

BYLAWS
of the
MARIN DEANERY
EPISCOPAL DIOCESE OF CALIFORNIA

Based on the
Diocesan Model Deanery Bylaws, 2010
prepared by the Deaneries Task Force

2017 Restatement (with Youth Presence Amendment)

EPISCOPAL DIOCESE OF CALIFORNIA
MARIN DEANERY
DEANERY BYLAWS

ARTICLE I
CONFORMITY TO THE CANONS OF THE EPISCOPAL
CHURCH AND THE DIOCESE OF CALIFORNIA

This Deanery accedes to the Constitution and Canons of The Episcopal Church and the Constitution and Canons of the Diocese of California (“diocesan canons”). It acknowledges the authority of the General Convention of The Episcopal Church and of the general and special conventions (“Convention”) of the Diocese of California. The following bylaws shall conform to the Constitution and Canons of The Episcopal Church and of the Diocese of California, and in the event of any conflict between these bylaws and any of said Constitutions and Canons, the latter shall prevail.

Model Bylaws’ Drafter’s comments: this “accession clause” expressly binds the Deanery to the principle that, as a part of a hierarchical church, it is subject to the Constitution and Canons of TEC and the diocese. (*Cf.* TEC Canons Art. I.7 §§ 3-4; Dio. Cal. Const. Art. II, § 2.1)

ARTICLE II
NAME AND AREA

The name of this Deanery is The Marin Deanery of the Diocese of California (“the Deanery”). The geographical boundaries of the Deanery shall be as established in the diocesan canons. (Canons, Art. IX, § 9.01)

Model Bylaws’ Drafter’s comments: The Deaneries Task Force Task Force recommended no changes to either the geographical basis or the specific geographic boundaries of the deaneries existing in 2010. It urged, however, that the Committee on Governance or other appropriate body continue to review deanery structure on an ongoing basis to ensure that the needs of the diocese and local congregations continued to be well served.

ARTICLE III
PURPOSES

The principal objectives of the Deanery are to develop and implement the policies and plans of the Diocesan Convention and of the Executive Council; to provide education for and participation in the governance of the Diocese; to provide leadership training and development; to aid communication between the Diocese and the congregations and institutions located in the Deanery; and to support ministries located in the Deanery.

Model Bylaws’ Drafter’s comments: The language of the paragraph is drawn from Canon 9.04, as revised at the 2010 Convention. Although the Canon establishes the required “principal

objectives” of the Deanery, the Deanery may have many additional objectives as well and these should be detailed in the bylaws. For example, prior to the 2010 Convention, the bylaws of the Peninsula Deanery detailed its purposes as follows:

- a. to develop and implement the policies, programs, and plans of Convention and of Executive Council, and to propose and develop plans and policies for recommendation to Convention.
- b. to provide an effective means of communication between congregations of this Deanery and between this Deanery and Executive Council, the various Departments and Commissions of the Diocese, and the Convention.
- c. To develop and implement appropriate programs for the Deanery.
- d. To assist parishes, missions and other Episcopal congregations within the Deanery, when appropriate, in carrying out their individual programs.
- e. To do such other things as may be necessary or desirable and consistent with diocesan canons.

To the extent that a deanery wishes to indicate purposes beyond those established by Canon (as did these prior Peninsula bylaws), the additional purposes should be added to this Article III.

2. The Deanery may solicit dues and contributions from member parishes missions and other Episcopal congregations, but shall not have the power of assessment except with respect to parishes, missions, and other congregations which have consented in writing to be assessed. Where consent has been so given, the terms of the writing shall control the nature and form of the assessment. The funds from any assessment or solicitation shall be used for administrative expenses, for outreach, and for other work of the Deanery. No part of such funds shall belong or inure to the benefit of any of its members nor be used for pecuniary gain to any of its members or any other individual, provided that nothing shall prevent the Deanery from employing persons and compensating them for services rendered.

Model Bylaws’ Drafter’s comments: This rather legalistic language indicates that no person has a property right in the funds of the Deanery. Deanery funds may be used for any bona fide Deanery function, including the payment of expenses of Deanery officers and personnel at Diocesan retreats and conferences.

ARTICLE IV MEMBERSHIP AND VOTE

All Clerics serving congregations and institutions or who have been assigned by the Bishop to duties within the Deanery, and all Delegates and alternates representing congregations within the Deanery, shall be entitled to a vote. All other Clerics canonically resident in the

Diocese and residing in the Deanery, all communicants in good standing¹ of The Episcopal Church registered in a congregation in the Deanery shall have seat and voice, but not vote.

Model Bylaws' Drafter's comments: the language of this bylaw repeats the language of Canon 9.02, as adopted at the 2010 Convention. (Canons, Art. IX, § 9.02). Using less canonically technical terms, the picture is this: Each congregation is entitled to elect a certain number of lay Delegates and alternates to the annual Diocesan Convention. All of these lay Delegates and alternates can both speak and vote at Deanery Convocations. All registered members² of each congregation in the Deanery can also attend any Deanery Convocation and be heard, but are not entitled to a vote. Within the clerical order, those holding congregational or institutional positions (e.g., rectors, vicars, chaplains), or assigned by the Bishop to a function located in the Deanery, are entitled to voice and vote. Clerics residing in the Deanery are entitled to voice but not vote.

ARTICLE V OFFICERS

1. The officers of the Deanery shall be a president, a vice president, a secretary and a treasurer. If, in the view of the Cabinet, the needs of the Deanery require it, the Cabinet may also appoint as officers a second vice president, an assistant treasurer, and an assistant secretary. The appointment of a second vice president shall be subject to ratification by a vote of the Deanery at the Convocation immediately following the appointment. The term of any appointed second vice president shall be contiguous with that of the vice president. The duties of appointed assistant officers shall be of the same general nature as their counterparts, and the particulars of the

¹ The phrase "communicants in good standing" is not defined in the diocesan canons, and we have not attempted to further define it here. In TEC's canons, it is defined as follows: "All communicants of this Church who for the previous year have been faithful in corporate worship, unless for good cause prevented, and have been faithful in working, praying, and giving for the spread of the Kingdom of God, are to be considered communicants in good standing." (TEC Canon I.17.3 (2009). *See also id.* Canon I.17.2(a) ("All members of this Church who have received Holy Communion in this Church at least three times during the preceding year are to be considered communicants of this Church.")) Some parish bylaws add additional explanatory language covering the "giving" and "working" elements of "communicant in good standing." As a practical matter, we would suggest that all persons on a congregational Parish register or equivalent document, though technically only "members," *see n. 2, infra*, should be regarded as "communicants in good standing" unless there is strong evidence to the contrary.

² The relevant TEC canon defines "member" as follows: "All persons who have received the Sacrament of Holy Baptism with water in the Name of the Father, and of the Son, and of the Holy Spirit, whether in this Church or in another Christian Church, and whose Baptisms have been duly recorded in this Church, are members thereof." (TEC Canon I.17.1(a)). The names of "members" are recorded in the Parish register or equivalent document. (*Cf.* TEC Canon I.17.1(a), 4.)

positions shall be as determined by the Cabinet.

2. The president and vice president shall be elected from any clerical or lay members of a congregation of the Deanery at the first regular Convocation of the Deanery following the annual Diocesan Convention, which shall be designated as the Annual Convocation, by a majority vote of all members present at the Convocation having the right to seat and vote. The treasurer and secretary shall be appointed by the cabinet.

3. The term of office of all elected officers (including second vice presidents) shall be for two years or until a successor is elected. They may not be reelected for another term to that office until a period of one year has passed since they last held the position. The term of office of treasurers and secretaries shall be two years, and they may be reappointed. The term of office of any assistant treasurer or assistant secretary shall expire at the same time as that of the treasurer and secretary, respectively, unless such term shall have been previously terminated by the cabinet.

4. A vacancy that occurs in any elective office other than Deanery Representative shall be filled by the Cabinet.

5. The responsibilities and duties of the president shall be:

- a. To preside at all Convocations of the Deanery;
- b. To preside at all meetings of the Cabinet;
- c. To make an annual report to the Convocation and such others reports as may be required; and
- d. To fulfill such other responsibilities and duties as shall be prescribed for a Deanery president by diocesan canons or these bylaws.
- e. To participate in the Deanery Coordinating Committee.

6. The responsibilities and duties of the vice president shall be:

- a. To assume any responsibilities and duties delegated to him or her by the president; and
- b. To preside at Convocations and meetings of the Cabinet in the absence of the president, and to perform the other duties of the president specified in these bylaws in the absence of the president.

c. To participate in the Deanery Coordinating Committee.

7. The responsibilities and duties of the secretary shall be:

a. To record and make proper distribution of the minutes of all Convocations and of all meetings of the Cabinet; and

b. To handle correspondence and perform other secretarial duties as needed.

8. The responsibilities and duties of the treasurer shall be:

a. To act as the Deanery's chief financial officer and to handle all its financial matters;

b. To set up proper procedures for the safekeeping and accounting of the funds of the Deanery, and to maintain proper records and books of account; and

c. To report regularly to the Convocation and the Cabinet on the conditions and disposition of the funds of the Deanery.

9. Notwithstanding Section 2 of this Article V, The Vice President shall be of a different order than the President.

Model Bylaws' Drafter's comments: The diocesan canon adopted at the 2010 Convention provided limited guidance on deanery officers, since the intent was to leave the details of the officers' responsibilities to the deaneries. It simply stated, "The bylaws shall provide for a president, a treasurer, a secretary, and other officers, and prescribe their duties." (Canons, Art IX, § 9.05).

Some deaneries rotate the presidency and vice presidency between the clergy and the laity; the bylaws require them to be of different orders, and by tradition, the vice president is elected to the presidency after his or her first term. These deaneries should add the following section 9 to this Article V: "9. Notwithstanding Section 2 of this Article V, The Vice President shall be of a different order than the President."

While the President and Vice President are invariably chosen by election under current bylaws, some deaneries have the cabinet appoint treasurers and/or secretaries. Given that both cabinet accountability and continuity are valuable with respect to the treasurer and secretary positions, these model bylaws make the latter positions appointive, while the president and vice presidents are elected. The individual Deanery should modify this bylaw should it wish to adopt a different scheme. Sample language is set forth in the note.³

³ "2. The president, vice president, treasurer and secretary shall be elected from any clerical or lay members of a congregations of the Deanery at the first regular Convocation of the Deanery following the annual Diocesan Convention, which shall be designated as the Annual

Marin Deanery Note: The Marin Deanery followed its past tradition of having the President and the Vice President come from different orders. Thus, it adopted the optional section 9 noted in the Drafter's Comments above. On the other hand, following the Deaneries Task Force recommendation, and in a deviation from past practice, it opted to appoint, rather than elect, the Secretary and Treasurer.

ARTICLE VI DEANERY REPRESENTATIVES

1. Deanery Representatives to Executive Council shall be elected at the Annual Convocation, which shall be held between November 1 and December 31 of each year. Such representatives shall be Clerics canonically resident in the Diocese and residing in the Deanery, or communicants in good standing of The Episcopal Church registered in a congregation in the Deanery, and qualified members of the Deanery as defined in Article IV of these bylaws. Approximately one-half of the Deanery Representatives to Executive Council shall be elected at each Annual Convocation for a three-year term. No elected representative who has served all or more than half of his or her term shall be eligible for re-election for a period of one year after the expiration thereof. At least one of the representatives shall be a lay person.
2. The Deanery Representatives to Executive Council shall attend Executive Council meetings regularly, report the views and positions of Deanery Cabinet and Convocations to Executive Council, and provide reports of Council meetings at each meeting of the Deanery Cabinet and Convocation.
3. A vacancy may be declared by the Cabinet if an elected representative is absent without cause from three consecutive regular meetings of Executive Council or from one-half of the regular meetings of Executive Council in any six-month period. Vacancies in either clerical or lay representatives to Executive Council shall be filled by election at the next succeeding Convocation.
4. The Cabinet shall appoint representatives from this Deanery to each Diocesan department and to such other Diocesan organizations as may require or provide for representatives from the

Convocation, by a majority vote of all members present at the Convocation having the right to seat and vote.

“3. The term of office of all officers (including second vice presidents) shall be for two years or until a successor is elected. Presidents and vice presidents may not be reelected for another term to that office until a period of one year has passed since they last held the position. Treasurers and secretaries may be re-elected. The term of office of any assistant treasurer or assistant secretary shall expire at the same time as that of the treasurer and secretary, respectively, unless such term shall have been previously terminated by the cabinet.”

Deaneries.⁴ Such appointments shall generally be made at or immediately following the Annual Convocation and shall be for a term of one year. Department representatives may be appointed for successive terms. The Cabinet shall have the power to fill any vacancy at any time occurring. Department representatives shall report regularly to the Cabinet and to Deanery Convocations on all matters of their respective departments, particularly those affecting this Deanery, and shall be responsible for presenting to their respective departments the concerns of this Deanery within the jurisdictions of those departments.

5. Deanery Representatives to Executive Council, to Departments and to any other Diocesan bodies shall also be responsible for working with the delegation chairman for each Parish and Mission to the implementation of Diocesan programs.

6. The Cabinet shall appoint two authorized youth representatives and an alternate to Convention not later than 30 days before the Convention at which they are to serve. Deanery certifications shall be forwarded in writing to the Secretary of Convention at least 20 days prior to the date of Convention. Such appointments shall be made for each Convention, but a youth representative or alternate may succeed him or herself.

Model Bylaws' Drafter's comments: As the term is used in the diocesan canons, "Deanery Representatives" are the members of Executive Council elected by each Deanery. (Canons, Art. VIII, § 8.01(a)(i)(E)). That convention is followed here.

In the vernacular, Delegates and alternates to the diocesan Convention, who are also responsible for representing their congregations and voting at deanery convocations (*see* Art. IV, *supra*), have also been referred to widely as "Deanery reps" or the like. We recommend that to avoid confusion, Delegates and alternates be referred to as "Deanery Delegates" when discussing their deanery responsibilities.

Diocesan canons govern the qualifications of representatives and contain certain limitations on the filling of vacancies. (*See* Canons, Art. VIII, § 8.01 (b), (c).)

Complying with Resolution #1994-D115 of the 1994 TEC General Convention and related resolutions, the 2010 Diocesan Convention adopted Canon 3.06, establishing a Youth Presence at the Annual Convention. It provides in part that ". . . one youth from each Deanery . . . shall have seat and voice in a designated section on the floor of the Convention. Each Deanery shall elect or appoint an authorized youth representative and an alternate. Deanery certifications shall be forwarded in writing to the Secretary of Convention at least 20 days prior to the date of Convention." While "youth" is not a defined term, it includes those aged 16-21. (*Cf.* (RHOD XV.60(b)). TEC Canon I.2.1(a)).

Those deaneries electing youth representatives and alternates should replace the first sentence of

⁴ Currently, the Department of Congregational Development appears to be the sole deanery appointment. (Canons, Art. VIII, § 8.06 (a) (one cleric, one lay person)). In addition, an Executive Council member from each Deanery must staff the Department of Program and Budget, but this is an Executive Council appointment. (Canons, Art. VIII, § 8.05 (a)).

paragraph 6 with this language: “An authorized youth representative and an alternate to Convention shall be elected by the Deanery no later than 30 days before the Convention at which they are to serve.”

Marin Deanery Note: The Marin Deanery decided to make the youth representative and alternate positions appointive rather than elective.

ARTICLE VII NOMINATIONS COMMITTEE REPRESENTATIVES

1. Two representatives to the Committee on Nominations (“Nominations Committee Representatives”) shall be elected for a term of one year at each Annual Convocation in accordance with diocesan canons; *provided, however*, that elections for such representatives may be held at such earlier or later times as may be required to assure that such representatives shall be seated at the first meeting of the Committee on Nominations in the following calendar year. One such representative shall be a Cleric canonically resident in the Diocese and residing in the Deanery, and the other shall be a communicant in good standing of The Episcopal Church registered in a congregation in the Deanery. Both shall be qualified members of the Deanery as defined in Article IV of these bylaws. No member may serve as a Nominations Committee Representative for more than four consecutive years.
2. The Nominations Committee Representatives shall attend Committee on Nominations meetings regularly, report the views and positions of Deanery Cabinet and Convocations to it, and suggest qualified and interested Clerics and lay persons in this Deanery willing to serve in the offices and positions to which the Committee on Nominations may make nominations. It shall provide reports of Committee on Nominations meetings and activities at each Convocation, and, at the Deanery Cabinet’s request, at any meeting of the Deanery Cabinet.
3. A vacancy may be declared by the Cabinet if an elected representative is absent without cause from three consecutive regular meetings of the Committee on Nominations or from one-half of the regular meetings thereof in any six-month period. Vacancies in either clerical or lay representatives to the Committee on Nominations shall be filled by election at the next succeeding Convocation.

Model Bylaws’ Drafter’s comment: Deanery participation in the Committee on Nominations was established by Canon 6.09, as adopted by the 2010 Convention. The duties of the Committee appear in section 6.09(a)

Canon 6.09(b) allows for a vacancy in the position to “be filled by the affected Deanery as prescribed by its bylaws, or by election.” Section VII.3 of this bylaw should be modified by any Deanery that wishes to fill a vacancy by Cabinet appointment rather than election. (*E.g.*, “Vacancies in either clerical or lay representatives to the Committee on Nominations shall be filled by the Deanery Cabinet, and such appointment shall be effective until a new Nominations Committee Representatives is elected to the seat at the next Annual Convocation.”)

Marin Deanery Note: The Marin Deanery decided to fill vacancies on the Nominations Committee by election, rather than appointment, and thus did not adopt the optional language.

ARTICLE VIII CONVOCATIONS

1. There shall be four regular Convocations of the Deanery each year. One of these shall be designated the Annual Convocation. It shall be the first Convocation held after the Annual Diocesan Convention, and shall be held between November 1 and December 31 of each year. Officers of the Deanery, Deanery Representatives to Executive Council, and the Deanery's members on the Committee on Nominations shall be elected at this Convocation.
2. Special Convocations may be called by resolution of the regular Convocation or by majority vote of a quorum of the Cabinet. Notice of such Special Convocations shall be given at least seven days in advance and shall state the specific purpose of the Special Convocation. Notice to congregants in good standing of any Convocation, including a special Convocation, shall be adequate if written notice thereof is posted at the parish or mission at which they are registered at least seven days before the Convocation. Notice to others entitled to seat or vote shall be adequate if given personally or by telephone, or transmitted by first class mail or email to their last known address or email address, at least seven days in advance of the Convocation.
3. At any convocation, the Cleric in charge of the congregation concerned shall have authority to fill vacancies in the delegation of any congregation from among those not elected Delegates or alternates, but present from such congregation. The designation of the substitute Delegate or alternates shall be effective only for the convocation at or for which the designation is made, and may be made from the floor, if said Cleric is present, or in a writing delivered to the presiding officer at or prior to the convocation. "Writing" includes electronic communications by email, SMS, facsimile, or other generally accepted forms of electronic communication capable of providing a permanent record.
4. Representation by a majority of parishes and missions in the Deanery constitutes a quorum.
5. The Convocation shall be the representative body of the Deanery and shall have the following functions:
 - a. To serve the legislative and policy forming body on behalf of the Deanery.
 - b. To take action on an ongoing basis to implement the purposes enumerated in Article III of these bylaws.
 - c. To implement Diocesan programs and programs adopted by the Convocation.

- d. To develop and formulate Deanery programs to be implemented under the direction and supervision of the Cabinet.
- e. To elect Deanery officers and representatives to Executive Council.
- f. To inform Executive Council of the reaction to Diocesan program, budget and resolutions, and to inform all persons in the Deanery concerning the same.
- g. To submit to Diocesan Convention such proposals and recommendations as to the Convocation may seem appropriate and proper.

Model Bylaws' Drafter's Note: The 2010 Canons require a minimum of four Convocations a year. (Canons, Art. IX, § 9.02) However, the Deaneries Task Force recommends six regular annual Convocations of the Deanery in light of its increased activities. (*See* Model Bylaws, Art. III; *id.* Art. VII, § 5).

Section 3 provides that the "presiding officer" of the Convocation may fill congregational vacancies during convocations, which is allowable under the 2010 version of Canon 9.03. The prior canon left this to the "Cleric in charge of the congregation." ("At any convocation, the Cleric in charge of the congregation concerned shall have authority to fill vacancies in the delegation of any congregation from among those not elected Delegates or alternates, but present from such congregation.") The Deaneries Task Force was split over which was preferable. Deaneries are free to adopt either version, or any other variation not in conflict with diocesan canons.

Marin Deanery Note: The Marin Deanery decided to leave the power of substitution in the hands of the Cleric in charge, but modified the optional language suggested in the Model Bylaws Drafter's Note so as to make it clear that the designation of any substitutes may take place through a writing (including a complying electronic communication) delivered to the presiding officer, as well as in person.

ARTICLE IX CABINET

1. The Cabinet shall consist of the officers of the Deanery and the Deanery Representatives to Executive Council. At its discretion, the Cabinet may also ask any of its delegates to the Committee on Nominations, and any delegates to Executive Council elected by Convention but resident in Marin to attend some or all of its proceedings. Such delegates shall have voice but not vote.
2. Unless it shall adopt another time, date or place, the Cabinet shall hold at least four Regular Meetings a year, at 5:00 PM on the Wednesday preceding any upcoming convocation, at the same location as the previous meeting. The Cabinet shall hold such additional Special Meetings as it shall establish during a prior Cabinet meeting, or at the call of the president, or at the written

request to the president by two of the Cabinet's officers;. The Cabinet shall have the power:

- a. To exercise general supervision of the affairs of the Deanery between Convocations, subject to the limitations and restrictions provided by these bylaws, the Deanery Convocation and diocesan canons. The Cabinet shall be subject to the orders of the Convocation, and none of its acts shall conflict with action taken by the Convocation.

- b. To recommend financial budgets to the Convocation and to supervise receipts and expenditures of the Deanery, the Cabinet in an emergency may authorize expenditures up to \$500 between Convocations but must report such action to the next scheduled Convocation.

- c. To develop and recommend proposed Deanery programs to an appropriate Deanery Convocation.

- d. To fix the time and place of Deanery Convocations and meetings of the Cabinet.

- e. To appoint representatives from the Deanery to Diocesan Departments, Divisions, Commissions and other such functional groups.

- f. Except as otherwise provided in these bylaws, to appoint persons to fill vacancies in elective offices for the remainder of the unexpired term.

- g. In its discretion, to create and appoint the members of a Nominating Committee. The Nominating Committee will present nominations for all elective offices in the Deanery. It shall also identify qualified and interested Clerics and laity throughout the Deanery willing to serve in such offices and positions.

- h. To perform such other duties as are specified in these bylaws or may be requested of it by resolution of the Deanery Convocation.

3. When the date and time of a Special Meeting is not adopted during a prior Cabinet meeting, at least twenty four (24) hours' notice of a meeting of the Cabinet shall be given to Cabinet members. Such notice may be personal, by telephone or fax, by overnight mail or by email to the

last known telephone or fax number, or address or email address, respectively. Service is effective at the time of transmittal. (Amended December 6, 2014)

Marin Deanery Note: The 2014 amendment decreased the minimum number of cabinet meetings from eight to four and established procedures for calling such meetings.

ARTICLE X COMMITTEES

Standing and special committees except the Nominating Committee shall be appointed by the Cabinet as deemed necessary to carry on the work of the Deanery. The President shall be an *ex officio* member of all committees except the Nominating Committee.

ARTICLE XI PARLIAMENTARY AUTHORITY

The rules contained in the latest edition of Roberts' Rules of Order Newly Revised shall govern the Deanery in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Deanery may adopt.

ARTICLE XII AMENDMENTS

These bylaws may be amended by a majority vote of those present and entitled to vote at any Convocation.

CERTIFICATE OF SECRETARY

I, the undersigned, certify that I am the presently elected and acting Secretary of the Marin Deanery, and that the above bylaws are the bylaws of this corporation as duly amended by a quorum of deanery delegates on December 6, 2014, and are in full force and effect.

Dated: _____, 201_.

Secretary