

Proposed Resolution to Enable Implementation of Amendment to Article X, The Board of Trustees for the Diocese

Background and Rationale

Convention will be asked to consider and approve on Second Reading the amendment approved last year to reduce the size of the Board of Trustees. That amendment reduces the number of Trustees from 16, plus the Bishop, to 12, plus the Bishop. The amendment will not affect the Trustees elected from the Districts, but will reduce the number of Trustees appointed by the Bishop from five (5) to four (4) and will reduce the number of Trustees elected At Large by Convention from seven (7) to four (4). A means is needed to implement those changes, if the Constitutional amendment is adopted. The proposed resolution below is designed to phase in the reduction, and meet the requirements of Canon IV, Section 3, that terms of the Trustees be on a staggered basis. The resolution also directs the Board of Trustees to file an amendment to its corporate charter so that the charter conforms to Article X after amendment.

Resolution to Enable Implementation of Amendment to Article X, The Board of Trustees for the Diocese

Resolved, that the following process shall be used to implement the amendment to Article X, should it be approved by Convention upon a Second Reading:

1. All current members of the Board of Trustees shall be authorized to serve the balance of their current terms, whether elected or appointed.
2. To phase in the reduction in the size of the Board, and to achieve the staggered rotation of terms provided in Canon IV, Section 3, the following rotation and sequence of elections and appointments shall be used to implement the amendment of Article X of the Constitution.
3. In 2020, for terms commencing January 1, 2021:
 - A. District 1 and District 4 shall elect District Trustees.
 - B. Convention shall elect one (1) At Large Trustee.
 - C. The Bishop shall appoint one (1) Trustee.
4. In 2021, for terms commencing January 1, 2022:
 - A. District 2 shall elect a District Trustee.
 - B. Convention shall elect two (2) At Large Trustees.
 - C. The Bishop shall appoint one (1) Trustee.
5. In 2022, for terms commencing January 1, 2023:
 - A. District 3 shall elect a District Trustee.
 - B. Convention shall elect one (1) At Large Trustee.
 - C. The Bishop shall appoint two (2) Trustees.
6. The Board of Trustees is directed by Convention to amend the Charter (Articles of Incorporation) of the Nonprofit Corporation to conform to Article X of the Diocesan Constitution, as amended.