- 1 A004: Restructure Executive Council
- 2 3
- Title I.4: Of the Executive Council
- 4

5 Sec. 1 (a) There shall be an Executive Council of the General Convention 6 (which Council shall generally be called simply the Executive Council, or the Council) whose duty it shall be to oversee the execution of the program and policies adopted 7 8 by the General Convention. As Executive Council, and also in its capacity as Board of 9 Directors of the Domestic and Foreign Missionary Society, tThe Executive Council shall 10 have charge of the coordination, development, and implementation of the ministry and 11 mission of the Church oversight of the work done by the Presiding Bishop and the 12 Society. The Executive Council shall also have oversight responsibility for the work of the Office of General Convention, and the Executive Officer of General Convention shall 13 14 report directly to the Executive Council. In such capacities, the Council shall have 15 oversight responsibility for the disposition of the moneys and other property of the Domestic and Foreign Missionary Society in accordance with the provisions of this 16 17 Canon and the resolutions, orders, and budgets adopted or approved by the General 18 Convention. It shall also have oversight responsibility for the disposition of the 19 moneys of the Office of General Convention. The Council shall adopt procedures it 20 deems appropriate for approval of expenditures by the Domestic and Foreign 21 Missionary Society and the Office of General Convention. 22 23 (b) The Executive Council shall be accountable to the General Convention and shall 24 render a full, published report concerning the work with which it is charged to each 25 meeting of the said Convention. of the bodies for which it has oversight responsibility to 26 each meeting of the General Convention. The report shall also include information on 27 the implementation of all concurred resolutions of the adopted in the previous General 28 Convention calling for action by the Executive Council, by its officers and staff, and by 29 the jurisdictions of the Church., the Presiding Bishop, the Domestic and Foreign 30 Missionary Society, and the Office of General Convention. 31 32 (c) The Executive Council shall be composed of (a) twenty members elected by the 33 General Convention, of whom four shall be Bishops, four shall be Presbyters or Deacons, 34 and twelve shall be Lav Persons who are confirmed adult communicants in good 35 standing (two Bishops, two Presbyters or Deacons, and six Lay Persons to be elected by 36 each subsequent regular meeting of the General Convention); 19 members elected by the 37 General Convention, of whom 10 shall be elected at General Convention in even-38 numbered years, and nine shall be elected at General Convention in odd-numbered years. 39 (b) of eighteen members elected by the Provincial Synods: The Executive Council shall 40 include one elected member from each of the nine Provinces; c) of the following ex 41 officiis members: the Presiding Bishop and the President of the House of Deputies; and 42 (d) the Chief Operating Officer, the Secretary, the Treasurer of the General Convention 43 and the Chief Financial Officer, who shall have seat and voice but no vote. Each Province shall be entitled to be represented by one Bishop or Presbyter or Deacon canonically 44 45 resident in a Diocese which is a constituent member of the Province and by one Lay 46 Person who is a confirmed adult communicant in good standing of a Diocese which is a

constituent member of the Province, and the terms of the representatives of each Province 47 48 shall be so rotated that two persons shall not be simultaneously elected 49 for equal terms, at least three Bishops, five presbyters or deacons, and eleven lay 50 persons; and the rules of order of the General Convention shall structure the voting for 51 Council members so as to assure that this minimum distribution of Provinces and Orders 52 is achieved. The Presiding Bishop and the Presiding Deputy shall be ex officiis members 53 on the Executive Council, with seat, voice, and vote. 54 55 (d) The Executive Council shall appoint a Governance Committee from among its 56 members to assist the Council to (i) advise the Standing Committee on Search and 57 Nominations annually in November on what skills are needed on the Executive 58 Council to enable it to function with maximum effectiveness, and whether those 59 skills are at that time represented on the Executive Council, and (ii) create a charter 60 that describes the skills requisite for service on the Executive Council. 61 Sec. 2 (a) Of the members to be elected by the General Convention, the Bishops shall be elected by the House of Bishops subject to confirmation by the House of Deputies, and 62 63 the Presbyters or Deacons and Lav Persons shall be elected by the House of Deputies 64 subject to confirmation by the House of Bishops. 65 66 (e) The Executive Council members elected by General Convention shall be elected 67 from among candidates nominated by the Joint Standing Committee on Nominations 68 established by the Rules of Order. The Synod of each Province shall, within six 69 months before General Convention, submit to the Joint Standing Committee on 70 Nominations the names of up to six persons from its Province, including at least one 71 from each of the three Orders, to be considered as a nominee for Executive Council. 72 In considering candidates for nomination, the Standing Committee shall consider the 73 skills, gifts, and experience needed by the Executive Council in discharging its 74 responsibilities under this Canon; the value of cultural and geographic diversity on 75 the Council; the input received from the Executive Council; and the value of including 76 historically underrepresented voices in the governance of the Church. The Standing 77 Committee shall present a slate of nominees that includes at least six Bishops, ten 78 presbyters or deacons, and twenty-two lay persons. Nominees for Executive Council 79 are not required to be Deputies. There shall not be nominations for Executive Council 80 positions from the floor of General Convention. 81 82 (f) The Presiding Bishop shall be the Chair of Executive Council, and the Presiding 83 Deputy shall be the Vice Chair of Executive Council. 84 85 (g) The Church General Manager, the Church Treasurer, the Church Legal Officer, 86 the General Convention Executive Officer, and the Church Secretary shall be 87 ex officiis members with seat and voice but no vote on the Executive Council. 88 89 (b) (h) Except in the case of members initially elected for shorter terms in order to 90 achieve rotation of terms, the terms of office of the members of the Council (other than 91 ex officiis members) shall be equal to twice the interval between regular meetings of the

92 General Convention. The terms of office of all members shall commence immediately

93 upon the adjournment of the General Convention at which they were elected or, in the 94 case of election by a Synod, upon the adjournment of the first regular meeting of General 95 Convention following such election. The term of a member shall become vacant 96 in the event of two absences from meetings of the Council in the interval between 97 successive regular meetings of the General Convention unless excused by the Chair and 98 Vice Chair for good cause. Members shall remain in office until their successors are 99 elected and qualified. No person who has served at least three consecutive years on the 100 Executive Council shall be eligible for immediate re-election for a term of more than 101 three years. After any person shall have served six consecutive years on the Executive 102 Council, a period of three years shall elapse before such person shall be eligible for re-103 election to the Council. 104 105 (c) (i) Should any vacancy occur in the Council through the death or, resignation, 106 disability, or other reason of a member elected by the General Convention or 107 through the change in status of any such member by consecration or ordination, the Council shall fill such vacancy by the election of a suitable person to serve until a 108 109 successor is elected by the General Convention. The General Convention shall elect a 110 suitable person to serve the portion of any term which will remain unexpired. from 111 among nominees selected in the manner provided in this Canon. 112 113 (d) Should any vacancy occur in the Council through the failure of any Provincial Synod 114 to elect a member, or through the death, resignation, or removal from the Province of any 115 such member, the President and Provincial Council of the Province shall appoint a 116 suitable person, canonically resident in such Province, to serve until the Provincial Synod 117 shall by election fill the vacancy. 118 119 (e) (j) Council shall exercise the powers conferred upon it by Canon, and such further 120 powers as may be designated by the General Convention, and between sessions of the 121 General Convention may initiate and develop such new work as it may deem 122 necessary. It may, subject to the provision of this Canon, enact By-laws for its own government and the government of its several departments. . It may, subject 123 124 to the provisions of this Canon, enact procedures for its own committees. 125 126 (f) In its capacity as the Board of Directors of The Domestic and Foreign Missionary 127 Society, the Council shall have the power to direct the disposition of the moneys and other property of said Society in accordance with the provisions of this Canon and the 128 129 orders and budgets adopted or approved by the General Convention. 130 131 (g) (k) The Council shall elect the Church's members of the Anglican Consultative 132 Council (ACC) and of other Anglican and ecumenical bodies for which no other 133 procedure is provided. Members of the ACC representing The Episcopal Church shall 134 report to each General Convention using the schedule and format required for 135 Standing Commissions in Canon I.1.2 (j) and (k), and shall provide comprehensive 136 written or oral reports to Executive Council at Council's next meeting following each

- 137 meeting of the ACC.
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Sec. 3 (a) (1) The Presiding Bishop Deputy shall be ex officio the Chair and 139 140 President. The Chair and President shall be the chief executive officer of the Executive 141 Council and as such the Chair and President shall have ultimate responsibility for the 142 oversight of the work of the Executive Council in the implementation of the ministry and 143 mission of the Church as may be committed to the Executive Council by the General 144 Convention. serve as a Vice President of the Domestic and Foreign Missionary Society. 145 The Presiding Deputy shall be ex officio Vice Chair of Council. 146 147 (b) The President of the House of Deputies shall be ex officio Vice Chair. 148 149 (e) (m) The Secretary of the General Convention shall be ex officio the Secretary of the 150 Executive Council ex officio. 151 152 (d) (n) The Presiding Bishop shall appoint, with the advice and consent of a majority of the Executive Council, an executive director, Upon joint nomination of the Presiding 153 154 Officers, the Council shall appoint a Church General Manager for the Domestic and 155 Foreign Missionary Society, who shall be an adult confirmed communicant in good 156 standing or a member of the clergy of this Church in good standing who shall be the chief 157 operating officer and who shall serve at the pleasure of, and report and be accountable to, 158 the Presiding Bishop and be accountable to the Presiding Bishop. If a vacancy should 159 occur in the office of the executive director Church General Manager, a successor shall 160 be appointed in like manner. 161 162 (e) (o) Upon joint nomination of the Chair and Vice Chair Presiding Officers, the Executive Council shall appoint a Chief Financial Officer of the Executive Council 163 164 Treasurer for the Domestic and Foreign Missionary Society, who may, but need not, be 165 the same person as the Treasurer of the General Convention and who shall report and be accountable to the Chair of Executive Council and shall serve at the pleasure of, and 166 167 report and be accountable to, the Presiding Bishop. the Chair of the Executive Council. If 168 a vacancy should occur in that office, a successor shall be appointed in like manner. The Treasurer shall function as both treasurer and the chief financial officer of DFMS. 169 170 171 (p) Upon joint nomination of the Presiding Officers, the Council shall appoint 172 a Church Legal Officer for the Domestic and Foreign Missionary Society, who shall serve at the pleasure of, and report and be accountable to, the Presiding Bishop. If a 173 174 vacancy should occur in that office, a successor shall be appointed in like manner. 175 (q) The officers and staff of the Domestic and Foreign Missionary Society shall assist 176 the Presiding Bishop in carrying out the work of the Church. 177 178 (r) Upon joint nomination of the Presiding Officers, the Council shall appoint 179 a General Convention Executive Officer, who shall serve at the pleasure of, and 180 report and be accountable to, the Executive Council. If a vacancy should occur in that 181 office, a successor shall be appointed in like manner. Unless otherwise directed by Executive Council, the supporting staff of the General Convention Executive Officer 182 183 shall include the functions of a Secretary and a Treasurer of the General Convention 184 and those of a Manager of the General Convention. The General Convention

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Executive Officer shall be responsible for coordinating the work of the Standing
 Committees specifically funded by the General Convention Expense Budget.

- 188 (s) The Executive Council, by the affirmative vote of two-thirds of its entire
- 189 membership, may elect to terminate the employment of the Church General
- 190 Manager, Church Treasurer, Church Legal Officer, or General Convention Executive
- 191 Officer. In that event, a successor shall be appointed in the manner set out in this
- 192 <u>Canon for appointments to those positions.</u>
- 193

(f) (t) The Chair shall preside at meetings of the Council, shall perform such other duties
as are customary for such office and shall perform such other duties as may be conferred
by Canon and the <u>Bby</u>-laws of the Council. In the absence or at the request of the Chair,
the Vice-Chair shall preside at meetings of the Council and shall perform such other
duties as may be conferred by Canon and by the <u>Bby</u>-laws of the Council.

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(g) (u) Upon joint nomination of the Chair and Vice Chair, the Executive Council shall
 elect a Joint an Audit Committee of the Council and the Domestic and Foreign

- 202 Missionary Society. The Committee shall be composed of 6 six members, : one of whom
- 203 shall be a member of the Executive from the Council Standing Committee on Program,

204 <u>Budget, and Finance with primary responsibility for financial matters, one from the</u>

- 205 membership of the Joint Standing Committee on Program, Budget,
- and Finance, and the remaining four shall be members of theChurch-at-large, having
 experience in general business <u>and financial</u> practices. The members shall serve for a
- 208 term of three years beginning on January 1 following a regular meeting of the General
- 209 Convention or immediately following their appointment, whichever comes later,
- and continue until a successor is appointed, and may serve two consecutive terms, after which a full triennium must elapse before being eligible for re-election. Annually the
- Audit Committee shall elect a The Chair and Vice-Chair of Council shall designate the
- 213 Chair of the Committee from among its members. The Audit Committee shall regularly
- review the financial statements relating to all funds under the management or control of the Council and the Society and shall report thereon at least annually to the Council and
- the Society. Upon recommendation of the Audit Committee, the Executive Council shall
- employ on behalf of the Council and the Society an independent Certified Public
- 218 Accountant firm to audit annually all accounts under the management or control of the
- 219 Council and Society. After receipt of the annual audit, the Audit Committee shall
- 220 recommend to the Council and Society what action to take as to any matters identified in
- the annual audit and accompanying management letter. The operations responsibilities of
- the Audit Committee shall be set out in an Audit Committee Charter. The Audit
- 223 Committee shall review, at least annually, the Committee's Charter and recommend
- any changes to the Executive Council for approval.
- 225

226 (h) (v) The Executive Council shall may establish by its Bby-laws such Standing

- 227 Committees of the Executive Council, consisting of its own members, as shall be deemed
- 228 appropriate and necessary by the Executive Council for the discharge of its duties, the
- 229 members of which are to be nominated jointly by the Chair and Vice-Chair and

230 appointed by the Council. Any other Committee of Executive Council will cease to exist 231 at the close of the next General Convention following its creation unless otherwise 232 extended. The Council may also establish such other Committees and ad hoc working 233 groups or task forces, which may include or consist of non-members, to be nominated 234 jointly by the Chair and Vice-Chair and appointed by the Council, as may be 235 necessary to fulfill its fiduciary responsibility to The Episcopal the Church. Unless 236 otherwise provided in the procedures adopted by Executive Council, each Committee of 237 Executive Council will cease to exist at the close of the next General Convention 238 following its creation unless extended by Executive Council. Executive Council may 239 revoke, rescind, or modify the mandate or charter of any Executive Council Committee 240 not otherwise created by Canon. 241 242 (w) The Executive Council shall have a budget approved by General Convention for its 243 work and the necessary expenses of its members and Committees. The Executive 244 Council shall establish policies and procedures for managing and handling 245 disbursements of funds from this budget. 246 247 (i) The additional officers, agents and employees of the Council shall be such and shall 248 perform such duties as the Council, upon the recommendation and under the authority 249 and direction of the Chair and President, may from time to time designate. 250 251 [Note: This should be Section 2, not 4.] 252 253 Sec. 4 (a) The Council shall meet at such place, and at such stated times, at least three 254 times each year, as it shall appoint and at such other times as it may be convened. The 255 Council shall be convened at the request of the President Chair, or on the written request 256 of any nine five members thereof. 257 258 (b) A majority of the elected members of the Council shall be necessary to constitute a 259 quorum at any meeting of the Council. No action shall be taken in the name of the 260 Council except when a quorum, so defined, is present and voting. A member may 261 participate in, and vote at, Council meeting by means of technology where all 262 participants may hear one another simultaneously and according to procedures and 263 guidelines set forth in the Council bylaws. 264 265 [Note: This should be Section 3, not 5.] 266 267 Sec. 5. Members of Executive Council shall be entitled to reimbursement for their 268 reasonable expenses of attending meetings, in accordance with procedures 269 established and approved by Executive Council. Except as determined by General 270 Convention, the salaries of all officers of the Council and of all agents and employees 271 of the Council and the Society shall be fixed by the Council. With the exception of the 272 salary of the President, the salaries of all officers of the Council and of all agents and 273 employees of the Council shall be fixed by the Council and paid by the Treasurer. 274 275 [Note: This should be Section 4, not 6.]

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Sec. 6 (a) The Executive Council shall submit to the General Convention at each regular
session thereof the Budget a proposed budget for the Episcopal Church for the ensuing
budgetary period, which budgetary period shall be equal to the interval between regular
meetings of the General Convention. <u>The Church Treasurer</u>, supported by his or her
staff, shall be responsible for preparing drafts of the proposed budget for review and
approval of Executive Council.

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(b) The budget proposed for adoption by General Convention shall include a Canonical 285 and corporate portion which shall provide for the contingent provide for the expenses of 286 the General Convention, the stipend of the Presiding Bishop together with the necessary 287 expenses of that office, the necessary expenses of the President of the House of 288 Deputies, including the staff and Advisory Council required to assist in the performance 289 of the duties and matters related to the President's office, and the applicable Church 290 Pension Fund assessments, and also the corporate requirements for the administrative 291 support of the Domestic & Foreign Missionary Society offices. the expenses of the 292 mission and ministry programs of the Church and of its administration, the stipends and 293 expenses of the Presiding Bishop and the Presiding Deputy, together with the necessary 294 expenses of those offices, and the applicable Church Pension Fund assessments. 295 (c) The budget proposed for adoption by the General Convention shall include provision

(c) The budget proposed for adoption by the General Convention shall include provision
 for support for the Program of the Episcopal Church. The program so submitted shall
 include a detailed budget of that part of the program for which it proposes to make
 appropriations for the ensuing year, and estimated budgets for the succeeding portion of
 the budgetary period.

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301 (d)(c) Revenue to support the B-budget for the Episcopal Church shall be generated 302 primarily by a single asking assessment of the Dioceses of the eChurch based on a 303 formula which the General Convention shall adopt as part of its Program, Budget, and 304 Finance process. If in any year the total anticipated income for budget support is less than 305 the amount required to support the budget approved by the General Convention, the 306 canonical portion of the Budget for the Episcopal Church shall have funding priority over 307 any other budget areas subject to any decreases necessary to maintain a balanced budget 308 the Executive Council shall make appropriate spending adjustments as faithful as 309 possible to the budget adopted by General Convention.

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311 (e) (d) After the preparation of the budget the Executive Council shall, at least four
 312 months before the sessions of the General Convention convenes, transmit to the Bishop

of each <u>Dd</u>iocese and to the President of each Province a statement of the existing and the proposed askings assessments necessary to support the proposed Bbudget for the

315 Episcopal Church. The Executive Council shall also submit to the General

316 Convention, with the <u>proposed</u> budget, a plan for the <u>askings</u> <u>assessments</u> of the

317 respective Dioceses of the sum needed to execute the fund a balanced budget.

318

319 (f) There shall be joint sessions of the two Houses for the presentation of the Budget for

320 the Episcopal Church; and thereafter consideration shall be given and appropriate action

321 taken thereon by the General Convention. The Council shall have the power to expend all

322	sums of money covered by the budget and estimated budgets approved by the
323	Convention, subject to such restrictions as may be imposed by the General Convention,
324	including but not limited to the priority declaration set forth in Section 6(d) of this
325	Canon. It shall also have power to undertake such other work provided for in the budget
326	approved by the General Convention, or other work under the jurisdiction of the Council,
327	the need for which may have arisen after the action of the General Convention, as in
328	the judgment of the Council its income will warrant.
329	the judgment of the Council his meanle will wurfull.
330	(e) A diocese that neglects or fails to pay its assessment according to the budget
331	adopted by General Convention shall be subject to such reduction of any Church
332	program funds designated for the diocese as the Executive Council may approve,
333	taking into account the diocese's particular circumstances.
334	aking into decouit the diocese s particular encalistances.
335	(f) The General Convention shall consider and take appropriate action on the
336	proposed budget presented to it.
337	proposed budget presented to it.
338	(g) The Council shall have the power to approve, in accordance with such written
339	procedures as it may deem prudent, expenditures of all sums of money covered by
340	the budget and estimated budgets approved by the Convention, subject to such
341	restrictions as may be imposed by the General Convention. It shall also have power
342	to approve other initiatives proposed by the Presiding Bishop or otherwise
343	considered by Council between meetings of the General Convention, as in the
344	judgment of the Council are prudent and which the Church revenues will be adequate
345	to support.
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347	(g) (h) Upon the adoption by the General Convention of a Bbudget for the Episcopal
348	Church and the planned askings diocesan assessments for the budgetary period, the
349	Council shall formally advise each <u>D</u> diocese of its share of the total <u>askings</u> assessments
350	to support the B budget for the Episcopal Church.
351	to support the <u>D</u> udget for the <u>Episcopul</u> ended.
352	(h) (i) Each <u>D</u> diocese shall thereupon notify each Parish and Mission of the amount of the
353	askings assessments of such D diocese. Each Diocese shall present to each Parish and
354	Mission a total objective which shall include both its share of the proposed Diocesan
355	Budget and its share of the asking assessment of the Ddiocese by the Executive Council
356	in accordance with the plan adopted by the General Convention.
357	in decordance with the plan adopted by the General Convention.
358	(i) (j) Each diocese shall annually report to the Executive Council such financial and
359	other information as may be required in a form authorized by Executive Council.
360	<u>outer</u> mormation as may be required in a form authorized by Excentive Council.
361	(i) (k) Each Diocese shall report annually to the Executive Council the name and address
362	of each new congregation, and of each congregation closed or removed by reason of any
363	of the following:
364	(1) dissolution of the congregation;
365	(1) dissolution of the congregation, (2) removal of the congregation to another $\underline{\mathbf{Dd}}$ increase due to
366	
	cession or retrocession of geographic territory in which the congregation is located pursuant to Articles V.6 or
367	the congregation is located, pursuant to Articles V.6 or

368 VI.2 of the Constitution;	
369 (3) removal of the congregation to a new physical location	
370 or address, identifying both the location or address from	
371 which the congregation has removed, and the successor	
372 location or address; and	
373 (4) merger of the congregation into one or more other	
374 congregations, in which case the <u>Dd</u> iocese shall include in	
its report the names of all congregations involved in the	
376 merger, and the physical location and address at which	
the merged congregations shall be located.	
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379	
380 [Note: This should be Section 5, not 7.]	
381	
382 Sec. 7 (a) Every Missionary Bishop or, in case of a vacancy, the Bish	op in charge of the
383 jurisdiction, receiving aid from the Council General Convention bud	<u>get,</u> shall report at
384 the close of each fiscal year to the Council, giving account of work p	erformed, of money
385 received from all sources and disbursed for all purposes, and of the s	tate of the Church in
386 the jurisdiction at the date of such report, all in such form as the Cou	ncil may prescribe.
387	
388 (b) Every Bishop of a <u>D</u> diocese receiving aid from the <u>Council Gene</u>	ral Convention
389 <u>budget</u> shall report at the close of each fiscal year to the Council, giv	ing account of the
390 work in the <u>D</u> diocese supported in whole or in part by the Council th	at aid.
391 [This should be Section 6, not 8.]	
392	
393 Sec. 8. The Council, as soon as practicable after the close of each	
394 fiscal year, shall make and publish cause to be prepared and publish	a full report of it's
395 the work to the Church of the Executive Council, the Domestic and I	Foreign Missionary
396 Society, and the General Convention Office to the Church. Such repo	ort shall contain an
397 itemized statement of all receipts and disbursements and a statement	of all trust funds and
398 other property of The Domestic and Foreign Missionary Society, and	
399 funds and property in its possession or under its control oversight res	ponsibility. The
400 Council shall make a like report, including a detailed report shall including	<u>lude</u> a schedule of
401 the salaries paid to all officers, agents, and principal employees, to each	
402 Convention of the Domestic and Foreign Missionary Society.	