



Guidance on Holding Vestry Meetings During the Pandemic The Anglican Diocese of Niagara

On March 17, 2020, the Government of Ontario declared a provincial state of emergency as a result of the COVID-19 global pandemic. This immediately resulted in restrictions on public gatherings. In the Diocese of Niagara, Sunday services have been suspended since March 13 and public gatherings will likely continue to be restricted for the foreseeable future. As a result, in-person vestry and special vestry meetings remain prohibited at this time.

In recent months, many of us have participated in virtual meetings and online worship services. The diocesan synod council has even been holding virtual meetings since April. The Ontario Government's recently enacted *COVID-19 Response and Reforms to Modernize Ontario Act, 2020* contains provisions that permit members' and directors' meetings to be held virtually during the period that emergency measures remain in place. For parishes, this means that annual vestry meetings and special vestry meetings can take place virtually, until such time when restrictions on public gatherings are lifted.

This document is intended to provide guidance to those parishes who have not yet held their 2020 annual vestry meetings, and to those parishes which may require a special vestry meeting while pandemic-related restrictions on public gatherings remain in place.

Annual Vestry Meetings

Under Canon 4.1, section 4, parishes are required to hold an annual vestry meeting no later than March 1 each year, or on such day as may be fixed by the synod. This rule is to be read in tandem with the provisions of the *Ontario Corporations Act* that require corporations to hold their annual general meeting within 15 months of their last general meeting, and within 6 months of their last financial year end.

On May 12, 2020, the provincial government passed new legislation (the *COVID-19 Response and Reforms to Modernize Ontario Act, 2020*) which suspends the relevant provisions of the *Ontario Corporations Act* and extends the deadline for annual general meetings. Therefore, any parish whose 2020 annual vestry meeting was otherwise required to be held during the period of the declared emergency will have 90 days after the termination of the provincial declaration of emergency to hold their annual vestry meeting, subject to any timelines established by synod council.

Special Vestry Meetings

Canon 4.1 also allows the cleric-in-charge to call a special vestry meeting "whenever it is proper to do so". Special vestry meetings are required to be held to deal with significant parish or property matters, or for the election of churchwardens or lay delegates to synod.

On May 19, 2020, synod council authorized the Bishop to waive the requirement for vestry consideration, as set forth in the Canon 4.6 regulations, for all regulated building projects that are deemed necessary to proceed during the current pandemic while restrictions on in-person gatherings remain in place.

A special vestry meeting need not be called solely for the purpose of appointing a rector's warden. The cleric-in-charge may instead nominate and appoint another churchwarden, provided that the appointment is made within one month of the office being vacated from any of the causes listed in Canon 4.1(9), and provided that notice is communicated to the parish by any reasonable means available.

Procedures for Conducting Virtual Vestry Meetings

The following guidance is offered to parishes who wish to hold a virtual annual or special vestry meeting while pandemic-related restrictions on public gatherings remain in place:

1. Consult the secretary of synod, Archdeacon Bill Mous, about the need to hold a virtual vestry meeting before setting a date for such a meeting.
2. Choose the virtual meeting platform that is most appropriate for your parish and for the purpose of the meeting. Virtual meetings may be held by teleconference or videoconference. Some video conferencing platforms (eg. Zoom, GoToMeeting) also permit participation by audio alone, if the person does not wish, or have the means, to participate by video. Parishes are responsible for any costs associated with the use of such platforms.
3. Notice of the annual vestry meeting or special vestry meeting must be given to all members of vestry at least twice within the two weeks immediately preceding the date on which the meeting is to be held. For special vestry meetings, the notice must also specify the business for which the meeting is being called. Notice may be communicated by any reasonable means available, including a verbal announcement during virtual worship services, parish-wide email or mailing, individual phone calls and/or posting on the parish website. The cleric-in-charge and churchwardens are responsible for taking all reasonable steps to reach every household on the parish vestry list and must keep a written record of the steps taken to provide notice of the meeting to the members of vestry.
4. The vestry list must be made available for inspection, upon request, at least two weeks prior to the date of the scheduled meeting. For privacy reasons, the vestry list must not be posted on the parish website unless it can be posted in a section that is accessible only to members of vestry.
5. Prior to the actual meeting, it is strongly recommended that the parish leadership hold a practice meeting using the technology chosen to conduct the meeting.
6. The method of voting is at the discretion of the vestry chairperson and may include visual cues, an audio roll call or votes taken in the negative. Confidential voting is not permitted.
7. As usual, a record of the meeting (minutes) must be kept, including a list of those present for the meeting. A member of vestry will be considered to be present at a meeting if the member establishes a communication link to, or votes at, the meeting.
8. Inform the secretary of synod, Archdeacon Bill Mous, of any elections made during the course of a virtual vestry meeting so that records are updated in the diocesan database.

If you have any questions arising from this guidance or need additional clarification, please contact Archdeacon Bill Mous at bill.mous@niagaraanglican.ca.