

**THE CONVENTION OF
THE EPISCOPAL DIOCESE OF WEST TENNESSEE**

**RULES OF ORDER
Adopted November 17, 2023**

I. Miscellaneous Provisions

1.01 Unless serving as a Delegate at the Convention, the Secretary, Assistant Secretary or Secretaries, Treasurer, Assistant Treasurer(s), Chancellor, Vice-Chancellor(s), lay members of the Standing Committee and of the Bishop and Council, Chair of the Finance Committee, President of The West Tennessee Endowment Corporation, Executive Director of St. Columba Episcopal Camp and Retreat Center, members of the staff of the Diocese designated by the Bishop, the Heads of Schools in the Diocese that are members of the National Association of Episcopal Schools, and clergy not canonically resident in the Diocese who are licensed to officiate in the Diocese shall be admitted to seats upon the floor of the Convention, with all privileges except the right to vote, as set forth in Diocesan Canon I.6. The Convention may grant the right to seat and/or voice to any other person by Dispatch of Business resolution.

1.02 Canonically resident Clergy who are not disqualified by Article IV of the Diocesan Constitution and Lay Delegates are collectively referred to as Voting Members in these Rules. A Lay Delegate who is replaced by an Alternate shall be considered an Alternate after being replaced.

1.03 Participation in the Convention via electronic means may be permitted at the discretion of the Bishop, subject to the provisions of Diocesan Canon 24.3(b).

1.04 Any hearings contemplated by the Diocesan Canons or these Rules of Order may be held prior to the first day of the Convention at the discretion of the Bishop so long as notice of the hearings is communicated to the members of the Diocese.

1.05 During balloting, the Convention may take up other business which may be temporarily suspended by the Bishop 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 Constitution and Canons
- (3) On Resolutions
- (4) On Memorials and Courtesy Resolutions
- (5) Such other as the Bishop deems desirable or as may be ordered by the Convention

2.02 The Bishop shall appoint the Committee on Constitution and Canons and any other person or committee prescribed by the Canon or as otherwise required to be appointed by the Bishop without confirmation by the Convention or other body.

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 prescribed by Diocesan Canon 1.9, which provides that the Ecclesiastical Authority, any canonically resident member of the Clergy not disqualified by Article IV of the Constitution, any Lay Delegate, the Secretary, the Treasurer, the Chancellor, any Vice-Chancellors, the Archivist, the Bishop and Council, the Standing Committee, the Committee on Constitution and Canons, Vestries, and Mission Councils may submit resolutions. Resolutions submitted by canonically resident members of the Clergy or by Lay Delegates must be endorsed by at least two other canonically resident members of the Clergy or Lay Delegates, all of whom must be from different Faith Communities.

3.02 (a) All resolutions to be presented to the Convention shall be submitted, in written form, to the Secretary no later than forty-five (45) days prior to the opening of the Convention. These pre-filed resolutions shall be distributed to the members of the Diocese via the method of electronically distributing information normally used by the Diocese and by posting the pre-filed resolutions on the Diocesan website no later than thirty (30) days prior to the first day of the upcoming Convention.

(b) Any resolution not submitted 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 the Bishop's 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 and, if proposed by a committee or other entity, it shall contain the name of the body, the date the resolution was authorized by the entity, and the name of the person authorized to submit the resolution.

3.04 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 (2/3) of the Voting Members present a resolution may be considered immediately.

3.05 Where two or more resolutions deal essentially 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.

3.06 Each Convention Committee to which a resolution has been referred, after providing for a public hearing thereon if appropriate, 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 has 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. Proposed amendments to resolutions amending the Rules of Order, Constitution, or Canons must be submitted to the Chair of the Committee on Constitution and Canons in writing prior to time the Convention is called to order and must receive a majority vote to be approved. Any amendment to a resolution proposing an amendment to the Rules of Order, Constitution or Canons submitted after the Convention has been called to order must receive a two-thirds vote to allow the proposed amendment to be considered. The Committee on Constitution and Canons may, in its discretion determine that a proposed amendment to the Rules of Order, Constitution or Canons needs more time for consideration than is practical for the Convention and advise the Bishop that consideration of the proposed amendment should be taken up at the next Convention.

3.07 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.

3.08 Unless otherwise required by the Constitution or Canons of The Episcopal Church or of the Diocese, by these Rules of Order or by Dispatch Resolution, a resolution must receive a majority of votes to become an action of the Convention. Voting shall be (i) in accordance with the Constitution of The Episcopal Church, the Canons of The Episcopal Church, the Constitution of the Diocese, the Canons of the Diocese, these Rules, and Roberts Rules of Order, including but not limited to requests for voting by orders, a count of the votes cast, or a roll call vote, and (ii) in the manner prescribed by the Bishop, including but not limited to voting by acclamation, voice vote, show of hands, standing, electronic vote or other reasonable means. Voting by proxy is not permitted.

IV. Motions in Order of Precedence

4.01 The following motions shall have priority in the order listed:

The Mover

- cannot interrupt a person 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 person 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 is being discussed
 - (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, except as provided in Rule 3.06
 - (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 the 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's decision
 - (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 person 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 even though another person has the floor
 - (6) If the Question under debate contains several distinct propositions, which are independent of each other, at the request of any person with vote 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 of the Clergy or Lay Delegate shall be absent from the Convention unless granted leave by the Bishop or replaced by an Alternate (if a Lay Delegate).

7.02 No Voting Member or attendee with voice pursuant to Rule 1.01 (Attendee with Voice) shall address the Convention or make any motion until after being recognized by the Bishop, except to make a parliamentary inquiry, a point of order.

7.03 When Voting Members or Attendees with Voice are about to speak, they shall address the Bishop, state their name and Faith Community or capacity in which attending, and confine the discussion strictly to the point of debate.

7.04 Except by leave of the Convention, no Voting Member or Attendee with Voice shall speak more than twice in the same debate nor longer than five (5) 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 must be received in the Diocesan office by the deadline set forth on the nomination form if they are to be included in the Convention brochure. Additional written nominations for these offices may be made in like manner by filing in accordance with the instructions set forth on the nomination form. All written nominations shall be communicated to the Voting Members 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 the nomination form. Nominations shall be made only as prescribed by Diocesan Canon 1.9. Nominations from the floor are not permitted.

8.02 The Bishop may request election by acclamation for any uncontested offices, and may request election of any or all such uncontested offices by acclamation together as a group. 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. Balloting for offices will be done by electronic voting. In the event of a failure of the electronic voting system or other serious obstacle to its use as determined by the Bishop, paper ballots will be distributed or another appropriate method of voting approved by the Parliamentarian shall be used.

8.03 In elections of Deputies to the General Convention, members of the Bishop and Council, and members of the Standing Committee a majority of the votes cast shall be necessary for election. In all other elections, a plurality of the of the votes cast shall be necessary for election. Alternates Deputies to the General Convention shall be determined by rank order of votes received in the round of balloting in which the fourth (4th) Deputy of that Order is elected, ranking beginning with the person who received the next highest number of votes after the fourth Deputy.

8.04 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.

8.05 Unless otherwise expressly provided, any rule requiring a two-thirds (2/3) majority shall be construed to mean the affirmative vote of two-thirds (2/3) of the Voting Members present and voting.

8.06 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.

8.07 A nominee may withdraw from an election at any time prior to the opening of a ballot by notifying the Bishop or Parliamentarian.

IX. Committee of the Whole

9.01 Whenever so ordered by a vote of a majority of the Voting 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 of the Diocese or The Episcopal Church.

XI. General Regulation

11.01 Except with the express permission of the Bishop or when otherwise ordered by majority vote of the Voting Members, no books, pamphlets or other printed matter may be distributed within the Convention Hall, or be placed on the seats or desks of the attendees; but this prohibition shall not apply to resolutions, reports, and other documents prepared or distributed by the Secretary (or designee of the Bishop) 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 (2/3) majority vote of the Voting Members present and the amendments will become effective immediately upon adoption by the Convention.

(As stated in Preamble A of the Canons of The Episcopal Diocese of West Tennessee, "He, his, him shall mean and include she, her, hers." In addition, such pronouns shall also include "they, them, their" and similar pronouns. This inclusivity applies to the Rules of Order.)

Revisions to Rules of Order adopted November 17, 2023