

## Consent Calendar

Whereas, it is usual for the Episcopal Diocese of Western New York to meet with all Lay Delegates and Clergy in person, in accordance with New York State Law regarding nonprofit corporations and in accordance with the Constitution and Canons of the Diocese; and

Whereas, the public health emergency caused by Covid-19 pandemic has made it dangerous to gather in large groups;

Whereas the State of New York permits during this pandemic, by Executive Order, the holding of a nonprofit corporation's annual meeting by electronic means provided that all participants can see and hear and participate in the proceedings; and we are satisfied that the provisions that have been made for this convention meet both the letter of the Executive Order and the spirit of Canon Law;

We hereby authorize this meeting to be held by electronic means that allow all lay delegates and clergy to see and hear and participate in the proceedings of this convention.

\*\*\*

Whereas, Article III of the Constitution of the Diocese of Northwestern Pennsylvania provides in Section A.1.a. that there shall be a regular convention of the church in this diocese, to be held annually at a time and place to be fixed by the preceding Annual Convention; and

Whereas, Section A.1.b. of Article III provides that for good and sufficient cause, the time or place of meeting of the Annual Convention may be changed by the ecclesiastical authority; and

Whereas, Article V of the Constitution of the Diocese provides in Section F that it shall be the duty of the Diocesan Council to develop, prosecute, and oversee the mission and ministry of the church in the diocese, to develop a budget or budgets for the work of the diocese, to fulfill all other duties laid upon the Council by the corporate charter, by the Constitution and Canons, or by resolution of Convention, and to make full reports of its work to the Annual Convention that the Diocesan Council shall act on behalf of the Convention when the Convention is not in session; and

Whereas, the Bishop Diocesan, in light of the COVID-19 pandemic and the risk both to individuals and the public health that have been associated with large, in person assemblies, has requested that Diocesan Council adopt this resolution setting forth a special rule of order permitting the 111<sup>th</sup> Annual Convention of the Diocese to be held as a "Virtual Convention," using electronic communications technology having the capabilities specified in the resolution; and

Whereas, the Diocese is organized as a Pennsylvania Non-Profit Corporation and subject to the provisions of the Pennsylvania Non-Profit Code which provides 15 Pa. C.S. §5704(a) that if a meeting of members is held by means of the Internet or other electronic communications technology in a fashion pursuant to which the members have the opportunity to read or hear the proceedings substantially concurrently with their occurrence, vote on matters submitted to the members, pose questions to the

directors and members of any other body, make appropriate motions and comment on the business of the meeting, the meeting need not be held at a particular geographic location; and

Whereas, the Pennsylvania Non-Profit Code also provides in 15 Pa. C.S. §5708(b) that “the presence or participation, including voting and taking other action, at a meeting of members, or the expression of consent or dissent to corporate action, by a member by conference telephone or other electronic means, including, without limitation, the Internet, shall constitute the presence of, or vote or action by, or consent or dissent of the member for the purposes of this subpart.”

NOW THEREFORE, BE IT RESOLVED THAT:

1. Diocesan Council concurs with the determination of the Bishop Diocesan that the plans for the 111<sup>th</sup> Annual Convention be based on holding the meeting as a “Virtual Convention,” and approves the adoption of a special rule of order to permit the Virtual Convention to be held, using electronic communications technology having the capabilities specified in this resolution.

2. The 111<sup>th</sup> Annual Convention may be held by means of the Internet or other electronic communications technology in a fashion pursuant to which Clergy and Lay Deputies, wherever

they may be physically located, have the opportunity to read or hear the proceedings substantially concurrently with their occurrence, vote on matters submitted to the members of Convention, pose questions to the President of Convention and members of any other body, make appropriate motions and comment on the business of the meeting, and express their consent or dissent to any matter presented to Convention for action.

3. The participation by a member of Convention at a meeting conducted using the technological means specified in paragraph 2, including voting and taking any other action, shall constitute the presence of, or vote or action by, or consent or dissent of the member of Convention for the purposes of the 111<sup>th</sup> Annual Convention.

6. The agenda for the 111<sup>th</sup> Annual Convention shall include, as a first order of business, a resolution to approve and ratify this resolution of Diocesan Council as a special rule of order, including use of the specific procedures and technology to be identified and recommended in accordance with this resolution, to hold the 111<sup>th</sup> Annual Convention

Approved this 12th day of October, 2021, at a meeting of Diocesan Council duly convened and conducted pursuant to Diocesan Canon V, Sections D and F.

By: The Rev. Adam Trambley, Secretary

\*\*\*

Resolved, that the 184<sup>th</sup> Diocesan Convention of the Diocese of Western New York and the 111<sup>th</sup> Diocesan Convention of the Diocese of Northwestern Pennsylvania adopt the following as their special Rules of Order for this online convention:

## **Rules of Order**

### **1. Quorum**

A. The presence of a quorum shall be established by the Bishop or his designee's review of the names of the lay delegates and their Parishes who have logged in electronically, and of the clergy who have logged in electronically. Instructions on how to log in to a Zoom meeting can be found [here](#). When prompted to enter your name, please identify yourself by first and last name, parish, and order (e.g.: Jane Smith - Trinity, Faketown - Lay).

The Bishop or his designee shall determine that all who have logged in are lay delegates eligible to vote in convention pursuant to Title I, Canon 1, Section 2, of the Canons and clergy entitled to vote in Convention pursuant to Article V of the Constitution and Title I, Canon 1, Section 1 of the Canons of the Diocese of Northwestern Pennsylvania and Article III of the Constitution and Canon 2, Sections 1-7 of the Canons of the Diocese of Western New York.

The Bishop or his designee shall announce whether a quorum has been established.

The continued presence of a quorum shall be determined by the online list of participating eligible clergy and eligible delegates, hereafter both referred to as "delegates".

B. Delegates shall identify themselves upon signing into the communications platform, by ensuring their username information is correct (e.g.: Jane Smith - Trinity, Faketown - Lay), and shall maintain Internet and audio access throughout the Convention whenever present, but shall sign out upon any departure before adjournment by clicking "Leave meeting" on their screens.

### **2. Technical requirements & decorum**

A. Each delegate is responsible for his or her audio and Internet connections; no action shall be invalidated on the grounds that the loss of, or poor quality of, a delegate's individual connection prevented participation.

B. In order to maintain decorum, all participants of the meeting will be muted by default. Participants will only unmute when called upon by the Bishop or his designee.

C. The chat function on Zoom will be active. The chat feature (including private chat) should be reserved for convention related inquiries. The convention will be recorded and that includes all content in the chat feature (including private chat).

D. In order to maintain decorum, please remember that, though we are participating in convention remotely, it is still business of the church. Clothing and backgrounds should be appropriate for a church convention setting.

### **3. Recognition of a delegate to speak:**

To seek recognition to speak, a delegate shall utilize the “Raise Hand” function.

The Bishop or his designee shall recognize the delegate by audibly repeating the delegate’s name and inviting the delegate to speak, thus assigning the floor to the delegate. Delegates will be called upon in the order in which they raised their hands.

### **4. Amendments & Motions**

A. All amendments will be recorded and displayed to the convention by the Bishop’s designee, and identified by the name of the delegate who offered the amendment, parish (if any), along with a number corresponding to how many written amendments the member has so far posted during the meeting (e.g.: “Smith – Trinity, Faketown - 3).

B. All resolutions, including any amendments proposed by Convention, will be displayed on a screen visible to all voting delegates. The resolutions shall remain visible to all delegates until final action has been taken by the Convention on the resolutions.

C. Recognition for making and speaking to motions shall follow the procedure outlined in Section 3.

### **5. Voting**

Voting for open offices will take place through ElectionBuddy. Only delegates are permitted to cast a vote. The judge of election, as designated by the Bishop, will share the results of each ballot with the Bishop. No member of the Dioceses of Northwestern Pennsylvania or Western New York, including Bishop or staff, will be able to view how an individual delegate voted.

The Bishop or his designee shall announce the voting results by voice and by display of votes on screen.

For uncontested elections, a motion to elect by acclamation may be made. Recognition for making such a motions shall follow the procedure outlined in Section 3. If a motion to elect by acclamation is made, Delegates will be prompted to select “yay” or “nay” on their screens and submit their selection. The event moderator will then inform the Bishop or his designee of the results of the acclamation. The Bishop or his designee will then announce the results to the convention. This method will be used for any motion that can be accepted or rejected through acclamation.

\*\*\*

Resolved, that the 184<sup>th</sup> Diocesan Convention of the Diocese of Western New York and the 111<sup>th</sup> Diocesan Convention of the Diocese of Northwestern Pennsylvania, understanding the effects of the global pandemic on financial and human resources, extend the right to vote to

any congregations who have been unable to comply with canonical requirements regarding audits, full share, assessments, or parochial reports.

Be it resolved, that the 184<sup>th</sup> Diocesan Convention of the Diocese of Western New York and the 111<sup>th</sup> Diocesan Convention of the Diocese of Northwestern Pennsylvania express thanks to those who have maintained a prayer vigil throughout the proceedings of these Conventions, especially the Episcopal Church Women and the St. John's, Franklin and Trinity, New Castle chapters of the Daughters of the King.

Be it resolved, that the 184<sup>th</sup> Diocesan Convention of the Diocese of Western New York and the 111<sup>th</sup> Diocesan Convention of the Diocese of Northwestern Pennsylvania send greetings to the Greater Buffalo Racial Equity Roundtable, and convey its appreciation for their continued work to close racial equity gaps in our region.

Be it resolved, that the 184<sup>th</sup> Diocesan Convention of the Diocese of Western New York and the 111<sup>th</sup> Diocesan Convention of the Diocese of Northwestern Pennsylvania send greetings to Bishop Dwane Brock of the Victory Christian Center of Erie, Pennsylvania, and give thanks for his leadership and collaboration in our shared anti-racism and racial reconciliation work.

Be it resolved, that the 184<sup>th</sup> Diocesan Convention of the Diocese of Western New York and the 111<sup>th</sup> Diocesan Convention of the Diocese of Northwestern Pennsylvania send greetings to the Rev. Gay Jennings, President of the House of Deputies, and convey its appreciation for her decades of service that have made the church's governing structures more open, equitable and inclusive.

Be it resolved, that the 184<sup>th</sup> Diocesan Convention of the Diocese of Western New York and the 111<sup>th</sup> Diocesan Convention of the Diocese of Northwestern Pennsylvania send greetings to the Most Rev. Michael B. Curry, a son of Buffalo, and extend our support for his leadership of the Episcopal Branch of the Jesus Movement and his worldwide witness to The Way of Love.

Resolved, that the 184<sup>th</sup> Diocesan Convention of the Diocese of Western New York and the 111<sup>th</sup> Diocesan Convention of the Diocese of Northwestern Pennsylvania appoints October 21-22, 2022, at the Conference and Event Center, Niagara Falls, NY as the time and place for the 185<sup>th</sup> and 112<sup>th</sup> Diocesan Conventions.