

**THE ARTICLES OF REINCORPORATION
OF THE EPISCOPAL CHURCH
IN THE DIOCESE OF FLORIDA**

ARTICLE I.

Name

The name of this corporation shall be:

"The Episcopal Church in the Diocese of Florida, Inc."

ARTICLE II.

Purposes

The general nature of the objects and purposes of this corporation shall be:

- (a) To propagate and disseminate the Gospel of the Lord, Jesus Christ.
- (b) To be a constituent governing part of the "Protestant Episcopal Church in the United States of America" and, subject only to any limitations in the laws of Florida, the corporation recognizes, accedes to and adopts the Constitution of the Protestant Episcopal Church in the United States of America, and acknowledges its authority accordingly.
- (c) To do all things necessary and proper in the pursuit of such objects and purposes.

ARTICLE III.

Location

The office of the corporation shall be in the City of Jacksonville, County of Duval, State of Florida, or such other place as may be designated from time to time by the Annual Diocesan Convention. Under the Constitution of the Protestant Episcopal Church in the United States of America, and until further action by such national body, the jurisdiction of the corporation comprises all that part of the State of Florida lying North of the Southerly boundary of the Counties of Levy, Alachua, Putnam, and Flagler, and East of the Easterly boundary of the Counties of Jackson, Calhoun and Gulf (that is, along the Appalachian River, including that portion of Franklin County lying East of said River) as they exist in the year 1972.

ARTICLE IV.

Qualification of Members

The membership of the corporation shall consist of all persons resident within the jurisdiction of the corporation who are members of the Episcopal Church as such membership may be defined from time to time by the Canons (Bylaws) of the corporation.

**ARTICLE V.
Term of Existence**

This corporation is to exist perpetually.

**ARTICLE VI.
Subscribers**

The names and residences of the subscribers to the Articles are:

Bishop (Presiding Officer, equivalent to President)
The Right Reverend Edward Hamilton West, D.D.
4949 Vandiveer Road, Jacksonville, Florida

Chancellor
The Honorable H. Plant Osborne, Junior
3847 Ortega Boulevard, Jacksonville, Florida

Secretary of the Diocese
The Reverend Johnson Hagood Pace, Junior
7973 Denham Road, East, Jacksonville, Florida

**ARTICLE VII.
Organization**

- Section 1.** The affairs of the corporation are to be managed by the Bishop of the Diocese (who shall be President and Chief Executive Officer), a Standing Committee, the Diocesan Council (which shall consist of not less than three (3) members, and such other Officers and Agencies as may be provided from time to time by the Canons (bylaws). The Canons shall provide for the time and manner in which the Standing Committee, the Diocesan Council and other Officers and Agencies are elected and appointed.
- Section 2.** The Bishop shall be the Ecclesiastical Authority of the Diocese. When there is no Bishop, the Standing Committee shall be the Ecclesiastical Authority of the Diocese for all proper purposes.
- Section 3.** (a) The Diocesan Convention shall be the Legislative Authority of the Diocese. It shall be composed of Clergy and Lay Delegates as provided by the Canons. There shall be an annual meeting of the Diocesan Convention at such time and place as the Canons shall provide. The Ecclesiastical Authority of the Diocese shall have the power to call a special Diocesan Convention, provided that thirty (30) days notice thereof shall be given to all Clergy and Congregations entitled to representation, in writing,

specifying the time and place of meeting and the business to be transacted.
(b) Each member, Clerical and Lay, of the Diocesan Convention shall be entitled to one vote; unless a vote by orders shall be called for by three Clerical members or by the Lay delegation from one Congregation. If a vote by orders shall be called for, the Clergy and Laity shall vote separately, and a concurrence of both orders on the same ballot shall be necessary to constitute a decision.

Section 4. The election of a Bishop of the Diocese shall be had in Regular or Special Diocesan Convention. The quorum required for the election of a Bishop shall be two-thirds of all Clergy entitled to vote and two-thirds of all Lay Delegates entitled to be members of the Diocesan Convention. The election shall be in the following manner: After nominations have been made in open Convention, the vote shall be by orders (Clergy and Lay) and by secret ballot, and a qualified Bishop or Presbyter shall be chosen. A concurrent majority in both orders shall be necessary for a choice.

ARTICLE VIII. Interim Organization

The affairs of the corporation shall be managed by the Bishop and the following Officers and Bodies who shall serve until the next Annual Diocesan Convention and until their successors are duly elected and qualified.

(Names deleted - Refer to original copy in Diocesan Office).

ARTICLE IX. Canons (Bylaws)

Section 1. The Diocesan Convention shall provide such Canons for the conduct of the business and the carrying out of the purposes of the corporation as it may deem necessary from time to time, consistent with the Constitution and Canons of the Protestant Episcopal Church in the United States of America and the laws of the State of Florida.

Section 2. Such Canons shall be subject to amendment from time to time by the Diocesan Convention in such manner as may be provided therein.

ARTICLE X. Amendments

These Articles of Incorporation may be amended by a resolution introduced in writing and considered in any Annual Diocesan Convention. If approved by a majority of the Diocesan Convention, it shall lie over until the next Annual Diocesan Convention when, upon consideration again, if it be approved in a vote by Orders, the amendment shall become effective.

ARTICLE XI.
Non-Profit Status

- Section 1.** No part of the net earnings of the corporation shall inure to the benefit of any individual or member.
- Section 2.** No person, firm or corporation shall ever receive any dividends or profits from the undertakings of this corporation.
- Section 3.** The corporation shall not carry on propaganda or otherwise act to influence legislation.

ARTICLE XII.
Powers

In order to promote the purposes of this corporation, it may acquire property by grant, gift, purchase, devise or bequest, and hold and dispose of such property as the corporation shall require for the benefit of the members and not for pecuniary profit.