

RULES OF ORDER

- 1.02 *During balloting, the Convention may take up other business which may be interrupted for the reports of tellers and additional ballots.*

II. Committees

- 2.01 The Bishop shall appoint as needed the following Convention Committees:
- (1) On Elections
 - (2) On Status of Parishes and Missions
 - (3) On General Resolutions
 - (4) On Memorials, Greetings and Resolutions of Appreciation
 - (5) Such other as he deems desirable or as may be ordered by the Convention
- 2.02 The Bishop shall appoint the following Standing Committee as prescribed by the Canon or as otherwise required:
- (1) On Canons
 - (2) On Church Pension Fund
- 2.03 Such committees as are instructed by the Bishop shall convene in advance of the opening of Convention to consider matters referred to them.
- 2.04 Reports of all Committees shall be in writing. All reports recommending action by the Convention shall be accompanied by Resolutions for such action.

III. Resolutions

- 3.01 Resolutions are submitted as the Canons may prescribe.
- 3.02 (a) All Resolutions to be presented to the Convention shall be submitted, in written form, to the Secretary forty-five (45) days prior to the opening of the Convention. These pre-filed Resolutions shall be distributed to each congregation, clergy and lay delegate within the Diocese no later than thirty (30) days prior to the first day of each Convention.
- (b) Any Resolution not presented in accordance with paragraph (a) may be introduced to the Convention for consideration only by a two thirds (2/3) vote of Convention taken at the first business meeting.
- (c) Nothing in this Rule shall prevent the Bishop from introducing new matters to the Convention for consideration or action through his address to Convention; and nothing in this Rule shall prevent a committee of Convention from introducing new matters to Convention through its majority report.
- (d) The Bishop may refer any Resolution to a committee for such action as it deems proper.
- 3.03 All resolutions and amendments proposed thereto shall be in writing and shall contain the name, parish or mission, and city of the proponent.
- 3.04 Resolutions may be proposed only by: Clerical Members and Lay Delegates, the Bishop and Council, the Standing Committee on Canons, the Standing Committee on the Church Pension Fund, Vestries and Mission Councils. Each such resolution authored by a clergy or lay

delegate shall be endorsed by not less than two other clergy or lay delegates, all of whom are from different congregations.

- 3.05 The Bishop shall refer all resolutions to appropriate Convention Committees for consideration, recommendation and report to the Convention, provided, however, upon a vote of two-thirds of the Delegates present a resolution may be considered immediately.
- 3.06 Where two or more resolutions deal basically with the same subject, they shall be referred to the same Convention Committee. The Committee shall make every effort to consolidate them or otherwise assure their compatibility and should also make every effort to obtain the concurrence of the proponents concerned.
- 3.07 Each Convention Committee to which a resolution has been referred, after providing for a public hearing thereon, shall consider the form and substance of the resolution and in making its report shall recommend (a) for adoption, (b) for adoption with amendment, (c) for adoption of a substitute drafted by the Committee, (d) for rejection, with or without reasons, in which case the question shall be on the adoption of the resolution notwithstanding the recommendation of the Committee for rejection, (e) without recommendation, or (f) for discharge from further consideration because the subject matter had been included in another resolution, in which case the question shall be to discharge the Committee. After the motion to adopt or discharge has been seconded, the Committee Chairperson or other representative shall state the reasons for the Committee's recommendation. Thereafter, the proponent of the original resolution shall be recognized first if the proponent so desires. Amendments may be offered, including an amendment to substitute the proponent's original resolution for that recommended by the Committee.
- 3.08 Any Resolution which would require financial resources for its implementation, or any amendment to the diocesan budget as proposed, shall specify the source of any financial resources required for its implementation.

IV. Motions in Order of Precedence

- 4.01 The following motions shall have priority in the order listed:
The Mover
cannot interrupt a member who has the floor
must be recognized, and
the motion must be seconded.
They are subject to the following further rules:
- (a) To Adjourn or to Recess
 - (1) Not debatable, if unqualified
 - (2) Not amendable
 - (3) Cannot be laid on table
 - (4) Majority vote
 - (5) The motion to adjourn shall always be in order, except that it shall not be offered when another member has the floor.
 - (b) To Adjourn to Time Certain
 - (1) Debatable as to time
 - (2) Amendable as to the time

- (3) Cannot be laid on table
- (4) Majority vote
- (c) To Lay on Table or To Table
 - (1) Not debatable
 - (2) Not amendable
 - (3) Cannot be laid on table
 - (4) Majority vote
- (d) To Vote Immediately or at Time Certain, or to Extend Debate
 - (1) Not debatable
 - (2) Amendable, as to time, if a time specified
 - (3) Cannot be laid on table
 - (4) Two-thirds majority vote
- (e) To Postpone to a Time Certain
 - (1) Debatable
 - (2) Amendable as to time
 - (3) May be laid on table
 - (4) Majority vote
- (f) To Commit or Recommit to any Committee
 - (1) Debatable, except as to a Convention Committee
 - (2) Amendable as to the Committee to which to be sent
 - (3) May be laid on table
 - (4) Majority vote
- (g) To Amend or To Substitute
 - (1) Amendments and Substitutes are debatable only when Main Question
 - (2) One Amendment may be made to each independent or separable portion of a Resolution and the right to amend extends only to one Amendment of that Amendment and to a Substitute and one Amendment thereto
 - (3) A Substitute and its Amendment may be laid on table, but cannot be otherwise voted on until original matter is perfected
 - (4) Majority vote
 - (5) Neither the Substitute nor its Amendment shall be voted on (except to lay on the table) until the original matter is perfected

V. Motions Without Order or Precedence

5.01 The following motions have no order of priority, but are subject to following rules:

- (a) Appeal from Decision of Chair
 - (1) Debatable
 - (2) Not amendable
 - (3) May be laid on table
 - (4) Majority vote. A tie vote sustains Chair

- (5) Must be made immediately after decision
- (b) To take from Table
 - (1) Not debatable
 - (2) Not amendable
 - (3) Cannot be laid on table
 - (4) Majority vote
- (c) To Recall from Committee
 - (1) Debatable
 - (2) Amendable
 - (3) May be laid on table
 - (4) Two-thirds majority vote
- (d) To Create Special Order of Day for Particular Time
 - (1) Debatable
 - (2) Amendable as to time
 - (3) Cannot be laid on the table
 - (4) Two-thirds majority vote
- (e) Call for Order of the Day
 - (1) Mover may interrupt a member who has the floor and is not required to be recognized or to have a second
 - (2) Not debatable
 - (3) Not Amendable
 - (4) Cannot be laid on table
 - (5) No vote required, but two-thirds majority vote is necessary to suspend general or special order
- (f) To Suspend the Rules or Take Up Business Out of Order
 - (1) Debatable
 - (2) Not amendable
 - (3) Cannot be laid on table
 - (4) Two-thirds majority vote
- (g) To Divide the Question
 - (1) Not debatable
 - (2) Can be amended
 - (3) Cannot be laid on table
 - (4) Majority vote, if vote required
 - (5) May be made without being recognized and even though another member has the floor
 - (6) If the Question under debate contains several distinct propositions, which are independent of each other, at the request of any members the same shall be divided and a separate vote shall be taken, but the motion to strike out and to insert shall be divisible.
 - (7) If the propositions relate to the same subject, and yet each part can stand alone, they may be divided only on a regular motion and vote.

VI. Reconsideration

- 6.01 Neither a Question once determined, nor one of like import, shall again be brought before the Convention, except on motion to reconsider made by one who voted in the majority and seconded by another who voted in the majority.
- 6.02 Motions to reconsider are subject to the following further rules:
- (1) Debatable when motion to be reconsidered is debatable
 - (2) Not amendable
 - (3) May be tabled
 - (4) Two-thirds majority vote
 - (5) No question can be twice considered unless it was materially amended after its first reconsideration.

VII. Decorum and Debate

- 7.01 No member shall absent himself from the Convention, unless he has leave or be unable to attend.
- 7.02 No member shall address the Convention or make any motion until after recognition by the Bishop, except to make a parliamentary inquiry, a point of order, or a motion not requiring recognition.
- 7.03 When any Delegate is about to speak, he shall address himself to the Bishop, state his name, parish or mission, and confine himself strictly to the point of debate.
- 7.04 Except by leave of the Convention, no Delegate shall speak more than twice in the same debate nor longer than five minutes at one time.

VIII. Voting

- 8.01 Nominations for Deputies to the General Convention, Standing Committee, members of the Bishop and Council and Trustees of the University of the South which are in writing and contain the Nominee's name, parish or mission, and city and not more than one hundred fifty words (150) of biographical information including past and present service of the nominee to the Church at all levels and received in the office of the Secretary by the first day of the month preceding the month of the Convention shall be included in the Convention brochure. Additional written nominations for these offices may be made in like manner by filing with the Secretary prior to the first noon. All written nominations shall be posted at the Convention. All such nominations shall contain the name, parish or mission, and city of the nominator who shall obtain the nominee's consent and willingness to serve prior to submitting nomination. Nominations may be made only by the Bishops of this Diocese and the Clergy and Lay Delegates, and any other person authorized by Canon to submit Resolutions.

- 8.02 Balloting for the offices set forth in 8.01 shall commence not earlier 1:00 P.M. following the first noon. After any second ballot of any election, the ballot shall be shortened, if necessary, to have only two (2) more nominees remaining on the ballot than the number of vacancies to be filled.
- 8.03 In elections of Deputies of the General Convention and of Members of the Bishop and Council and the Standing Committee a majority of the votes cast shall be necessary to election. In all other elections, including that of alternate Deputies to the General
- 8.04 Unless otherwise expressly provided, any rule requiring a two-thirds majority shall be construed to mean the affirmative vote of two-thirds of the Delegates present and voting.
- 8.05 Ballots with more votes than there are positions to be filled shall be declared invalid.

IX. Committee of the Whole

- 9.01 Whenever so ordered by a vote of a majority of the members present, the Convention may go into Committee of the Whole for the consideration of any matter.

X. Unanimous Consent

- 10.01 By unanimous consent, any action may be taken that is not in contravention of any provision of the Constitution or the Canons.

XI. General Regulation

- 11.01 Except with the express permission of the Bishop or when otherwise ordered by majority vote of the Convention, no books, pamphlets or other printed matter may be distributed within the Convention Hall, or be placed on the seats or desks of the Delegates; but this prohibition shall not apply to Resolutions, reports, and other documents prepared or distributed by the Secretary or to ballots for elections.

XII. Robert's Rules of Order

- 12.01 Except when in conflict with the Constitution or Canons, or any Rules herein contained, the latest edition of Robert's Rules of Order shall govern the interpretation of these Rules and procedures to be followed.

XIII. Amendments

- 13.01 These Rules may be amended at any time by a two-thirds majority vote of the members present.

(As stated in Preamble A of the Canons of The Diocese of West Tennessee, “He, his, him shall mean and include she, her, hers.” This inclusivity applies to the Rules of Order as well.)

THE EPISCOPAL DIOCESE OF WEST TENNESSEE

40th ANNUAL MEETING OF THE CONVENTION - NOVEMBER 19, 2021

SPECIAL RULES OF ORDER

Because of health and safety issues relating to COVID-19, the 40th Annual Meeting of the Convention of the Episcopal Diocese of West Tennessee will be held in multiple locations connected by audio and video. Having smaller groups meet in several locations is considered by medical and science experts to be safer than holding a large meeting in a single location. Certain modifications and limitations on the provisions for meetings of the Convention in the Canons and Rules of Order are set forth in these Special Rules of Order to accommodate an electronic meeting.

The Rules of Order in effect for the 39th Annual Meeting of the Convention held in 2020 shall apply to the 40th Annual Meeting, provided that at the 40th Annual Meeting the following Special Rules of Order shall supersede any Rule of Order or any rule set forth in Robert’s Rules of Order to the extent of any conflict or inconsistency. These Special Rules shall not apply to any subsequent Special Meeting or Annual Meeting of the Convention unless adopted at such meeting with any appropriate amendments.

All references to the Canons in these Special Rules are references to the Canons of the Episcopal Diocese of West Tennessee unless expressly designated otherwise.

Special Rule of Order SR-1 (COVID Safety):

The 40th Annual Meeting of the Convention will be held at various host sites connected by audio and video in accordance with the provisions of Canon 24.3(b), which requires that all “members [of the Convention] have the opportunity to see, read or hear the proceedings substantially concurrently with their occurrence, vote on matters submitted to the members, pose questions and make comments.” All persons at Convention host sites must abide by the COVID guidelines of the Diocese in place as of the date of the 40th Annual Meeting.

Special Rule of Order SR-2 (Persons Present at Sites):

Other than registered volunteers at Convention host sites, the only persons permitted to be physically in the room at the host site that is set up for audio and video communications of the Convention are the Clergy and Lay Delegates who are registered for that host site. Alternate Delegates who are registered for the host site may check in and sit in a designated area for Alternates. Lay Delegates and Alternates Delegates must go to the check in station together if a Lay Delegate wishes to switch places with an Alternate Delegate.

Clergy and Lay Delegates entitled to vote must be present at the Convention host site to which they were assigned in order to have seat, voice or vote at the 40th Annual Meeting. Delegates who are unable to attend at their assigned host site may view the proceedings remotely without seat or voice.

Licensed Clergy who are in charge of a Faith Community and who are registered may sit with their congregations and will have seat and voice, but will not be entitled to vote.

Unless also attending the 40th Annual Meeting as a Delegate, appearing in the Order of Business or speaking at the request of the Bishop, the right under Canon I.6 of the Vice-Chancellors, the Registrar, the Historiographer, the lay members of the Standing Committee and of the Bishop and Council, the Chairman of the Finance Committee, and the President of The West Tennessee Endowment Corporation to have seat and voice is suspended for the 40th Annual Meeting. These persons may, however, view the proceedings remotely without seat or voice.

Special Rule of Order SR-3 (Nominations for Vacancies):

Consistent with Rule of Order 8.03, all nominations for vacancies to be filled must be delivered to the Canon to the Ordinary (salexander@episwtn.org) no later than **noon** on the date of the 40th Annual Meeting. Incomplete nomination forms will not be accepted. Any required information that cannot be verified prior to noon on November 19, 2021 will result in the nomination being disqualified. Nominations must be made by any of the following: the Ecclesiastical Authority, any Clergy, Lay Delegate, the Secretary, the Treasurer, the Chancellor, any Vice-Chancellors, the Registrar, the Archivist, and any members of Bishop and Council, the Standing Committee, the Standing Committee on Constitution and Canons, Vestries and Mission Councils.

Special Rule of Order SR-4 (Acclamation/Voting Process/Balloting):

Balloting for offices will be done by electronic voting. In the event of a failure of the electronic voting system, paper ballots will be distributed or another appropriate method of voting approved by the Parliamentarian.

MOTION FOR VOTING BY ACCLAMATION: In circumstances under which a vote by acclamation in lieu of casting a ballot would otherwise be appropriate (*e.g.*, when there is only one nominee for a vacancy or when the Bishop has presented a slate of nominees), the following procedure will apply:

A motion to approve the nominees in the uncontested elections as a group by acclamation must be made and seconded. The Bishop will ask if there is any discussion, which will be heard and considered. The procedure set forth below will be used for approving multiple uncontested elections as a group, provided that an opportunity will be given for any voting member of the Convention to request that one or more uncontested elections be removed from the group and voted on electronically.

VOTING PROCESS: The Convention will vote on the motion as follows:

The Bishop will ask for a show of hands at each host site of those voting in favor of the motion and the delegates voting in favor will raise their hands. The vote counters at each host site will count the number of votes in favor and give the number to the designated Communicator at the host site. The designated Communicator will report the number to the Secretary of Elections.

The Bishop will then ask for a show of hands at each host site of those voting against the motion. The vote counters at each host site will count the number of votes in opposition and give the number to the designated Communicator. The designated Communicator will report the number to the Secretary of Elections.

VOTING OTHER THAN ELECTION BALLOTING: The foregoing voting process will be used for voting other than balloting, such as voting on motions and amendments, including but not limited to voting to adopt these Rules of Order and voting to approve the Diocesan Budget.

INVALID BALLOT – MUST VOTE FOR THE NUMBER OF PEOPLE ANNOUNCED: The Bishop will announce how many persons are to receive votes for a vacancy. Ballots for that election will not be counted if they do not show votes for the number of people announced by the Bishop.

Special Rule of Order SR-5 (Elections Requiring Majority Votes):

Notwithstanding anything in Rules of Order 8.02 and 8.03 to the contrary, the following shall apply to the elections at the 40th Annual Meeting.

In the event that there is a vacancy in more than one term for positions for any office for which a majority of votes is required to elect a nominee, and there are more nominees for one vacancy than are needed to fill the vacancy and no nominees for the other vacancy, a single ballot may be used in which all the nominees are voted upon. The nominee who first obtains a majority of the votes or who obtains a majority with the highest number in a single ballot will be elected to the vacancy with the longer term. The next nominee to obtain a majority of the votes will be elected to the vacancy with the shorter term.

Special Rule of Order SR-6 (Reports of Diocesan Committees):

Other than the Report of the Treasurer relating to the budget and the financial condition of the Diocese, all reports of Diocesan Committees and other organizations entitled to make reports shall be submitted as written reports and no oral presentation shall be made except at the discretion of the Bishop.

Special Rule of Order SR-7 (Resolutions):

Consistent with the provisions of Canon 9.2 setting forth the responsibility of Bishop and Council to exercise all powers of the Convention between meetings of the Convention other than certain enumerated powers, any resolution filed for consideration by the 40th Annual Meeting, other than Courtesy Resolutions, shall be referred to Bishop and Council, which may take up the

resolution for consideration in the interim following the 40th Annual Meeting or refer the matter for consideration at the 41st Annual Meeting of the Convention.

Special Rule of Order SR-8 (Motions, Addressing the Convention):

A person entitled to make a motion, request a clarification, or otherwise address the Convention shall approach the designated Moderator at the host site and inform the Moderator of the nature of the request. The Moderator will announce over the microphone to the Bishop the name of the person, the person's Faith Community and the nature of the request. If the Bishop recognizes the person making the request, the person will address the Convention over the microphone.