

#9 CANON 35: PARISH GOVERNMENT

Moved by: The Reverend Sue Channen

Seconder: Susan Drain

Resolved that Canon 35: Parish Government be repealed and replaced with the attached material, with such repeal and replacement to come into effect by resolution of Diocesan Council with the Bishop's consent.

CANON 35: PARISH GOVERNMENT

BASIS OF CANON AND PURPOSE OF A PARISH

1. (1) The parishes of the Diocese are the primary local expression of the Body of Christ in the Anglican tradition. Their ministries, which enact their life and work, are carried out by congregations under the guidance of their governance structures which are created by this Canon.
- (2) Parish Councils are the governing bodies of the parishes of the diocese and so have responsibility for directing and overseeing the mission of the Parish and its Churches, which is God's mission.

INTERPRETATION

2. (1) In this Canon,
 - (a) "Anglican Church Act of Nova Scotia" means Chapter 130 of the Statutes of Nova Scotia for 1967, the Anglican Church Act; or any Act of the Nova Scotia Legislature that replaces it;
 - (b) "Anglican Church Act of Prince Edward Island" means Chapter 53 of the Acts of the General Assembly of Prince Edward Island for 1972, the Anglican Church Act or any Act of the House of Assembly of Prince Edward Island that replaces it;
 - (c) "Bishop" means the Bishop of the Diocese;
 - (d) "church" means
 - (i) a congregation that has a place, physical or virtual, in which to worship or meet, or
 - (ii) where more than one divine service is held in the place on Sundays, all the congregations for which the divine services are held, recognized by a parish as a church included in the parish;
 - (e) "communicant" means a baptized Christian who regularly receives Holy Communion as a worshipping member of a congregation;
 - (f) "congregation" means a group of people organized to minister, worship and learn from God's Holy Word, with or without a place in which to worship or meet;
 - (g) "Diocese" means the Diocese of Nova Scotia and Prince Edward Island;
 - (h) "parish" means

- (i) a congregation, or
 - (ii) two or more congregations that are, for the purpose of ministry, grouped together, served by a member of the clergy or other individual licensed by the Bishop in a territory or district allotted by the Bishop for that purpose, but does not include the congregations worshipping at the Cathedral Church of All Saints, Halifax.
- (i) For the purpose of this Canon, the term “Rector” includes the Rector, priest-in-charge or other incumbent of the parish.
- (2) A reference in this Canon to a parish corporation of a parish is a reference to the parish corporation that is formed
 - (a) by the Anglican Church Act of Nova Scotia constituting, as a body corporate, the Rector, wardens and the other members of the parish council of the parish; or
 - (b) by the Anglican Church Act of Prince Edward Island constituting, as a body corporate, the Rector, wardens and, the other members of the parish council of the parish.
- (3) For greater certainty, a reference in this Canon to a church or a congregation that forms a part of a parish includes a single congregation or church that, in itself, constitutes that parish.

PARISHES AND CONGREGATIONS AS FUNCTIONING PARTS OF REGIONS

- 3. Every parish and every congregation that forms a part of the parish shall be a functioning part of the region in which the parish exists.

PARISH CORPORATIONS

- 4. (1) There is, by reason of the Anglican Church Act of Nova Scotia and the Anglican Church Act of Prince Edward Island, a parish corporation for each parish.
- (2) Each parish corporation is a separate legal entity and may
 - (a) sue and be sued;
 - (b) have a common seal;
 - (c) receive grants of real and personal property for the use of the church and all parish purposes;
 - (d) improve such real property and receive rents thereof for the like use;
 - (e) with the approval of the Bishop in writing, sell, convey, lease and mortgage such real and personal property;
 - (f) when the appropriate amendments have been made to the Acts, sell, convey, lease and mortgage personal property;
 - (g) make by-laws and regulations for the management of the temporalities of the corporation and the due orderly conducting of its affairs.

- (3) The parish corporation of a parish consists of the Rector, wardens and the other members of the parish council of the parish.
- (4) All documents, including deeds, mortgages, leases and contracts, shall be executed on behalf of a parish corporation under the seal of the corporation and shall be signed by the persons authorized under the bylaws of the parish, but any document relating to real property, including a deed, mortgage or lease, is ineffective unless and until it is approved, in writing, by the Bishop.

PARISH COUNCILS

- 5. (1) There shall be a parish council for every parish.
 - (2) A parish council is the governing body that orders the life of the congregation or congregations forming the parish for which the parish council is established.
- 6. The governance responsibilities of every parish council include:
 - (a)
 - a. articulating and implementing the mission of the parish;
 - b. entering into a covenant with the Rector and reviewing it at least every two years with the Archdeacon;
 - c. approving all policies for the parish, including SafeR Church policies;
 - d. overseeing the assets of the whole parish (including church buildings, cemeteries and all bank accounts and investments);
 - e. developing and monitoring the annual budget (including the budgets of the churches in a multi-church parish);
 - f. approving all contracts including contracts with paid staff;
 - g. ensuring that there is good communication among the congregations and organizations of the parish;
 - h. ensuring that there is effective governance for all outreach activities of the parish; and
 - i. oversight of all activities in the parish.
 - (b) regularly evaluating the overall life of the parish and recommend ideas for effective ministries;
 - (c) carrying out such duties as are imposed on it by law, including the Constitution and Canons of the Diocese and the by-laws of the parish.
- 7. (1) Each parish shall be governed in accordance with the bylaws of the parish.
 - (2) Upon this Canon coming into effect, the bylaws of each parish shall be the model bylaws approved by Diocesan Executive Council, either for a single church parish or multi-church parish, as applicable.

- (3) Subject to subsections (4) and (5), a parish council may, at a duly called meeting, make, amend or repeal by-laws respecting the affairs of the parish or a church that forms part of the parish if notice of intention to propose the by-law or to amend or repeal a by-law is given
 - (a) at a previous meeting of the parish council; or
 - (b) in the notice of the meeting at which the making of the by-law, or its amendment or repeal will be proposed.
 - (4) A by-law made pursuant to subsection (3) does not come into force unless and until it is
 - (a) ratified at the next duly called annual or special meeting of the members of the parish; and
 - (b) approved by the Bishop.
 - (5) An amendment or repeal pursuant to subsection (3) does not come into force unless and until it is approved by the Bishop.
 - (6) The Bishop shall not approve any bylaw, amendment or repeal if it conflicts with the Constitution or Canons of the Diocese, or with any policy approved by Diocesan Executive Council.
8. (1) The bylaws of a parish shall, without limitation, address the following matters:
- (a) the composition of the parish council;
 - (b) the offices, duties and term limits, if any, of the wardens, secretary and treasurer of the parish;
 - (c) conduct of meetings of the parish, including quorum and eligibility to attend and vote at any meetings of the parish;
 - (d) election of officers of the parish and other members of parish council;
 - (e) conduct of the annual general meeting of the parish;
 - (f) disclosure of the financial affairs of the parish, including the preparation and presentation of an annual budget of income and expenses, and presentation of the prior year's financial statement to the annual general meeting of the parish;
- (2) The bylaws of a multi-church parish may address:
- (a) the composition of church councils;
 - (b) the offices, duties, and term limits, if any, of the wardens, secretary and treasurer of a church;
 - (c) conduct of meetings of a church, including quorum and eligibility to attend and vote at any meetings of the church;
 - (d) election of officers of a church and other members of a church council;
 - (e) conduct of the annual general meeting of a church;

- (f) disclosure of the financial affairs of a church, which may be incorporated into the financial affairs of the parish.
- 9. Diocesan Executive Council may from time to time establish policies respecting parish governance, which policies shall have effect upon parishes when approved by Diocesan Executive Council.
- 10. Annual general meetings of parishes shall be held no later than the last day of February in each year.

MINISTRIES

11. (1) For the purposes of this Canon, the ministries of a parish are the means by which the life and work of the parish are carried out and shall include:
- (a) proclaiming the Good News of the Kingdom in word and example
 - (b) teaching, baptizing, and nurturing new believers
 - (c) responding to human need, both spiritual and tangible, by loving service
 - (d) transforming the unjust structures of society, challenging violence of every kind and pursuing peace and reconciliation
 - (e) safeguarding the integrity of creation, and sustaining and renewing the life of the earth
 - (f) nurturing the household of God, including:
 - (i) Deepening the discipleship of all members of the parish through worship and spiritual practices of prayer, study, and service
 - (ii) Life together which enacts the love we share as siblings in Christ
 - (iii) Regular self-examination of the life and ministry of the parish

And other ministries discerned by the parish or church

- (2) Each parish and church shall nurture and carry out the ministries of the parish for which it is established.
- (3) In order to fulfill the ministries of a parish or a church the parish council established for the parish or the church council established for the church, as the case may be, may establish such structures that are, in the opinion of the parish council or the church council, appropriate for the parish or the church, as the case may be, under the circumstances, including the size and resources of the parish, or the church.
- a) The parish council shall ensure that parish property, finances, and administration which are used in the parish's ministries are adequately managed by:
- (i) providing for a regular inspection of all buildings and grounds owned by the parish corporation, including, cemeteries and, at a time agreed upon by the Rector and the committee, regular inspections of the rectory,
 - (ii) investigating and recommending to the parish council established for the parish a continuing maintenance program and providing estimates of costs and supervision of approved work,
 - (iii) providing operational and janitorial services,
 - (iv) inspecting the rectory owned or rented by the parish, before the appointment of an incumbent, by a committee together with the wardens of the parish and the

regional dean for the region in which the territory or district allotted to the parish is located,

- (v) carefully and periodically examining all the buildings to establish the best means for the conservation of energy;
- (vi) the supervision of the finances of the parish and each congregation that forms a part of the parish, including a regular review of the work of the Treasurer of the parish,
- (vii) adequate insurance coverage on all properties of the parish corporation of the parish,
- (viii) the preparation of a budget of estimated receipts and expenditures for the ensuing year for the parish and each church forming a part of the parish for approval by the parish council established for the parish and each church council established for a congregation that forms a part of the parish and presentation to the annual meeting of the parish and the annual meeting of each,
- (ix) the implementation of bequests;
- (x) cultivation of a greater awareness of the Anglican Church's mission and ministry and the resources required to fulfill its gospel mandate, including:
 - maintaining an ongoing awareness of stewardship;
 - empowering the parish to exercise the stewardship of their gifts within the parish and beyond
 - providing secretarial and office help and equipment,
 - providing current parish lists and maintaining up-to-date information on parish registers,
 - providing leadership in maintaining open communication with the parish,
 - providing statistics respecting the parish according to the Diocesan schedule and reporting the statistics to annual meetings of the parish, and
 - when necessary, establishing or providing for the establishment of a committee or task group to make recommendations to the parish council or the church council respecting the hiring or review or both the hiring and review of staff other than clergy.

Commentary

At the 151st Synod in 2023, Synod asked that Canon 35 be re-examined as a whole in light of the significant new opportunities and constraints which parishes are experiencing. Our proposal recognizes that certain requirements must be contained in our Canons but that much of the existing Canon would be better handled as bylaws at the parish level, using model bylaws approved by Diocesan Council. These model bylaws will accommodate the diversity of parishes across the Diocese while ensuring that both legal and best practices are clearly set out. Because the bylaws are a critical part of this reform, Diocesan Council is authorized to set the effective date for the Canon to come into effect.

The following Bylaws are provided for information only and will not be discussed nor debated at Synod. These are templates approved by Diocesan Council in February 2025. Parishes will be invited to review and customize these Bylaws (where permitted) to suit the Parish, subject to Episcopal approval.

This Canon shall come into effect on a date established by resolution of Diocesan Executive Council and consented to by the Bishop.

Black lined version is not provided as it is not feasible and has little practical value.

Canon 35: Model By-laws Single-Church Parish

A By-law relating generally to the conduct of the affairs of Anglican Parish of [Parish Name] (the “Parish”)

MANDATE OF PARISH COUNCIL (*taken from Canon 35*)

Parish Councils are the governing bodies of the parishes of the diocese and so have responsibility for directing and overseeing the mission of the Parish, which is God’s mission. Governance responsibilities include:

- a. articulating and implementing the mission of the parish;
- b. entering into a covenant with the Rector and reviewing it at least every two years with the Archdeacon (see Canon 25);
- c. approving all policies for the parish, including SafeR Church policies;
- d. overseeing the assets of the whole parish (including church buildings, cemeteries and all bank accounts and investments);
- e. developing and monitoring the annual budget;
- f. approving all contracts including contracts with paid staff;
- g. ensuring that there is good communication among the congregations and organizations of the parish;
- h. ensuring that there is effective governance for all outreach activities of the parish; and
- i. oversight of all activities in the parish.

BE IT ENACTED as a by-law of the Parish as follows:

1. DEFINITIONS

In this By-law and all other by-laws of the Parish, unless the context otherwise requires:

“Bishop” means the Diocesan Bishop of the Diocese of Nova Scotia and Prince Edward Island or, if the context so requires, a predecessor Diocesan Bishop;

“Bishop’s Designate” The individual (lay or ordained) whom the Bishop or a previous Bishop has appointed to oversee all aspects of the ministries of a parish when there is no Rector. The Bishop’s Designate is the chief liturgical officer of the parish and is a voting member of Parish Council;

“By-law” means this By-law and any other by-law of the Parish as amended with the Bishop’s approval pursuant to Canon 35 and which are, from time to time, in force and effect;

“Canon” means any of the canons of the Diocese of Nova Scotia and Prince Edward Island in force from time to time;

“Collaborative Ministry Arrangement” A formal arrangement among two or more parishes to share a ministry team of clergy and laity to allow the gifts and callings of each parish to be deployed across the area with the intent of fostering growth in discipleship and vitality in all parishes while sharing the workload;

“Congregation”: a group of parishioners who regularly gather for worship, including Fresh Expression style worship, under the direction or sponsorship of the Parish Council;

“Council of the Community” An informal gathering of those in attendance after a worship service in order to prepare for events, fundraising activities, building maintenance, and similar work which needs many hands;

“Meeting of members of the parish” means an annual meeting or a special meeting of members of the parish who are entitled to vote at an annual meeting of members;

“Not at arm’s length” in the context of individuals, means people who are spouses or partners, siblings, or parent or child of each other, or who are members of the same household;

“Ordinary resolution” means a resolution passed by a majority of not less than 50% plus 1 of the votes cast on that resolution;

“Parish” means either (a) all of the individuals who are members of the congregations of the parish together with all of its organizations, or (b) the geographical area for which the church of the parish is the closest Anglican church, depending upon the context;

“Parish Council” means the entity of the parish, as authorized by the Church Acts of Nova Scotia and of Prince Edward Island, which has governance responsibility for the whole parish, the members of which are chosen according to the provisions of this By-law;

“Rector” The priest appointed to the office by the Diocesan Bishop or a previous Bishop to oversee all aspects of the ministry of the parish. The Rector is the chief liturgical officer of the parish and is a voting member of Parish Council;

“Shared Ministry Arrangement” An arrangement among the Bishop and two or more parishes under which the same individual will be appointed as Rector or Bishop’s Designate for each parish on a part-time basis in each parish. The arrangement may include sharing of other expenses (such as a rectory and office);

“Special resolution” means a resolution passed by a majority of not less than two-thirds (2/3) of the votes cast on that resolution.

2. INTERPRETATION

In the interpretation of this By-law, words in the singular include the plural and vice versa, words in one gender include all genders, and “person” includes an individual, body corporate, partnership, trust and unincorporated organization.

3. CORPORATE SEAL

The parish shall have a corporate seal in the form approved by Parish Council. The secretary of Parish Council shall be the custodian of the seal. It may be stored in the same fire-proof box used to store the records of the Parish.

4. EXECUTION OF DOCUMENTS

Legal and financial documents pertaining to the parish shall be signed by any two (2) of the signing officers of the parish. Any signing officer may also certify a copy of a parish document to be a true copy. Where the document relates to any of the real property of the parish, the requirements of Canon 38 must be met.

The signing officers are the wardens, secretary, and Rector or Bishop’s Designate.

Should any of these offices be held by people who are not at arm’s length, only one of those people may be a signing officer and Parish Council may appoint an additional signing officer.

Option: Parish Council may by resolution from time to time designate, direct, or authorize other persons to enter into specific contracts for goods or services or agreements for use of parish property.

5. FINANCIAL YEAR END

The financial year end of the Parish shall be December 31 in each year.

6. BANKING AND PAYMENT ARRANGEMENTS

The banking business of the Parish shall be transacted at a bank, trust company, credit union or other firm or corporation carrying on a banking business in Canada as the Parish Council may designate, appoint or authorize from time to time by resolution. The banking business or any part of it shall be transacted by any two of the wardens, treasurer, or secretary of the Parish Council. Should any of these offices be held by people who are not at arm's length, only one of those people may be a signing officer and Parish Council may appoint an additional signing officer.

All funds contributed for missionary, diocesan, or other extra-parochial purposes, or for cemetery purposes, may be held in one or more bank accounts separate from the general funds of the parish. Where such funds are held in the same bank account as the general funds of the parish and are tracked in a separate ledger in the accounting records, the balance in that bank account shall not be lower than the total balances in these separate ledgers.

Option: Parish Council may by resolution authorize bank accounts to be opened for parish organizations and by resolution appoint the signing officers for those accounts from the members of Parish Council.

7. BORROWING POWERS

The Parish Council may, having obtained the permission of the Bishop required by Canon 38, mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Parish, owned or subsequently acquired, in order to raise funds to erect, enlarge, renovate, repair or restore a church, rectory, or parish hall.

Option: Parish Council may, by resolution, enter into contracts for goods or services which provide for billing after the service is delivered.

Option: Parish Council may authorize signing officers to obtain a credit or payment card in the name of the Parish with appropriate limits to facilitate the purchase of necessary supplies.

8. ANNUAL FINANCIAL STATEMENTS

The Parish Council shall make copies of the annual financial statements of the Parish available to the members of the parish as part of the annual meeting package, in printed and electronic form. The financial statements shall include all operations of the parish, including all bank accounts of the parish and parish organizations. Electronic or additional printed copies shall be made available subsequently upon request.

9. MEMBERSHIP CONDITIONS

Membership in the Anglican Church of Canada is by virtue of Christian baptism, but all people are welcome to attend worship services and participate in the life of the parish.

Individuals may vote at meetings of the parish if they meet the following requirements:

- a. have reached 16 years of age;
- b. support the mission of the parish through offerings of time, talent or treasure;
- c. except as allowed by subsection d, have not voted in the annual meeting of another parish for the same period;

- d. Rectors, Bishop's Designates, and members of a ministry team who serve more than one parish in a Shared Ministry Arrangement or Collaborative Ministry Arrangement may vote in all parishes in which they have served in the past year.

10. NOTICE OF A MEETING OF MEMBERS

- a. The annual meeting of the members of the parish shall be held by March 1 each year to elect members of Parish Council, to receive the financial statements of the parish and to conduct other appropriate business.
- b. Notice of the date, time and place of a meeting of members shall be given to each member entitled to vote at the meeting by the following means:
 - i. during the worship service on the two Sundays prior to the day on which the meeting is to be held; and/or
 - ii. **Option:** and by affixing the notice, no later than 14 days before the day on which the meeting is to be held, to a notice board on which information respecting the Parish's activities is regularly posted and that is located in the main facilities of the Parish; and/or
 - iii. **Option:** and by electronic or other communication facility to each member of the congregation who is entitled to vote at the meeting and for whom such contact information is available, no less than 14 days before the day on which the meeting is to be held.
- c. A report package must be made available to the members of the parish in printed and electronic form at least one week in advance of the meeting and include:
 - i. agenda for the meeting;
 - ii. reports from the Rector/Bishop's Designate, Wardens, Treasurer, and other organizations of the parish;
 - iii. financial statements for the previous year which have been reviewed according to the Diocesan policies; these statements will include the financial statements of all parish organizations which are authorized to raise or spend funds;
 - iv. a budget or forecast for the coming year, including all parish organizations which are authorized to raise or spend funds;
 - v. a statement of the investments of the parish, including cemetery funds, and any terms and conditions to which they are subject;
 - vi. a summary of the parish's insurance policies;
 - vii. a list of the current officers and council members and when their terms expire; and
 - viii. the list of nominations for officers and other elected members of Parish Council.

If a change to this by-law is proposed which has the effect of reducing the time or scope of the notice of a meeting of members, it must be approved with a special resolution of the members of the parish and by the Bishop.

11. CALLING A SPECIAL MEETING OF MEMBERS

- a. A special meeting of the members of the parish may be called by:
 - i. The Rector or Bishop's Designate of the Parish; or
 - ii. the wardens of the Parish; or
 - iii. the lesser of:
 - ten members of the parish who are entitled to vote at an annual meeting; or
 - the majority of such members of the parish,if the request is in writing and given to the secretary of the Parish Council.
- b. A special meeting of the parish must be held if any of the following decisions are being made:
 - i. To elect a parochial committee under Canon 25;
 - ii. to elect new officers of Parish Council, in the event that Parish Council is not able to fill a vacancy;

- iii. to approve, by special resolution, the entry of the parish into a Shared Ministry Arrangement or Collaborative Ministry Arrangement, or to approve the exit of the parish from a Shared Ministry Arrangement or a Collaborative Ministry Arrangement;
- iv. by special resolution, to request the Bishop to amalgamate the parish with another parish; and/or
- v. to request the Bishop to deconsecrate any church building.

12. NOMINATIONS OF MEMBERS OF PARISH COUNCIL AT ANNUAL MEETINGS OF MEMBERS

- a. The Parish Council shall solicit nominations for members of Parish Council prior to the annual meeting of the Parish. Candidates may nominate themselves, if eligible.
- b. Additional nominations may be accepted from the floor of the meeting from members of the parish who are entitled to vote at the meeting, provided that the nominee is eligible and consents to the nomination.

Option: Parish Council may create a nominating committee to gather such names and confirm the consent and eligibility of candidates.

13. PUBLISHING MATERIAL FOR ANNUAL MEETINGS OF MEMBERS

- a. All reports and proposals shall be provided to the secretary of Parish Council, or their designate, at least 3 weeks before the annual meeting for inclusion in the annual meeting package. The Parish shall bear the cost of printing the package.

It shall be the responsibility of any person making a proposal after that date to ensure that enough copies of supporting material are provided at the annual meeting.

14. PLACE OF MEETING OF MEMBERS

Meetings of the parish shall be held at a location within the parish determined by Parish Council. The location shall be accessible to those entitled to vote at the meeting.

15. CHAIR OF MEETINGS OF MEMBERS

The members present at the meeting shall choose one of their number to chair the meeting. The meeting shall decide whether the chair has a regular vote, in addition to a vote in the event of an equality of votes.

16. QUORUM AT MEETINGS OF MEMBERS

A quorum at a meeting of the members of the parish shall be

- a. five persons who are entitled to vote at the meeting, where the average Sunday attendance of the parish consists of up to fifteen persons;
- b. eight persons who are entitled to vote at the meeting, where the average Sunday attendance of the parish consists of more than fifteen persons and up to fifty persons;
- c. twelve persons who are entitled to vote at the meeting, where the average Sunday attendance of the parish consists of more than fifty persons and up to one hundred and fifty persons;
- d. twenty-four persons who are entitled to vote at the meeting, where the average Sunday attendance of the parish consists of more than one hundred and fifty persons and up to three hundred persons; and
- e. thirty persons who are entitled to vote at the meeting where the average Sunday attendance of the parish consists of more than three hundred persons.

17. VOTING AT MEETING OF MEMBERS

At any meeting of members every question shall, unless otherwise provided by the Canons or By-laws, be determined by a majority of the votes cast on the questions. A vote may be held by voice (yea or nay), a show of hands, a ballot, or by electronic voting. If using an electronic platform such as Zoom or Microsoft Teams, the

voter must be visible to the appointed counters (or identifiable by way of a method previously approved by Parish Council).

18. PARTICIPATION BY ELECTRONIC MEANS AT MEETING OF MEMBERS

If the Parish Council chooses to make available a telephonic, electronic, or other communication facility that permits all participants to communicate adequately with one another during a meeting of members of the parish, any person entitled to attend such meeting may participate in the meeting by means of such telephonic, electronic, or other communication facility. A person participating in a meeting by such means is deemed to be present at the meeting. Any person participating in a meeting of members of the parish pursuant to this section who is entitled to vote at that meeting may vote by means of any telephonic, electronic, or other communication facility that the Parish Council has made available for that purpose. Each voter must be identifiable by way of a method previously approved by Parish Council

19. MEETING OF MEMBERS HELD ENTIRELY BY ELECTRONIC MEANS

If the Rector or Bishop's Designate or the wardens call a meeting of members of the parish pursuant to this by-law, the Rector or Bishop's Designate or wardens, as the case may be, may determine that the meeting shall be held entirely by means of a telephonic, electronic or other communication facility that permits all participants to communicate adequately with one another during the meeting.

20. MINUTES OF MEETINGS OF MEMBERS

The minutes of the meeting of members of the parish shall be prepared by the Secretary of the meeting and reviewed by Parish Council at its next meeting. When reviewed they shall be made available to the members of the parish and approved at the next annual meeting of the parish. Option: a special meeting of members may by resolution authorize Parish Council to approve the minutes of the special meeting at its first meeting after the special meeting.

21. MEMBERSHIP OF PARISH COUNCIL

- a. The Rector or Bishop's Designate;
- b. each member of the clergy canonically appointed by the Bishop to serve the parish (CAP priests, associate priests, honorary assistants, deacons, curates) (Note: only stipendiary clergy will be voting members of Parish Council);
- c. unless one is elected/appointed to another place on Parish Council, a Licensed Lay Minister, chosen by and from the LLMs of the parish;
- d. two or three wardens, elected at the AGM (the number of wardens shall be determined by resolution at the annual parish meeting on the recommendation of Parish Council);
- e. Secretary of Parish Council, elected at the AGM;
- f. Treasurer of Parish Council, elected at the AGM (the positions of Secretary and Treasurer may be combined);
- g. between 3 and 6 elected members at large as determined by the annual parish meeting (these members should be chosen to represent the diversity of the members of the parish);
- h. Lay and Youth Delegates to Synod from the parish, elected at the AGM;
- i. on the recommendation of Parish Council, a chairperson of Parish Council may be elected at the annual parish meeting; and
- j. on the recommendation of Parish Council where Parish Council members are directly responsible for the operations of the parish, an additional 4 members at large may be elected at the annual parish meeting.

It is permissible and anticipated that some of these positions may be held by the same individual (e.g. one person is the treasurer of Parish Council and is also a Lay Delegate to Synod; a LLM is also Parish Warden; a Lay Delegate is also a member at large) subject to the restrictions on membership set out in Section 26.

22. TERM OF OFFICE OF MEMBERS OF PARISH COUNCIL

- a. Each warden holds office for a term commencing at the close of the annual meeting at which the warden was elected and ending at the close of an annual meeting that is no later than the third annual meeting after the meeting at which the warden was elected. Wardens shall be elected for terms that are staggered in such a manner that their terms of office do not all end at the same time.
- b. Each member at large holds office for a term commencing at the close of the annual meeting at which the member at large was elected and ending at the close of an annual meeting that is no later than the third annual meeting after the meeting at which the member at large was elected. Members at large shall be elected for terms that are staggered in such a manner that their terms of office do not all end at the same time.
- c. The Rector or Bishop's Designate holds office at the pleasure of the Bishop or until their resignation under Canon 25.
- d. The Lay Delegates to Synod shall be elected in accordance with the Constitution of the Diocese and serve until replaced, but not for more than two consecutive Synods.
- e. All other positions on Parish Council are elected for one year terms.

A person may be re-elected as a warden, secretary or treasurer, except that no person may, without the consent of the Bishop, hold office as a warden, secretary or treasurer for a continuous period of more than nine years.

23. CHANGES IN MEMBERSHIP DURING THE TERM OF PARISH COUNCIL

- a. Councils may fill a vacancy in their elected membership, including a vacancy that occurs as a result of an annual meeting failing to elect all the members to the council that the meeting was entitled to elect.
- b. The filling of a vacancy in the membership of a Council must be ratified at either the first annual meeting of the parish for which the Council was established that is held after the vacancy is filled or at a special meeting of the parish that is held after the vacancy is filled.
- c. A Council may, by resolution, request any member elected to the council who is unable, or who fails, to perform the duties of a member of the council, to resign from the council.
- d. A person may resign from a Council by submitting that person's resignation to the Council in writing (including by electronic means), except that where a person wishes to resign because of a grievance, that person may only do so by submitting that member's resignation to the Bishop in writing and to the council and, in such case, the resignation is not effective unless and until the Bishop communicates the Bishop's acceptance in writing to that person and to the council.
- e. Where a person who is a member of a Council ceases to be qualified to be elected to the Council, that person is deemed to have resigned as a member of the Council except that the Council may, by a resolution supported by at least two thirds of its members, extend that person's membership on the Council as long as the extension does not go beyond the date of the next annual meeting of the parish

24. REQUIREMENTS FOR MEMBERSHIP OF PARISH COUNCIL

1. All members of Parish Council must
 - a. have attained the age of sixteen years, although all individuals with signing authority must have reached the age of majority in the province of the parish; and
 - b. be a communicant of a congregation that forms a part of the parish and attend worship services in the parish at least monthly unless prevented from doing so by reason of temporary infirmity, extended travel or work; and

- c. support the mission of the parish through offerings of time, talent or treasure; and
 - d. be in compliance with the Diocesan policies on sexual misconduct and the parish SafeR Church policies, including successfully completing all required training and providing all required police records checks. Failure to comply within six months of being elected or appointed to the Council will result in being removed from Council.
2. Members of Parish Council have the following accountabilities:
- a. To attend the meetings of the Parish Council and meetings of the members of the parish and participate in the deliberations at such meetings.
 - b. To be conversant with the affairs of the Parish; this may include having a portfolio of committees or groups within the parish assigned to each member of Council to ensure that communication flows freely between Council and the various groups.
 - c. To represent the best interests of the members of the parish and the Parish in all matters that come before Council for decision.
 - d. To communicate to Council the concerns and opinions of parishioners on matters concerning the mission of the Parish and Diocese.
 - e. To participate in the execution and implementation of decisions taken by the Council or the Parishioners.
 - f. To excuse themselves from decisions where there might be an actual or perceived conflict of interest.
3. Multiple roles:
- a. An ordained person or postulant may not hold any other office.
 - b. A parish warden may not be the parish treasurer.
 - c. A paid staff person may not be a warden or the treasurer.
 - d. Otherwise, a member of Parish Council may hold more than one role.
4. Conflicts of interest.
- a. Unless permitted to do so by a resolution passed by the council that has the question before it, neither a person who is in receipt of a payment for carrying out duties or performing services for a parish, nor a person with whom that person is not at arm's length, may vote on any question that is before the Parish Council where the question relates to the salary, remuneration or any term of employment of that person.
 - b. The list of signing authorities shall not include people who are not at arm's-length with each other.
5. Roles of specific officers:
- a. The wardens are the chief lay officers of the parish. Parish Council may, by resolution, delegate particular responsibilities to the various wardens.
 - b. It is the responsibility of the treasurer, under the general direction of Parish Council and in accordance with the Constitution and Canons of the Diocese, to:
 - i. keep accurate records of all financial transactions of the parish;
 - ii. provide monthly statements of the income and expenses of the parish to the parish and the parish council;
 - iii. provide, according to the Diocesan schedule, statistics of the parish and report them to each annual meeting of the members of the parish;
 - iv. make all necessary banking arrangements;
 - v. arrange for payment of all salaries and accounts as approved by the parish council;
 - vi. manage all investments of the parish including those held for the benefit of its cemeteries;
 - vii. ensure that all monies received for the parish are immediately deposited in a chartered bank, credit union or trust company selected by the parish council to the credit of the parish in one or more accounts as may be determined by the Parish Council;
 - viii. ensure that the parish's charitable returns, HST returns, and any other returns required by law are filed on a timely basis;
 - ix. if necessary, make provision for a qualified person to perform accounting duties in accordance

- with established procedures. It is permissible for the parish to pay an individual to act as bookkeeper to maintain the financial records of that parish or church. The role of treasurer will then include oversight of the bookkeeper's work, as well as the other duties of a treasurer.
- x. Parish Council may appoint a Finance Team under the direction of the Treasurer to undertake these duties. The Treasurer remains accountable for all the work done by the members of the Finance Team.
 - c. The responsibility of the Secretary of Parish Council is to record the minutes of the meetings of Parish Council and of resolutions passed, to ensure that the permanent records are safely maintained, and generally to act as Secretary for the meetings of Parish Council or the members of the parish, and other duties assigned by Canon or the by-laws of the parish.

25. NOTICE OF MEETING OF PARISH COUNCIL

Notice of regular meetings of Parish Council shall be given to the parish through announcements at Sunday services and may also be given electronically. Notice of an extraordinary meeting of Parish Council shall be given to all members of council at least one week in advance of the meeting and include the proposed agenda and all supporting materials.

26. REGULAR MEETINGS OF THE PARISH COUNCIL

- a. Parish Council shall meet at least six times per year. Parish Council may appoint a day or days in any month or months for regular meetings of Parish Council at a place and hour to be named. The proposed agenda and all supporting materials shall be sent to the members of Parish Council at least one week prior to the meeting.
- b. At least annually, Parish Council will consider:
 - i. The parish's mission as part of God's mission to the world;
 - ii. how the offerings of time, talents, treasure and callings of the members of the parish can best be used in service of the ministries of the parish;
 - iii. the Council's goals for the year and insights from its work on previous goals;
 - iv. how the time, talents, treasure and callings of the members of Parish Council can best be used in the work of Parish Council;
 - v. the Parish's SafeR Church policy and related documents (such as position audits, risk assessments, and risk mitigation strategies); and
 - vi. the state of its buildings, cemeteries, and any other property, and any major repairs or upgrades that will be needed in the next three years.
- c. Approved minutes of Parish Council shall be made readily available to members of the parish, with due care taken regarding confidential matters.
- d. All meetings of Parish Council shall be open to the public, except where the subject matter must be kept confidential.

At a meeting of a parish council a majority of the elected members of the parish council, shall constitute a quorum.

27. VOTING AT MEETINGS OF THE PARISH COUNCIL

At all meetings of Parish Council, every question shall be decided by a majority of the votes cast on the question. Parish Council may adopt a policy to permit the chair of the meeting to have a vote on all matters. In case of an equality of votes, the chair of the meeting shall have a casting vote.

28. INTERNAL ORGANIZATION OF THE PARISH

- a. Parish Council may from time to time appoint any committee or other advisory body, as it deems necessary or appropriate for such purposes and with such powers as Council shall see fit. Any such committee may formulate its own rules of procedure, subject to such regulations or directions as Parish Council may from time to time make. Any committee member may be removed by resolution of the Parish Council. The Rector or Bishop's Designate is ex officio a voting member of all such committees, entitled to notice of meetings but without the requirement to attend.
- b. The Rector or Bishop's Designate may from time to time appoint any committee or advisory body to plan, coordinate or lead worship. The work of such groups shall be reported to Parish Council for information and consultation. Any decision which requires an expenditure shall be approved following the process for all other expenditures.
- c. **Option:** Parish Council may establish an executive committee consisting of the Rector or Bishop's designate, the wardens, and at Parish Council's option any of: the treasurer, the secretary, and the chair of Parish Council, if any.
- d. **Option:** Parish Council may establish a "Council of the Community" which will meet informally to prepare for events, fundraising activities, building maintenance, and similar work which needs many hands.

29. INVALIDITY OF ANY PROVISIONS OF THIS BY-LAW

The invalidity or unenforceability of any provision of these by-laws shall not affect the validity or enforceability of the remaining provisions.

30. OMISSIONS AND ERRORS

The accidental omission to give any notice to any member of the parish or member of a Council, Executive Team or committee of the parish, or the non-receipt of any notice by any such person where the Parish Council has provided notice in accordance with the by-laws or any error in any notice not affecting its substance shall not invalidate any action taken at any meeting to which the notice pertained or otherwise founded on such notice.

31. DISPUTE RESOLUTION MECHANISM

- a. Disputes or controversies among members of the parish, or members of Parish Council, committee members, or volunteers of the Parish are as much as possible to be resolved by following the SafeR Church policy of the Parish, the Sexual Misconduct and similar policies of the Diocese.
If the matter is still unresolved, the individual may:
 - i. bring the dispute to the Rector or Bishop's Designate, the Parish wardens or Church wardens for resolution; or
 - ii. if necessary, ask the Regional Dean or Archdeacon of the Region to assist in resolving the issue.
- b. If a parish warden wishes to resign during their term as a result of a grievance, that resignation must be made in writing to the Bishop and to the Parish Council. The resignation is not effective until the Bishop communicates in writing that it has been accepted.

32. BY-LAWS AND EFFECTIVE DATE

The Parish Council may not make, amend or repeal any by-laws that regulate the activities or affairs of the Parish without having the by-law, amendment or repeal confirmed at a meeting of the members of the parish by ordinary resolution. The by-law, amendment or repeal is only effective when confirmed by the members and by the Bishop in the form in which it was confirmed.

Canon 35: Model By-laws, Multi-Church Parish

A by-law relating generally to the conduct of the affairs of **Anglican Parish of** [Parish Name] (the “Parish”).

MANDATE OF PARISH COUNCIL (*taken from Canon 35*)

Parish Councils are the governing bodies of the parishes of the diocese and so have responsibility for directing and overseeing the mission of the Parish and its Churches, which is God’s mission. Governance responsibilities include:

- a. articulating and implementing the mission of the parish;
- b. entering into a covenant with the Rector and reviewing it at least every two years with the Archdeacon (*see Canon 25*);
- c. approving all policies for the parish, including SafeR Church policies;
- d. overseeing the assets of the whole parish (including church buildings, cemeteries and all bank accounts and investments);
- e. developing and monitoring the annual budget (including the budgets of the churches in a multi-church parish);
- f. approving all contracts including contracts with paid staff;
- g. ensuring that there is good communication among the congregations and organizations of the parish;
- h. ensuring that there is effective governance for all outreach activities of the parish; and
- i. oversight of all activities in the parish.

BE IT ENACTED as a by-law of the Parish as follows:

1. DEFINITIONS

In this By-law and all other by-laws of the Parish, unless the context otherwise requires:

“**Bishop**” means the Diocesan Bishop of the Diocese of Nova Scotia and Prince Edward Island or, if the context so requires, a predecessor Diocesan Bishop;

“**Bishop’s Designate**”: the individual (lay or ordained) whom the Bishop or a previous Bishop has appointed to oversee all aspects of the ministries of a parish when there is no Rector. The Bishop’s Designate is the chief liturgical officer of the parish and is a voting member of Parish Council;

“**By-law**” means this By-law and any other by-law of the Parish as amended with the Bishop’s approval pursuant to Canon 35 and which are, from time to time, in force and effect;

“**Canon**” means any of the canons of the Diocese of Nova Scotia and Prince Edward Island in force from time to time;

“**Church**” means all the congregations which meet together virtually or in person in the same location.

“**Church council**” means a Council elected by the members of a church which is part of the parish, pursuant to this By-law;

“**Collaborative Ministry Arrangement**”: a formal arrangement among two or more parishes to share a ministry team of clergy and laity to allow the gifts and callings of each parish to be deployed across the area with the intent of fostering growth in discipleship and vitality in all parishes while sharing the workload;

“Congregation”: a group of parishioners who regularly gather for worship, including Fresh Expression style worship, under the direction or sponsorship of the Parish Council;

“Council of the Community” An informal gathering of those in attendance after a worship service in order to prepare for events, fundraising activities, building maintenance, and similar work which needs many hands;

“Meeting of members of a church” means an annual meeting or a special meeting of members who are entitled to vote at an annual meeting of a church within the parish;

“Meeting of members of the parish” means an annual meeting or a special meeting of members of the parish who are entitled to vote at an annual meeting of members;

“Not at arm’s length”, in the context of individuals, means people who are spouses or partners, siblings, or parent or child of each other, or who are members of the same household;

“Ordinary resolution” means a resolution passed by a majority of not less than 50% plus 1 of the votes cast on that resolution;

“Parish” means either (a) all of the individuals who are members of the congregations of the parish together with all of its organizations, or (b) the geographical area for which the church of the parish is the closest Anglican church, depending upon the context;

“Parish Council” means the entity of the parish, as authorized by the Church Acts of Nova Scotia and of Prince Edward Island, which has governance responsibility for the whole parish (including the churches of a multi-church parish), the members of which are chosen according to the provisions of this By-law;

“Rector”: the priest appointed to the office by the Diocesan Bishop or a previous Bishop to oversee all aspects of the ministry of the parish. The Rector is the chief liturgical officer of the parish and is a voting member of Parish Council;

“Shared Ministry Arrangement”: an arrangement among the Bishop and two or more parishes under which the same individual will be appointed as Rector or Bishop’s Designate for each parish on a part time basis in each parish. The arrangement may include sharing of other expenses (such as a rectory and office); and

“Special resolution” means a resolution passed by a majority of not less than two-thirds (2/3) of the votes cast on that resolution.

2. INTERPRETATION

In the interpretation of this By-law, words in the singular include the plural and vice versa, words in one gender include all genders, and “person” includes an individual, body corporate, partnership, trust and unincorporated organization.

3. CORPORATE SEAL

The parish shall have a corporate seal in the form approved by Parish Council. The secretary of Parish Council shall be the custodian of the seal. It may be stored in the same fire-proof box used to store the records of the Parish.

4. EXECUTION OF DOCUMENTS

Legal and financial documents pertaining to the parish shall be signed by any two (2) of the signing officers of the parish. Any signing officer may also certify a copy of a parish document to be a true copy. Where the

document relates to any of the real property of the parish, including the church buildings of the parish, the requirements of Canon 38 must be met.

The signing officers are the wardens, secretary, and Rector or Bishop's Designate.

Should any of these offices be held by people who are not at arm's length, only one of those people may be a signing officer and Parish Council may appoint an additional signing officer.

Option: Parish Council may by resolution from time to time designate, direct or authorize other persons to enter into specific contracts for goods or services or agreements for use of parish property, including property related to a church.

5. FINANCIAL YEAR END

The financial year end of the Parish shall be December 31 in each year.

6. BANKING AND PAYMENT ARRANGEMENTS

The banking business of the Parish shall be transacted at a bank, trust company, credit union or other firm or corporation carrying on a banking business in Canada as the Parish Council may designate, appoint or authorize from time to time by resolution. The banking business or any part of it shall be transacted by any two of the wardens, treasurer, or secretary of the Parish Council. Should any of these offices be held by people who are not at arm's length, only one of those people may be a signing officer and Parish Council may appoint an additional signing officer.

All funds contributed for missionary, diocesan, or other extra-parochial purposes, or for cemetery purposes, may be held in one or more bank accounts separate from the general funds of the parish. Where such funds are held in the same bank account as the general funds of the parish and are tracked in a separate ledger in the accounting records, the balance in that bank account shall not be lower than the total balances in these separate ledgers.

Option: Parish Council may by resolution authorize bank accounts to be opened for the churches of the parish and for parish or church organizations and by resolution appoint the signing officers for those accounts from the members of Parish Council.

7. BORROWING POWERS

The Parish Council may, having obtained the permission of the Bishop required by Canon 38, mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Parish (including its churches), owned or subsequently acquired, in order to raise funds to erect, enlarge, renovate, repair or restore a church, rectory, or parish hall.

Option: Parish Council may, by resolution, enter into contracts for goods or services which provide for billing after the service is delivered.

Option: Parish Council may authorize signing officers to obtain a credit or payment card in the name of the Parish with appropriate limits to facilitate the purchase of necessary supplies.

8. ANNUAL FINANCIAL STATEMENTS

The Parish Council shall make copies of the annual financial statements available to the members of the parish as part of the annual meeting package in printed and electronic form. The financial statements shall include all

operations of the parish, including its churches, bank accounts of parish organizations, and all shared activities and assets. Electronic or additional printed copies shall be made available subsequently upon request.

9. MEMBERSHIP CONDITIONS

Membership in the Anglican Church of Canada is by virtue of Christian baptism but all people are welcome to attend worship services and participate in the life of the parish.

Individuals may vote at meetings of the parish if they meet the following requirements:

- a. have reached 16 years of age; and
- b. support the mission of the parish through offerings of time, talent or treasure; and
- c. except as allowed by subsection d, have not voted in the annual meeting of another parish for the same period;
- d. Rectors, Bishop's Designates, and members of a ministry team who serve more than one parish in a Shared Ministry Arrangement or Collaborative Ministry Arrangement may vote in all parishes in which they have served in the past year.

Individuals may vote at meetings of a church of the parish if they meet the following requirements:

- a. have reached 16 years of age; and
- b. support the mission of the church through offerings of time, talent or treasure have not voted in the annual meeting of another parish for the same period.

10. NOTICE OF A MEETING OF MEMBERS

- a. The annual meeting of the members of the parish shall be held by March 1 each year to elect members of Parish Council, to receive the financial statements of the parish and to conduct other appropriate business. The annual meetings of the members of the churches of the parish shall be held before the annual meeting of the members of the parish.
- b. Notice of the date, time and place of a meeting of members shall be given to each member entitled to vote at the meeting by the following means:
 - i. during the worship service on the two Sundays prior to the day on which the meeting is to be held; and/or
 - ii. **Option** and by affixing the notice, no later than 14 days before the day on which the meeting is to be held, to a notice board on which information respecting the Parish's activities is regularly posted and that is located in the main facilities of the Parish and its churches; and/or
 - iii. **Option** and by electronic or other communication facility to each member of the congregation who is entitled to vote at the meeting and for whom such contact information is available, no less than 14 days before the day on which the meeting is to be held.
- c. A report package must be made available to the members of the parish in printed and electronic form at least one week in advance of the meeting and include:
 - i. agenda for the meeting;
 - ii. reports from the Rector/Bishop's Designate, Wardens, Treasurer, and other organizations of the parish;
 - iii. financial statements for the previous year which have been reviewed according to the Diocesan policies; these statements will include the financial statements of all parish organizations which are authorized to raise or spend funds;
 - iv. a budget or forecast for the coming year, including all parish organizations which are authorized to raise or spend funds;

- v. a statement of the investments of the parish, including cemetery funds, and any terms and conditions to which they are subject;
 - vi. a summary of the parish's insurance policies;
 - vii. a list of the current officers and council members and when their terms expire; and
 - viii. the list of nominations for officers and other elected members of Parish Council.
- d. A report package must be made available to the members of a church in printed and electronic form at least one week in advance of the meeting and include:
- i. agenda for the meeting;
 - ii. reports from the Rector/Bishop's Designate, Wardens, Treasurer, and other organizations of the church;
 - iii. financial statements for the previous year which have been reviewed according to the Diocesan policies; these statements will include the financial statements of all church organizations which are authorized to raise or spend funds;
 - iv. a budget or forecast for the coming year, including all church organizations which are authorized to raise or spend funds;
 - v. a statement of the investments of the parish which are held for the benefit of the church, including cemetery funds, and any terms and conditions to which they are subject;
 - vi. a list of the current officers and council members (if any) and when their terms expire, and;
 - vii. the list of nominations for officers and other elected members of Church Council, if there is one.

If a change to this by-law is proposed which has the effect of reducing the time or scope of the notice of a meeting of members, it must be approved with a special resolution of the members of the parish and by the Bishop.

11. CALLING A SPECIAL MEETING OF MEMBERS

- a. A special meeting of the members of the parish may be called by:
 - i. The Rector or Bishop's Designate of the Parish; or
 - ii. The Wardens of the Parish; or
 - iii. The lesser of:
 - ten members of the parish who are entitled to vote at an annual meeting; or
 - the majority of such members of the parish, if the request is in writing and given to the secretary of the Parish Council.
- b. A special meeting of the parish must be held if any of the following decisions are being made:
 - i. To elect a parochial committee under Canon 25;
 - ii. to elect new officers of Parish Council, in the event that Parish Council is not able to fill a vacancy;
 - iii. to approve, by special resolution, the entry of the parish into a Shared Ministry Arrangement or Collaborative Ministry Arrangement, or to approve the exit of the parish from a Shared Ministry Arrangement or a Collaborative Ministry Arrangement;
 - iv. by special resolution, to request the Bishop to amalgamate the parish with another parish; and/or
 - v. to request the Bishop to deconsecrate any church building. In this case, a resolution to approve this request must have been adopted at a special meeting of the members of that church
- c. A special meeting of the members of a church may be called by:
 - i. The Rector or Bishop's Designate of the Parish,
 - ii. ii. the wardens of the Church,

- iii. the wardens of the Parish, or
- iv. the lesser of:
 - ten members of the church who are entitled to vote at an annual meeting; or
 - the majority of such members of the church, if the request is in writing and given to the secretary of the Church.

12. NOMINATIONS OF MEMBERS OF PARISH COUNCIL AT ANNUAL MEETINGS OF MEMBERS

- a. The Parish Council shall solicit nominations for members of Parish Council prior to the annual meeting of the Parish. The Church Executive shall solicit nominations for members of the executive (and Church Council if there is one) prior to the annual meeting of the Church. Candidates may nominate themselves if eligible.
- b. Additional nominations may be accepted from the floor of the meeting from members of the parish who are entitled to vote at the meeting, provided that the nominee is eligible and consents to the nomination.
- c. **Option:** Parish Council may create a nominating committee to gather such names and confirm the consent and eligibility of candidates.

13. PUBLISHING MATERIAL FOR ANNUAL MEETINGS OF MEMBERS

- a. All reports and proposals shall be provided to the secretary of Parish Council, or the secretary of the Church, or their designate, at least 3 weeks before the annual meeting for inclusion in the annual meeting package. The Parish shall bear the cost of printing the package.
- b. It shall be the responsibility of any person making a proposal after that date to ensure that enough copies of supporting material are provided at the annual meeting.

14. PLACE OF MEETING OF MEMBERS

- a. Meetings of the parish shall be held at a location within the parish determined by Parish Council.
- b. Meetings of the church shall be held at a location determined by the Church Executive.
- c. The location of meetings shall be accessible to those entitled to vote at the meeting.

15. PLACE OF MEETING OF MEMBERS

- a. Members and non-members of the Parish are entitled to be present at a meeting of members of the parish. However, only those members entitled to vote at the meeting of members according to the provisions of this By-law are entitled to cast a vote at the meeting.
- b. Members and non-members of the Parish are entitled to be present at a meeting of members of the church. However, only those members entitled to vote at the meeting of members of the church according to the provisions of this By-law are entitled to cast a vote at the meeting.

16. CHAIR OF MEETINGS OF MEMBERS

The members present at the meeting shall choose one of their number to chair the meeting. The meeting shall decide whether the chair has a regular vote, in addition to a vote in the event of an equality of votes.

17. QUORUM AT MEETINGS OF MEMBERS

A quorum at a meeting of the members of the parish shall be:

- a. five persons who are entitled to vote at the meeting, where the average Sunday attendance of the parish consists of up to fifteen persons;
- b. eight persons who are entitled to vote at the meeting, where the average Sunday attendance of the parish consists of more than fifteen persons and up to fifty persons;

- c. twelve persons who are entitled to vote at the meeting, where the average Sunday attendance of the parish consists of more than fifty persons and up to one hundred and fifty persons;
- d. twenty-four persons who are entitled to vote at the meeting, where the average Sunday attendance of the parish consists of more than one hundred and fifty persons and up to three hundred persons; and
- e. thirty persons who are entitled to vote at the meeting where the average Sunday attendance of the parish consists of more than three hundred persons.

Quorum for the meeting of the members of a church shall be:

- a. three persons who are entitled to vote at the meeting, where the average Sunday attendance of the church consists of up to fifteen persons;
- b. eight persons who are entitled to vote at the meeting, where the average Sunday attendance of the church consists of more than fifteen persons and up to fifty persons;
- c. twelve persons who are entitled to vote at the meeting, where the average Sunday attendance of the church consists of more than fifty persons and up to one hundred and fifty persons;
- d. twenty-four persons who are entitled to vote at the meeting, where the average Sunday attendance of the church consists of more than one hundred and fifty persons and up to three hundred persons;
- e. thirty persons who are entitled to vote at the meeting where the average Sunday attendance of the church consists of more than three hundred persons.

18. VOTING AT MEETING OF MEMBERS

At any meeting of members every question shall, unless otherwise provided by the Canons or By-laws, be determined by a majority of the votes cast on the questions. A vote may be held by voice (yea or nay), a show of hands, a ballot, or by electronic voting. *If using an electronic platform such as Zoom or Microsoft Teams, the voter must be visible to the appointed counters (or identifiable by way of a method previously approved by Parish Council).*

19. PARTICIPATION BY ELECTRONIC MEANS AT MEETING OF MEMBERS

If the Parish Council or Church executive chooses to make available a telephonic, electronic or other communication facility that permits all participants to communicate adequately with one another during a meeting of members of the parish or church, any person entitled to attend such meeting may participate in the meeting by means of such telephonic, electronic or other communication facility. A person participating in a meeting by such means is deemed to be present at the meeting. Any person participating in a meeting of members of the parish or church pursuant to this section who is entitled to vote at that meeting may vote by means of any telephonic, electronic or other communication facility that the Parish Council or Church executive has made available for that purpose. *Each voter must be identifiable by way of a method previously approved by Parish Council.*

20. MEETING OF MEMBERS HELD ENTIRELY BY ELECTRONIC MEANS

If the Rector or Bishop's Designate or the wardens call a meeting of members of the parish pursuant to this by-law, the Rector or Bishop's Designate or wardens, as the case may be, may determine that the meeting shall be held entirely by means of a telephonic, electronic or other communication facility that permits all participants to communicate adequately with one another during the meeting.

21. MINUTES OF MEETINGS OF MEMBERS

- a. The minutes of the meeting of members of the parish shall be prepared by the Secretary of the meeting and reviewed by Parish Council at its next meeting. When reviewed they shall be made available to the members of the parish and approved at the next annual meeting of the parish.
- b. **Option:** a special meeting of members may by resolution authorize Parish Council to approve the minutes of the special meeting at its first meeting after the special meeting.
- c. The minutes of any meeting of members of a church shall be prepared by the Secretary of the meeting and reviewed by the church executive team at its next meeting. When reviewed they shall be made available to the members of the church and approved at the next annual meeting of the church.

22. MEMBERSHIP OF PARISH COUNCIL

- a. The Rector or Bishop's Designate
- b. Each member of the clergy canonically appointed by the Bishop to serve the parish (CAP priests, associate priests, honorary assistants, deacons, curates). Only stipendiary clergy will be voting members of Parish Council.
- c. Unless one is elected/appointed to another place on Parish Council, a Licensed Lay Minister, chosen by and from the LLMs of the parish
- d. Two or three parish wardens, elected at the Parish AGM. The number of wardens shall be determined by resolution at the annual parish meeting on the recommendation of Parish Council
- e. Secretary of Parish Council – elected at the Parish AGM
- f. Treasurer of Parish Council – elected at the Parish AGM. The positions of Secretary and Treasurer may be combined.
- g. The warden/wardens of each of the churches – elected by the churches
- h. The treasurer of each of the churches – elected by the churches
- i. The Lay and Youth Delegates to Synod from the parish – elected at the Parish AGM
- j. If a church does not have its own Church Council or Church executive, two representatives of that church elected by the congregation (if representatives from that church are not elected already to other positions on Parish Council)
- k. On the recommendation of Parish Council, a chairperson of Parish Council may be elected at the annual parish meeting

It is permissible and anticipated that some of these positions may be held by the same individual (e.g. one person is the treasurer of Parish Council and is also a Lay Delegate to Synod; an LLM is also Parish Warden; a Lay Delegate is also a member at large) subject to the restrictions on membership set out in Section 25.

23. TERM OF OFFICE OF MEMBERS OF PARISH COUNCIL

- a. Each warden holds office for a term commencing at the close of the annual meeting at which the warden was elected and ending at the close of an annual meeting that is no later than the third annual meeting after the meeting at which the warden was elected. Wardens shall be elected for terms that are staggered in such a manner that their terms of office do not all end at the same time.
- b. The Rector or Bishop's Designate holds office at the pleasure of the Bishop or until their resignation under Canon 25.
- c. The Lay Delegates to Synod shall be elected in accordance with the Constitution of the Diocese and serve until replaced, but not for more than two consecutive Synods.
- d. Church wardens and treasurers serve on Parish Council while they hold those offices.
- e. All other positions on Parish Council are elected for one year terms.

- f. A person may be re-elected as a parish warden, secretary or parish treasurer, except that no person may, without the consent of the Bishop, hold office as a parish warden, secretary or treasurer for a continuous period of more than nine years.

24. CHANGES IN MEMBERSHIP DURING THE TERM OF PARISH COUNCIL

- a. Councils may fill a vacancy in their elected membership, including a vacancy that occurs as a result of an annual meeting failing to elect all the members to the council that the meeting was entitled to elect.
- b. The filling of a vacancy in the membership of a Council must be ratified at either the first annual meeting of the parish or church for which the Council was established that is held after the vacancy is filled or at a special meeting of the parish that is held after the vacancy is filled.
- c. A Council may, by resolution, request any member elected to the council who is unable, or who fails, to perform the duties of a member of the council, to resign from the council.
- d. A person may resign from a Council by submitting that person's resignation to the Council in writing (including by electronic means), except that where a person wishes to resign because of a grievance, that person may only do so by submitting that member's resignation to the Bishop in writing and to the council and, in such case, the resignation is not effective unless and until the Bishop communicates the Bishop's acceptance in writing to that person and to the council.
- e. Where a person who is a member of a Council ceases to be qualified to be elected to the Council, that person is deemed to have resigned as a member of the Council except that the Council may, by a resolution supported by at least two thirds of its members, extend that person's membership on the Council as long as the extension does not go beyond the date of the next annual meeting of the parish

25. REQUIREMENTS FOR MEMBERSHIP OF PARISH COUNCIL, A CHURCH EXECUTIVE, OR CHURCH COUNCIL

- 1. All members of Parish Council must:
 - a. have attained the age of sixteen years, although all individuals with signing authority must have reached the age of majority in the province of the parish; and
 - b. be a communicant of a congregation that forms a part of the parish or church and attend worship services in the parish at least monthly unless prevented from doing so by reason of temporary infirmity, extended travel or work; and
 - c. support the mission of the parish through offerings of time, talent or treasure; and
 - d. be in compliance with the Diocesan policies on sexual misconduct and the parish SafeR Church policies, including successfully completing all required training and providing all required police records checks. Failure to comply within six months of being elected or appointed to the Council will result in being removed from Council.
- 2. Members of Parish Council have the following accountabilities:
 - a. to attend the meetings of the Parish or Church Council and meetings of the members of the parish or church and participate in the deliberations at such meetings;
 - b. to be conversant with the affairs of the parish or church; this may include having a portfolio of committees or groups within the parish assigned to each member of Council to ensure that communication flows freely between Council and the various groups;
 - c. to represent the best interests of the members of the parish or church and the Parish or Church in all matters that come before Council for decision;
 - d. to communicate to Council the concerns and opinions of parishioners on matters concerning the mission of the Parish and Diocese;
 - e. to participate in the execution and implementation of decisions taken by the Council or the Parishioners; and

- f. to excuse themselves from decisions where there might be an actual or perceived conflict of interest.
3. Multiple roles:
- a. an ordained person or postulant may not hold any other office;
 - b. neither a parish warden nor a church warden may be the parish treasurer;
 - c. a church warden may not be the treasurer of that church;
 - d. a paid staff person may not be a parish or church warden nor a parish or church treasurer.
 - e. Otherwise, a member of Parish or Church Council may hold more than one role.
4. Conflicts of interest.
- a. Unless permitted to do so by a resolution passed by the council that has the question before it, neither a person who is in receipt of a payment for carrying out duties or performing services for a parish or church, nor a person with whom that person is not at arm's length, may vote on any question that is before the Parish or Church Council where the question relates to the salary, remuneration or any term of employment of that person.
 - b. The list of signing authorities shall not include people who are not at arm's-length with each other.
5. Roles of specific officers:
- a. The wardens are the chief lay officers of the parish. Parish Council may, by resolution, delegate particular responsibilities to the various wardens.
 - b. It is the responsibility of the treasurer of the Parish, under the general direction of Parish Council and in accordance with the Constitution and Canons of the Diocese, and working closely with the treasurers of the churches of the parish, to:
 - i. keep accurate records of all financial transactions of the parish including its churches;
 - ii. provide monthly statements of the income and expenses of the parish (including those of its churches) to the parish and the parish council;
 - iii. provide, according to the Diocesan schedule, statistics of the parish and report them to each annual meeting of the members of the parish;
 - iv. make all necessary banking arrangements;
 - v. arrange for payment of all salaries and accounts as approved by the parish council;
 - vi. manage all investments of the parish including those held for the benefit of its churches and cemeteries;
 - vii. ensure that all monies received for the parish (including for its churches) are immediately deposited in a chartered bank, credit union or trust company selected by the parish council to the credit of the parish in one or more accounts as may be determined by the Parish Council;
 - viii. ensure that the Parish's charitable returns, HST returns, and any other returns required by law are filed on a timely basis;
 - ix. if necessary, make provision for a qualified person to perform accounting duties in accordance with established procedures. It is permissible for the parish or church to pay an individual to act as bookkeeper to maintain the financial records of that parish or church. The role of treasurer will then include oversight of the bookkeeper's work, as well as the other duties of a treasurer.
 - x. Parish Council may appoint a Finance Team under the direction of the Treasurer to undertake these duties. The Treasurer remains accountable for all the work done by the members of the Finance Team.
 - c. The responsibility of the Secretary of Parish Council is to record the minutes of the meetings of Parish Council and of resolutions passed, to ensure that the permanent records are safely maintained, and generally to act as Secretary for the meetings of Parish Council or the members of the parish, and other duties assigned by Canon or the by-laws of the parish.

26. NOTICE OF MEETING OF PARISH COUNCIL

Notice of regular meetings of Parish Council shall be given to the parish through announcements at

Sunday services and may also be given electronically. Notice of an extraordinary meeting of Parish Council shall be given to all members of council at least one week in advance of the meeting and include the proposed agenda and all supporting materials.

27. REGULAR MEETINGS OF THE PARISH COUNCIL

- a. Parish Council shall meet at least six times per year. Parish Council may appoint a day or days in any month or months for regular meetings of Parish Council at a place and hour to be named. The proposed agenda and all supporting materials shall be sent to the members of Parish Council at least one week prior to the meeting.
- b. At least annually, Parish Council, together with any Church Council or Church Executive will consider:
 - i. The parishes and churches' mission as part of God's mission to the world
 - ii. How the offerings of time, talents, treasure and callings of the members of the parish can best be used in service of the ministries of the parish
 - iii. The Councils' goals for the year and insights from the work on previous goals
 - iv. How the offerings of time, talents, treasure and callings of the members of Parish and Church Councils can best be used in the work of the Parish and Church Councils
 - v. The Parish's SafeR Church policy and related documents (such as position audits, risk assessments, and risk mitigation strategies)
 - vi. The state of its buildings, cemeteries, and any other property, and any major repairs or upgrades that will be needed in the next three years
 - vii. The budget for the shared operating and capital expenses which are the responsibility of the parish as a whole. Those expenses shall be allocated to the churches within the parish in the proportion that the churches' assessable incomes for the year are of the parish's whole assessable income.
- c. Approved minutes of Parish Council shall be made readily available to members of the parish, with due care taken regarding confidential matters.
- d. All meetings of Parish Council shall be open to the public, except where the subject matter must be kept confidential.

At a meeting of a parish council, or a church council, a majority of the elected members of the parish council, or church council, as the case may be, constitute a quorum.

28. VOTING AT MEETINGS OF THE PARISH COUNCIL

At all meetings of Parish or Church Council, every question shall be decided by a majority of the votes cast on the question. Parish or Church Councils may adopt a policy to permit the chair of the meeting to have a vote on all matters. In case of an equality of votes, the chair of the meeting shall have a casting vote.

29. INTERNAL ORGANIZATION OF THE PARISH

- a. Parish Council may from time to time appoint any committee or other advisory body, as it deems necessary or appropriate for such purposes and with such powers as Council shall see fit. Any such committee may formulate its own rules of procedure, subject to such regulations or directions as Parish Council may from time to time make. Any committee member may be removed by resolution of the Parish Council. The Rector or Bishop's Designate is *ex officio* a voting member of all such committees, entitled to notice of meetings but without the requirement to attend.
- b. The Rector or Bishop's Designate may from time to time appoint any committee or advisory body to plan, coordinate or lead worship. The work of such groups shall be reported to Parish Council for information

and consultation. Any decision which requires an expenditure shall be approved following the process for all other expenditures.

- c. **Options:** Parish Council may establish an executive committee consisting of the Rector or Bishop's designate, the wardens, and at Parish Council's option any of: the treasurer, the secretary, and the chair of Parish Council, if any.

Church governance Each of the churches of the parish shall adopt one of the following structures of governance, which shall be decided upon annually at the meeting of members of the church:

- a. A Church Council shall be made up of
 - i. The Rector or Bishop's Designate
 - ii. Unless one is elected/appointed to another place on Church Council, a Licensed Lay Minister who serves the church, chosen by and from the LLMs of the parish
 - iii. Up to three wardens, elected for three-year terms on a staggered basis
 - iv. Secretary of Church Council
 - v. Treasurer of Church Council (the positions of Secretary and Treasurer may be combined)
 - vi. Elected members at large – number between 3 and 6. The number of elected members will depend upon whether there are committees or groups which carry out the operational responsibilities. If there are no committee, the Church Council may include up to 4 more members to carry out those responsibilities. These members should be chosen to represent the diversity of the members of the church. These members shall be elected for three-year terms on a staggered basis.
 - vii. The positions of LLM, Secretary and Treasurer are elected for renewable one-year terms

or

- b. A Church Executive made up of the Rector/ Bishop's designate, between one and three wardens, secretary, treasurer, and, optionally, an individual who takes responsibility for the care of the property, who are elected at the AGM of the church.

or

- c. Two or more Churches may elect a joint Church Council (with membership as set out in a. above) from among the members of the churches, with each church having its own Church Executive,

or

- d. The members of a church may request Parish Council to assume the responsibility for the governance of the church. In this event, the annual meeting of the church will elect two people to represent it on Parish Council.

Under any of these options, the operational work of the church may be arranged by creating a Council of the Community which meets informally to arrange work such as events, property maintenance, or fundraising.

Parish Council may delegate appropriate authority to the wardens and treasurer of each Church to enable the routine upkeep of the building, including the costs of utilities and regular maintenance. Parish Council shall make all significant decisions regarding capital expenditures, rental of space, changes in worship schedules, use of a bequest, or other matters of a financial or legal nature, taking into account the recommendation of the Church Council or Church Executive.

30. INVALIDITY OF ANY PROVISIONS OF THIS BY-LAW

The invalidity or unenforceability of any provision of these By-laws shall not affect the validity or enforceability of the remaining provisions.

31. OMISSIONS AND ERRORS

The accidental omission to give any notice to any member of the parish or member of a Council, Executive Team or committee of the parish, or the non-receipt of any notice by any such person where the Parish Council has provided notice in accordance with the By-laws or any error in any notice not affecting its substance shall not invalidate any action taken at any meeting to which the notice pertained or otherwise founded on such notice.

32. DISPUTE RESOLUTION MECHANISM

- a. Disputes or controversies among members of the parish, members of Parish or Church Council or Church Executive team, committee members, or volunteers of the Parish are as much as possible to be resolved by following the SafeR Church policy of the Parish, the Sexual Misconduct and similar policies of the Diocese.

If the matter is still unresolved, the individual may:

- i. bring the dispute to the Rector or Bishop's Designate, the Parish wardens or Church wardens for resolution; or
 - ii. if necessary, by asking the Regional Dean or Archdeacon of the Region to assist in resolving the issue.
- b. If a warden of the parish or a church wishes to resign during their term as a result of a grievance, that resignation must be made in writing to the Bishop and to Parish Council. The resignation is not effective until the Bishop communicates in writing that it has been accepted.

33. BY-LAWS AND EFFECTIVE DATE

The Parish Council may not make, amend or repeal any by-laws that regulate the activities or affairs of the Parish without having the by-law, amendment or repeal confirmed at a meeting of the members of the parish by ordinary resolution. The by-law, amendment or repeal is only effective when confirmed by the members and by the Bishop in the form in which it was confirmed.