

Vestry and Special Vestry Guidelines for Hybrid Meetings

Temporary guidelines were first produced and released in May 2020 when the Government of Ontario issued the *Emergency Management and Civil Protection Act* (Emergency Order) retroactive to March 17, 2020 to temporarily suspend and replace various provisions of the *Ontario Corporations Act* (OCA) that relate to members' and directors' meetings. One key area for parishes is that the Emergency Order allows for meetings to be held virtually.

In recent days, many parishes have been asking how they can hold their Vestry or Special Vestry meetings now that the Diocese of Toronto has entered the Amber Stage of the Ecclesiastical Province's Guidelines "[Loving Our Neighbour](#)." Our Amber Guidelines, page 5 of 7, under "Other Notes" read: "- Larger in-person gatherings may now resume, to established gathering limits, where physical distancing is possible. It is highly recommended that all gatherings/meetings on church property require physical distancing." Our covering letter on August 19, 2020, when we released the Amber Stage guidelines read: "Lastly, please note that while the provincial government's allowances permit us to open our buildings for worship at 30% capacity, under Stage 3 of Phase 2 of the Government of Ontario's re-opening plan, all other indoor gatherings dictate a maximum of 50 people, subject to physical distancing of at least two metres. Masks must be worn by everyone at any indoor gathering. Outdoor gathering limits have a maximum of 100 people, subject to physical distancing. Masks are encouraged when outside in large groups. The Ecclesiastical Province has decided that we will not be serving or sharing refreshments or meals (apart from critical outreach ministries) during our Amber Stage at any gathering."

Therefore, a Vestry or Special Vestry meeting can now take place indoors for up to 50 people and outdoors for up to 100 people provided the above guidelines are maintained. Since some people are choosing not to gather in-person due to health concerns or because they work in education or health care, it is also possible to hold a hybrid Vestry and Special Vestry meeting, meaning a combination of both in-person and electronically.

The following guidelines have been developed to help assist you in coordinating and organizing these meetings. If you need help with technology, there are coaches available to assist you; please contact the [Congregational Development](#) department at the Diocesan Centre.

Annual Meeting

Canon 14 sets out the rules concerning the formation of vestries and how vestries govern themselves. It also sets out the requirement for annual meetings, the agenda for those meetings and the annual audit of the accounts. It makes provision for special meetings of vestries and details vestry's roles in the oversight of work carried out within the congregation:

- The vestry has the power to make bylaws for the management of the congregation or parish to which it belongs (as long as those bylaws do not contradict the canons or policies of the Anglican Church of Canada, the Ecclesiastical Province of Ontario, the Diocese of Toronto or government laws).
- Care of church property is the joint responsibility of the Incumbent and Churchwardens. However, the vestry must cover all costs associated with the use of property.
- The vestry governs all organizations in a congregation having as their main purpose the raising and spending of money. Each organization must report to vestry at least annually.

- At the annual meeting, the vestry, among other things, elects one of the two Churchwardens and the lay member(s) who will represent the vestry at diocesan Synod. It will also adopt the Churchwardens' financial report and a budget for the ensuing year and appoint auditors.

Vestries are required to meet at least annually to take care of the business of the congregation or parish. Under the OCA, a congregation must hold its vestry meeting within 15 months of its last vestry meeting, and within 6 months of its last financial year end. The Emergency Order provides a 90 day extension for the holding of an AGM, which would otherwise be required to be held during the “period of the declared emergency.” The vestry meeting must instead be held within 90 days of the termination of the emergency.

In view of the declared state of emergency relative to COVID-19, the following advice is being provided:

- Since it is currently forbidden to hold in-person meetings of more than 50 people indoors or 100 people outdoors, the Incumbent and Churchwardens will need to decide the best method of holding the meeting. Only while the emergency measures are in place may this be by videoconference or teleconference. Recommended options to consider include online meetings using [Zoom](#) and [Bell Teleconferencing](#) or a combination of in-person (for up to 50 people and online (also known as hybrid meetings). The method selected must have the option to have an audio recording available following the meeting. There may be costs associated with using these services and capacity limitations for participants. You are encouraged to research which option is best suited to the needs of your parish.
- Notice of the annual meeting of Vestry or a Special Meeting of Vestry must be given during Sunday worship and during prerecorded services that are broadcast or live stream worship (if applicable) on the two preceding Sundays. In addition, notice should be communicated to all parishioners through a combination of email (using blind copy so privacy laws are not breached), phone calls, text messages and postings on the parish website. The Incumbent and Churchwardens shall attempt to reach all parishioners individually using all reasonable means available. A written record must be maintained of the steps taken to reach each person on the vestry list. Where contact is acknowledged by a member of vestry, a record must be kept of that acknowledgement.
- The Vestry List should be made available by being posted on the parish website, or provided upon request, at least two weeks prior to the scheduled meeting. If the Vestry List was posted prior to the COVID-19 pandemic, it should be updated if necessary and reposted.
- As usual, a record of the meeting (minutes) including a list of participants will need to be kept.
- Voting can be managed using the raise/lower virtual hand if using Zoom and by taking a roll call if using Bell Teleconferencing. If it makes more sense, votes can be taken in the negative. Should it be requested, it is not possible in these circumstances to take confidential votes. A member will be considered to be present at a meeting if the member establishes a communication link to, or votes at, the meeting.
- For hybrid meetings, consider the following:
 - Select a Zoom point-person. This person will be responsible for taking care of participants joining online, watching for raised hands, muting people, unmuting people, managing distractions, watching for Zoom bombers, etc.
 - Set the ground rules at the beginning of the meeting. How will participants ask questions for both in-person and online, set the expectation that there is equality of those not in the physical room, everyone is participating at the same level and all

- voices will be heard, respect the Zoom point-person as they will be interrupting the meeting.
- The hybrid meeting will be successful if online participants can see and hear in-person participants and in-person participants can see and hear online participants.
- **Rehearse, rehearse, and rehearse.** Prior to the actual meeting, it is strongly recommended that the parish leadership hold a practice meeting.

Considerations for technical setup for a hybrid (combined Zoom and in-person) meeting: In the physical room you will need:

- COVID-19 restrictions – for the in-person participants, strict physical distancing guidelines must be in place. The room set-up options must take this into consideration. All other restrictions related to the ongoing pandemic must be followed (masks, sanitization, food and beverage, etc.)
- Display - There should be either one screen or multiple screens so that the in-person members can see the virtual ones.
- Audio – In a small space it may be possible to use a conference phone or polycom system, but in a medium or large room it will be necessary to use multiple microphones. Passing a microphone between different speakers is not advised, therefore a better practice is to have microphones on stands in appropriate places such as for the chair of Vestry, a presentation lectern, and a designated speaking position for audience members.
- Speakers - computer speakers or “Bluetooth” speakers may work in a small room. In a larger room the computer used to “run” the zoom meeting will need to be connected to a PA system.
- Camera(s) - An external (not embedded in the laptop) camera will be necessary to show both the chair and the audience. Inexpensive “capture” devices allow the external camera to work with Zoom or other teleconferencing applications. Someone will need to operate the camera and point in the direction of the current speaker. Using multiple cameras is also possible but requires a video “switcher.” These can be a physical device or special software running on a separate computer from the Zoom meeting.

Note that all of this equipment can be rented from local vendors if necessary, but many churches will be able to adapt their existing equipment for these needs (for example, by holding the Vestry Meeting in the sanctuary so that they can use the church's PA system).

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Following the meeting, please complete and submit copies of the *Incumbent's Annual Statistical Return* and *Churchwardens' Parochial Return* if you have not already done so.