

*Drafting note: The number and extent of the proposed amendments to Canon 29C persuaded the drafters that a redlined version would be quite difficult to parse. Accordingly, we present a replacement Canon 29C, followed by the current Canon 29C. A redlined version can be made available.*

## CANON 29C: ROCK POINT COMMONS BOARD

1. “Rock Point” is that 135-acre parcel of real estate situated on Lake Champlain in the City of Burlington, Vermont. Rock Point includes all of the lands, buildings, roadways, trails and all other structures and improvements on the premises. Title to Rock Point is held by the Trustees of the Diocese of Vermont, Inc., a nonprofit corporation established by the Vermont General Assembly in 1880 and established as a Diocesan institution under Canon 11.

Rock Point serves as a spiritual, educational, and administrative center for the Diocese, which is wholly responsible for arranging its financial support and proper management.

The “Rock Point Commons” consists of all the woodlands, meadowlands, gardens, roadways, parking lots, trails, solar orchard and all other lands, structures and improvements on Rock Point excepting Rock Point School and its two residences, the Bishop’s House, the Diocesan Office and the two Rock Point Center building complexes. Substantial portions of the Commons are subject to permanent conservation easements.

Under the management of the Rock Point Commons Board and any usage restrictions or conditions it may impose, the Rock Point Commons is available to the surrounding secular communities as an inclusive community hub for education, spirituality, environmental stewardship, and sustainable micro-agriculture.

2. The administration and maintenance of the Rock Point Commons is directed by the Rock Point Commons Board, which consists of the Bishop or designee, *ex officio*; the Executive Director of Rock Point Commons, *ex-officio*; a member of the Board of the Trustees of the Diocese of Vermont, Inc. designated by that Board; the Head of School of the Rock Point School, or designee, *ex officio*; three members to be elected at annual Convention with staggered terms of three years; and up to nine members appointed by the Bishop with terms of three years and attention given to achieving a reasonable staggering of terms and including one or more Clergy members. No elected or appointed member may serve more than two consecutive three-year terms without an absence of at least one year. A vacancy occurring in an elected Board position shall be filled by the Bishop to hold office until the position is determined by election at the next Convention, the replacement member to serve the balance of the unexpired term. Replacement board members shall be eligible to serve two consecutive three-year terms following their replacement term.

3. The Rock Point Commons Board shall elect its own officers, subject to the consent of the Bishop, and adopt its own bylaws and rules, which shall be consistent with the Canons, and may appoint standing committees and special committees pursuant to its bylaws.

4. The duties of the Board shall include the following, and such other duties and responsibilities as may be assigned by the Bishop:

- (a) Planning and providing for the use, management, security, maintenance and operation of the Rock Point Commons lands, structures and improvements;
  - (b) Planning and providing for the mission, programs, security, improvements, and maintenance of the Rock Point Center and its conference center buildings, chapel and camp buildings;
  - (c) Planning and providing for the security, improvements and maintenance of the Diocesan Office and the Bishop's House, the expenses for which shall be fully funded by the Diocese;
  - (d) Planning and providing for the security, support services and full access to the Commons for the Rock Point School, and for the School's commensurate share of the Rock Point Commons budget as determined collaboratively through ~~by~~ the annual Rock Point Commons budget process. The Head of School, or designee, will be a member of the Rock Point Commons Board Finance Committee., and that Committee will work in collaboration with the Finance Committee of Rock Point School.
  - (e) Submitting an annual budget and request for Diocesan financial support in timely fashion to the Diocesan Commission on Finance for the use and maintenance of the Rock Point Commons, its buildings, grounds, and the Rock Point Center programs and operations to include, as necessary, proposals for funding of specific projects for the protection and preservation of the Rock Point Commons and its uses;
  - (f) Submitting, in timely fashion, an annual report and such other reports as may be necessary or desired, to the Bishop, the Commission on Finance, the Trustees of the Diocese of Vermont, Inc., and the Convention. The annual report shall summarize major actions of the Board, expenditures of funds, an outline of the proposed budget for the coming year, and future plans, if any;
6. The Bishop shall have authority for the engagement and dismissal of all staff associated with the operations of Rock Point Commons, and the Bishop may delegate all or any portion of this authority to the Board or to a Rock Point Commons Executive Director. The Rock Point Commons Board shall be authorized to enter into, from time to time, agreements and memoranda of understanding with the Bishop or Standing Committee, the Board of Trustees of the Diocese of Vermont, Inc. and the Board of Rock Point School regarding common issues affecting the Rock Point Commons, the Rock Point School buildings and facilities, the Diocesan Office and Bishop's House, the Rock Point Center and other buildings on Rock Point.

## Current Canon 29C – Rock Point Board

1. Rock Point is that real property of the Diocese of Vermont located at Rock Point in Burlington, Vermont. Rock Point serves as a religious, educational, and administrative center for the Diocese. Although record title to Rock Point is in the name of the Trustees of the Diocese of Vermont, Inc., the Diocese is wholly responsible for its financial support and its proper management. As used in this Canon, “Rock Point” shall mean all of the lands, buildings, roadways, trails and all other structures and improvements on Rock Point, including areas associated with Rock Point School, the Diocesan Offices, the Bishop Booth Conference Center, the Bishop’s House, and the other dwelling houses on the property.
2. The administration and maintenance of Rock Point shall be directed by the Rock Point Board, which shall consist of the Bishop, ex officio, the Executive Director of Rock Point, ex-officio, a member of the Trustees of the Diocese of Vermont designated by its board of directors, and six other persons with terms of three years each, three elected at annual Convention and three appointed by the Bishop, subject to ratification by annual Convention. No elected member may serve more than two consecutive three-year terms without an absence of at least one year. A vacancy occurring in an elected Board position shall be filled by the Bishop to hold office until such position is determined by election at the next Convention, the replacement member to serve the balance of the unexpired term. Replacement board members shall be eligible to serve two consecutive three-year terms.
3. While there shall be no mandate to this effect, when electing members to the Board, the Convention shall strive to maintain a clergy-lay balance among the elected members of the Board.
4. The Board shall elect its own officers and adopt its own bylaws, which shall be consistent with the Canons, and may adopt its own rules and may appoint standing committees and special committees pursuant to its bylaws.
5. The duties of the Board shall be prescribed by the Bishop and shall include: (a) Planning and providing for the use, management, security, maintenance and operation of the property, its buildings and grounds, including all residences, structures, the Rock Point School and the Bishop Booth Conference Center. (b) Planning and providing for the mission and programs of the Bishop Booth Conference Center. (c) Submitting an annual budget and request for Diocesan financial support in timely fashion to the Diocesan Council for the use and maintenance of the property, its buildings, grounds, and the Bishop Booth Conference Center programs and operations to include, as necessary, proposals for funding of specific projects for the protection and preservation of the property and its uses. (d) Submitting, in timely fashion, an annual report and such other reports as may be necessary or desired, to the Bishop, the Board of Trustees, and the Convention. The annual report shall summarize major actions of the Board, expenditures of funds, an outline of the proposed budget for the coming year, and future plans, if any.
6. The Bishop shall have authority for the engagement and dismissal of all staff associated with Rock Point, and the Bishop may delegate all or any portion of this authority to the Board or to a personnel manager, if there be one. However, nothing in this Canon shall be construed to allow interference with the management of the staff, students, curriculum and programs of the Rock

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Point School, which shall be governed as provided in Canon 29A. The Rock Point Board shall be authorized to enter into, from time to time, agreements with the Board of Trustees of Rock Point School regarding Rock Point School buildings and facilities.