

Constitution and Statutes Of
Christ Church Cathedral of
the Episcopal Church in Connecticut

CONSTITUTION

Article I

The Cathedral

Christ Church Cathedral is established to the glory of God and for the good of all people. This Cathedral is a house of prayer for every person who seeks to worship God and participate in God's mission, and shall be forever free and open. Christ Church, founded in 1762, was designated a cathedral for the Episcopal Church in Connecticut in 1919. Christ Church Cathedral serves as a resource for all parishes and individuals in the Episcopal Church in Connecticut supporting them in their call to be apostles sent in God's mission.

Article II

This Cathedral is the seat of the Bishop Diocesan and Suffragan Bishop(s), if there are any. It serves as a house of worship and a resource for participating in God's mission for the Episcopal Church in Connecticut and has a particular ministry to the City of Hartford. The Cathedral's worshipping community consists of multiple and diverse congregations. Any person who is a member of a parish or Worshipping Community (as such term is defined in the Canons of The Episcopal Diocese of Connecticut) in the Episcopal Church in Connecticut is also, by virtue of that membership, a member of the Cathedral.

Article III

This Cathedral is recognized under the laws of the State of Connecticut as an ecclesiastical society of the Episcopal Diocese of Connecticut and is known as Christ Church Cathedral.

Article IV

The Chapter

The governing body of the Cathedral is to be known as the Cathedral Chapter. The voting members of the Chapter shall consist of the Bishop Diocesan; the Suffragan Bishop(s) (if there be any); the Bishop Coadjutor, if there be one; the Dean; the Chancellor of the Cathedral; the Treasurer of the Cathedral; the Assistant Treasurer of the Cathedral; the Secretary of the Chapter; the Assistant Secretary of the Chapter; nine

clergy and four lay persons to be nominated by the Bishop Diocesan and elected by the Annual Convention of the Episcopal Church in Connecticut; and nine lay persons elected to the Cathedral Congregations Committee by the congregations of the Cathedral at its Annual Meeting. In addition, all Cathedral Staff Canons called by the Dean with the consent of the Bishop Diocesan, Honorary Canons elected in accordance with the Statutes of the Cathedral and any representative of a strategic alliance partner of the Cathedral designated by the Bishop Diocesan and approved by the Chapter shall be members of the Chapter with voice only.

The Chapter shall have oversight of the temporal properties, duties and responsibilities of the Cathedral and the determination of such spiritual matters of administration as may be referred to it by the Bishop Diocesan or by the Dean.

With the exception of the Chairperson and Vice Chairperson of the Cathedral Congregations Committee, any elected member of the Chapter, whether chosen by the Annual Convention or by the Annual Meeting of the Cathedral worshipping community, who has served a full term of three consecutive years on the Chapter shall not be eligible for re-election by either the Annual Convention of the Episcopal Church in Connecticut or the Cathedral worshipping community until at least one full year has elapsed since the completion of the last term. The Chairperson and Vice Chairperson of the Cathedral Congregations Committee may each serve up to three consecutive one year terms plus up to an additional two years preceding election to such offices to the extent such individual was serving on the Cathedral Congregations Committee during such preceding two-year period and shall not be eligible for reelection until at least one full year has elapsed since completion of such term.

Vacancies in the membership of the Chapter elected at the Annual Convention of the Episcopal Church in Connecticut shall remain unfilled unless filled by the vote of a majority of the Mission Council for the Convention until the next annual election governing such vacancy, when such vacancy or vacancies shall be filled by individuals elected as provided in this Article IV. Vacancies in the membership of the Chapter elected by the Cathedral worshipping community shall remain unfilled until the next Annual Meeting of the Cathedral worshipping community unless filled by individuals appointed to the Cathedral Congregations Committee as set forth in Section VII D. of the Statutes of the Cathedral.

Article V

Officers of the Chapter and Their Terms of Office

The Officers of the Chapter shall also be the Officers of the Cathedral; these being the Chancellor, the Treasurer, the Assistant Treasurer, the Secretary, and the Assistant Secretary. Each of these shall be elected by the Chapter at its Annual Meeting, and shall hold office for the term of one year, or until their qualified successors are elected. Any of these Officers may be chosen from any member of the Chapter or from any communicant of the Episcopal Church in Connecticut.

In the case of a vacancy in the office of the Chancellor, Treasurer, or Secretary, the Bishop Diocesan shall have prerogative to fill the vacancy, pro tempore.

Article VI

Meetings

The Annual Meeting of the Chapter shall be held once per calendar year. The Chapter shall also hold three additional regular meetings in each calendar year, at which time reports shall be made by the Bishop Diocesan, the Dean, and the various Committees of the Chapter as warranted, and shall conduct such affairs that may come before it.

Special meetings may be called by the Bishop Diocesan at such time and place as the Bishop Diocesan shall designate, or in the Bishop Diocesan's absence or inability to act, by the Suffragan Bishop(s) (if there be any) or any three members of the Chapter.

There must be at least seven days' written notice given before all Chapter meetings.

Article VII

Episcopal Authority

The Bishop Diocesan shall be the Presiding Officer of the Chapter. In the absence of the Bishop Diocesan, the Bishop Coadjutor (if there be one) or the Bishop Suffragan (if there be one) shall be the Presiding Officer.

The Bishop Diocesan shall determine the ritual of the Cathedral in collaboration with the Dean and no change therein shall be made without the Bishop Diocesan's written consent. In the Bishop Diocesan shall be vested the direction of the work of the Cathedral. The Bishop Diocesan shall delegate to the Dean of the Cathedral the direction of and authority over the work of the Cathedral worshipping community including the programs and liturgy of the congregations comprising the worshipping community.

The Cathedral shall be at the Bishop Diocesan's disposal for special services at any time, whereof due notice shall be given to the Dean in writing or electronically. The Bishop Diocesan shall take such part in the services as the Bishop Diocesan may see fit; and shall have the use of the pulpit at any time. The Cathedral may also be at the disposal of the Bishop Coadjutor (if there be one) and the Suffragan Bishop(s) (if there be any) with the consent of the Bishop Diocesan. The Bishop Diocesan may also designate such use by others. At least ten days' notice of such use shall be given to the Dean in writing.

In the absence of the Bishop Diocesan as ecclesiastical authority, and when the Bishop Coadjutor (if there be one) or the Bishop Suffragan (if there be one) serves as the ecclesiastical authority of the diocese as stipulated in the canons of the

Episcopal Church in Connecticut, the Bishop Coadjutor (if there be one) or the Bishop Suffragan (if there be one) shall assume all rights and responsibilities of the Bishop Diocesan in the Constitution and Statutes of the Cathedral as long as the Bishop Coadjutor (if there be one) or the Bishop Suffragan (if there be one) remains the ecclesiastical authority.

Article VIII

The Dean

The Dean shall be elected by the Chapter, upon nomination by the Bishop Diocesan. The Bishop Diocesan conducts his/her own search for a Dean. The Bishop then presents one or more nominees to be interviewed by a Committee of Chapter. This Committee shall be comprised of members of the Cathedral worshipping community and members of the Chapter. The Committee shall make a recommendation to the Chapter prior to the election of the Dean.

The Dean shall be the administrative head of the Cathedral, the spiritual and pastoral head of its congregations, and shall be the spokesperson of the Cathedral in its ministry to the City of Hartford, within the State of Connecticut and throughout the world. The Dean shall direct the ritual for the worship of the Cathedral's congregations and all other work of the Cathedral's congregations, subject to the rights and oversight of the Bishop Diocesan, as defined in Article VII.

The Dean may be removed by a two-thirds vote of all the members of the Chapter, at a meeting called for that purpose. The Bishop Diocesan must provide prior written consent to such removal.

Article IX

The Cathedral Worshipping Community

The worshipping community of the Cathedral shall consist of all the congregations affiliated with the Cathedral. Members of the Episcopal Church (as defined in the Constitution and Canons thereof) who regularly choose to worship within a congregation at the Cathedral and who regularly contribute as they are able financially or in service to support the Cathedral are also members of the Cathedral. Each such member of the Cathedral described in this paragraph shall have an equal right to be heard and vote in any meeting of the Cathedral.

The nine lay persons, including the Chairperson and Vice Chairperson, elected by the Cathedral at its Annual Meeting shall constitute the Cathedral Congregations Committee. By virtue of their election to the Cathedral Congregations Committee, these individuals become members of the Cathedral Chapter. Only members of the Cathedral's worshipping community as described in this Article IX shall have the right to vote at any meeting of

the Cathedral.

The Dean shall have authority over the services and work of the Cathedral's worshipping community and its congregations as provided in Article VIII, subject to the rights of the Bishop Diocesan, as defined in Article VII.

Article X

Amendments

Amendments to the Constitution are made by the vote of the Chapter at any two regular or special meetings lawfully called hereunder at which a quorum is present. The first vote may be by simple majority of voting members of the Chapter present and the second by a two-thirds majority vote of all the voting members of the Chapter, provided that full notice of such amendments shall have been included in the written notice of such meetings.

STATUTES

Duties of the Officers

Section I The Dean. The Dean shall be the administrative head of the Cathedral, the spiritual and pastoral head of its worshipping community, and shall be the spokesperson of the Cathedral in its ministry to the City of Hartford, within the State of Connecticut and throughout the world. The Dean shall have authority over the ritual for the worship and all other work of the Cathedral's congregations as provided in the Constitution.

In the absence of the Bishop Diocesan, the Bishop Coadjutor (if there be one) or Suffragan Bishop(s) (if there be any), the Dean shall preside at the meetings of the Chapter.

The Dean shall report to the Chapter at each meeting of the Chapter, and to the worshipping community of the Cathedral at periodic meetings, including the Annual Meeting, on the status of the Cathedral.

The Dean shall preside at all meetings of the worshipping community of the Cathedral.

Section II The Cathedral Staff Canons. The Cathedral Staff Canons of the Cathedral shall be employees of the Cathedral and responsible for discharging such duties in the worship and the administration of the Cathedral as shall be assigned to them by the Dean. There shall be no more than two Cathedral Staff Canons at one time.

The Cathedral Staff Canons shall be called by the Dean with the consent of the Bishop

Diocesan. All Cathedral Staff Canons shall retain this title while a member of the Cathedral staff.

Section III Additional Categories of Canons

A. Special Honorary Canons. Special Honorary Canons may be lay or ordained persons who shall be elected for the special representative character of their ministries. They may be elected by the Chapter on the joint nomination of the Bishop Diocesan in consultation with the Suffragan Bishop(s) (if there be any) and the Dean, and shall thereafter hold office for five years. There shall be no more than six Special Honorary Canons at one time.

B. Retired Honorary Canons. There may be elected by the Chapter as Honorary Retired Canons clergy persons retired from active full-time ministry, who shall retain this title for life if elected prior to January 1, 2017 and for five years if elected thereafter, on the joint nomination of the Bishop Diocesan in consultation with the Suffragan Bishop(s) (if there be any) and the Dean. There shall not be more than six Retired Honorary Canons at one time except to the extent the Cathedral Chapter shall authorize by resolution such larger number of Retired Honorary Canons to serve in such capacity at any time.

C. The Seabury Canon. There shall be a permanent category of Honorary Canon designated as the "The Seabury Canon" of which there will never be more than one active Canon at any time. The Seabury Canon shall be elected by the Cathedral Chapter upon the nomination by the Diocese of Aberdeen and Orkney and approval of the Bishop Diocesan in consultation with the Suffragan Bishop(s) (if there be any) and the Dean and shall thereafter hold office until such time as the Diocese of Aberdeen and Orkney or the Bishop Diocesan, in consultation with the Suffragan Bishop(s) (if there be any) and the Dean, shall request a change.

All Honorary Canons are to be members of the Chapter with voice only.

D. Canons Emeritus. Upon retirement or resignation, the Chapter, upon nomination of the Bishop Diocesan and the Dean or Provost, may have granted from time to time the title "Canon Emeritus" to former Staff or Honorary Canons. Canons Emeritus previously granted such titles are to be recognized and honored for their service. No Canon shall be nominated or granted the title of Canon Emeritus from and after January 10, 2019.

Section IV The Chancellor. The Chancellor of the Cathedral shall be an attorney learned in the law and licensed to practice in the State of Connecticut, who shall serve as Chief Legal Officer of the Cathedral, and shall represent the Cathedral in any matter referred to him/her by the Bishop Diocesan or the Dean on behalf of the Chapter; and shall render advice to the Chapter and its leadership on all legal matters that would pertain to the Cathedral.

Section V The Treasurer and Assistant Treasurer. The Treasurer of the Cathedral shall be responsible for monitoring the funds of the Cathedral and shall be a person skilled and experienced in financial matters.

The Treasurer shall be responsible to the Chapter in the discharge of his/her duties of office.

The Treasurer shall report on the financial status of the Cathedral to the Chapter at its meetings, and to the Cathedral worshipping community at informational meetings held at least once annually, on the financial status of the Cathedral.

The Assistant Treasurer shall assist the Treasurer in her/his responsibilities and assume the duties of the Treasurer in the absence of the Treasurer, and perform other duties as may be assigned to him/her by the Bishop Diocesan or the Dean.

Both the Treasurer and Assistant Treasurer shall serve as members of the Finance Committee of the Chapter.

Section VI The Secretary and Assistant Secretary. The Secretary shall be custodian of the records of the Cathedral and of the Chapter, shall have custody of the seal of the Cathedral; shall give and serve all notices of the Chapter, and of the Cathedral; shall attend to all correspondence pertaining to this office; and shall perform all duties incident to the office of Secretary and as may be assigned to him/her by the Bishop Diocesan or the Dean.

The Secretary shall also be responsible for complying with any and all notice requirements of the General Statutes pertaining to religious corporations and societies, and shall present to the Chapter at its stated meetings all communications addressed to him/her as pertaining to the Chapter and the Cathedral.

The Assistant Secretary shall assist the Secretary in her/his responsibilities and shall assume the duties of Secretary in the absence of the Secretary, and perform other duties as may be assigned him/her by the Dean.

Section VII Committees.

A. The Executive Committee. There shall be an Executive Committee of the Chapter, consisting of the Bishop Diocesan, the Bishop Coadjutor (if there be one) or the Suffragan Bishop(s) (if there be any) when serving in the capacity of Ecclesiastical Authority, the Dean, the Chancellor, the Treasurer, the Secretary and the Chairperson of the Cathedral Congregations Committee. The Bishop Diocesan shall serve as the Chairperson of the Executive Committee and the Dean shall serve as Vice Chairperson. The Secretary of the Chapter shall record the minutes of the meetings of the Executive Committee.

The Executive Committee shall act in intervals between Chapter meetings, as needed and not as a matter of course, on matters pertaining to the affairs and welfare of the Cathedral; and shall serve to advise the Dean in the absence of the Chapter, provided such matters are not within the jurisdiction of any other committee or individual, or specifically reserved to the Chapter as a whole; and further provided that they do not involve an appropriation in any single matter in excess of \$50,000.

The Committee shall report to the Chapter on any action that has been taken subsequent to the last meeting of Chapter.

B. Buildings and Grounds Committee. There shall be a Buildings and Grounds Committee, consisting of at least five members, including the Dean and the Chairperson of the Cathedral Congregations Committee, that shall serve as a Committee to advise the Dean on the care, maintenance and restoration of the Cathedral buildings and properties.

The other members of the Buildings and Grounds Committee shall be elected by the Chapter upon nomination of the Bishop Diocesan and the Dean. Cathedral staff members may serve, ex-officio, and as appointed by the Dean.

The Buildings and Grounds Committee shall report to the Chapter at its meetings and to the worshipping community of the Cathedral, at periodic informational meetings, including the Cathedral Annual Meeting on the status of the Cathedral properties, and shall report to the Chapter at its meetings on any action it has taken subsequently to the last meeting of the Chapter.

C. Finance Committee. There shall be a Finance Committee which shall have the responsibility for the care, maintenance and preservation of the Cathedral's finances.

The Dean, the Treasurer, the Chairperson of the Cathedral Congregations Committee, and the Assistant Treasurer shall be ex officio members of the Committee. In addition, two members shall be nominated by the Bishop Diocesan and the Dean and elected by the Chapter at its Annual Meeting; and three members shall be elected by the Cathedral congregation at its annual Elections Meeting. These members will serve staggered three-year terms. Cathedral staff members may serve, ex-officio, and as appointed by the Dean.

Any vacancy in this Committee shall be filled from the source of that vacancy for the unexpired term.

The Dean shall be the Chair or shall designate a Chair of the Finance Committee, and the Treasurer will serve as its Clerk unless otherwise designated by the Dean.

The Finance Committee shall have the power, on behalf of the Chapter, to make such arrangements as it may deem desirable through the Treasurer or otherwise, for the care and accounting of the Chapter's funds and other personal properties, and shall advise the Dean on all financial matters pertaining to the Cathedral's financial assets.

The Finance Committee shall also have the power and responsibility, in consultation with the Chapter, for the investment of the funds of the Cathedral, and to purchase and sell, or exchange and convey, any securities now or hereafter belonging to the Cathedral, or under control of the Chapter, including the disposal by subscription, sale or exchange of rights of subscription. It shall also have the power to authorize representation and voting at meetings of any corporations in which the Cathedral shall own stock, and for the execution of proxies for any such meetings.

The Finance Committee, in consultation with the Chapter, shall have the authority to delegate to the Treasurer, or Assistant Treasurer, any powers concerning the financial affairs of the Cathedral which the Chapter has power to delegate under the provisions of these Statutes, including designation of the depositories and the deposit and withdrawal of funds, whether in savings banks, in commercial banks or in other depositories.

The Finance Committee may act by majority of the members present at any meeting, and three members shall constitute a quorum for any transaction of business.

The Finance Committee shall report to the Chapter at each of its stated meetings and to the Cathedral worshipping community at informational meetings, including the Cathedral Annual Meeting, on the state of the finances of the Cathedral.

The Finance Committee shall have the duty of preparing the annual budget of the Cathedral and submitting such budget to the Chapter for approval.

- D. Cathedral Congregations Committee.** The Cathedral Congregations Committee advises the Cathedral clergy, provides leadership to the congregations and, in consultation with the Dean, oversees the Cathedral's Ministry Teams. The members of the Cathedral Congregations Committee also serve as full members of the Cathedral Chapter, and the Committee Chairperson serves on the Chapter's Finance, Executive, and Buildings and Grounds Committees.

The Cathedral Congregations Committee shall consist of ten persons, including the Chairperson and Vice Chairperson, all of whom shall be elected to the Chapter by the Cathedral members at its Annual Meeting. The Chairperson and Vice Chairperson shall be elected annually. Each of the remaining seven persons elected shall serve for a period of three years, with two or three such persons elected annually. The Dean is an ex officio member of the Cathedral Congregations Committee.

At least one month before the Cathedral's Annual Meeting, a Nominating Committee shall convene consisting of the Dean, the Chairperson of the Cathedral Congregations Committee, those members of the Cathedral Congregations Committee completing their terms of office and two additional active members of the Cathedral who would not be candidates for office. The at-large members shall be appointed by the Dean and the Chairperson with the concurrence of the Cathedral Congregations Committee. The

Nominating Committee shall include, to the greatest extent possible, individuals who, as a collective body, are knowledgeable of the interests and concerns of each congregation of the Cathedral.

The Nominating Committee shall solicit suggestions for persons to serve on the Cathedral Congregations Committee and other congregational offices. In identifying candidates for the Cathedral Congregations Committee, the Nominating Committee shall be mindful of the need to represent the diverse worshipping communities that comprise the Cathedral worshipping community. The Nominating Committee shall be charged with the obligation and responsibility of ensuring that the interests of each congregation of the Cathedral shall be adequately represented by the membership of the Cathedral Congregations Committee at all times. In fulfilling this obligation and responsibility the Nominating Committee shall take into consideration all relevant factors including the possibility of including at least one member from each congregation of the Cathedral on the Cathedral Congregations Committee to the extent such individuals are available and willing to serve in such capacity. If the Chairperson of the Cathedral Congregations Committee is seeking re-election as Chair, he/she shall not participate in any discussion and decision-making pertaining to that office.

At the Cathedral Annual Meeting, a slate shall be presented to the worshipping community of nominees for Chairperson, for Vice Chairperson, the appropriate number of vacancies on the Cathedral Congregations Committee and any other congregational offices. Nominations will not be accepted from the floor. The slate is to be voted on as a whole.

With the exception of the Chairperson and Vice Chairperson, members of the Cathedral Congregations Committee shall not exceed three consecutive years in office.

If a vacancy occurs on the Cathedral Congregations Committee between annual Elections Meeting, the Dean and the Chairperson, with the consent of the Cathedral Congregations Committee, may appoint a person to fill the vacancy until the next Cathedral Annual Meeting. A permanent replacement will be elected to fill the unexpired term of such member at the next Annual Meeting of the Cathedral.

The Cathedral Congregations Committee, on an annual basis, shall elect from among its members a Secretary. The worshipping community of the Cathedral at its Annual Meeting shall elect the Chairperson and Vice Chairperson of the Cathedral Congregations Committee on an annual basis, each of whom shall have duties and responsibilities defined as needed in consultation with or at the direction of the Dean. The Chairperson and Vice Chairperson will not exceed three consecutive one-year terms in office.

The Dean shall preside at all meetings of the Cathedral Congregations Committee. However, the Dean may delegate this responsibility to the Chairperson or, in his/her absence, the Vice Chairperson of the Cathedral Congregations Committee. The Secretary shall keep the minutes of all meetings of the Cathedral Congregations Committee which, upon request, shall be

available to any members of the Chapter or the Cathedral congregation. In addition, the officers and/or other members of the Cathedral Congregations Committee, shall have such other duties and responsibilities as may be assigned or determined by the Dean.

The Chairperson of the Cathedral Congregations Committee shall serve, ex officio, as a member of the Executive Committee, the Building and Grounds Committee and the Finance Committee of the Chapter.

The Cathedral Congregations Committee shall meet on a regular basis, at least six times a year. In addition, the Committee shall hold a meeting at the call of the Dean, or in the Dean's absence or inability to act, by the Chairperson and two additional members of the Cathedral Congregations Committee.

The Cathedral Congregations Committee shall report to the Chapter at each of its meetings and to the congregation of the Cathedral at informational meetings held at least annually.

E. Other Committees. Other Committees may be appointed by the Bishop Diocesan from time to time, at the recommendation of the Dean, and concurrence of the Chapter.

Section VIII Miscellaneous

A. Memorials. Anyone proposing to place a Memorial in the Cathedral shall submit the proposition in writing to the Chapter or to the Executive Committee. If the proposal is favorably received, it shall be referred to the Buildings and Grounds Committee of the Cathedral, which shall submit its recommendation, either in person or by letter, to the next regular meeting of the Chapter, when the matter may be voted upon in accordance with the provisions hereof.

No tablet shall be placed on the walls of the Cathedral unless the person commemorated by it has been especially prominent, either in the Cathedral or in the Episcopal Church in Connecticut.

B. Notice of Chapter Meetings. Notice shall be given of every meeting of the Chapter at least seven days before the meeting directed to each member of the Chapter, unless such prior notice shall be waived by such member, stating the time and place of such meetings and the business to be conducted at such meeting.

C. Quorum and Voting. For the purpose of electing a Dean, or disposing of real estate or passing on the Annual Budget, a majority of the members of the Chapter shall constitute a quorum; but, where otherwise not provided, seven members shall constitute a quorum for the transaction of all other business of the Chapter. Except as otherwise provided herein, in the Constitution or as required by applicable law, all actions taken by the Chapter at any duly convened meeting thereof at which there is a quorum may be taken by the affirmative vote of a majority of members present at such meeting. Except as otherwise provided by law, telephonic participation in any meeting shall

constitute attendance for quorum and voting purposes. In addition, to the extent permitted by law, the Chapter may take any action permitted hereunder by unanimous written consent including by electronic voting means.

D. Amendments. Statutes may be adopted, amended or repealed at any meeting of the Chapter by a two-thirds majority vote of all voting members of the Chapter, provided that full notice of the change shall have been included in the written notice of said meeting.

Constitution Amended, Restated and Adopted December 14, 2017

Statutes Amended, Restated and Adopted January 10, 2019