



Diocese of Toronto
Anglican Church of Canada

161st Regular Session of Synod

November 17 to 19, 2022

CO'NVENING CIRCULAR

SECTION E

CONSTITUTION AND CANONS COMMITTEE REPORT

CONSTITUTION AND CANONS COMMITTEE

In the course of an email poll conducted during the week of October 3, 2022, the Synod Council approved the proposed changes to *The Constitution and Canons of the Diocese of Toronto* contained in this report and recommended them to Synod for approval.

Pilot Governance Project

One year in, the new governance model has functioned largely as anticipated. Some minor changes will be made to how some of the committees do their work based on comments and recommendations made by the evaluation of the new structure. In order to continue, Synod will be asked to suspend Canons 2, 3, 5, 31, 36, 37, 39, 44 s.3, and 44 s.5(g) until the next Regular Session of Synod.

The Constitution

Section 22

Advances in technology have allowed Elections of Synod to be completed electronically in partnership with an arm's length third party service provider ensuring a secure electronic voting platform at Synod. While the traditional method of casting a physical paper ballot should not be removed from the Constitution, the Constitution and Canons Committee has recommended that Section 22 be updated to also contemplate the current practice of electronic voting.

It is proposed that the Constitution, Section 22, be amended to add the following:

- (8) Notwithstanding the foregoing, Elections of Synod may be completed with the assistance of an arm's length third party service provider ensuring a secure electronic voting platform at Synod subject to the following:
 - (a) Members of Synod shall be entitled to vote for the number of Clerical and Lay Members of the Synod Council in the manner prescribed by the Canons;
 - (b) General and Provincial Synod:- The Clerical Members of a Session of Synod are entitled to vote for the prescribed number of Clerical Members of General or Provincial Synod as applicable, and the Lay Members of a Session of Synod for the prescribed number of Lay Members of General or Provincial Synod as applicable;
 - (c) At the session of Synod, voters shall be instructed as to how to vote electronically and a minimum of one test question shall be voted



upon in order that members of Synod have one opportunity to practice how to vote using the electronic system;

- (d) Time limits as to the length of time that a particular ballot shall remain open for voting shall be established by the scrutineers at the relevant session of Synod and requires the Bishop's concurrence. The length of time that a vote shall remain open shall be announced by the Chair of Synod when the vote is called for a particular motion;

Section 34

Constitution, s. 32 deals with the Election of Members to General Synod. Constitution, s. 33 concerns the term of office of Members of General Synod. The Constitutions and Canons Committee has identified that there is no equivalent provision to Constitution, s. 34 concerning the term of office of Members of the Ecclesiastical Province of Ontario (Provincial Synod) and has recommended that an equivalent provision to be added to Constitution, s. 34 to avoid any confusion over the term of office of Members of Provincial Synod.

It is proposed that the Constitution, s. 34, be amended to read:

"34. Election and Term of Members to Provincial Synod

The Members of the Synod of the Ecclesiastical Province of Ontario from the Diocese of Toronto shall be elected at a Regular Session of Synod immediately proceeding a Session of Provincial Synod. Such election shall be held under the regulations governing the election of members of General Synod. The Members of Provincial Synod shall hold office until their successors are elected, provided that they continue to be members of Provincial Synod."

Canon 10

The Bishop is ultimately responsible for the non-disciplinary termination of all clerical appointments in accordance with Canon 10. Proposed changes would permit the Bishop to delegate this responsibility to a Suffragan Bishop.

Canon 13

Under Canon 48 the Registrar is responsible for seeing that certain listed records are maintained "at the Offices of the Synod". The records under consideration are not listed in Canon 48 so they do not fall under the responsibility of the Registrar. These records should be surrendered to the Diocesan Archivist for preservation in the Diocesan Archives.



Diocese of Toronto
Anglican Church of Canada

It is proposed that Canon 13 4 (4) be amended to read:

“On disestablishment, the register and other books, records and documents of the parish shall be surrendered forthwith to the Diocesan Archivist for storage in the Diocesan Archives.”

Canon 14

Considering the recent changes to the *Not-for-Profit Corporations Act* (Ontario) which raised the audit requirement income threshold to \$500,000.00 for non-public corporations, the Diocese reviewed its threshold as laid out in Canon 14 14(4). We reviewed the number of parishes that would require an audit under various income thresholds ranging from \$100,000.00 to \$500,000.00. Since the cost of an audit is greater than that of a review engagement or a notice to reader, the Finance Committee has recommended an increase in the threshold. However, to ensure an adequate sample of parishes are audited, the Finance Committee recommended increasing the threshold to \$200,000.00 (versus \$500,000.00) at which point 18% of parishes would require an audit. The Finance Committee also recommended flexibility under Canon 14 14(4) to consider income fluctuations due to special circumstances such as a capital campaign or a property sale.

It is proposed that Canon 14 14 (4) be amended to read:

“Notwithstanding subsection (1) the vestry may pass an extraordinary resolution with the permission of the Bishop to have a review engagement or notice to reader instead of an audit in respect of the parish's financial year if the parish has annual revenue in that financial year of less than \$200,000 (excluding any extraordinary or non-recurring gains resulting from, without limitation, capital campaigns or the sale of a property), or an amount as declared by Synod Council in accordance with provincial legislation. The accountant conducting the review engagement or notice to reader shall make a report to the vestry on the churchwardens' accounts presented to the vestry at the annual meeting.”

Blackline versions follow.



Diocese of Toronto
Anglican Church of Canada

THE CONSTITUTION

[No proposed changes prior to this point.]

22. **Elections of Synod**

- (1) Ballot papers shall be given to Members of Synod at the time of registration.
- (2) Completed ballots may be placed in the ballot boxes at any time during the first day of Synod - 9a.m. to 5 p.m., or at such other time or times as may be determined by the Synod Council.
- (3) Ballot boxes shall be conveniently located and announcements made as to their locations.
- (4) Ballot papers shall be prepared under the direction of the Honorary Secretaries and only such ballots shall be accepted and counted by the Scrutineers. On the ballots for all committees, nominees shall be listed in alphabetical order followed by the name of the parish or special category as shown in The Constitution, s. 2 and s. 3(16).
- (5) The Scrutineers shall hand over the ballot papers to the Honorary Secretaries, whose duty it shall be to preserve them until the close of the Session of Synod, and to see that they are then destroyed.
- (6) The above instructions shall not apply to Episcopal Elections.
- (7) Instructions to Voters:
 - (a) Members of Synod shall be entitled to vote for the number of Clerical and Lay Members of the Synod Council in the manner prescribed by the Canons.
 - (b) General and Provincial Synod:- The Clerical Members of a Session of Synod are entitled to vote for the prescribed number of Clerical Members of General Synod, and the Lay Members of a Session of Synod for the prescribed number of Lay Members of General Synod.
 - (c) Voters shall place a cross (thus: X) opposite the name of each nominee for whom they desire to vote.
 - (d) Ballot papers with crosses opposite the names of more nominees than the number required to be elected, shall be regarded as spoiled and shall not be counted.

Note: The above instructions (c) and (d) shall be printed on the front of each ballot, and the other instructions on the ballots to which they apply."

- (8) Notwithstanding the foregoing, Elections of Synod may be completed with the assistance of an arm's length third party service provider ensuring a secure electronic voting platform at Synod subject to the following:
 - (a) Members of Synod shall be entitled to vote for the number of Clerical and Lay Members of the Synod Council in the manner prescribed by the Canons;
 - (b) General and Provincial Synod:- The Clerical Members of a Session of Synod are entitled to vote for the prescribed number of Clerical Members of General or Provincial Synod as applicable, and the Lay Members of a Session of Synod for the prescribed number of Lay Members of General or Provincial Synod as applicable;
 - (c) At the session of Synod, voters shall be instructed as to how to vote electronically and a minimum of one test question shall be voted upon



in order that members of Synod have one opportunity to practice how to vote using the electronic system:

- (d) Time limits as to the length of time that a particular ballot shall remain open for voting shall be established by the scrutineers at the relevant session of Synod and requires the Bishop's concurrence. The length of time that a vote shall remain open shall be announced by the Chair of Synod when the vote is called for a particular motion:

[No proposed changes between these sections.]

32. Election of Members to General Synod

- (1) At the Regular Session of Synod immediately preceding a Session of General Synod, the Synod shall elect the prescribed number of Clerical Members and Lay Members to the General Synod. These shall be elected by ballot.
- (2) Only Members of Synod of the Diocese possessing a vote therein are eligible for election as members of the General Synod. They shall be:-
 - (a) A Cleric licensed to and residing in a parish outside the Municipality of Metropolitan Toronto, and a Lay Member representing and residing in a Parish outside the Municipality of Toronto, who receive a greater number of votes than any other such Cleric or Lay person respectively.
 - (a) The remaining number of Clergy and Lay Members respectively who receive the highest number of votes.
- (3) A similar number of each Order arranged in a list according to the number of votes received, beginning with the highest, shall be Substitute Members whenever for any cause a regularly elected member is unable to attend a Session of General Synod.
- (4) In addition to the persons elected under s. 32(2), the Bishop shall appoint one (1) Member or call for the election of one (1) Member who will be at least sixteen (16) years of age upon the opening of the tri-annual session of General Synod and under the age of twenty-six (26) years upon the termination of General Synod, who shall be a communicant member of The Anglican Church of Canada.
- (5) The Secretary of Synod shall enquire of the Members at least three (3) weeks prior to a Session of General Synod whether they can attend or not. In case a member is unable to attend, a notice shall be sent to a Substitute Member in the order in which the names of such substitutes appear in the list, notifying such substitute of that person's right to attend the Session of General Synod.

33. Term of Office of Members of General Synod

The members of the General Synod from the Diocese of Toronto shall hold office until their successors are elected, provided that they continue to be members of this Synod.

34. Election of Members to Provincial Synod

The Members of the Synod of the Ecclesiastical Province of Ontario from the Diocese of Toronto shall be elected at a Regular Session of Synod immediately preceding a Session of Provincial Synod. Such election shall be held under the regulations governing the election of members of General Synod. The Members of Provincial Synod shall hold office until their successors are elected, provided that they continue to be members of Provincial Synod.



Diocese of Toronto
Anglican Church of Canada

[No proposed changes beyond this point.]

CANON 10
CLERICAL APPOINTMENTS, EXCHANGES, RETIREMENTS AND TERMINATIONS

[No proposed changes prior to this point.]

7. Termination of Clerical Appointments

Clerical appointments may be terminated as follows:

Retirement or resignation of the cleric under this Canon;

- a) Withdrawal of the Cleric's License or appointment by the Bishop as a matter of discipline under Canon 22;
- b) Termination in accordance with the terms of the appointment;
- c) Non-disciplinary termination of appointment in accordance with ~~Section 10~~ **Section 8** of this Canon.

8. Non-Disciplinary Termination of Appointment

- a) Termination by the Bishop in writing

The Bishop, **or pursuant to a delegation in writing of the Bishop's responsibility and authority under the provisions of this section, a Suffragan Bishop** may terminate the appointment of a cleric, whether incumbent or assisting clergy, in accordance with the provisions of this section, upon notice to the cleric in writing;

- b) Circumstances of Termination

Although it is not possible to set out all the circumstances which may lead the Bishop, **or a Suffragan Bishop** to such a decision, they include financial difficulties within a parish, decline in parish membership, redeployment of human resources, and the inability of the cleric to carry out his/her ministry.

- c) Preliminary steps required of Bishop

When the Bishop, **or Suffragan Bishop** considers that there are circumstances within a parish which may require the termination of an appointment, the Bishop, **or Suffragan Bishop** will first meet with the cleric and, where appropriate, with the churchwardens and others members of the parish:

- i) To review the particular circumstances with the parish;
- ii) To advise the cleric and lay members of the parish of his/her concerns;
- iii) To consider the views of the cleric and lay members of the parish;
- iv) To consider possible alternatives to the termination of the appointment including other appointments within the Diocese, a leave of absence, further education or professional development;
- v) To provide, financial, pastoral, vocational, or other assistance to the cleric or parish as may be appropriate; and
- vi) To review the procedure for the termination of clerical appointments, including the responsibilities of the Bishop, **or Suffragan Bishop**, the Advisory Commission and the Arbitration Board.

- d) Advisory Commission on Termination of Clerical Appointment ("Advisory Commission")



The Advisory Commission shall consist of 3 (three) members of Synod elected by the members of Synod, including at least 1 (one) lay and 1 (one) clerical representative. The elected members shall hold office from the conclusion of the meeting of Synod, until the conclusion of the next regular session of the Synod. The members shall elect a Chair from amongst them. In the event of the resignation or death of an elected member, the Chancellor shall appoint a replacement to complete the term of office.

e) Termination Procedures

If the Bishop **or Suffragan Bishop**, after meeting with the cleric, intends to proceed with the proposed termination, the Bishop **or Suffragan Bishop** shall advise the cleric and the Advisory Commission in writing of the proposed termination, along with the reasons therefore. The Advisory Commission shall consider the circumstances surrounding the proposed termination of appointment and provide the Bishop **or Suffragan Bishop** with its advice. The Bishop **or Suffragan Bishop** and the cleric shall meet with the members of the Advisory Commission to review the matter. The Commission shall provide the Bishop **or Suffragan Bishop**, the College of Bishops, and the cleric with its written advice on the proposed termination of appointment within thirty (30) days of the receipt of the Bishop's **or Suffragan Bishop's** intention with the proposed termination. The Advisory Commission may, in its discretion, make public its advice and the reasons of the Bishop **or Suffragan Bishop**.

f) Offer of Reasonable Notice or Remuneration

In the event that the Bishop **or Suffragan Bishop** decides to terminate a clerical appointment, and is not in a position to provide a further appointment to the cleric, the Bishop **or Suffragan Bishop** will as soon as possible offer the cleric in writing, reasonable notice of the termination of the appointment, or remuneration and benefits in lieu of notice.

g) Establishment of Arbitration Board

In the event that the cleric is not satisfied with the amount of notice or remuneration and benefits in lieu of notice offered by the Bishop **or Suffragan Bishop**, the cleric may within thirty (30) days of receiving the offer, notify the Bishop **or Suffragan Bishop** in writing of his/her desire to submit the matter to arbitration and the notice shall contain the name of the cleric's appointee to the Arbitration Board. After receiving notice from the cleric, the Bishop **or Suffragan Bishop** shall within fourteen (14) days, inform the cleric of his/her appointee to the Arbitration Board. The two appointees so selected shall, within fourteen (14) days of the appointment of the second of them, appoint a third person who shall be the Chair. If the Bishop **or Suffragan Bishop** fails to appoint an Arbitrator, or if the two appointees fail to agree upon a Chair within the timeframe, the appointment shall be made by the Chancellor of the Ecclesiastical Province of Ontario.

h) Arbitration Procedures

The Arbitration Board shall provide an opportunity to the cleric and the Bishop **or Suffragan Bishop** to make submission to it in writing and to respond to the submissions of the other party. It shall determine the amount of notice or payment and benefits in lieu of notice to be given to the cleric including, where appropriate, financial and vocational counselling and shall take into account



prevailing practices within the secular community. The decision of the Arbitration Board which shall be in writing, is final and binding on the cleric and the Bishop.

- i) Authority of Arbitration Board
Notwithstanding subsection (h), the Arbitration Board, however, shall have no authority to change a decision by the Bishop or Suffragan Bishop to terminate an appointment.
- j) Cleric in Good Standing
The termination of an appointment under this Canon does not affect the good standing of the cleric within the Diocese.

9. Education, Training and Professional Development

Where an appointment is terminated under ~~Section 10~~ Section 8, the Bishop may consider it appropriate for the cleric to engage in further formal education, retraining or professional development for a period of time prior to, or as a condition of a further clerical appointment. In such an event, the Bishop and the cleric will attempt to reach a mutually satisfactory agreement governing the terms and conditions of such an arrangement.

[No proposed changes beyond this point.]

CANON 13
PARISHES

[No proposed changes prior to this point.]

4. Disestablishment of a Parish or Congregation

- 3) Provided that before disestablishing a parish the Bishop shall require to be submitted to the Bishop a financial statement of the assets and liabilities of such parish. If the liabilities are found to be greater than the assets, the Bishop shall submit the statement to the Synod Council which shall take such action as seems necessary under the circumstances.
- 4) On disestablishment, the register and other books, records and documents of the parish shall be surrendered forthwith to the Registrar of the Diocese Diocesan Archivist for storage in the Diocesan Archives.
- 5) On disestablishment, the capital assets of the parish, of every nature or kind, and the place or places of worship therein shall be conveyed forthwith to and be in the control of the Synod.

[No proposed changes beyond this point.]



Diocese of Toronto
Anglican Church of Canada

CANON 14
VESTRIES

[No proposed changes prior to this point.]

14. Audit of Churchwardens' Accounts

1. At every annual vestry meeting, the vestry shall appoint one or more auditors to hold office until the close of the next annual vestry meeting, and if an appointment is not so made, the auditor in office continues in office until a successor is appointed or the auditor resigns.
2. The auditor shall make such examination as will enable the auditor to report to the vestry as required under subsection (3).
3. The auditor shall make a report to the vestry on the Churchwardens' accounts presented to the vestry at the annual meeting. The Churchwardens' accounts shall include the financial position of the Churchwardens and the statements of operations and changes in fund balances and cash flow for the period under review. The auditor shall state in his/her report whether in his/her opinion the Churchwardens' accounts referred to herein present fairly, in all material respects, the financial position of the Churchwardens and the results of operations and the changes in financial position for the period under review in accordance with generally accepted accounting principles.
4. Notwithstanding subsection (1) the vestry may pass an extraordinary resolution with the permission of the Bishop to have a review engagement or notice to reader instead of an audit in respect of the parish's financial year if the parish has annual revenue in that financial year of less than **\$200,000 (excluding any extraordinary or non-recurring gains resulting from, without limitation, capital campaigns or the sale of a property)**, or an amount as declared by Synod Council in accordance with provincial legislation. The accountant conducting the review engagement or notice to reader shall make a report to the vestry on the Churchwardens' accounts presented to the vestry at the annual meeting.
5. Notwithstanding subsection (4), the Bishop, Synod Council, Incumbent, Corporation, or Vestry may require at any time an audit of the financial records of the Churchwardens' accounts in addition to or instead of a review engagement.
6. It shall also be the duty of the auditors or accountants, as the case may be, to report all matters which in their opinion should be brought before the vestry.
7. A copy of the Churchwardens' accounts with auditors' report thereon shall be forwarded to the Diocesan Office with the financial returns.

[No proposed changes beyond this point.]



Diocese of Toronto
Anglican Church of Canada