

Proposed Canonical Amendments

Amended Canons 218 and 310 – Diocesan Council and Salaries

NOTE: *Proposed version only; see page 47 for original canons, along with proposed amendments*

CANON 218

Diocesan Council: In General

Canon 218.1 Duties. Under the Constitution, Diocesan Council is the Board of Directors of the Diocese. Working closely with the Bishop as the chief executive of the Diocese, Council shall exercise authority as to all matters properly before it and shall act as the legislative body of the Diocese between meetings of the Diocesan Convention.

Canon 218.2 Scope and Authority of Diocesan Council. Between meetings of Diocesan Convention, Diocesan Council exercises powers of the Convention necessary to develop and implement the policies, programs, and budgets approved and adopted by Convention, and also all other legislative powers not expressly reserved in Canon Law to the Diocesan Convention.

Canon 218.3 Financial Affairs. Diocesan Council controls and manages the financial affairs of the Diocese, the development and implementation of all areas of diocesan programs, and other financial duties entrusted to it by Convention. The Diocesan Council is also responsible for a yearly audit of Diocesan financial affairs.

Canon 218.4 Membership of Council. Diocesan Council comprises the Bishop; the Bishop Coadjutor, if there be one; the Suffragan Bishops, if there be any; and other members, half of whom must be members of the Clergy canonically resident in the Diocese, and half of whom must be Adult Communicants in Good Standing of the Church in the Diocese.

Canon 218.5 Committees of Council. There shall be three permanent committees of the Diocesan Council: Finance, Audit and Personnel. The Diocesan Council may constitute such other ad-hoc committees as the Council deems advisable to carry out its work or to perform tasks assigned to it by Convention.

Canon 218.6 Membership of Committees. Each permanent committee of Diocesan Council shall be comprised of at least one clergy and one lay member of Council. Upon recommendation, additional committee members shall be proposed to Council by the Bishop and the Vice-Chair of Council and elected by majority vote of the Council at the first meeting of Council following Convention. Council may also appoint past committee members and other persons, not members of Council, who possess relevant skills and experience, to serve as members of permanent committees without vote. Terms of office for members of perma-

ment committees shall be staggered and shall be no more than two consecutive three-year terms. Vacancies on permanent committees will be filled for the remainder of the term vacated at the next meeting of Diocesan Council following the occurrence of the vacancy and by the same process set forth herein for new members. Members of permanent committees may be removed from committee membership by 2/3 vote of the entire Diocesan Council. The Bishop or the Bishop's appointees shall be a member of each permanent committee, without vote. Each permanent committee shall elect a committee chair at its first meeting following Convention.

Canon 218.7 Personnel Committee. The Personnel Committee provides the Diocesan Council with all appropriate personnel policies and guidelines to be implemented for employees of the Diocese.

In addition to its members elected from the Diocesan Council, the Personnel Committee shall consist of a minimum of three (3) and a maximum of five (5) members who, upon recommendation, are proposed to Council by the Bishop and Vice Chair of the Diocesan Council and elected by majority vote of the entire Council. These members shall be chosen for their demonstrated personnel experience and expertise.

Roles and responsibilities of the Personnel Committee are to be found in a Diocesan Council Resolution on committee guidelines and responsibilities, as amended from time to time. This document shall be maintained by the standing Personnel Committee and made available on request.

The Personnel Committee shall meet at a minimum, quarterly, or as needed to respond in a timely manner to compensation, benefits and other personnel needs within the diocese. At their quarterly meetings, the Personnel Committee will review existing personnel policies, propose revisions to them when appropriate, and recommend said revised policies to Diocesan Council for approval and implementation.

Canon 218.8 Finance Committee. The Finance Committee provides the Diocesan Council with assurance that both the financial policy and financial affairs of the Diocese are appropriately developed, implemented and managed and makes specific policy and operational recommendations to the Council.

In addition to its members elected from the Diocesan Council, the Finance Committee shall also consist of the Treasurer of the Diocese and a minimum of three and a maximum of five additional members who, upon recommendation, are proposed to Council by the Bishop and Vice Chair of the Diocesan Council and elected by a majority vote of the Council. These members are to be selected for their demonstrated professional, financial expertise. These individuals shall form the working committee of the Diocesan Council in performing its duties and responsibilities and specifically shall be responsible for the preparation of budgets for the Diocese.

Roles and responsibilities of the Finance Committee are to be found in a Diocesan Council Resolution on committee guidelines and responsibilities, as amended from time to time. This document shall be maintained by the standing Finance Committee and made available on request.

The Finance Committee shall meet quarterly or more often as needed to ensure that the Diocesan Council exercises and fulfills its duties under the Constitution, Canons and Resolutions of the Episcopal Church and The Episcopal Diocese of Minnesota and all federal, state and local laws applicable to hierarchical churches.

Canon 218.9 Audit Committee. The Audit Committee assists the Diocesan Council in monitoring the Diocese's compliance with all relevant legal and regulatory requirements, the integrity of the Diocese's financial processes and the independence, qualifications and performance of the Diocese's independent auditor.

In addition to its members elected from the Diocesan Council, the Audit Committee shall consist of the Treasurer of the Diocese and three additional members who, upon recommendation, are proposed to Council by the Bishop and Vice Chair of the Diocesan Council and elected by a majority vote of Diocesan Council. These members are to be selected for their demonstrated professional expertise, preferably in the auditing function. No person, other than the Treasurer, the Bishop or the Bishop's appointees serving on the Audit Committee, may also serve on the Finance Committee or have any financial responsibility on behalf of the Diocese or have the ability to pledge the credit of the Diocese.

Roles and responsibilities of the Audit Committee are to be found in a Diocesan Council Resolution on committee guidelines and responsibilities, as amended from time to time. This document shall be maintained by the standing Audit Committee and made available on request.

The Audit Committee shall meet semi-annually or more often as needed to assure that the Diocesan Council exercises and fulfills its duties under the Constitution, Canons and Resolutions of the Episcopal Church and The Episcopal Diocese of Minnesota and all federal, state and local laws applicable to hierarchical churches.

CANON 310

Diocesan Staff: Salaries

DELETED

Explanation. At the last Convention a Resolution was passed to form a small Working Group to propose a Personnel Committee and canons to implement the Committee. The Working Group proposed a slate of detailed canons to Diocesan Council referred to as Good Governance Canons. The proposed canons established three standing committees of the Diocesan Council, a Personnel committee, a Finance committee and a separate Audit Committee along with responsibilities for each committee. The Proposed Canons were referred by the Diocesan Council to the Canons and Constitution Committee for comments and suggestions. The Working Group participated fully in each of the meetings, responding to comments from members of the Canons and Constitution Committee and offering alternate drafts of the Canons under consideration. We believe we reached consensus, among the committee and with the Working Group, for the form

and format of these proposed Canons. It was generally agreed that certain responsibilities of the committees were best left to Resolutions of the Diocesan Council to better implement the responsibilities and keep them current.

Please note that we clarified some of the language and conformed the Canons to required language of canonical amendments. But we did not address the substance of what was proposed, believing that is within the power and authority of Convention.

Original Canons with Proposed Amendments:

CANON 218 (*proposed additions are underlined and deletions are crossed out*)

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a. ~~It receives directions from and is responsible to the Bishop and to the Convention.~~

Canon 218.2 Scope and Authority of Diocesan Council. Between meetings of Diocesan Convention, Diocesan Council exercises powers of the Convention necessary to develop and implement the policies, programs, and budgets approved and adopted by Convention, and also all other legislative powers not expressly reserved in Canon Law to the Diocesan Convention.

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CANON 310 *(to be deleted)*

Diocesan Staff: Salaries

The salaries of all Diocesan staff are determined by the Bishop.