons who shall be confirmed adult communicants or members of the clergy of the Church and residents of the Diocese, to act, together with the Diocesan Custodian of the United Thank Offering as Delegates from this Diocese to the Triennial Meeting of the Episcopal Church Women as set out by their procedures. The elected Delegates and Alternate Delegates shall hold office during the term of three years and until Delegates and Alternate Delegates shall next be elected. The Diocesan Custodian of the United Thank Offering shall hold office until the next election.

Sec. 6. The necessary expenses of the Deputies attending the General Convention and the Provincial Synod and of the Delegates attending the Triennial of the Episcopal Church Women and their meetings held in conjunction with the Provincial Synod shall be paid by the Diocese in such amount as the Diocesan Board shall determine.

Canon VII. Secretary of Convention.

Sec. 1. The Secretary of Convention shall be nominated to the Convention by the Standing Committee with the approval of the Bishop. In case the Convention declines to elect the nominee, the Bishop shall appoint a member of the Convention as secretary of the Convention pro tem, and the Standing Committee shall make, during the same Convention, a new nomination.

Sec. 2. In the event of a vacancy occurring in the Office of Secretary of Convention, the Bishop or other Ecclesiastical Authority, may, in consultation with the Standing Committee or the President thereof, appoint a Secretary pro tem, who shall serve until the next Annual Convention.

Sec. 3. The Secretary of Convention in addition to discharging the duties imposed by the Constitution and other provisions of these Canons, shall, subject to the orders of the Convention, issue the Journal of the Annual Convention and accompanying documents, and when published shall post the Journal on the website of the Diocese, and shall provide notice that the Journal is posted on the website to each member of the clergy of the Diocese, each lay delegate attending the Convention, and each parish in the Diocese. The Secretary shall maintain a printed copy of the Journal in the Diocesan Office and shall provide printed copies to clergy members, Diocesan Board members, Standing Committee members, lay delegates, and parishes upon request. The Secretary shall provide copies of the Journal as required by the Secretary of the House of Deputies of General Convention and the Archives of the Church.

Sec. 4. As required by the Canons of the General Convention, the Secretary shall prepare a certified copy of the testimonials of the deputies elected to the General Convention and forward the same to the Secretary of the House of Deputies. The Secretary shall also transmit to the Secretary of the House of Deputies the other documents required by the Canons of the General Convention.

Sec. 5. The Secretary shall maintain the Canonical Register of all clergy canonically resident in the Diocese which shall include the records required by the Canons of the General Convention.

Sec. 6. The Secretary of the Diocesan Convention shall prepare, before the opening of each Convention, a list of those parishes that are in arrears in the payment of the mandatory portion of the Diocesan Mission Apportionment with the amount of such arrears for the preceding calendar year and the same shall be placed in the hands of the Convention Committee on Credentials of Lay Delegates. Each such parish shall be excluded from representation in the Convention until such arrears have been paid in full or have been remitted by the Convention for satisfactory reasons. Application for remission of arrears shall be made no later than thirty days prior to the Convention to the Diocesan Board in the first instance, and the recommendations of the Board with respect thereto shall be reported to the Convention.

Sec. 7. The Secretary of the Convention shall prepare, before the opening of the Annual Convention, a list of such parishes as are in arrears to the Church Pension Fund, with the amount of such arrears for the period prior to January first preceding, and the same shall be placed in the hands of the committee on Credentials of Lay Delegates. Each such parish shall be excluded from representation in the Convention until such arrears are paid in full.

Canon VIII. Ecclesiastical Authority

In the event of the death, resignation or serious impairment of the Bishop of the Diocese, the Bishop Coadjutor shall become the Ecclesiastical Authority of the Diocese; if there be no Bishop Coadjutor, the Bishop Suffragan, if there be one, shall become temporarily the Ecclesiastical Authority. The Standing Committee of the Diocese shall be the Ecclesiastical Authority of the Diocese for all purposes declared by the General Convention only in the event of the serious impairment of all the Bishops herein named or of a vacancy in the Episcopate.

Canon IX: Bishop and the Cathedral

The Bishop, with the approval of the Diocesan Convention and with the consent of the Rector and Vestry of the parish concerned may establish a Cathedral. The Bishop, with the approval of the Standing Committee, may thereupon enter into such stipulations, in writing, with the Rector and Vestry of such parish concerning the rights of the Bishop in the use of the church building in Diocesan affairs, as may be agreed upon.

Canon X. Standing Committee of the Diocese

Sec. 1. The Standing Committee of the Diocese, provided for by the General Convention in Article IV of the Constitution of the General Convention, shall consist of four members of the clergy of this Diocese, and four laypersons, confirmed communicants of full age of the Church in this Diocese, one such member of the clergy and one such layperson to be elected annually by the Convention of the Diocese, each for a term of four years. The election shall be by ballot, and by the concurrent vote of a majority of those present and voting in each order. Vacancies in the Standing Committee occurring by death or otherwise may be filled until the next meeting of Convention by the concurrent vote of the clerical and lay members of the Committee. Any member of the Committee having served two consecutive full terms shall not be eligible for immediate re-election.

Sec. 2. The Secretary of the Standing Committee shall keep a true record of its proceedings and shall preserve all books, journals, papers, and electronic records belonging to the committee and transmit the same to their successor in office. The President of the Standing Committee shall report the proceedings annually to the Diocesan Convention.

Sec. 3. In addition to action taken at a meeting duly convened, the Standing Committee is empowered and authorized to take action as follows:

- (a) By mail, telegraphic or electronic communication ballot. Notice shall be given to each member of the Standing Committee by mail, telegram or electronic communication describing the action proposed to be taken and setting forth the time (which shall be reasonable) within which and the name and address of the

person or persons to whom ballots or other communications with reference thereto shall be sent. Members of the Committee may return ballots by mail, telegram or electronic communication and the results thereof shall be binding and any action so approved shall be the action of the Committee, provided that

- (I) The ballots of at least two-thirds of all the members of the Committee favor the proposed action; and,
 - (II) Prior to the time set forth in the notice no member of the Committee shall have advised any person designated in the notice of his or her objection in the particular instance to action by mail, telegraphic or electronic communication ballot.
- (b) By conference telephone. By means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at the meeting.

Canon XI. Diocesan Board

Sec. 1. The Diocesan Board shall be the policy making organization of the Diocese, subject to the authority of the Diocesan Convention. It shall articulate the mission of the Diocese, formulate strategies to carry out that mission, and be responsible for all programmatic activities of the Diocese. It shall be responsible for preparation and submission to the Diocesan Convention of the budget in accordance with Canon XV and for the administration of such budget and the collection of the income therefore and the expenditures of Diocesan funds in accordance therewith. It shall direct the operating structures of the Diocese, except as to matters within the jurisdiction of the Standing Committee, and shall coordinate the units of the Diocese.

Sec. 2.

- (a) The Board shall be composed of the following members:
- (I) The Bishop and the Bishop Coadjutor if there be one;
 - (II) A member of the Standing Committee elected by that Committee.
 - (III) The Treasurer of the Diocese; and
 - (IV) Four - Eight persons, half in the clergy order and half in the lay order, adult members of the Episcopal Church and residents of the Diocese, elected by the Diocesan Convention, each to serve for a three year term beginning at the close of the Convention at which elected and until his or her successor is elected.
 - (V) Three persons, adult members of the Episcopal Church and residents of the Diocese of either the clerical or lay order, one elected by the Convention on nomination of the Bishop each year, to serve a term of three years beginning at the close of the Convention at which elected and until his or her successor is elected.

- (VI) Provided, however, that no member elected by the Convention under paragraph (iv) may serve for more than two successive full terms.
- (b) Vacancies in the membership of the Board elected under paragraph (iv) of subsection (a) shall be filled for the unexpired term by election of the Diocesan Convention (on nomination of the Bishop if the previous occupant of the office was so nominated), provided that a vacancy occurring between meetings of the Convention may be filled until the next meeting of the Convention by the remaining members of the Board.

Sec. 3. The members of the Board shall be the Trustees of "The Diocese of Central New York".

Sec. 4. The Bishop shall be the President and presiding officer of the Board. The Board shall choose, from time to time, one of its members to be Vice President and another person, who need not be a member of the Board, to be its Secretary, each to serve at the pleasure of the Board.

Sec. 5. The Board shall meet at stated intervals but at least four times a year, and at such other times as the Bishop or the Board may determine.

Sec. 6. The Board shall organize itself into such Committees of the Board, and other committees and other subgroups as it may determine appropriate for the discharge of its responsibilities, including Committees on Finance, Ministry Support, Investment, and Property. The Finance Committee shall be the Diocesan body contemplated by the Canons of the General Convention. Other committees shall be established as determined by the Board. The charge, scope and operating methods of all such Committees and other committees shall be set by the Board.

Sec. 7. The Board shall adopt Bylaws for its governance and the conduct of its affairs. The Board may adopt procedures for the election of members as it deems appropriate in order to provide for wider geographical representation.

Sec. 8. The Board shall present to each Diocesan Convention, a report of its activities, including a written report by appropriate category of all moneys and other property received and all moneys expended. The Board shall also cause to be prepared for publication in each Journal of the Convention a table by Districts of all parishes in the Diocese, showing the Diocesan Mission Apportionment (including the mandatory portion) and the pledge of each parish. Information concerning the amount of aid given to parishes shall be available from the Diocesan financial office.

Canon XII. Commission on Ministry

Sec. 1. At each Annual Convention of the Diocese, subject to confirmation by the vote of the Convention, the Bishop shall nominate a Commission on Ministry to consist of not less than six nor more than twenty persons, one half of whom shall be of the lay order and one half of whom shall be of the clerical order, who shall hold office until their successors are nominated and confirmed. The term shall be three years and members may be reappointed for subsequent terms. The Bishop's nominations shall represent the diversity of the diocese. Vacancies occurring between conventions shall be filled by the bishop with the consent of the Standing Committee. The chair of the commission is appointed by the bishop. The Commission shall create its own Rules of Order and/or By-Laws for its own governance, not inconsistent with the canons of The Episcopal Church and of this diocese.

Sec. 2. It shall be the duty of this Commission on Ministry to assist the Bishop in all matters pertaining to lay and ordained Ministry in accordance with the Constitution and Canons of the General Convention of this Church.

Canon XIII. Diocesan Corporations

Sec. 1. The Diocese of Central New York. The members of the Diocesan Board shall be the trustees of the corporation.

Sec. 2. The Foundation of the Diocese. The directors of the corporation shall be not less than seven nor more than twenty-five persons, as prescribed in the By-laws of the corporation, elected by the Convention annually on nomination of the Bishop (or Ecclesiastical Authority). The Bishop and the Bishop Coadjutor, if there be one, shall be ex-officio directors of the corporation. Vacancies in the Board of Directors shall be filled for the unexpired term by a majority of the remaining directors.

Sec. 3. Unified Investment Fund. The members of the Diocesan Board shall be the directors of the corporation.

Sec. 4. A person may serve as a trustee of one or more or all of the diocesan corporations at the same time.

Canon XIV. Chancellor of the Diocese

The Bishop may nominate for the approval of the Convention a person or persons skilled in ecclesiastical and civil law to be the Chancellor or Vice-Chancellor of the Diocese, who shall act as legal advisers and counselors to the Bishop, the Standing Committee, and the Convention, when called upon to do so, and advisor to the Diocesan Board and its Committees. It shall also be their duty to review any proposed amendments to the laws of the State which affect the Religious Corporations Law or the property interests of the Church and to cooperate with the

representatives of the other Dioceses of the State in securing the passage or defeat of such proposed amendments, after reference to the Convention whenever appropriate.

Canon XV. Budget of the Diocese and the Diocesan Mission Apportionment

Sec. 1. The Diocesan Board shall prepare an annual budget for consideration by the Diocese. Expenditures shall be divided into mandatory and non-mandatory categories.

- (a) Expenditures identified as mandatory shall include only those items of expenditures deemed appropriate:
 - (i) to the discharge of the Ecclesiastical functions of the Office of the Episcopate in the Diocese; to the conduct of the Diocesan Convention and to the participation of the Diocese in the General Convention and in the Provincial Synod, and in the Lambeth Conference; and to the payment of financial support of the Episcopal Church. All such financial support provided by the Diocese to the Episcopal Church shall be consistent with resolutions adopted by General Convention.
- (b) Mandatory expenditures shall be identified by a separate tabulation, or equivalent means. The mandatory expenditures shall be met from endowment income restricted to these purposes and the mandatory portion of the Diocesan Mission Apportionment assessed upon each parish.
- (c) All other Diocesan expenditures shall be non-mandatory.

Sec. 2. The Diocesan Board, as a first step, shall prepare a draft unified budget. Such a draft budget shall be presented to all Members of Convention by mail and or by electronic communication; and as appropriate, by pre-convention-meetings in the Diocese; to facilitate, review and respond.

Sec. 3. Thereafter the Diocesan Board shall prepare a proposed unified budget and shall submit such budget to the Diocesan Convention.

Sec. 4. The Diocesan Convention may make changes to the proposed budget by a two-thirds vote of its members present and voting. On approval by the Convention, the budget so approved shall become the budget for the Diocese for the ensuing calendar year, provided however, that the Diocesan Board shall have authority from time to time to make such adjustments thereto, as to items of either income or expenditures or both, as it deems necessary and appropriate to accommodate changes that occur after the approval by the Convention.

Sec. 5. After approval of the budget by Diocesan Convention, the Diocesan Board shall have authority and responsibility to determine, and thereafter to adjust, the Diocesan Mission Apportionment of each of the parishes of the Diocese to fund the budget and to designate the

portion thereof that shall be mandatory. In making such apportionment the Board shall use a uniform percentage applied to the average of the income of each parish for the preceding three years, provided that in determining the non-mandatory portion of the apportionment the percentage may be set higher to compensate for predictable shortfalls based on historical giving patterns. Income shall be defined as all parish income, including but not limited to, income from pledges and plate collections, net receipts from special parish projects, and investment income, but excluding income or receipts designated for non-operating expenses or for purposes external to the parish, and shall not include proceeds from the sale of property, receipts from capital drives, loans, diocesan aid or shared clergy compensation received from another religious body, or gifts or bequests designated for capital improvements or as trust principal by the donor or by the vestry in the year of such receipt. The Board shall inform the parishes of the apportionments so made.

Sec 6. The Diocesan Board shall have authority and responsibility to make expenditures of Diocesan monies in accordance with the budget as approved by the Diocesan Convention and subsequently adjusted by the Board.

Canon XVI. Church Pension Fund

Sec. 1. The Treasurer of the Diocese shall provide for the annual payment of the premiums assessed on salaries paid directly by the Diocese to the Bishops and other clergy employed by the Diocese.

Sec. 2.

- (a) The Secretary of the Convention, whenever required, shall furnish or cause to be furnished to the Church Pension Fund the canonical roll of the members of the clergy of this Diocese, and of the members of the clergy canonically belonging to other dioceses who may be licensed to officiate in this Diocese, with a statement of the stipends received by each from any parish or other Ecclesiastical organization in the Diocese.
- (b) The Secretary shall inform the Church Pension Fund or cause it to be informed of the members of the clergy and surviving spouses and minor orphans of members of the clergy canonically connected with this Diocese, who may be entitled to receive pensions from the Church Pension Fund.

Sec. 3. Every member of the clergy receiving a stipend or stipends and every parish or other Ecclesiastical organization in the Diocese paying a stipend or stipends, shall furnish a statement of such stipend or stipends to the Treasurer of the Diocese whenever the Treasurer of the Diocese shall, in writing, ask for such statement, and shall furnish to the Treasurer of the Diocese a statement of such stipend or stipends and the name and address of the treasurer and

the name of the rector or priest-in-charge whenever there occurs any change in such stipend, treasurer, rector, or priest-in-charge.

Canon XVII. The Fiscal Year and Reports to the Convention

Sec. 1. The fiscal year of the Diocese shall begin on the first day of January in each year, and the Treasurer of the Diocese and all trustees having in charge any funds belonging to the Diocese shall make their reports annually to the Secretary of Convention at least four months before the meeting of the Convention in each year.

Sec. 2. All special committees appointed by one Convention to report to the next Convention shall send their report to the Secretary to Convention at least four months before the meeting of the Convention in each year.

Canon XVIII. Episcopal Offerings

At the Episcopal Visitations, each parish shall take an offering, which shall be given to and used at the discretion of the Bishop.

Canon XIX. Districts of the Diocese

Sec. 1. The Diocese shall be divided into Districts, the number and boundaries of which may be changed from time to time by the Bishop, after consultation with the Districts involved, and with the advice and consent of the Diocesan Board.

Sec. 2. It shall be the responsibility of each District, in concert with the Diocesan Board, to undertake and coordinate regional ministries that fall predominantly within the District. The Dean shall report thereon as required by the Diocesan Board.

Sec. 3. Each District shall meet in Convocation at least once in each year, prior to Diocesan Convention. The members of each Convocation shall include the members of the clergy and shared community pastors resident in the District and such number of lay delegates representing each parish within the District as the District shall determine. Such lay delegates shall be chosen in the manner determined by the governing body of the parish.

Sec. 4. The principal officer of each District shall be the Dean, who shall be appointed by the Bishop, from the members of the clergy of the District. The Dean shall take office immediately

upon appointment, and shall serve at the pleasure of the Bishop. The Dean shall have such responsibilities as may be required by the Bishop and the Board.

Sec. 5. Each District, meeting in Convocation, may make by-laws, not inconsistent with the Canons, for the conduct of its own affairs.

Canon XX. Parishes, Missions and College Chapels

Sec. 1. Parishes.

- (a) One or more groups of Episcopalians, whether or not incorporated, (joined in appropriate instances with other Christians) shall be a parish when so certified and admitted into union by a majority vote of the members of the Convention present and voting. The application for such certification and admission shall be filed with the District Dean where the applicant is located. The application, with a report of the action taken thereon by the Dean, shall be forwarded to the Bishop within ninety days after the filing thereof. Thereafter, within one hundred twenty days of receipt, it shall be forwarded with advice of the action of the Bishop thereon to the next Convention of the Diocese for final action by such Convention. The distinctions between parishes and missions shall be eliminated except to the extent required by the Canons of General Convention and the Religious Corporations Law of the State of New York.
- (b) A parish in union with Convention shall continue to be in union unless it is determined by Convention that the parish has failed to conduct regular worship services, or has failed to maintain an organized Vestry which meets regularly, or has failed for three consecutive years to meet its pledge for General & Diocesan Work of the Church as accepted by the Vestry, or is failing to make a good faith attempt to compensate its clergy at or above the guidelines adopted by Convention. A recommendation may be submitted to Convention by the Bishop, together with the Standing Committee, that a determination be made that a parish is no longer in union with Convention; furthermore, the Convention vote to terminate requires a two-thirds majority.
- (c) The Bishop may suggest a parish self-study at any time for the purpose of developing programs to assist the parish.
- (d) No certificate of consent to the incorporation of a parish shall be given by the Bishop or by the majority of the Standing Committee unless the applicant for such consent shall then be a certified parish admitted into union with the Convention as provided in Section 1 or 2 of this Canon.
- (e) Whenever hereafter any parish shall neglect to make the annual parochial report, and to forward the same to the Secretary of the Convention as required by Canon XXII.5, the Committee on Credentials of Lay Delegates shall so report to the Convention, and such parish shall be denied representation in the Convention of that year; except that, because of unusual circumstances explained to the Convention, such parish may be admitted to representation by a majority vote of the members of the Convention present and voting.

- (f) Each parish desiring financial aid from the Diocese shall make application therefore to the Diocesan Board.
- (g) No parish shall establish a new place of worship without the consent of the Bishop and the Standing Committee after consultation with the Dean and the District Council, if there be one.
- (h) No parish shall encumber or alienate any real property, or any interest therein, other than by lease for not more than five years, without the consent of the Bishop and the Standing Committee and leave of Court as required by Sec. 12 of the New York State Religious Corporations Law.
- (i) The qualified voters at any election or special meeting of a parish shall be those persons of full age belonging to the parish, who have been baptized and are regular attendants at worship and contributors to its support for at least twelve months prior to such election or special meeting, or since the establishment of the parish. In any parish which has so determined in the manner provided in section forty-six of the Religious Corporations Law, persons of less than full age, but of the age of sixteen years or more and having the other qualifications of this section, shall also be qualified voters and eligible to be elected members of the vestry and, if confirmed communicants or received in the Episcopal Church, wardens.
- (j) Parish Meetings.
 - (i) Annual Election and Meeting. The annual election and meeting of each parish shall be held on the day, either a Sunday or a secular day, fixed by the vestry.
 - (ii) Special Meetings. Special meetings may be held on any Sunday or secular day fixed by the vestry.
 - (iii) Notice. Notice of each annual election and meeting and of any special meeting shall be read by the priest-in-charge, or if there be none or he or she be absent, by the officiating minister or by a warden, on each of the two Sundays next preceding such annual election and meeting or special meeting, in the time of divine service, or, if for any reason, the usual place of worship shall not be open for divine service, the notice shall be posted conspicuously on the outer door of the place of worship for two weeks next preceding the annual election and meeting or special meeting. Such notice shall specify the place, day and hour of holding the annual election and meeting or special meeting. The notice should also specify the manner of conducting the annual meeting, whether in-person or via electronic means. The notice of each annual election and meeting shall also specify the number and terms of office of each warden and the vestry persons whose terms of office shall then expire, or whose office shall then be vacant for any cause, and the office for which each such officer is to be then elected. The notice of any special meeting shall specify the matter or question to be brought before such meeting and no matter or question not specified in such notice shall be acted on at such meeting.
 - (iv) Presiding Officer. The presiding officer of each annual election and meeting or special meeting shall be the priest-in-charge of the parish, if there be one, or if there be none or he or she be absent, one of the wardens elected by a majority of the qualified voters present, or if no warden be present, a vestry person

elected in like manner. Such presiding officer shall be the judge of the qualifications of voters, shall receive the votes cast, and shall declare the result of the votes cast.

- (v) Action. The action of an annual election and meeting or special meeting on any matter or question shall be decided by a majority of the qualified voters present and voting thereon. The polls of an election shall continue open for one hour and longer, in the discretion of the presiding officer, or if required by a majority of the qualified voters present and voting. The wardens and vestry persons shall be elected by ballot from qualified voters at the meeting, and no person shall be eligible for election as a warden unless he or she is also a confirmed communicant in the Episcopal Church, or be eligible for election as a vestry person unless he or she shall have been baptized.
- (k) Vestry.
- (i) The vestry shall consist of three, six or nine vestry persons as shall be determined by the parish at any annual or special meeting and of two wardens. At each annual election after the initial election of the vestry, one warden shall be elected to hold office for two years, and one-third of the total number of vestry persons of the parish shall be elected to hold office for three years. Each warden and vestry person shall hold office after the expiration of his or her term until his or her successor shall be chosen.
 - (ii) The vestry of an unincorporated parish shall have the powers, discretion, and responsibilities corresponding to the extent applicable, to those of the vestry of an incorporated parish, and shall likewise be subject to corresponding limitations.
- (l) Other Form of Organization. Notwithstanding any other provision hereof, any unincorporated parish may propose such other or different provision for its own organizational structure and operation as it shall deem appropriate. Any such proposal shall be submitted to the District Dean, the Bishop and the Convention in the same manner as an application for certification as a parish in union with the Convention under the provisions of Section 1 of this canon, and the organizational structure and operation of such parish shall conform to the action of the Convention.
- (m) When any real estate is acquired or to be acquired for an unincorporated parish, "The Diocese of Central New York" shall have the power to take and hold bare legal title thereto for the benefit of such parish subject to its direction and control as to the acquisition, use and disposition of such property. All expenses incident to the acquisition, management, maintenance and disposition of such property shall be borne by such parish. In the event that an unincorporated parish on re-examination pursuant to the provisions of Section 1 Paragraph (b) of this Canon is not recertified, "The Diocese of Central New York" shall have the power to make such disposition of any real property, title to which shall have been held by it for the benefit of such former parish (and of the proceeds of any disposition of such property) as to it shall seem appropriate, subject to the directions of the Convention contained in its determination not to recertify such former parish.

Sec. 2. Missions:

- a) A group of Episcopalians who desire to organize a congregation, but who are unable to meet all of the requirements of a parish as described in Section 1 of this Canon, may be constituted a Mission by the Bishop or Ecclesiastical Authority, with the advice and consent of the Standing Committee. Application for such status shall be accompanied by a certificate of endorsement of the District in which such group proposes to worship, it being the responsibility of the group to obtain such certificate. A list of all Missions shall be published annually in the Journal of the Convention of the Diocese. Upon the request of any Parish, or the failure of any parish to meet all the requirements of Section 1 of this Canon, or upon the request by a Parish for direct aid from the Diocesan Budget, the Bishop or Ecclesiastical Authority, with the advice and consent of the Standing Committee, may change the status of such Parish to that of a mission. Any action taken under this section shall be reported in the Journal of the next succeeding Convention as one of the official acts of the official taking the action.
- b) The clergy in charge of a Mission shall be called the Vicar.
- c) Each Mission shall be under the supervision of the Bishop or the Ecclesiastical Authority and, subject to the approval of the Bishop or Ecclesiastical Authority, may adopt such procedures for the conduct of its affairs as it deems appropriate. Each Mission shall have a Bishop's Council instead of a vestry. The Bishop's Council shall carry out the duties and responsibilities of a vestry as set forth in Canon ___ herein.
- d) Each Mission shall be entitled to Lay and Clerical representation in the Diocesan Convention as is afforded to Parishes.
- e) Each Mission shall submit an Annual Parochial Report, or at the direction of the Bishop or Ecclesiastical Authority, prepare a report of such form and content as the Bishop may prescribe.
- f) Each Mission shall qualify under the Canons of the General Convention as a congregation for the purposes of sponsoring members of the congregation for Holy Orders.
- g) A Mission seeking status as a parish must signify its desire to attain that status at a duly called Diocesan Convention by applying for Parish status pursuant to Section 1(a), above. The application must contain the proposed name for the Parish, a certification that the requirements of Section 1(a) of this Canon are met, the name and address of the supervising Clergy, the address or addresses of the place or places of worship, and a copy of the current budget. The application shall be accompanied by certificates of endorsement from the District in which the Mission provides a place of worship and from the Diocesan Board. It is the responsibility of the Mission to obtain such certificates.

Sec. 3. College Chapels

- a) Diocesan College Chapels may be established on the campus of a University or College situated within the Diocese for the expressed purpose of ministry and chaplaincy to the students, faculty and staff of that University or College. A majority of its Vestry or other Representative Body must be composed of persons who are adult members of the Episcopal Church as defined in the Canons of the General Convention and if a majority of its Vestry, or other Representative Body, is composed of adult members of the Episcopal Church as

described above, at least one of whom serves as one of the Wardens, Chair or other leader of the Representative Body, the Diocesan College Chapel shall have the following privileges:

- (I) Each Diocesan College Chapel shall have the right, by whatever procedure it may choose, to designate one adult student Lay Representative to the Convention of the Diocese, which representative shall be a full member of Convention and shall have full privileges of the floor and vote.
- (II) Each Diocesan College Chapel shall qualify under Canons of the General Convention as a congregation for the purpose of sponsoring members of the congregation for Holy Orders.

Canon XXI. Registers, Parochial Reports and the Removal of Communicants from One Parish to Another

Sec. 1. The Register, in which the clergy is required by the Canons of the General Convention to record all Baptisms, Confirmations, Marriages, Burials and the names of Communicants, shall be provided at the expense of the congregation and shall be in the custody of the-clergy or warden if there is no clergy, for the purpose of such record. Every Register, when it has been filled, shall be carefully preserved by the governing body as a part of the records of the congregation.

Sec. 2. The record in the Register shall specify the names and dates of birth of children baptized, with the names of parents and sponsors; the names of adults baptized and their chosen witnesses; the names of persons confirmed or received; the names of parties married and of two or more witnesses of the marriage, and the place where the marriage was solemnized; the names of persons buried; and also the date when each Rite was performed. The-Register shall also contain a list of the families and adult persons of the congregation as far as practicable.

Sec. 3. The governing body of a congregation shall be jointly responsible with the clergy for an accurate record of communicants and baptized persons resident in the congregation and that the record be available at the annual election of the congregation and be submitted to the Bishop at the time of the Bishop's Visitation, together with such changes as have occurred since the previous report.

Sec. 4. No name shall be removed from the lists of communicants in the congregation except by: (1) death, (2) removal by issuance of a certificate of membership or letter of transfer, or (3) disciplinary action by competent Authority. There shall be indicated on the list of communicants those (a) whose domicile is unknown and (b) who live in the community but are inactive.

Sec. 5. In order that the annual Parochial Report of the clergy of congregations in this Diocese may contain the information which is required by the Canons of the General Convention, such

annual reports shall be submitted in accordance with the form authorized by the General Convention, on or before March first in each year.

Sec. 6. In every case where a congregation is without clergy, the Register required by this Canon shall be kept by the governing body thereof, or by some person appointed by the governing body whose duty it shall also be to prepare and submit the annual Parochial Report.

Sec. 7. No clergy-in-charge of any congregation in the Diocese shall receive as a regular communicant, or enter upon the list of communicants the name of any person who has been a communicant in any other parish without a certificate of membership or letter of transfer from the parish to which the communicant last belonged, provided the communicant was in good standing in their last parish and except, however, if it shall appear that a communicant not under censure of Ecclesiastical discipline has not received a certificate to the list of communicants in the new parish, and written notice of this action shall be sent to the former parish.

Canon XXII. Parishes and Diocesan Properties

In conformity and consistent with the provisions of the Canons of the General Convention, it is hereby explicitly reaffirmed that all real and personal property held by or for the benefit of any mission, chapel, or congregation located in the Diocese of Central New York is held in trust for the Episcopal Church and The Diocese of Central New York. The existence of this trust, however, shall in no way limit the power and authority of the parish, chapel, or congregation, or the power and authority of the Trustees of the Diocese holding title thereto, otherwise existing over such property so long as the particular mission, chapel, or congregation remains a part of, and subject to, The Episcopal Church and the Diocese of Central New York and the Constitution and Canons of each of them.

Sec. 1. Subject to the provisions of Section 2 of this Canon, a priest who is canonically elected rector of a parish and the vestry that elects such priest may, with consent of the Ecclesiastical Authority of the Diocese, at the time of such election enter into a written agreement specifying the term for which the priest is to serve as rector of the parish. Not earlier than six months nor later than three months prior to the expiration of the term agreed on, the rector and the vestry may, with the consent of the Ecclesiastical Authority of the Diocese, by written instrument further extend the term for which the priest is to serve as rector. Subsequent extensions may similarly be made. The failure of either the priest or the vestry to agree to any such extension at least three months prior to the expiration of the term previously agreed on or extended shall constitute a failure to agree on any further extension.

Sec. 2. Notwithstanding the provisions of Section 1 of this Canon, the provisions of the Canons of the General Convention concerning dissolution of the pastoral relation (as amended from time to time) shall apply in this Diocese in the event no agreement is made pursuant to Section 1

of this Canon and as well during the term of any agreement so made or extended, but the relevant provisions of the Canons of General Convention shall not apply to preclude dissolution of the pastoral relation at the end of the term so agreed on or extended.

Canon XXIII. Calling of a Priest

Sec. 1. Whenever a parish is without clergy it shall be the duty of the governing body to give immediate notice thereof to the Bishop. The procedures to be followed in calling a priest shall comply with the requirements contained in the Canons of the General Convention and otherwise shall conform to the process therefore prescribed from time to time by the Bishop. If a call shall be extended to a member of the clergy of this Church, there shall be included an agreement of the governing body to pay the premiums as assessed by the Church Pension Fund.

Sec. 2. Whenever a parish is without, the Bishop shall provide a list of potential supply clergy who are licensed to officiate in this Diocese along with the current compensation guidelines for supply clergy.

Canon XXV. Ecclesiastical Discipline

Section 1. Adoption of Title IV of the Canons of the General Convention.

Those provisions of Title IV of the Canons of the General Convention that are applicable to the Diocese are hereby incorporated as part of this Canon. To the extent, if any, that any provisions of this Canon are inconsistent with the provisions of Title IV, the provisions of Title IV shall govern.

Sec. 2.

- (a) There shall be a Disciplinary Board, elected by the Diocesan Convention, consisting of nine (9) members; five (5) of whom shall be clergy, retired or active, canonically and geographically resident in the Diocese, and four (4) of whom shall be Adult Communicants in Good Standing and geographically resident and domiciled in the Diocese. The members of the Board shall be elected for three (3) year terms, arranged in three (3) classes, and serve no more than two (2) consecutive, three (3) year terms. The term shall begin at the close of Convention. No member shall be eligible for reelection for one (1) year after two (2) consecutive terms.
- (b) Vacancies on the Disciplinary Board shall be filled as follows: Upon the determination that a vacancy exists, the President of the Board shall notify the Bishop Diocesan of the vacancy and request appointment of a replacement

member of the same order as the member to be replaced. The Bishop Diocesan, with the advice and consent of the Standing Committee, shall appoint a replacement Board member who meets the same eligibility requirements as apply to elected Board members. This person will serve until the next Diocesan Convention at which time the position will be filled by the election of Convention for the balance of the term of the replaced Board member. A Board member may be removed from office by the Bishop Diocesan, with the advice and consent of the Standing Committee, whenever in the judgment of the Bishop Diocesan the best interests of the Diocese would be served thereby.

- (c) Within sixty (60) days following the annual Convention, the Disciplinary Board shall convene to elect a President from among its members to serve until the next Annual Convention. Education and training in the requirements of Title IV shall be conducted within the same period under the Direction of the Bishop Diocesan.

- (d) In any proceedings under Title IV, if there is any member of a Conference Panel or Hearing Panel that becomes aware of a personal conflict of interest or bias, that member shall immediately notify the President of the Board and request a replacement member of the Panel. Respondent, Respondent's Counsel and the Church Attorney shall have the right to challenge any member of a Panel for conflict of interest or undue bias by motion to the Panel for disqualification of the challenged member. The members of the Panel not the subjects of the challenge shall promptly consider the motion and determine whether the challenged Panel member shall be disqualified from participating in that matter.

Sec. 3.

- (a) The Intake Officer is the initial Diocesan contact person regarding the reporting of Offenses involving possible ecclesiastical discipline. Consistent with Title IV of the Canons of General Convention, the Intake Officer shall submit a written intake-report, copied to the Reference Panel and the Church Attorney.
- (b) There shall be two Intake Officers, of different genders, in the Diocese, one of which to be a member of the clergy and the other of the lay order. The responsibilities and authority of the Intake Officer are limited to this Diocese. Neither the Bishop Diocesan nor the Church Attorney, nor any member of their respective staffs, shall serve as Intake Officer.

Sec. 4. The Bishop Diocesan, in consultation with the Standing Committee, shall appoint, on an annual basis, an attorney or attorneys to serve as Church Attorney (s). The person (s) so selected must be a duly licensed attorney in the State of New York. No person serving as Chancellor, Vice Chancellor or member of the Standing Committee, or any attorney affiliated in the practice of law with said persons, shall be eligible to serve as Church Attorney. Payment to the Church Attorney shall be pursuant to a written Retainer Agreement with the Diocese. In the course of his or her duties the Church Attorney may also consult with the President of the Disciplinary Board. A Church Attorney may be removed from office by the Bishop for cause, after the Church Attorney has had an opportunity to be heard by the Standing Committee. A

vacancy in the office of Church Attorney shall be filled by the Bishop in consultation with the Standing Committee.

Sec. 5. Any meeting required under these disciplinary canons, other than a hearing at which evidence may be taken or examined, may be conducted in person or through telephonic or other electronic communications equipment by means of which all persons participating in the meeting can communicate with each other at the same time.

Supplement

Rules of Order

For conducting the business of the Convention of the Diocese.

First Day

- I. On the first day the order of business shall be:
 - A. After opening prayers, the Presiding Officer having taken the chair, the Presiding Officer shall be informed of the presence or non-presence of a quorum, the knowledge of which shall be obtained from the registration of the clergy and lay delegates immediately before the opening of Convention, which registration shall be the responsibility of the Secretary or Assistant Secretary of the prior Convention, or if there be neither, the Chancellor or Vice Chancellor of the Diocese.
 - B. If a quorum is found in attendance, via, at least twenty clerical members entitled to vote in the Convention, and delegations from at least twenty parishes, the Presiding Officer shall declare the Convention duly organized for business.
 - C. The Secretary shall be elected, who may nominate one or more Assistant Secretaries to be approved by the Convention.
 - D. The Diocesan Board shall report its recommendations on requests to remit arrearages to the mandatory portion of Diocesan Mission Apportionment, and action thereon shall be in order.
 - E. The Committee on Credentials of Lay Delegates shall make its report, which shall include the number of parishes entitled to representation in the Convention, including the number of parishes which have been late in filing their Annual Parochial Report for the prior year but which have accompanied their late Reports with letters of explanation, thereby admitting them to representation. The Report shall also include the names of parishes which have failed to file a Parochial Report or to accompany a late Report with a letter of explanation. If unusual circumstances for such failure are explained, action shall be in order by a majority vote of the members of Convention present and voting to admit any of such parishes to Convention.
 - F. The Presiding Officer shall report the announcement of the schedule and agenda of the Convention as contemplated by General Rule A.
 - G. The Diocesan Unified Budget recommended by the Diocesan Board shall be presented by the Treasurer or by a member of the Board, with any comments deemed appropriate.
 - H. The Bishop shall deliver an Annual Report, unless another time for its delivery has been determined by the Bishop.

- I. The Bishop Coadjutor, if there be one, and the Bishop Suffragan, if there be one, shall deliver their addresses unless the Bishop has designated another time for their delivery.
- J. Resolutions shall be presented and referred to appropriate committees, or placed on the Convention Agenda without debate, but any resolution by unanimous consent may be acted on at this time.
- K. The Presiding Officer, or the person designated by the Presiding Officer, shall announce the procedures for nominations and elections (see Canon XVI).
- L. The Secretary shall report all nominations made pursuant to Canon XVI for offices to be filled by election of the Convention.
- M. Additional nominations may be made from the floor of Convention.
- N. The Presiding Officer shall appoint tellers.
- O. The Presiding Officer shall make a last call for resolutions.
- P. The polls shall be opened and voting will proceed.

Second Day

- II. On the second day the order of business shall be:
 - A. The Committee on Memorials of Deceased Clergy shall make its report.
 - B. The memorial list of members of the Diocese shall be read.
 - C. An abstract of the proceedings of the Standing Committee of the Diocese shall be submitted.
 - D. Reports, including a statement of unfinished business and any special communication to the Convention, shall be made by the Secretary.
 - E. The Treasurer of the Diocese shall report.
 - F. Action shall be taken on the proposed Diocesan budget.
 - G. Committees of Convention shall make reports, which may be by title and action shall be taken there on, as appropriate.
 - H. Diocesan units and groups shall make reports and presentations, and action thereon taken as appropriate.
 - I. The Resolutions Committee shall make its report and action shall be taken thereon.
 - J. The Elections Committee shall make its report.
 - K. Unfinished business shall be considered.
 - L. Members of the Diocesan Board and of other Diocesan bodies shall be elected.
 - M. Appointments shall be made to standing committees of the Convention.
 - N. Announcements.
 - O. Adjournment.

Subsequent Days

- III. On any subsequent day the order of business shall be the disposal of the unfinished business of the Convention in the order above prescribed for the Second Day; the

business, if any, however, which was under consideration at the time of adjournment of the Convention shall be disposed of first.

General Rules

- IV. The following general rules shall apply to the Convention:
- A. The schedule and agenda of the Convention shall be determined by the Presiding Officer and to the extent practicable shall be announced prior to the opening of the Convention. The Convention shall have the right, however, by a vote of two-thirds of the members of the Convention present and voting to modify or change such schedule or agenda or both, or to adopt a schedule or agenda or both.
 - B. The procedures for nominations and elections to be made by the Convention shall be as follows:
 1. Each person in the clerical and in the lay order whose name appears in the brochure forwarded to the members of the Convention by the Secretary in conformity with the provisions of Canon XVI, Section 3, Paragraph (c) shall be deemed thereby to have been duly nominated for the office so indicated, and no member of the Convention shall be recognized to speak from the floor in his or her behalf.
 2. Additional nominations may be made from the floor, in which event not more than one member of Convention shall be recognized to speak for not more than one minute on behalf of each additional nominee, and the content of such nominating speech shall be limited as provided in Canon XVI, Section 3, Paragraph (b), Subparagraph (ii).
 3. The Presiding Officer shall appoint tellers, one for each order for each ballot box, together with a chair of tellers, who shall tally the votes of the Convention and report the results thereof.
 - C. Resolutions may be offered to the Convention only by members of the Convention or by its committees. Resolutions of members of the Convention shall be presented no later than the end of the first session of the first day of Convention, unless later presentation is authorized by a vote of two-thirds of the members of the Convention present and voting. All resolutions shall be referred to the Resolutions Committee for review and report, except that resolutions presented by a committee of Convention need not be so referred. When a special committee has been assigned responsibility for a particular subject at Convention, all resolutions relating to that subject shall, on recommendation of the Resolutions Committee Chair, be referred to such special committee for its review and report. Each resolution presented by a committee of Convention, or being reported by a special committee thereof, shall first be submitted to the Resolutions Committee Chair for review and comment as to form and procedural aspects.

- D. Every member of the Convention present who is entitled to vote when a question is stated by the Presiding Officer shall vote thereon unless excused by the Convention.
- E. No motion shall be put or debated until it is seconded, and when seconded it shall be stated by the Presiding Officer before the debate; and every motion shall be reduced to writing when required by the Presiding Officer or requested by any member of the Convention.
- F. If the question in debate contains several distinct propositions, at the request of any member of the Convention the question shall be divided.
- G. When a question is under debate, no motion shall be received, except to vote immediately, to lay it on the table, to postpone it indefinitely, to postpone it to a certain time, to commit it, to amend it, and motions for any of these purposes shall have precedence in the order here set forth. A motion to adjourn shall always be in order when no member of the Convention is speaking, and shall be decided without debate, and if it be defeated shall not be renewed until some other business has intervened.
- H. A motion to lay on the table shall be decided without debate; but any matter thus laid on the table maybe called up again during the same Convention on the motion of any member of the Convention who voted in the affirmative.
- I. On the question being put by the Presiding Officer it shall be determined in the manner prescribed by the Presiding Officer; but at the request of any member of the Convention a count of the votes shall be taken, and tellers for that purpose shall be appointed by the Presiding Officer, or at the request of any ten members of the Convention prior to a decision by count, the ayes and nays shall be taken by calling the names of the clerical members and of the lay delegates of the parishes represented, and the votes shall be entered on the minutes.
- J. At the request of any ten members of the Convention the ayes and nays shall be taken by orders and when so taken they shall be entered on the minutes, and the concurrence of a majority in each order of those present and voting shall be required for adoption.
- K. No member of the Convention or person entitled to the privilege of the floor shall speak more than twice for more than five minutes on each occasion on the same question without leave of the Convention, except that this Rule shall not limit the presentation of reports on behalf of committees or Diocesan units.
- L. A question that has been decided shall not be reconsidered during the same Convention without the consent of two-thirds of the members of the Convention present and voting, nor without the motion for that purpose being made by a member of the Convention who voted in the majority on the prior decision; nor shall any question be reconsidered more than once.
- M. All reports of committees shall be in writing and shall, on reading or presentation, become the property of the Convention without any motion for acceptance, and any report recommending action by the Convention shall be accompanied by a proposed resolution.

- N. At each Diocesan Convention the privilege of the floor shall be extended to the Sisters of St. Margaret, to members of the clergy licensed to officiate in the Diocese and to all official youth representatives and members of WINGS for Youth or other similar organization designated by the Bishop. Official youth representatives shall be invited to sit with their parish delegates.
- O. All special committees shall be appointed by the Bishop unless otherwise directed by the Convention in which case they shall be designated by majority vote of the members of the Convention present and voting.
- P. Smoking shall not be permitted in the room or other facility in which the Convention is held.

Extracts from the Laws of New York State

Note: Only selected statutory provisions are reprinted in this Supplement. In some instances only the relevant portions of sections are included. For the complete texts it is suggested that reference be made in the statutes themselves.

The Religious Corporations Law

Article 2. General Provisions

- Section 5. General powers and duties of trustees of religious corporations
 - 5a. Investment of funds
 - 12. Sale, mortgage and lease of real property of religious corporations

Article 3. Protestant Episcopal Parishes or Churches

- Section 40. Meeting of incorporation
- 41. Certificate of incorporation
- 42. Corporate trustees, vestry; powers and duties thereof
- 43. Annual elections and special meetings of incorporated Protestant Episcopal parishes
- 44. Changing the number of vestrymen of Protestant Episcopal churches hereafter Incorporated
- 45. Changing date of annual election, number and terms of office of church-wardens in Protestant Episcopal churches heretofore incorporated
- 46. Changing the qualifications of voters and the qualifications of wardens and vestrymen
- 48. Legacies
- 49. Eligibility of certain minors as lay delegates and to vote and hold office

5. General powers and duties of trustees of religious corporations

The trustees of every religious corporation shall have the custody and control of all the temporalities and property, real and personal, belonging to the corporation and of the revenues there from, and shall administer the same in accordance with the discipline, rules and usages of the corporation and of the ecclesiastical governing body, if any to which the corporation is subject, and with the provisions of law relating thereto, for the support and maintenance of the corporation, or providing the members of the corporation at a meeting thereof shall so authorize, of some religious, charitable benevolent or educational object conducted by said corporation or in connection with it, or with the denomination, if any which it is connected and they shall not use such property or revenues for any other purpose or divert the same from such uses. They may transfer all or any part of the real or personal estate of such corporation to such bank or trust company organized or existing under the laws of the state of New York, or to a national banking association whose principle office is located in the state of New York as may be

designated by them or to a holding company, organized under the laws of the state of New York, of the same religious denomination, such property to be held in trust or in safekeeping or custody, to collect the income thereof and pay over the same to the trustees of such religious corporation at such times and in such manner as shall be agreed upon, and they may also, in their discretion, delegate and grant to the trustee or custodian designated by them all or any portion of the powers, responsibilities and discretionary authority possessed by them with respect to the retention and the investment and reinvestment of such property or any part thereof, and may from time to time modify such powers delegated by them or designate successor or different trustees or custodians within the limits and subjects to the regulations and restrictions contained in this section.

By-laws may be adopted or amended, by a two-thirds vote of the qualified voters present and voting at the meeting for incorporation or at any subsequent meeting, after written notice, embodying such by-laws or amendment, has been openly given at a previous meeting, and also in the notices of the meeting at which such proposed by-laws or amendment is to be acted upon. By-laws thus adopted or amended shall control the action of the trustees. But this section does not give to the trustees of an incorporated church, any control over the calling, settlement, dismissal or removal of its minister, or the fixing of his salary; or any power to fix or change the times, nature or order of the public or social worship of such church.

5-a. Investment of funds

Subject to the discipline, rules and usages of the corporation and of the ecclesiastical governing body, if any, to which the corporation is subject and subject to the limitations and conditions contained in any gift, devise or bequest,...the trustees of every religious corporation, created by or under a general or special law, may invest the funds of such corporation in such securities, investments or other property, real or personal, located within or without the state of New York, as to them shall seem advisable without being restricted to those classes of securities which are lawful for the investment of trust funds under the laws of this state...

12. Sale, mortgage and lease of real property of religious corporations

1. A religious corporation shall not sell, mortgage or lease for a term exceeding five years any of its real property without applying for and obtaining leave of the court therefore pursuant to section five hundred eleven of the not-for-profit corporation law as that section is modified by paragraph (d-1) of subsection one of section two-b of this chapter, except that a religious corporation may execute a purchase money mortgage or a purchase money security agreement creating a security interest in personal property purchased by it without obtaining leave of the court therefore.
2. The trustees of an incorporated Protestant Episcopal church shall not vote upon any resolution or proposition for the sale, mortgage or lease of its real property, unless the rector of such church, if it then has a rector, shall be present, and shall not make application to the court for leave to sell or mortgage any of its real

property without the consent of the bishop and standing committee of the diocese to which such church belongs, or execute and deliver a lease of any of its real property for a term exceeding five years without similar consent of the bishop and standing committee of the diocese to which such church belongs; but in case the see be vacant, or the bishop be absent or unable to act, the consent of the standing committee with their certificate of vacancy of the see or of the absence of disability of the bishop shall suffice....

40. Meeting for incorporation

Notice of a meeting for the purpose of incorporating an unincorporated Protestant Episcopal parish or congregation, and of electing the first churchwardens and vestrymen thereof, shall specify the object, time and place of such meeting, and shall be made public for at least two weeks prior to such meeting, either by open reading of such notice in time of divine service, at the usual place of worship of such parish or congregation, or by posting the same conspicuously on the outer door of such place of worship. Only persons of full age who have been regular attendants at the worship of such parish or congregation and contributors to the support thereof for one year next prior to such meeting, or since the establishment of such parish or congregation, shall be qualified to vote at such meeting. The presence of at least six persons qualified to vote thereat shall be necessary to constitute a quorum of such meeting. The action of the meeting upon any matter of question shall be decided by a majority of the qualified voters voting thereon, a quorum being present. The officiating minister, or if there be none, or he shall be necessarily absent, any other person qualified to vote at the meeting, who is called to the chair, shall preside thereat. Such presiding officer shall receive the votes, be the judge of the qualifications of voters and declare the result of the votes cast at such meeting. The polls of the meeting shall remain open for one hour or longer, in the discretion of the presiding officer, or if required by a vote of the majority of the voters present. The meeting shall decide whether such unincorporated parish or congregation shall become incorporated. If such decision be in favor of incorporation, such meeting shall decide upon the name of the proposed corporation; what day, either a Sunday or secular day, shall be the date of the regular annual election; whether the vestrymen thereof shall be three, six, nine, twelve, fifteen, eighteen, twenty-one or twenty-four; and shall elect by ballot from the persons qualified to be voters thereat, who have been baptized, one-third of the number of vestrymen so decided upon to hold office until the first annual election to be held thereafter, one-third of such number, to hold office until one year after such annual election, and one-third of such number, to hold office until two years after such annual election; and shall elect from such qualified voters who are communicants in the Protestant Episcopal church, two persons to be churchwardens thereof, one to hold office until such annual election, and one to hold office until one year after such annual election.

41. Certificate of incorporation

If such meeting shall decide in favor of incorporation and comply with the next preceding section, the presiding officer of such meeting and at least two other persons present and voting thereat, shall execute and acknowledge a certificate of incorporation setting forth:

1. The fact of the calling and holding of such meeting;
2. The name of the corporation as decided upon thereat;
3. The county and the town, city or village, in which its principal place of worship is, or is intended to be located;
4. The day, either on Sunday or a secular day, upon which the annual election shall be held;
5. The number of vestrymen decided upon at such meeting;
6. The names of vestrymen elected at such meeting and the term of office of each;
7. The names of the churchwardens elected at such meeting and the term of office of each.

Such certificate, when accompanied by a certificate of the bishop of the diocese within which the principal place of worship of the proposed corporation is, or is intended to be located, to the effect that he consents to the incorporation of such church, shall be filed in the office of the clerk of the county specified in the certificate of incorporation; but in case the see be vacant, or the bishop be absent or unable to act, the consent of the standing committee, with their certificate of the vacancy of the see or the absence or disability of the bishop, shall suffice.

On filing such certificate in the office of the clerk of the county so specified therein the church wardens and vestrymen so elected and their successors in office, together with the rector, when there is one, shall form a vestry and shall be the trustees of such church or congregation; and they and their successors shall thereupon, by virtue of this chapter, be a body corporate by the name or title expressed in such certificate, and shall have power, from time to time to adopt by-laws for its government. Such corporation shall be an incorporated church, and may be termed also an incorporated parish.

42. Corporate trustees, vestry; powers and duties thereof

No meeting of the vestry or trustees of any incorporated Protestant Episcopal parish or church shall be held unless either all the members thereof are present, or three days' notice thereof shall be given to each member thereof, by the rector in writing either personally or by mail, or if there be no rector or he be incapable of acting, by one of the churchwardens; except that twenty-four hours; notice of the first meeting of the vestry or trustees after an annual election shall be sufficient, provided such meeting be held within three days after the election. In the event of the rector of a parish or church refusing or neglecting to call a meeting of the vestry or trustees of any incorporated Protestant Episcopal church, on the written request of two-thirds of all the wardens and vestrymen of the parish, the clerk of the vestry shall call a meeting of the same by giving at least fifteen days' written notice to be served on each member of the vestry personally; if personal service cannot be had, then upon such member by mailing the notice to his last

known place of residence. To constitute a quorum of the vestry or board of trustees, there must be present either:

1. The rector and at least a majority of the whole number of wardens and vestrymen, or
2. One churchwarden and one more than a majority of the vestrymen or both churchwardens and a majority of the vestrymen, or
3. If the rector be absent from the diocese and shall have been so absent for over four calendar months, or if the meeting be called by the rector and he be absent there from or be incapable of acting, one churchwarden and a majority of the vestrymen, or both church wardens and one less than a majority of the vestrymen. But if there be a rector of the parish, no measure shall be taken, in his absence, in any case, for effecting the sale or disposition of the real property of the corporation, nor for the sale or disposition of the capital or principal of the personal property of the corporation, nor shall any act be done which shall impair the rights of such rector. The presiding officer of the vestry or trustees shall be the rector, or if there be none, or he be absent, the churchwarden who shall be called to the chair by a majority of the votes, if both the churchwardens be present; or the churchwarden present, if but one be present. At each meeting of the vestry or trustees each member thereof shall be entitled to one vote. The vestry shall have power to fill a vacancy occurring in the office of a churchwarden or vestryman by death, resignation or otherwise than by expiration of term, until the next annual election, at which, if such vacancy would continue thereafter, it shall be filled for the remainder of the unexpired term. If vacancies exist in the offices of churchwardens or vestrymen in such number that a quorum of the vestry or board of trustees is not in office at any time, the rector shall forthwith call a special election for the filling of such vacancies. If there be no rector, the churchwarden longest in office shall call such special election. Notice of such special election shall be read by the rector, or if there be none, or he be absent, by the officiating minister or by one of the churchwardens, on the Sunday next preceding such election, in the time of divine service. If for any reason the usual place of worship of the parish be not open for divine service on such Sunday such notice shall be posted conspicuously on the outer door of the place of worship for one week next preceding the election. Such notice shall conform to that required for an annual election. The provisions of section forty-three of this chapter relating to annual elections shall apply to such special election, except as inconsistent herewith. Such vacancies shall be filled at such election for the remainder of the unexpired terms. The vestry may, subject to the canons of the Protestant Episcopal Church in the United States, and of the diocese in which the parish or church is situated, by a majority vote, elect a rector to fill the vacancy occurring in the rector ship of the parish, and may fix the salary or compensation of the rector.

42-a. Additional powers of the corporate trustees and vestry

Notwithstanding and in addition to the provisions of section five of this chapter, and subject always to the trust in which all real and personal property is held for the Protestant Episcopal Church and the Diocese thereof in which the parish, mission or congregation is located, the vestry or trustees of any incorporated Protestant Episcopal parish or church, the trustees of every incorporated governing body of the Protestant Episcopal Church and each diocese are authorized to administer the temporalities and property, real and personal, belonging to the corporation, for the support and maintenance of the corporation and, provided it is in accordance with the discipline, rules and usages of the Protestant Episcopal Church and with the provisions relating thereto, for the support and maintenance of other religious, charitable, benevolent or educational objects whether or not conducted by the corporation or in connection with it or with the Protestant Episcopal Church. (Added L. 1991)

43. Annual election and special meetings of incorporated Protestant Episcopal parishes

1. The annual election of a Protestant Episcopal parish, hereafter incorporated, shall be held on the day either a Sunday or secular day, designated in its certificate of incorporation.
2. The annual election of an incorporated Protestant Episcopal parish or church heretofore incorporated shall be held on the day fixed for such annual election, by or in pursuance of law, or if no such date be so fixed, then on such day, either a Sunday or a secular day, as may be determined by vote of the vestry.
3. Special meetings of any Protestant Episcopal parish or church heretofore or hereafter incorporated may be held on any Sunday or secular day fixed by the vestry.
4. Notice of such annual election or special meeting shall be read by the rector of the parish, or if there be none, or he be absent, by the officiating minister or by a church warden thereof, on each of the two Sundays next preceding such election or special meeting, in the time of divine service, or if, for any reason, the usual place of worship of the parish be not open for divine service, the notice shall be posted conspicuously on the outer door of the place of worship for two weeks next preceding the election or special meeting. Such notice shall specify the place, day and hour of holding the election or special meeting. The notice of the annual election shall also specify the number and terms of office of each church warden and the vestrymen whose terms of office shall then expire, or whose office shall then be vacant for any cause, and the office for which each such officer is to be then elected. The notice of a special meeting shall specify the matter or question to be brought before such meeting and no matter or question not specified in such notice shall be acted on at such meeting.
5. The presiding officer of such annual or special meeting shall be the rector of the parish, if there be one, or if there be none, or he be absent, one of the church wardens elected for the purpose by a majority of the duly qualified voters present, or if no church warden be present, a vestryman elected in like manner. Such presiding officer shall be the judge of the qualifications of the voters; shall receive the votes cast; and shall declare the result of the votes cast. The presiding

officer of such annual or special meeting shall enter the proceedings of the meeting in the book of the minutes of the vestry, sign his name thereto, and offer the same to as many qualified voters present as he shall think fit, to be also signed by them.

6. 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, shall be qualified voters at any such election or special meeting. Whenever so permitted by the canons of the diocese, persons of less than full age, but of the age of eighteen years or more, and having like qualifications except as to age, may vote at the annual elections and special meetings of any parish of such diocese, whenever such parish shall so determine in the manner provided in said section forty-six.
7. The action of an annual or special meeting upon any matter or question shall be decided by a majority of the qualified voters voting thereon. The polls of an election shall continue open for one hour and longer in the discretion of the presiding officer, or if required by a vote of a majority of the qualified voters present and voting. The church wardens and vestrymen shall be elected by ballot from persons qualified to vote at such election, and no person shall be eligible for election as church warden, unless that person be also a confirmed communicant in the Protestant Episcopal Church, or be eligible for election as vestryman, unless that person shall have been baptized. Whenever so permitted by the canons of the diocese persons of less than full age but of the age of eighteen years or more and having like qualifications except as to age, shall be eligible for election as church warden or vestryman in any parish, whenever such parish shall so determine in the manner provided.
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.
10. Each church warden and vestryman shall hold office after expiration of his term until his successor shall be chosen.

44. Changing the number of vestrymen of Protestant Episcopal parishes hereafter incorporated

If the vestry of a Protestant Episcopal parish, hereafter incorporated, shall, by resolution, recommend that the number of vestrymen of such parish be changed to either three, six, nine, twelve, fifteen, eighteen, twenty-one or twenty-four vestrymen, notice of such recommendation shall be included in the notice of the next annual election of such parish, or in the notice of a special meeting to be held not less than six months before the time fixed for holding the next annual election thereafter, and be submitted to such annual or special meeting. If such recommendation be ratified by such meeting, the presiding officer thereof, and at least two qualified voters present thereat, shall execute and acknowledge a certificate setting forth such resolution of the vestry, the fact that notice thereof had been given with the notice of such annual election, or with the notice of such special meeting as the case may be; that the meeting had ratified the same; and the number of vestrymen so decided on. Such certificate shall be filed in the office of the clerk of the county in which the original certificate of incorporation is filed and recorded, and such change in the number of vestrymen shall take effect at the time of the next annual election thereafter. If the number of vestrymen be thereby increased, then, in addition to the number of vestrymen to be elected at such annual election, one-third of such increased number of vestrymen shall be elected to hold office for one year thereafter, one-third of such increased number shall be elected to hold office for two years thereafter, and one-third of such increased number shall be elected to hold office for three years thereafter. If the number of vestrymen by such change be reduced, such reduction shall not affect the term of office of any vestryman duly elected, and at such next annual election and at each annual election thereafter, one-third of such reduced number of vestrymen shall be elected to hold office for three years.

45. Changing date of annual election, number and terms of office of vestrymen and terms of office of churchwardens in Protestant Episcopal churches heretofore incorporated.

If the vestry of a Protestant Episcopal parish, heretofore incorporated, shall by resolution, recommend that the date of the annual election be changed to another day, either a Sunday or a secular day, or that the number of vestrymen be changed to three, six, nine, twelve, fifteen, eighteen, twenty-one or twenty-four, and that the terms of office of the churchwardens be changed so that one warden shall be elected annually, notice of such recommendation shall be included in the notice of the next annual election of such parish, or in the notice of a special meeting to be held not less than six months before the time fixed for holding the next annual election thereafter, and be submitted to such annual or special meeting. If such recommendation be ratified by such meeting, the presiding officer thereof and at least two qualified voters present thereat, shall execute and acknowledge a certificate setting forth such resolution of the vestry; the fact that notice thereof had been given with the notice of the annual election, or with the notice of the special meeting, as the case may be; that such meeting had ratified the same; the date determined upon for the annual election of the parish; the number of vestrymen so decided on; and the fact that the meeting determined to thereafter elect churchwardens, so that the term of one warden shall expire annually. Such certificate shall be filed in the office of the clerk of the county in which the original certificate of incorporation is filed and recorded. If the meeting determine to change the date of the annual election, the next annual election shall be held on the day determined on at such meeting, and the terms of the vestrymen and

churchwardens which, pursuant to law, would expire at the next annual election shall expire and their successors shall be elected on such day. If the meeting determine to change the number of vestrymen and manner of electing wardens and vestrymen, there shall be elected at the first annual election thereafter, one-third of the number of vestrymen so determined on, to hold office for three years; one-third thereof to hold office for two years; and one-third thereof to hold office for one year; and one churchwarden to hold office for one year, and one to hold for two years; and thereafter at the annual election there shall be elected one-third of the number of vestrymen determined on at such meeting and one churchwarden. Any Protestant Episcopal parish, heretofore incorporated, which has changed the number of its vestrymen and the manner of electing wardens and vestrymen pursuant to the provisions of this section, may make further changes in the number of its vestrymen in the manner provided in section forty-four of this chapter.

46. Changing the qualifications of voters and the qualifications of wardens and vestrymen

Changing the qualifications of voters and the qualifications of wardens and vestrymen. If the vestry of a Protestant Episcopal parish heretofore incorporated shall by resolution recommend that the qualifications of voters and the qualifications of wardens and vestrymen be changed to conform in both cases to the requirements of section forty-three of this chapter, notice of such recommendation shall be included in the notice of the next annual election of such parish, and be submitted to the meeting. If such recommendation be ratified by such meeting the presiding officer thereof and at least two qualified voters present thereat shall execute and acknowledge a certificate setting forth such resolution of the vestry, the fact that notice thereof had been given with the notice of such annual election, and that the meeting had ratified the same. Such certificate shall be filed in the office of the clerk of the county in which the original certificate of incorporation is filed and recorded.

48. Legacies

Any device or bequest of real or personal property to an unincorporated parish, mission, congregation, chapel or religious society under the jurisdiction of or in communion with the Protestant Episcopal Church, for the purposes of such gift, may be taken, held and administered for the benefit of such devisee or legatee by the diocesan corporation of the diocese in which such devisee or legatee is situate, and such diocesan corporation shall have the power, subject to the provisions of article five of the not-for-profit corporation law and of section twelve of this chapter, to lease, improve, mortgage, sell, convey and transfer any property so held.

49. Eligibility of certain minors as lay delegates and to vote and hold office

Whenever the constitution or canons of a diocese of the Protestant Episcopal church in the state of New York so permit, persons of less than full age but of the age of eighteen years or more shall be eligible to serve as lay delegates to and to vote at any convention of the diocese, when

duly chosen by the parish or mission and shall also be eligible for election to or appointment to any lay office of the diocese.

[Effective September 1, 1972], certain provision of the Not-For-Profit-Corporations Law are made applicable to religious corporations. For applicability see Not-For-Profit-Corporations Law 103 and Religious Corporations Law 2-b.]

Domestic Relations Law

By Whom a Marriage Must Be Solemnized

11. By whom a marriage must be solemnized

No marriage shall be valid unless solemnized by either:

1. A clergyman or minister of any religion,

Note: A clergyman or minister of any religion having authority of his denomination, order, church or synagogue may solemnize marriages in this state whether or not ordained, a resident of this state or occupying a pulpit, and there is not statutory provision relative to the age at which one may solemnize a marriage.

1969, Op. Atty. Gen. (Inf.) Nov. 18

Marriage Licenses

13. Marriage licenses

It shall be necessary for all persons intended to be married in New York State to obtain a marriage license from a town or city clerk in New York State and to deliver said license, within sixty days, to the clergyman or magistrate who is to officiate before the marriage ceremony may be performed...

14. Town and city clerks to issue marriage licenses; from...

There shall be endorsed upon the license or annexed thereto at the end thereof, subscribed by the clerk, an abstract of the facts concerning the parties disclosed in their affidavits or verified statements at the time of the application for the license made in conformity to the provisions of section fifteen of this chapter.

There shall also be stated upon the license the exact period during which the marriage may be solemnized. The license issued, including the abstract of facts, and the certificate duly signed by the person who shall have solemnized the marriage therein authorized, shall be returned by him...to the office of the town or city clerk who issued the license within five days succeeding

the date of the solemnizing of the marriage therein authorized and any person or persons who shall willfully neglect to make such return within the time above required shall be deemed guilty of a misdemeanor and upon conviction thereof shall be punished by a fine of not less than twenty-five dollars or more than fifty dollars for each and every offense.

Marriage of Minors

15. Duty of town and city clerks...

2. If it appears from the affidavits and statements so taken, that the persons for whose marriage the license in question is demanded are legally competent to marry, the said clerk shall issue such license except in the following cases. If it shall appear upon an application that the applicant is under eighteen years of age, before the town or city clerk shall issue a license, he shall require documentary proof of age...If it shall appear upon an application of the applicants as provided in this section or upon any information required by the clerk that either party is at least sixteen years of age but under eighteen years of age, then the town or city clerk before he shall issue a license shall require the written consent to the marriage from both parents of the minor or minors or such as shall then be living, or if the parents of both are dead, then the written consent of the guardian or guardians of such minor or minors....
3. If it shall appear upon an application for a marriage license that either party is under the age of sixteen years, the town or city clerk shall require, in addition to the consents provided for in this section, the written approval and consent of a justice of the supreme court or of a judge of the family court, having jurisdiction over the town or city in which the application is made, to be attached to or endorsed upon the application, before the license is issued....

15-a. Marriages of minors under sixteen years of age

Any marriage in which either party is under the age of sixteen years is hereby prohibited....

Penalty and Protection for Clergyman

17. Clergyman or officer violating article; penalty

If any clergyman or other person authorized by the laws of this state to perform marriage ceremonies shall solemnize or presume to solemnize any marriage between any parties without a license being presented to him or them as herein provided or with knowledge that either party is legally incompetent to contract matrimony as is provided for in this article he shall be guilty of a misdemeanor and on conviction thereof shall be punished by a fine not less than fifty dollars nor more than five hundred dollars or by imprisonment for a term not exceeding one year.

18. Clergyman or officer, when protected

Any such clergyman or officer as aforesaid to whom any such license duly issued may come and not having personal knowledge of the incompetency of either party therein named to contract matrimony, may lawfully solemnize matrimony between them.

Note: A clergyman performing a marriage ceremony is not required to investigate the qualifications of the parties further than to ascertain that the proper license has been issued to them which by this section fully protects him provided he does not have personal knowledge of the incompetency of either party.

Kellogg v. Kellogg, 122 Misc. 734.

Time Limits Within Which Marriages May Be Solemnized

12. Marriage-How solemnized

No particular form or ceremony is required when a marriage is solemnized as herein provided by a clergyman or magistrate, but the parties must solemnly declare in the presence of a clergyman or magistrate and the attending witness or witnesses that they take each other as husband and wife. In every case, at least one witness besides the clergyman or magistrate must be present at the ceremony....

Note: An attempt by a clergyman or magistrate to perform a marriage ceremony by radio without being actually present with the parties would be in derogation of this section.

1922, Op. Atty. Gen. 202

No authority exists in this State for a so-called marriage by proxy.

1940, Op. Atty. Gen. 137

Of Business Methods in Church Affairs

Section A. Constitution and Canons for the Government of the Protestant Episcopal Church in the USA: Title I, Canon 7: — Of Business Methods in Church Affairs

CANON 7: Of Business Methods in Church Affairs

Section 1. In every Province, Diocese, Parish, Mission and Institution connected with this Church, the following standard business methods shall be observed:

- (a) All accounts of Provinces shall be audited annually by an independent certified public accountant, or independent licensed accountant or such audit committee as shall be authorized by the Provincial Council. The Audit Report shall be filed with the Provincial Council not later than September 1 of each year, covering the preceding calendar year.
- (b) Funds held in trust, endowment and other permanent funds, and securities represented by physical evidence of ownership or indebtedness, shall be deposited with a National or State Bank, or a Diocesan Corporation, or with some other agency approved in writing by the Finance Committee or the Department of Finance of the Diocese, under a deed of trust, agency or other depository agreement providing for at least two signatures on any order of withdrawal of such funds or securities. But this paragraph shall not apply to funds and securities refused by the depositories named as being too small for acceptance. Such small funds and securities shall be under the care of the persons or corporations properly responsible for them. This paragraph shall not be deemed to prohibit investments in securities issued in book entry form or other manner that dispenses with the delivery of a certificate evidencing the ownership of the securities or the indebtedness of the issuer.
- (c) Records shall be made and kept of all trust and permanent funds showing at least the following:
 - (1) Source and date.
 - (2) Terms governing the use of principal and income.
 - (3) To whom and how often reports of condition are to be made.
 - (4) How the funds are invested.
- (d) Treasurers and custodians, other than banking institutions, shall be adequately bonded; except treasurers of funds that do not exceed five hundred dollars at any one time during the fiscal year.
- (e) Books of account shall be so kept as to provide the basis for satisfactory accounting.
- (f) All accounts of the Diocese shall be audited annually by an independent Certified Public Accountant. All accounts of Parishes, Missions or other institutions shall be audited annually by an independent Certified Public Accountant, or independent Licensed Public Accountant or such audit committee as shall be authorized by the Finance Committee, Department of Finance, or other appropriate diocesan authority.

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- (g) All reports of such audits, including any memorandum issued by the auditors or audit committee regarding internal controls or other accounting matters, together with a summary of action taken or proposed to be taken to correct deficiencies or implement recommendations contained in any such memorandum, shall be filed with the Bishop or Ecclesiastical Authority not later than 30 days following the date of such report, and in no event, not later than September 1 of each year, covering the financial reports of the previous calendar year.
- (h) All buildings and their contents shall be kept adequately insured.
- (i) The Finance Committee or Department of Finance of the Diocese may require copies of any or all accounts described in this Section to be filed with it and shall report annually to the Convention of the Diocese upon its administration of this Canon.
- (j) The fiscal year shall begin January 1.

Section 2. The several Dioceses shall give effect to the foregoing standard business methods by the enactment of Canons appropriate thereto, which Canons shall invariably provide for a Finance Committee, a Department of Finance of the Diocese, or other appropriate diocesan body with such authority.

Section 3. No Vestry, Trustee, or other Body, authorized by Civil or Canon law to hold, manage, or administer real property for any Parish, Mission, Congregation, or Institution, shall encumber or alienate the same or any part thereof without the written consent of the Bishop and Standing Committee of the Diocese of which the Parish, Mission, Congregation, or Institution is a part, except under such regulations as may be prescribed by Canon of the Diocese.

Section 4. All real and personal property held by or for the benefit of any Parish, Mission or Congregation is held in trust for this Church and the Diocese thereof in which such Parish, Mission or Congregation is located. The existence of this trust, however, shall in no way limit the power and authority of the Parish, Mission or Congregation otherwise existing over such property so long as the particular Parish, Mission or Congregation remains a part of, and subject to, this Church and its Constitution and Canons.

Section 5. The several Dioceses may, at their election, further confirm the trust declared under the foregoing Section 4 by appropriate action, but no such action shall be necessary for the existence and validity of the trust.