



Synod 2015 Resolutions

In this package, you will find two motions that will be brought before Synod. These amendments do not amend the Canons, but they are related to the Canons.

- (1) Special Resolution of the Members of the Anglican Network in Canada (as illustrated in Schedule 2A which follows the Special Resolution in this document).
- (2) Corrective Amendment dealing with election of Council Members under Canon 1.4.1.(c)

(1) Special Resolution of the Members of the Anglican Network in Canada

Purpose: This motion is intended to align the wording in our constitution with the wording in our canons as amended by Synod 2014 - specifically to change the term "moderator" to "diocesan bishop", as illustrated in Schedule 2A.

Rationale: At Synod 2014, a motion was passed to change the term "Moderator" to "Diocesan Bishop" in the Canons. These changes have been made to the Canons. However, the term "Moderator" also appears in the Articles of Continuance. This motion would change the Articles of Continuance, which are the documents filed with Industry Canada allowing ANiC to be a corporation under the *Not-for-Profit Act*. These two documents, the Articles of Continuance and the Canons, should use the same terminology for the same position to avoid confusion. This motion will address this issue so that both the Canons and the Articles of Continuance will use the term "Diocesan Bishop". Most of the wording of this motion was provided by Industry Canada with the specific issue dealing with ANiC's Article of Continuance added.

(2) Corrective Amendment dealing with election of Council Members under Canon 1.4.1.(c)

Purpose: This motion would be a one-time adjustment to correct the current situation so that in the future only five out of the ten elected positions would be elected for a two-year term each year.

Rationale: Council is made up of a balance of five clergy and five laity led by the Diocesan Bishop. In order to ensure that there is adequate continuity for Council to appropriately manage the affairs of ANiC from year to year, it was the original intention of the canons that only five out of the ten elected positions on Council come to term each year.

Under the current canons, in 2016, eight Council positions will be up for re-election. All five clergy members will have completed their designated term on Council. As a result all five clergy positions will be subject to election. In addition, three lay positions would also be up for election. This situation creates a potential issue with respect to the management of the affairs of ANiC if eight positions are always up for election every two years. With only two members of Council not up for re-election, continuity would suffer, as it is possible that none of the eight Council members currently sitting would be returning to those positions.

In order to achieve the optimal situation, three of the eight positions that will be subject to election in 2016 need to be filled for one year. That way, in 2017, five positions would come to term and be subject to election. If three of the five clergy positions coming up for re-election in 2016 are only filled for one year, then in 2017, three clergy and two laity will come to term, and then be subject to election. In 2018, 2 clergy and 3 laity would come to the end of their term, and the positions would be subject to election. Thus, each year after 2016, five Council positions would come to term each Synod. There is currently a canon that deals with replacing Council members should a member vacate the position before the end of the elected term. If this canon is followed correctly, this situation should not occur again.

SPECIAL RESOLUTION
of the members of ANGLICAN NETWORK IN CANADA
(hereinafter called “the Corporation”)

A special resolution to amend the Articles of the Corporation.

WHEREAS the Corporation was continued under the *Canada Not-for-profit Corporations Act* (NFP Act) by Articles of Continuance effective December 23, 2013; and

WHEREAS the Corporation has amended its By-Laws to change the title of its senior Diocesan ecclesiastical office from “Moderator” to “Diocesan Bishop” in order to better align with Anglican tradition and nomenclature; and

WHEREAS the Articles of the Corporation make reference to a Moderator class; and

WHEREAS the change in terminology from “Moderator” to “Diocesan Bishop” does not reflect any substantive change in that position, and will have no impact on the rights or conditions of any members of the Corporation nor in any other way engage section 199 of the NFP Act;

BE IT ENACTED AS A SPECIAL RESOLUTION THAT:

1. The Articles of the Corporation be amended to change all instances of the term “Moderator” to “Diocesan Bishop”;
2. In order to effect the above change, the Articles of Amendment of the Corporation that have been submitted to this meeting and are annexed to this resolution are hereby approved pursuant to section 197 of the NFP Act; and
3. Any one of the officers and directors of the Corporation is authorized to take all such actions and execute and deliver all such documentation, including the annexed Articles of Amendment, which are necessary or desirable for the implementation of this resolution.

The undersigned, being the duly appointed Secretary of the Corporation, certifies that the above is a true and correct copy of a special resolution of the Corporation, passed at a meeting of members held on the _____ day of _____ 2015 by a majority of not less than two-thirds of the votes cast by the members of the Corporation who voted in respect of the resolution, and the resolution is in full force and effect, unamended as of the date below.

Dated: _____

Secretary

Anglican Network in Canada Form 4031 – Schedule 2-A

The corporation is authorized to establish five membership classes as follows:

- (1) Diocesan Bishop Class: Diocesan Bishop Class members shall be entitled to receive notice of and to attend all meetings of the members of the Corporation and each Diocesan Bishop Class member shall have one (1) vote at each such meeting, except for meetings at which only members of another class are entitled to vote separately as a class.
- (2) ANiC Bishop Class: ANiC Bishop Class members shall be entitled to receive notice of and to attend all meetings of the members of the Corporation and each ANiC Bishop Class member shall have one (1) vote at each such meeting, except for meetings at which only members of another class are entitled to vote separately as a class.
- (3) ANiC Clergy Class: ANiC Clergy Class members shall be entitled to receive notice of and to attend all meetings of the members of the Corporation and each ANiC Clergy Class member shall have one (1) vote at each such meeting, except for meetings at which only members of another class are entitled to vote separately as a class.
- (4) ANiC Parish Class: ANiC Parish Class members shall be entitled to receive notice of and to attend all meetings of the members of the Corporation. Each ANiC Parish Class member shall have the following number of votes at each such meeting, except for meetings at which only members of another class are entitled to vote separately as a class:
 - (a) ANiC Parishes having an Average Sunday Attendance (“ASA”) of between 1-50 persons shall be entitled to 1 vote;
 - (b) ANiC Parishes having an ASA of between 51-150 persons shall be entitled to 2 votes;
 - (c) ANiC Parishes having an ASA of 151 or more persons shall be entitled to 3 votes plus an additional vote for each additional 100 persons of ASA;
 - (d) Each ANiC Parish shall be entitled to one additional vote if such ANiC Parish has authorized a youth representative from that ANiC Parish to attend the Synod, provided that such person is between the ages of sixteen (16) and twenty-five (25) years of age as of the date of the commencement of the relevant Synod.

“ASA” means the Average Sunday Attendance of the ANiC Parish for the previous calendar year as certified by the Rector or Presbyter in charge of the ANiC Parish, submitted to and accepted by the ANiC Registrar. ASA may include regular weekly worship.
- (5) ANiC Appointee Class: ANiC Appointee Class members shall be entitled to receive notice of and to attend all meetings of the members of the Corporation and each ANiC Appointee Class member shall have one (1) vote at each such meeting, except for meetings at which only members of another class are entitled to vote separately as a class.

Subject in all cases to the Act, the following conditions apply to the voting rights described above:

- (a) Resolutions that are required by the Act to be passed by way of ordinary majority shall be deemed to have passed only if passed by:
 - (i) the Diocesan Bishop Class; and
 - (ii) at least a simple majority of the votes in aggregate cast by the ANiC Bishop, ANiC Clergy, ANiC Appointee and ANiC Parish classes together.
- (b) Resolutions that are required by the Act to be passed by way of special resolution shall be deemed to have passed only if passed by:
 - (i) the Diocesan Bishop; and
 - (ii) at least two thirds (2/3) of the votes in aggregate cast by the ANiC Bishop, ANiC Clergy, ANiC Appointee and ANiC Parish classes together.
- (c) The following resolutions shall only be passed by a simple majority of each of:
 - (A) the Diocesan Bishop Class, (B) the ANiC Bishop Class; (C) the ANiC Clergy class; and (D) the aggregate of the ANiC Appointee and the ANiC Parish classes:
 - (i) Any resolution for which the ANiC Bishop, ANiC Clergy, ANiC Appointees and ANiC Parishes holding ten (10) votes may request to be voted on "by House".
 - (ii) Resolutions in relation to the election of ANiC Bishops;
 - (iii) Any other resolution specified by the Diocesan Bishop or the ANiC Council to be voted on "by House".
- (d) The following resolutions shall only be passed if approved by at least two-thirds of each of: (A) the Diocesan Bishop Class, (B) the ANiC Bishop Class; (C) the ANiC Clergy class; and (D) the aggregate of the ANiC Appointee and the ANiC Parish classes:
 - (i) Resolutions in relation to the adoption or amendments to these Canons, provided that the ANiC Council shall be authorized to correct typographical or grammatical errors, divide and/or renumber sections and correct other minor errors where such amendments are not of a controversial or substantive nature;
 - (ii) Resolutions in relation to the adoption or amendments of the Constitution;
 - (iii) Resolutions confirming removal of any Member; and
 - (iv) Any other resolution specified by the Diocesan Bishop or the ANiC Council to be voted on "by House" or any other resolution identified as a "special resolution".
- (e) Any resolution in relation to the review or discipline of the members of the ANiC Bishop or Diocesan Bishop classes shall only be passed by at least two thirds (2/3) of the votes cast by each of the following classes:
 - (i) the ANiC Bishop and Diocesan Bishop classes in the aggregate;
 - (ii) the ANiC Clergy as a class;
 - (iii) the ANiC Appointee and ANiC Parish classes in the aggregate.

Proposed Corrective Amendment to Canon 1.4.1. (c)

Whereas the Canons of the Diocese require ANiC Council to have ten (10) elected directors, to be equally divided between clergy and non-ordained persons, with five (5) ANiC clergy and five (5) non-ordained persons at all times,

And, whereas, for the purposes of continuity and efficiency in the operations of ANiC Council, it is desirable that only half of the positions on ANiC Council should be subject to election at each Synod,

And, whereas, at present all five (5) clergy positions will be subject to election in the Synod of 2016, which would not serve the desire for continuity,

Be it resolved, by Synod, that for the Synod of 2016, the two Clergy receiving the most votes for election to Council be elected for a period of two years. The next three Clergy receiving the most votes shall be appointed for a period of one year and be subject to re-election in the Synod of 2017.

Be it further resolved, that on every Synod subsequent to the Synod of 2017, all vacant positions subject to election will be for a two-year term on ANiC Council, unless the director has vacated the position prior to the end of the elected term. In the case of such a vacancy, the procedures laid out in these canons shall be followed.