

THE EPISCOPAL COMMUNITY BYLAWS

ARTICLE I NAME

The name of this organization shall be The Episcopal Community, hereinafter also referred to as the Community. It is a vowed, non-monastic community of The Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States of America, hereinafter referred to as the Episcopal Church. This includes those dioceses and congregations that are a part of the Episcopal Church but are not within the borders of the United States.

ARTICLE II PURPOSE

II.1 The purpose of the Community is to be an authentic Christian community of Episcopal women who share their spiritual journeys and are mutually encouraged by each other's faith and support. Members take lifetime vows as a response to God's call to live into the Baptismal Covenant more fully and deeply and to live intentionally, that we may be more effective disciples in our personal lives, our church, and the world.

II.2 The Community, as a body, takes no stand on issues of a political nature in order that meetings may remain neutral space for all members.

ARTICLE III MEMBERS

Section 1 Eligibility

III.1.1 Membership in the Community is limited to women, 18 years or older, who are confirmed members of the Episcopal Church or who have been received by a bishop into the Episcopal Church from another denomination.

III.1.2 Every woman who becomes a member of the Community shall take a vow to observe the Rule of the Community.

III.1.3 A member is considered to be in good standing as long she has made her vows, has paid the current year's dues, is keeping her vows, and continues as a member of a congregation of the Episcopal Church.

Section 2 Admission

III.2.1 The Community operates only in those dioceses where the bishop has given permission. The bishop is asked to serve as, or designate a member of the ordained clergy in that diocese to act as chaplain, to receive the applicants' vows and to certify that the applicant is a member in good standing of an Episcopal congregation in that diocese.

III.2.2 Women may join as individuals and form congregational or diocesan chapters as enough members become available to do so. Women not in congregational chapters shall be responsible to the diocesan chaplain.

III.2.3 All membership is provisional pending the bishop's acceptance of the Community in the diocese.

III.2.4 All prospective members of the Community shall undergo a period of preparation and discernment during which they will participate in a study led by an approved mentor who is already a member of the Community or ordained clergy of the Episcopal Church and using a procedure developed by the Circle of Leadership. This training may be offered by electronic means. The prospective member shall make her vows before her congregation or wherever designated as appropriate by the Circle of Leadership.

Section 3 Dues and Fees

Registration fees and annual dues for the national organization will initially be determined by the founding Circle of Leadership and may be modified by the membership by a majority vote at any time.

Section 4 Privileges

III.4.1 Symbol of Membership. Members shall habitually wear the emblem adopted by the Community.

III.4.2 Access to Resources. Resources of the Community, including study materials and historical documents, are available to any member.

III.4.3 Access to Membership Information. Access to membership lists is available to any member of the Community for responsible use as part of the work of the Community and not for any commercial or political use. Personal use is limited to basic contact information only. Any member may request that her information not be distributed.

III.4.4 Access to Prayer List. Members may participate in the prayer life of the Community and offer requests and thanksgivings as needed. Requests may be edited to protect identity and to prevent the inappropriate sharing of political or other concerns outside the purposes of the Community.

III.4.5 Full Participation. Every member of the Community in good standing has voice and vote on all matters put to the general membership. The basic principle is one member/one vote. Voting rights attach to the individual member and are not impaired by movement from one locale to another. Any member may attend and observe leadership meetings of any governing body that oversees her membership.

Section 5 Responsibilities

III.5.1 Vows. Each member takes a lifetime vow to uphold the Rule of the Community.

III.5.2 Financial Responsibility. It is the responsibility of each member of the Community to strive to be a good steward of the resources she has, to pay her dues and fees in a timely manner, and to notify her sisters if there is a need for assistance.

III.5.3 Resignation. A member wishing to be released from her vows shall consult with her clergy or the diocesan chaplain and then notify the Community at the local and national levels in writing of her intent. There is no refund of annual dues.

III.5.4 Death. Members are expected to alert family and friends to notify the Community as soon as possible so as to facilitate prayer for the deceased, support for the family, and grieving for the loss. The member's emblem may be buried with her, affixed to her marker, or returned to the national office.

ARTICLE IV CHAPTERS

Each chapter shall be responsible to its chaplain. Chapters may choose to refer to themselves as circles.

IV.1 Congregational Chapters. Congregational chapters may be formed with a minimum of three members and with the consent of the presiding clergy of the congregation.

IV.2 Diocesan Chapters. A diocesan chapter may be formed with a minimum of three members within a diocese and with the consent of the diocesan bishop.

IV.3 Institutional Chapters. Chapters may be formed in any institution, (such as a school, hospital, or residential facility) with a minimum of three members, the consent and guidance of the institutional leadership, and an Episcopal chaplain for the group.

ARTICLE V DIOCESAN GATHERINGS

When three chapters are established within a diocese, a diocesan gathering shall be constituted. They may elect officers and are expected to hold a general membership meeting at least annually. More gatherings may be scheduled at the will of the membership.

ARTICLE VI PROVINCIAL SYNODS

When three diocesan gatherings are established within a province, a provincial synod shall be constituted. They may elect officers and are expected to hold a general membership meeting at least twice during the three-year period between general conventions. More gatherings may be scheduled at the will of the membership.

ARTICLE VII NATIONAL CONVENTION

A national convention shall be held triennially in the vicinity of and at a time approximate to the General Convention of the Episcopal Church. It shall be for the purpose of gathering the Community, conducting such business as needed, sharing vision, ideas, fellowship and nurture, laying a prayerful foundation for the General Convention, and installing newly elected national leadership. Other meetings may be held, if called for by two thirds (2/3) of the members of the Circle of Leadership or by ten (10) percent of the membership.

ARTICLE VIII CIRCLE OF LEADERSHIP

VIII.1 The initial Circle of Leadership shall be selected by the founding incorporators and serve from the time the application for incorporation is signed until the close of business at the 2012 triennial convention or until the next Circle is installed. The initial Circle of Leadership shall have authority to amend the bylaws during the same period.

VIII.2 Members of the Community shall elect a Circle of Leadership of fifteen (15) members in good standing to carry out the work of the Community in the intervals between business meetings. Such election shall take place at the triennial national convention.

VIII.3 Nomination. The convener(s) shall appoint a nominations committee of three to five members, to be ratified by vote of the Circle of Leadership. The names of the committee members shall be announced to the general membership by September 30 of the year preceding the national convention. The duties of this committee are to collect nominations made as stated below, to verify the eligibility of such nominees, to complete the slate if there are insufficient nominees, and to report to the membership by January 15 of the year in which the convention falls a slate of nominees for the Circle of Leadership in the next triennium. Any member in good standing may nominate no more than one member in good standing, including herself. Nominees must consent in writing to serve and will prepare a brief biographical information sheet.

VIII.4 Term of Service. The term of service shall commence at the close of the business meeting at the triennial convention and continue until the close of the business meeting at the next triennial convention or until a replacement Circle is elected. A person may serve no more than three consecutive full terms (approximately nine years). Service of less than eighteen (18) months in fulfilling an unexpired term shall not be considered a full term.

VIII.5 Duties and Meetings. The Circle of Leadership shall meet as needed but no less than once annually in person. Additional meetings using electronic means are permitted. All members of the Circle of Leadership are considered to be officers of the organization and shall have equal responsibility in the overall conduct of business. This means that the Executive Board makes reports to the entire Circle of Leadership as the Circle of Leadership makes reports to the entire membership.

VIII.5.1 The responsibilities of the circle include but are not limited to:

- Establishing standing rules for its meetings
- Conducting all meetings of the Community according to Robert's Rules of Order
- Carrying out the business of the Community
- Collecting monies due to and disbursing monies owed by the Community
- Managing all assets, risks, and liabilities

- Hiring and supervising such employees or contractors as are necessary for the work of the Community
- Keeping accurate membership records
- Communicating with the membership regularly and as needed
- Consulting the membership on special matters between business meetings and carrying out interim voting procedures as necessary
- Executing the decisions taken by the Community in its business meetings
- Keeping a record of their decisions and reporting them to the membership at least quarterly
- Overseeing the preparations for triennial conventions, managing the conventions, and reporting to the membership all decisions made at the conventions
- Approving and communicating all policies
- Approving all handbooks and procedure manuals
- Approving the membership training materials
- Approving all final committee reports
- Appointing persons to fill any unexpired terms of office if a member resigns or is unable to fill her duties
- Consulting with the Presiding Bishop on the appointment of a national chaplain.

VIII.5.2 The Circle of Leadership may appoint other members of the Community to assist them as needed. Advisors, committee chairs, and committee members thus appointed are not officers of the organization. They are responsible to the Circle of Leadership and report to it, whose duty it is to report to the membership. Their appointment is automatically terminated at the end of the term of the Circle of Leadership that appointed them.

VIII.6 Removal from Office. A Circle member may be removed from office by petition submitted and signed by two-thirds (2/3) of the Circle members or ten percent (10%) of the membership of the Community or as otherwise provided in state law or Robert's Rules of Order.

ARTICLE IX EXECUTIVE BOARD

The Circle of Leadership shall designate from among themselves one person to be Convener, one to be Conservator, and one to be Scribe. These positions correspond to those commonly listed as President, Treasurer, and Secretary of the corporation. They shall constitute the Executive Board and shall be authorized to sign routine contracts as authorized by the Circle, sign routine state and federal documents, handle routine financial transactions, conduct official business on behalf of the Community, and carry out such other duties as required by the Circle of Leadership with the same authority and in the same manner as a President, Treasurer, and Secretary of any non-profit corporation would do. Such responsibilities are as delineated in Robert's Rules of Order and in state law, except as modified by these bylaws.

IX.1 Bonding. The Executive Board shall be bonded and insured during their terms of office. Bonding insurance is the fiscal responsibility of the Community.

IX.2 Accountability. The Executive Board is responsible to the Circle of Leadership for carrying out routine business between Circle meetings or conferences. Decisions outside routine business are to be taken to the entire Circle. Regular and transparent reporting is required.

IX.3 Auditing. The Conservator shall account for all receipts and disbursements, shall maintain any bank or investment records pertaining to funds belonging to the Community, and shall report to the Circle at least quarterly and to the membership at least annually.

The reconciliation of bank accounts will be verified by another Circle member and all financial records shall be subject to an annual audit conducted by a certified and independent auditing firm. This audit is the fiscal responsibility of the Community.

ARTICLE X COMMITTEES

X.1 The Circle of Leadership may create committees to assist in the work of the Community. The membership may also resolve that committees be created.

X.2 Members with gifts, talents, and willingness to serve the Community are eligible to serve.

X.3 Standing Committees shall serve from triennial business meeting through triennial business meeting and may be reaffirmed for continuation by successor Circles of Leadership, but no one shall serve more than three terms on the same Standing Committee.

X.4 Standing Committees include but are not limited to:

- Finance. This committee works with the Conservator to monitor and direct the management of the assets, risks, and liabilities of the Community.
- Handbook. This committee shall keep information needed by members and work with the Circle in publishing such policies and procedures as may be developed from time to time. Their work must be approved by the Circle of Leadership.
- Training. This committee shall develop training materials for those seeking membership.
- Resources. This committee keeps information available for members' growth and nurture.
- Governance, Business and Legal. This committee shall advise the Circle as requested. It shall develop such regulations and procedures as may be necessary to clarify or implement the bylaws.
- Communications. This committee shall oversee all official communications of the Community.
- Membership Relations. This committee shall oversee any issues relating to eligibility, privileges, suspension, or cancellation of membership.
- Triennial Planning. This committee shall oversee the planning of the triennial convention.

X.5 Special Committees. Special committees may be formed from time to time as needed.

ARTICLE XI CHAPLAINS

XI.1 Chaplains. Chaplains provide guidance in spiritual formation and interface between the Episcopal Church and the Community.

XI.1.1 Chaplains shall be appointed for chapters, for the diocese, for provincial synods, and for the Circle of Leadership from the ordained bishops, priests, and deacons in good standing and full participation of the Episcopal Church.

XI.1.2 Appointments of chaplains shall come from the nearest level of church hierarchy to the appropriate level of the Community: congregational clergy in charge to the congregational chapter, bishop or bishop's designee to the diocese and any bishop's or institutional chapters. Provincial and national chaplains shall be appointed by the Presiding Bishop of the Episcopal Church. All such appointments shall be made in consultation with the officers at the appropriate levels; however, the authority to appoint resides in the Church.

XI.1.3 Diocesan chaplains shall oversee members not affiliated with a chapter.

XI.1.4 Chaplains shall have seat and voice but shall not vote.

XI.2 [Deleted 7/19/11]

ARTICLE XII PARLIAMENTARY AUTHORITY

The parliamentary authority for the Community shall be the latest edition of Robert's Rules of Order, except as modified by these bylaws, state or federal law, or canons of the Episcopal Church. Provisions of state law which are permissive rather than mandatory may be adopted as standing or temporary rules without requiring further bylaw amendments. Likewise, provisions of the Model Nonprofit Corporations Act may also be adopted as standing rules without requiring further bylaw amendments so long as they are not in conflict with state law.

XII.1 Voting Between Meetings. Voting may occur between meetings by ballot or electronic means, with appropriate safeguards as prescribed in state law and Robert's Rules of Order.

XII.2 Proxy Voting. Proxy voting is permitted with appropriate safeguards as prescribed under state law and Robert's Rules of Order. Persons holding proxy authority must be in a sufficiently close relationship to the persons giving the proxy authority to be reasonably expected to know of their concerns and views. A general proxy could be given to a chapter representative.

XII.3 Special Matters. Certain matters shall require a two-thirds (2/3) vote of the membership. These include, but are not limited to, bylaw changes, changes in voting rights, changes to the articles of incorporation other than routine notice of changes in officers or routine annual filings, mergers, dissolution of the corporation, addition of affiliates, and sale or disposition of assets other than in the usual course of business activities.

XII.4 Decision Authority. The authority to make decisions resides with the membership. To the extent the membership has addressed an issue, their decision is binding on all officers and committees. The membership has the right to prompt, regular, and informative reports.

XII.5 Decisions of the Circle of Leadership

XII.5.1 Quorum. In order to make valid decisions and transact business for the Community, meetings of the Circle of Leadership must have at least two-thirds (2/3) of its members present or participating.

ARTICLE XIII CHARITABLE CODE COMPLIANCE

The Community pledges to comply with all requirements for recognition by the IRS as a 501-C-3 charitable, tax exempt organization.

ARTICLE XIV CANONS OF THE EPISCOPAL CHURCH

XIV.1 Non-Conflict with Canons. The Community hereby accedes to the Constitution, Canons, Doctrine, Discipline, and Worship of the Episcopal Church. The bylaws of the Community shall not be read so as to create any substantive conflict with the Canons of The Episcopal Church. While the Community has legal ownership and temporal administration of its own possessions, and does not require as elaborate a structure as the Episcopal Church, it, nonetheless, is an integral part of the Church and pledges to abide by all applicable Canons in the life of the congregations and dioceses of which it is a part.

XIV.2 Specific Canons. The inclusion of the following specific canons shall not be deemed to be an exclusive list.

XIV.2.1 Non Discrimination. Canon 1.17.5 as adapted: No one shall be denied rights, status or access to an equal place in the life, worship, and governance of the Community because of race, color, ethnic origin, national origin, marital status, gender, sexual orientation, disabilities or age, except as otherwise specified in the Canons of the Episcopal Church or these bylaws.

XIV.2.2 Property. Canon III.14.2 (f) provides that the property of organizations such as the Community shall, upon dissolution or ceasing to exist, be disposed of according to state law. The Community hereby predetermines that in such an event its assets shall be distributed to the Episcopal Church for the purposes of charitable relief.

XIV.2.3 Discipline. Title IV, Ecclesiastical Discipline, provides for the discipline of bishops, priests and deacons of the Episcopal Church. Any person under such discipline shall likewise be prevented from serving as chaplain to any level of the Community.

XIV.2.3(a) Any person, bishop, priest, or deacon who shall remove him/herself, distance him/herself, declare impaired communion, seek outside oversight or organizational alignment, or otherwise refuse to participate fully in the life of the Episcopal Church shall be deemed to have likewise abandoned the Community.

XIV.2.3(b) Any congregation or diocese which shall remove itself, distance itself, declare impaired communion, seek outside oversight or organizational alignment, or otherwise refuse to participate fully in the life of the Episcopal Church shall be deemed to have likewise abandoned the Community.

XIV.2.3(c) Persons who are under discipline or who are deemed to have abandoned the Community shall not have seat, voice, vote, or hold office. Membership may be suspended or cancelled. Reconciliation is encouraged along the same lines as may be from time to time adopted by The Episcopal Church.

XIV.2.4 Holy Communion. Canon 17.1 (a) recognizes as valid the baptisms of “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....” Canon 17.7 allows all baptized Christians to receive Holy Communion. The Community celebrates this ability to be one body in Christ by transcending the details of theological or organizational differences through our common worship. Those present at a worship service of the Community who define themselves as unable or unwilling to share Holy Communion in an inclusive manner may request and be given a blessing instead.

ARTICLE XV INTER-ORGANIZATIONAL RELATIONSHIPS

Section 1 Relationship to the Episcopal Church

The Community is a separately incorporated spiritual community of the Episcopal Church. It has legal ownership and temporal administration of its own assets, and neither the Community nor the Church is responsible for the actions, contracts, debts, or obligations of the other. The Community elects its own leadership and passes its own bylaws, resolutions, and rules. However, the Community is an integral part of the Episcopal Church, and the Community and the Church serve each other with great mutual love and respect. The relationship is mutually beneficial, and neither would be the same without the other. The Church provides chaplains, houses, guides, and spiritually nourishes the Community while the Community carries out its Rule in the context of the Episcopal Church. Nurturing this relationship is a core value of the Community.

Section 2 Relationship to the Worldwide Anglican Communion

The Community relates to the worldwide Anglican Communion through the Episcopal Church, not independently. See also Sections 5 and 6 of this Article on Joint Activities and Affiliates.

Section 3 Relationship to Other Denominations

XV.3.1 Churches in Full Communion with the Episcopal Church. Churches in full communion with the Episcopal Church are welcome to form parallel communities. The relationship shall follow the guidelines in the contract between that denomination and the Episcopal Church. Joint activities are encouraged. Affiliate status is available. See Sections 5 and 6.

XV.3.2 Other Churches, Ecumenical Organizations, and Inter-Faith Relations. The Community recognizes we can learn much and grow spiritually in interaction with other religious groups. Joint activities are permissible. Affiliate status is not available. See Sections 5 and 6.

Section 4 Relationship to the Order of the Daughters of the King, Inc.

No Legal Responsibility. The Community is a completely new and separate corporation. It has no legal responsibility for the New York corporation, Daughters of the King, Inc., or its successor Georgia corporation the Order of the Daughters of the King, Inc. No legal responsibility includes but is not limited to actions, policies, debts, obligations, contracts, promises of any kind whether oral or written, or any business relationship. To avoid any conflict of interest, it shall be considered a prohibited conflict of interest for any person to simultaneously hold an appointed or elected national, provincial, diocesan, or chapter office in the Community and the Order of the Daughters of the King, Inc. Because of its nonspecific definition of "member," the Order of the Daughters of the King, Inc. shall be treated as an ecumenical organization for purposes of these bylaws.

Section 5 Joint Activities

XV.5.1 Joint activities between the Community and other organizations, including members of the worldwide Anglican communion, churches in full communion with the Episcopal Church, parallel organizations in churches in full communion, other churches, ecumenical organizations and inter-faith groups are seen as mutually beneficial opportunities for growth and are encouraged. These activities shall be consistent with the purposes of the Community and shall be under the guidance of the Community's chaplain or the bishop of the Episcopal diocese involved. Approval of the relevant ecclesiastical authority of the other organization shall also be necessary. International joint events shall be with the permission of the bishop(s) of the Episcopal Church with authority over the Community members involved or the Presiding Bishop of the Episcopal Church. Approval of the international bishop with authority over the diocese in which the event takes place is required as the Community respects the jurisdictions of all involved.

XV.5.2 Service and learning events with other non-profits, civic, or charitable organizations shall be with the guidance of the chaplains of members so involved.

XV.5.3 Joint events do not imply or confer membership status. Joint events do not include involvement of any kind with the business affairs of the Community. Joint events do not give rise to eligibility for affiliate status.

Section 6 Affiliates

XV.6.1 Affiliate status is available to parallel organizations in churches in full communion with the Episcopal Church and to parallel organizations in churches that are part of the worldwide Anglican Communion and that have a supportive and collegial relationship with the Episcopal Church.

XV.6.2 A parallel organization shall be composed of baptized women communicants of the designated church. They shall have a closely similar purpose to that of the Community.

XV.6.3 Approval of the Circle of Leadership shall be required to explore affiliate organization and to initiate the approval process. The approval process shall include the permission of bishops or other ecclesiastical authority of the affiliate and the Presiding Bishop of the Episcopal Church. The membership of the Community shall have final approval by a two-thirds (2/3) vote.

XV.6.4 Once affiliate status has been approved, it shall be understood that joint activities are also approved.

XV.6.5 Affiliates may, if they wish, receive a license to use or adapt various hallmarks of the Community, such as the emblem. They may have access to the study and spiritual growth resources of the Community. They may participate in the prayer web. They may share their similar resources with the Community. They may receive and be included in such news media as the Community may from time to time adopt. The level of participation may be tailored to the needs of each affiliate relationship with mutual respect for the authority and culture of each

affiliate and the Community. These suggested ways of relating do not exclude other possibilities.

XV.6.6 The Circle of Leadership may establish a fee for affiliates suitable to cover the cost of services rendered.

XV.6.7 Affiliates shall have their own organizational structure, bylaws, officers, and system of governance suited to the needs of their own church and culture.

XV.6.8 Affiliate status does not imply or confer membership rights in the Community. Neither the Community nor the affiliate shall participate in the business affairs of the other, nor shall either have any legal responsibility for the actions, debts, obligations, contracts, policies, or promises, whether oral or written, of the other organization. Each organization shall supply its own insurance when needed for joint events, retreats, or conventions.

ARTICLE XVI SEPARATION OF CLAUSES

Should any portion of these bylaws be declared contrary to state or federal law, only that portion shall be deemed null and void. The remaining bylaws shall stand.

ARTICLE XVII HIGHEST AUTHORITY

These bylaws, imperfect though they may be, are intended to facilitate the life of the Community as a conduit of God's unconditional love for the world. They shall be read and interpreted together with the scriptural mandate to do justice, to love kindness, and to walk humbly with our God. The Community seeks in all things to love the Lord our God with all our hearts, and with all our souls, and with all our minds and to love our neighbors as ourselves.

Adopted by the Circle of Leadership of The Episcopal Community

7/19/2011