

**REPORT OF THE COURT OF REVIEW OF THE EPISCOPAL CHURCH
CONCERNING THE OBJECTIONS FILED TO THE ELECTION OF A BISHOP
COADJUTOR OF THE DIOCESE OF FLORIDA**

August 2, 2022

INTRODUCTION

The election of a Bishop in the Episcopal Church is perhaps the most important process faced by a Diocese. It requires an unwavering devotion to prayerful discernment and the tireless commitment of scores of Diocesan committee members and leaders who spend thousands of hours for months on end working to complete a process that everyone hopes will faithfully lead a Diocese into its future.

Such a process is always less than perfect, and often messy, as factual circumstances change from the beginning of the process to the final elections and organizers are often burdened with threading their way through a maze of sometimes conflicting procedural rules, canons and laws.

The leadership of the Diocese of Florida was devoted and faithful in their attempt to ensure a fair election. After fifteen months of hard work in developing an election process, the Diocese was faced with an extremely unfortunate circumstance: the realization, two days before the scheduled Special Election, that it would be unable to reach a quorum of clergy.

The one candidate from outside the Diocese had already arrived with his family, funds were expended on arrangements for the Convention, and hundreds of individual delegates made travel plans in reliance on the Convention proceeding. The motivation of the Diocesan leaders was obvious at the time---they needed this Special Electing Convention to meet, as best it could, to make the election happen in the fairest way possible.

There is no doubt that the Diocese moved forward in a good faith effort to confront this last-minute challenge. However, as will be shown herein—and as was pointed out to the Diocesan leadership at the time—their decision to convene the Convention without a proper clergy quorum was procedurally and canonically problematic. As a result of that decision procedural norms were changed on the fly and irregularities occurred. It is impossible to say whether any particular irregularity made a material impact on the outcome; however, when taken together these irregularities create seeds of uncertainty that call into question the integrity of the process.

The irregularities of concern included the following: the failure to provide for simultaneous aural communication among all participants; the failure to provide a single feed for remote participants that allowed them to hear, read or see the proceeding; the failure to allow for a candidate to exercise his right to withdraw between the second and third ballot; and an unreliable procedure for verification of remote voters. These deficiencies cast doubt on the integrity of the election.

Finally, changing the rules of the Convention to waive the registration fee and to allow for remote attendance and voting for clergy only two days prior to the Convention was fundamentally unfair to all those Delegates and Candidates who had a right to rely on the procedures set forth in the noticed Call to Convention that had been sent out over a month prior to the election.

In our report which follows, we begin by recounting the factual background of the election process, the special convention and the objections. We then describe the process of the Court's investigation and the nature of the allegations of the Objectors. Next, we report the Findings of the Court in each of the three principal areas of objection, as well as offer our observations relating to the fairness of the election. We then present our final conclusions.

FACTUAL BACKGROUND

A. A Call for the Election of a Bishop Coadjutor

On or about January 30, 2021, the Rt. Reverend Samuel Johnson Howard (“Bishop”) of the Episcopal Diocese of Florida (“Diocese”) called for the election of a Bishop Coadjutor to be his successor upon his retirement in the fall of 2023. *See* The Episcopal Church in the Diocese of Florida’s Response to the Written Objection Dated May 23, 2022 to the May 14, 2022 Election of a Bishop Coadjutor, Response to Objection at 3. (“Dio. Response”) (The Dio. Response can be accessed online at <https://www.generalconvention.org/court-of-review>).

Over the course of the next fourteen months, the Standing Committee of the Diocese initiated a search process to find a slate of candidates for the election of Diocesan Bishop Coadjutor—including hiring a process consultant and forming both a Nominating Committee and a Transition Committee. *Id.*

On or about March 10, 2022, a slate of five (5) candidates were announced to the Diocese and a petition process for the nomination of candidates was opened. The petition process closed on March 17, 2022 without any applications by petition candidates. *Id.* at 4.

B. The April 7 Call to Convention Sets Out Registration Deadlines and Voting Protocols.

Thereafter, on or about April 7, 2022, the Standing Committee announced via electronic communication and via the Diocesan website that a Special Electing Convention of the Diocese of Florida would take place on May 14, 2022 (“April 7 Notice”). The Notice stated, in part:

**Special Electing Convention Details:
Registration, Schedule, Rules of Order
and Meet & Greet Sessions**

To all members of the Diocese of Florida, particularly to all delegates to the Special Electing Convention of May 14,

Grace and Peace to you this Lenten Season.

As we move towards Holy Week, we will once again be moving through the apex of our Christian faith: the death and resurrection of Jesus Christ. And once we have welcomed that Happy Morning, we will be less than a month away from our episcopal election. As a reminder, **the election will be held on Saturday, May 14, at St. John's Cathedral in Jacksonville.**

We wanted to let you know that no candidates were nominated by petition. Therefore the 5 candidates that were announced on March 10 will comprise the slate on May 14. Please continue to pray for each of them and their families daily.

The Standing Committee also wanted to let you know about some details of that all important day. As we have moved closer to the date, some things have come into focus, and so some things have shifted slightly since the presentation given at our Annual Convention in January.

1) Registration

All delegates must register here. This is true whether you are lay or clergy, whether elected by your parish or a member of a diocesan committee with voting rights.

The deadline for registration is **Noon, Monday May 9, 2022**. In a manner heightened above the Annual Convention we have enjoyed of late, the integrity of the election at this Special Convention will require that we pay very close attention to who is present. Therefore, **if you do not register by the deadline, you will not be allowed to attend. There will be no exceptions.** If you are an authorized voting delegate, please take time now to register.

We take this opportunity to reiterate that there is no provision for remote or proxy voting. Delegates must be present at the Special Convention to vote.

The April 7 Notice is attached hereto as Exhibit 1. The April 7 Notice set forth protocols for attendance and voting for Delegates at the Special Convention. Delegates were required to physically attend and vote in person.

C. Quorum Requirement for the Election of a Bishop\Set Forth in Articles of Reincorporation.

Along with the voting protocols set out in the April 7 Notice, the 2002¹ Articles of

¹ The Court of Review was provided with the 1972 Articles of Reincorporation and the 2002 Articles of Reincorporation. The two versions are the same for citations contained herein.

Reincorporation of the Diocese (“Articles of Reincorporation”), set a quorum requirement for the election of a Bishop:

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. (emphasis added)

A copy of the Articles of Reincorporation, VIII.4 is attached hereto as Exhibit 2.

D. Registration Deadline Expires Without the Necessary Clergy Quorum.

On May 9, 2022, the registration deadline for the Special Election Convention expired without the needed clergy quorum having registered. However, the Standing Committee continued to allow Clergy Delegates to register after the expiration of the stated deadline. Dio. Response at 5 and 12.

On Thursday, May 12, 2022, the Standing Committee announced that a two-thirds quorum of voting delegates in the Lay Order was registered; however, a quorum in the Clergy Order had not been achieved as only 111 Clergy registrations were made of the 116 required pursuant to the Articles of Reincorporation.² (Exhibit 2). The failure to obtain a Clergy quorum was announced to the Diocese via email at approximately 1:25 p.m. on May 12, 2022.

Failure to reach a quorum in the Clergy Order was notable as the Canons of the Diocese require Clergy Delegates to attend Diocesan Conventions, specifically, Canon 2.1 states:

² The Diocese and the Objectors both agree that the correct Clergy quorum for this election was two-thirds (2/3) of all canonically resident Clergy in the Diocese, and that this number is 116 of 174 total canonically registered Clergy.

“It shall be the duty of every clergy delegate to the Diocesan Convention to attend every meeting thereof.” (The Canons of the Diocese of Florida can be accessed online at

<https://www.diocesefl.org/forms-guidelines-resources/>).

- E. Determined to Proceed to Election, 48 Hours Prior to the Start of the Scheduled Convention, the Diocese Sends a Revised Notice of Changed Protocols to Allow Remote Attendance and Voting for Clergy Delegates.

After failing to reach a quorum in the Clergy Order by the registration deadline, the Standing Committee, the Bishop and the Chancellor determined that the only way to achieve a quorum in the Clergy Order prior to May 14, 2022, was to allow some Clergy members to attend, participate, and vote at the Convention via electronic or remote technology. Dio. Response at 5.

Thereafter, on or about May 12, 2022---48 hours before the Convention—the Standing Committee sent out a revised notice (“May 12 Notice”) to the Diocese announcing that Clergy Delegates could now register to attend the Convention remotely and without cost, or switch their registration from in-person attendance to remote participation. Material portions of the notice are as follows:

**Special Electing Convention
Digital/Remote Voting Option for Select Individuals**

Dear Diocese of Florida family,

Due to factors out of the Diocese's and our voting body's control, we are slightly below the required quorum in the clergy order to elect a Bishop Coadjutor this Saturday. This is a serious issue, for without a quorum, we cannot convene Convention³ and would be forced to delay.

In order to conduct the election as scheduled, **we are offering the opportunity for canonically resident clergy who cannot otherwise be present to vote digitally**. Please do not see this as simply an opportunity to stay home. Those who can attend, should.

Clergy are eligible for the online option if:

³ It is undisputed that without a quorum the Convention cannot convene or conduct any business.

-You did NOT previously register for the convention due to difficulties related to health, immovable travel, or distant residence.

--You DID previously register to attend in-person, but have since suffered from uncontrollable factors, within reason, that require you not to attend (e.g., COVID-19, travel, emergencies, etc.).

If you meet the above requirements, please register for free at your earliest convenience here or using the button below.

A copy of the May 12 Notice is attached hereto as Exhibit 3. The May 12 Notice (Exhibit 3) permitting remote clergy attendance and participation is in direct contravention to the April 7 Notice (Exhibit 1).

Further, and of significance, there is no provision in the Articles of Reincorporation (Exhibit 2) or in the Diocesan Canons for remote/electronic conventions or hybrid-remote/electronic conventions.

F. A Delegate Files a Written Objection to the Changed Voting Protocol.

The materiality of these changes was not lost on the Delegates to the Convention. In fact, on May 13, 2022, a Clergy Delegate (and one of the Delegates joining the Objection to the Court of Review) wrote to the Standing Committee and Chancellor (“Dunkle May 13 Objection”) as follows:

The recent recognition of a lack of quorum at our Special Convention tomorrow is concerning . . .

. . . To begin, our Canons do not provide for [remote] voting. Canon 2, Section 1 even requires attendance of clergy. Also, our canons do not provide for different voting procedures by different orders: clergy and lay . . .

. . . The statement of lack of quorum in registration has already been made. So even if additional clergy unexpectedly showed up in-person tomorrow morning, this too, would be against our own rules. Even addressing it at the start of tomorrow’s convention gathering would be ineffective because we lack a quorum to permit any changes. In other words, I suggest we are stuck . . .

. . . My brothers and sisters . . . we are setting ourselves up for the very real possibility that the wider church will not accept our election. Not on the basis of who was elected, but on the basis of how that person was elected. Of this I am concerned.

Dunkle May 13 Objection is attached hereto as Exhibit 4.

G. Diocese Announces Quorum Established and the Morning of Convention, Diocesan Council Attempts to Enact Rules Permitting Electronic Attendance and Voting.

Shortly after receipt of the Dunkle May 13 Objection, the Standing Committee announced on May 13, 2022, that a quorum in the Clergy Order had been achieved, noting clergy “. . . from literally all around the world - who will be joining us remotely.” May 13, 2022 Quorum Update Communication (“May 13 Quorum Update”) A copy is attached as Exhibit 5.

The next day, Saturday, May 14, 2022, before the start of the Special Convention, the Diocesan Council convened a special meeting where it “enacted procedural rules . . . which permitted electronic attendance and voting.” Dio. Response to Objection 25, at 14. Diocesan Council purported to enact these “procedural rules” under the authority of the Diocesan Canon 29 and 31. *See* Dio. Response at 10. These Canons provide:

Canon 29:

The Convention and all Diocesan agencies may adopt such rules and procedure as are not inconsistent with the Articles of Reincorporation, these Canons, or those as set forth by the General Convention; and in all matters of procedure not otherwise provided for, Robert’s Rules of Order as Revised shall be followed.

Canon 31:

In General. No proposed alteration of, or addition to, these Canons shall be considered by the Diocesan convention unless:

- (a) such alteration or addition shall have been referred to, and a recommendation made to the Convention by, the Convention Committee on charter and Canons; or,
- (b) by unanimous consent of the Convention.

The power of Diocesan Council to adopt “procedural rules” of Diocesan Convention is specifically referenced in Canon 10.9 as follows:

Powers. The Diocesan Council shall have the following powers:

(a) **Powers of the Diocesan Convention:**

The Council shall have all the powers of the Diocesan Convention when the latter is not in session except the power to elect a Bishop, to amend the Articles of Reincorporation or the Canons or to adopt rules of convention.

H. The Special Convention Seeks to Convene and Proceeds to Three Ballots.

At approximately 9:00 a.m. on Saturday, May 14, 2022, the Special Convention was gavelled into session and the Presiding Officer recognized the Chair of the Credentials Committee for Report. *See Archived Livestream of Special Diocesan Convention (May 14, 2022)*, YOUTUBE, <https://www.youtube.com/watch?v=RteX8P3vrVE&t=1500s> (“Convention Video”).

i. A Quorum is Announced.

The Chair of the Credentials Committee reported that 89 clergy were present in-person at the Convention and 29 clergy were present on a Zoom meeting; (for a total of 118 out of 174). *Id.* at 26:48-29:16⁴; while the Minutes of the Episcopal Church in the Diocese of Florida Special Convention for the Election of a Bishop (“Special Convention Minutes”) at 1, attached hereto as Exhibit 6 reported 134 clergy delegate present (90 in person and 35 online)⁵ The credentials report as presented in the video of the Convention noted 138 Lay Delegates present in person at Convention out of 145. Convention Video at 26:48-29:16. The Special Convention minutes

⁴ This citation is first to the minutes followed by the seconds of the video presentation of the Special Convention. When the Convention gets past the first hour, the citations then are referenced by hour, minutes and seconds.

⁵ An excel spreadsheet provided to the Court by the Secretary of Convention noted 89 clergy appearing in person, while 38 appeared online.

reported 144 Lay Delegates present in person. Special Convention Minutes at 1. Based upon this statement, the Credentials Committee reported that the Convention had a quorum. *Id.*

ii. Motion to Approve 2nd⁶Amended Special Rules of Order and Agenda.

Following the announcement of a quorum, the presiding officer recognized the President of the Standing Committee, to make a motion regarding the “2nd Amended Special Rules of Order.” Prior to making a motion for the Convention to adopt “2nd Amended Special Rules of Order,” the President of the Standing Committee made the following remarks:

. . . of course just yesterday [May 13, 2022] we amended what we had previously sent out putting in language that made the Zoom option for clergy legal and in good order giving them full seat, voice, and vote and establishing how that is prepared and executed. So, all this language is approved—and might I add enthusiastically so by our Chancellor.

Id. at 29:30-31:48.

Thereafter, the Presiding Officer called for an oral vote on the 2nd Amended Rules of Order and Agenda for the Special Convention. *Id.* at 31:48 to 38:39. The motion was approved unanimously by the Convention Delegates present in the room. *Id.* It is unclear from the video whether the Zoom participants’ votes were tallied as part of this vote.⁷ However, no objections were noted by the Presiding Officer. *Id.* at 32:20 to 32:56; *see also* Special Convention Minutes at 10. A copy of the 2nd Amended Special Rules of Order and the Agenda are attached hereto as Exhibits 7 & 8, respectively.

The Agenda, in pertinent part, states that:

THE FIRST BALLOT AND EACH BALLOT THEREAFTER AND THEIR RESPECTIVE RESULTS WILL BE ANNOUNCED BY BISHOP HOWARD

⁶ The document referenced herein (Exhibit 7) uses “2nd” as opposed to “Second.” We have adopted this usage throughout.

⁷ There was an indication that the Presiding Officer received a “thumbs up” from someone off camera as reference was made to remote voters.

The Agenda also states a specific time for the Convention to have lunch.

12:00 P.M.

LUNCH AT TALLIAFERRO HALL

See Exhibit 8.

- iii. Conduct of Remote Voting and Instructions about the Timing of Lunch after the Second Ballot.

There was no provision made to enable in-person Delegates to see or hear those Clergy Delegates appearing via Zoom as the meeting did not have the ability to electronically feed the Zoom meeting audio or video to the Delegates gathered physically in the Cathedral. However, at the convention it was announced that Zoom participants were given a two-step process to exercise their “voice.” First, Zoom Delegates were instructed to utilize the “chat” feature to be recognized. Delegates were instructed to put their comments in the “chat” or, if that did not work, to call the President of the Standing Committee on his cellular telephone and that he would hold the phone up to the Convention microphone. *Id.* at 2:15:19: to 2:19:20.

Some of the Delegates appearing via Zoom advised the Court during its investigation of the matter, that they were unable to hear the in-person proceedings over the Zoom platform. After raising the issue in the “chat” feature of Zoom, several participants were directed to view the Diocesan live-stream of the event over YouTube and continue to vote using the Zoom platform. Several Clergy Delegates was unable to follow this procedure due to technology constraints.

Those appearing via Zoom did not have the ability to engage in simultaneous aural communication with the Convention Delegates. While explaining the nuances of Clergy remote participation, the President of the Standing Committee also discussed the logistics and expectations with regard to the schedule for the day. Several of the Delegates appearing on Zoom reported that they were unable to hear these announcements. Further, after the Eucharist, during

announcements, the Sub Deacon of the Cathedral remarked that there would be two ballots before lunch. Convention Video at 1:15:22 to 1:15:54.

There were three ballots taken for the election of a Bishop. Before the first and second ballots, the Presiding Officer recognized the Chair of the Credentials Committee to confirm the delegate count—present and on-line--and declared a quorum. Special Convention Minutes at 15, 16; Convention Video at 2:32:18- 2:32:48 (first ballot); 3:00:50 (second ballot).

The second ballot was taken just before the noon hour—the time set aside on the Agenda for lunch. At that time, the President of the Standing Committee announced the following:

After the second ballot--we announce the results, whether there is an election or not, we are going to have lunch, and I just want to say, if you are going to leave the campus, please check out with the . . . at the tables, at the registration tables, if they're not there-- come find me or find Bob Yerkes. But please don't leave without letting us know, because of this whole thing—especially [Clergy Delegates]—so, it is very important.

Convention Video at 2:58:52 to 2:59:09.

Approximately thirty minutes later, after delivering the results of the second ballot, the Presiding Officer remarked as follows: “Please remain where you are . . . I am told that our food is not ready—even if we were ready to eat and that we should all remain in this Church.” *Id.* at 3:32:50 to 3:33:04.

A few minutes later, the Chair of the Credentials Committee appeared at a microphone and announced a quorum present for the third ballot and the requirements for an election on a third ballot. *Id.* at 3:41:29 to 3:42:12

Shortly after the announcement of a quorum for the third ballot, the President of the Standing Committee spoke from the dais without being formally recognized, remarking: “So, since not all the lunches are here we are gonna keep going, OK?” In response to his comments, there was applause from the crowd, and the Convention proceeded to a third ballot. *Id.* at 3:44:23 to

3:44:33. While this technically violated the orders for the day regarding lunch, there was no cotemporaneous objection made to this announcement nor did any delegate move to enforce the Orders of the Day.⁸ *Id.*

iv. Withdrawal of One Candidate and the Unsuccessful Withdrawal of a Second Candidate.

Immediately prior to taking the third ballot, it was announced that one candidate withdrew from the election. Minutes of the Special Convention at 16. Additionally, one of the other candidates advised the Court of Review that he attempted to withdraw at that time and endorse another candidate; however, due to a failure in communication, the Special Convention proceeded with a third ballot that included the candidate who intended to withdraw. On the third ballot, a candidate obtained a concurrent majority of votes cast in each order and an election was declared. *Id.* at 17.

I. A Formal Letter of Objection is Received by the Secretary of Convention and a Response by the Diocese is Received by the Court.

Following the Special Convention, a May 23, 2022 Letter of Objectors to Secretary of Convention of the Episcopal Church in the Diocese of Florida (“Objectors’ Letter”) signed by more than 10% of delegates to the Convention was received by the Secretary of Convention in the Diocese of Florida and transmitted to the Presiding Bishop. (The Objectors’ Letter is available at <https://www.generalconvention.org/court-of-review>). The Presiding Bishop referred the matter to the Court of Review on July 1, 2022 for investigation. The Court received the response by the Diocese to the Objectors’ Letter on the same day. *Id.* Under Canon III.11.8 (a), this Court is directed to send a written report of its findings to the Presiding Bishop for

⁸ A Call for the Orders of the Day is a motion that can require the assembly to conform to its agenda, program or order of business, or to take up a general or special order that is due to come up at the time, unless two thirds of those voting wish to do otherwise. *Id.* at 18:1.

distribution to Standing Committees and Bishops with jurisdiction as they consider whether to consent to this election.

THE INVESTIGATION

In conducting its investigation, the Court reviewed the letter of the Objectors, the detailed response by the Bishop of the Diocese of Florida, the President of the Standing Committee, and the Chancellor for that Diocese, and contacted or were contacted by over 50 individuals involved with the Special Convention in various capacities, including the Diocesan Bishop, Chancellor, all the objectors, The Rev. Charlie Holt, the Secretary of the Convention and members of several Diocesan governing bodies. Members of the Court met with General Convention Deputies at General Convention. The Court was also contacted by individuals who agreed with the objections, but were uncomfortable putting their name forward. The Court also reviewed the Articles of Reincorporation, the Canons of the Diocese of Florida, the Special Rules of Order adopted by the Convention, Robert's Rules of Order (12th ed.) and relevant Florida law, along with other documents, emails, and all notices relating to the Special Convention. The Court obtained the services of a legal advisor and consulted Florida licensed attorneys well-versed in Florida corporation law and familiar with the polity of the Episcopal Church. The Court convened several times to deliberate and prepare this report.

THE ALLEGATIONS OF THE OBJECTORS

The letter of the Objectors submitted to the Court alleges three general objections to the Special Electing Convention. These three objections are supported by thirty-eight (38) separately

numbered allegations.⁹ The Court has analyzed these objections and the allegations in support and has organized them into three categories which it will address hereafter:

I. The Election Did Not Achieve the Required Clergy Quorum as required by the Diocese's Governing Documents: Articles of Reincorporation, Canons, and Robert's Rules of Order in that there were not the requisite number of Clergy Delegates Physically Present at the Convention; and,

II. The Combined Effect of Irregularities in the Convention Process Casts Doubt on the Integrity of the Process; and,

III. The Election Violated Fundamental Principles of Fairness Which Prejudiced the Delegates and Candidates.

The Court's findings will address each of these categories and address other concerns with the Diocese's process that were discovered through the investigation of the Court.

THE FINDINGS OF THE COURT

PART I: THE CONVENTION DID NOT ACHIEVE A QUORUM IN THE CLERGY ORDER AS REQUIRED BY THE DIOCESE'S GOVERNING DOCUMENTS, ROBERT'S RULES OF ORDER AND FLORIDA LAW.

A. The Diocese Failed to Follow Its Governing Documents, the April 7 Notice, and Robert's Rules in Seeking to Establish a Quorum with Remote Attendance and Voting.

It is undisputed that the Articles of Reincorporation at Art. VII, Sec. 4 (Exhibit 2) sets forth the quorum requirements for the election of a Bishop Diocesan as follows:

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.

⁹ Section I of the Court's Report addresses Objectors' General Objection I, as well as, the following separately numbered allegations: 1-5, 9-11, 14, 16-17, 20-23, 25-27, 31-32 and 38. Section II of the Court's Report addresses Objectors' General Objection II & III, as well as, the following separately numbered allegations: 10, 15, 18, 22-24 and 33-34. The Court did not specifically address the following separately numbered allegations as they were neither in dispute nor material: 7, 8, 12, 19, 27-30, 27 and 35-37. Section III of the Court's Report takes into consideration all of the General Objections and the following separately numbered allegations: 10, 15, 18, 22-24 and 33-34.

It is also undisputed that the Canons of the Diocese require delegates to be present in-person at the Special Convention to constitute a quorum. The Diocese Canons at 2, Sec. 1 mandates that: “[i]t shall be the duty of every clergy delegate to the Diocesan Convention to attend every meeting thereof.”

Since the Canons do not define the word “meeting,” Robert's Rules of Order provides a definition that connotes a single, physical locale where all are gathered. It defines meeting as: “a single official gathering of [delegates] in one room or area to transact business for a length of time during which there is no cessation of proceedings and the [delegates] do not separate, unless for a short recess . . .” RONR (12th ed.), 8.2(1).

The unambiguous language of the Canons requiring Clergy to “attend” Convention “meetings” was no doubt considered by the Standing Committee when it published the first Notice for the Special Convention (Exhibit 1), which stated: (a) “if you do not register by the deadline, you will not be allowed to attend. There will be no exceptions;” and (b) “[w]e take this opportunity to reiterate that there is no provision for remote or proxy voting. Delegates must be present at the Special Convention to vote.” The Diocese’s plain intent as expressed in the April 7 Notice was that “present” for voting purposes in this context means actual physical presence and did not include “remote presence.”

On or about May 9, 2022, it became apparent to the Standing Committee, the Chancellor, and the Bishop that the Convention was going to be unable to meet the quorum requirement in the Clergy Order, and they decided that “an electronic option was the only way we could achieve a quorum.” Dio. Response at 5.

Unfortunately, that conclusion created a *catch-22* for the Diocese, as its Canons do not permit electronic/remote attendance at Conventions and the only way to amend the Canons to

provide for such, would be to convene Convention and amend the Canons or adopt Rules of Order to permit such; however, in order to achieve either result, it required the Convention to convene with a clergy quorum that did not exist. As one Clergy Delegate explained on May 13, 2022, they “were stuck.” *See* Dunkle May 13 Objection.

Without a quorum in the Clergy Order, Convention could not convene. The Diocese recognized this fact in the May 13 Notice, stating, “This is a serious issue, for without a quorum, we cannot convene Convention and would be forced to delay.” *See* May 13 Notice (Exhibit 3).

Accordingly, the Court finds that on May 14, 2022 when the Convention was gavelled to Order with only 90 Clergy Delegates present in the room—the Convention lacked a quorum in the Clergy Order and should have immediately adjourned without action. Any action taken that day in the clear absence of a clergy quorum is null and void.

B. The Diocesan Council Lacked the Authority to Amend the Canons or Create Special Rules of Order for Convention to Allow Remote/Electronic Attendance.

The Diocese asserts in its official response that “Diocesan Council enacted procedural rules.”¹⁰ that allowed the Convention to proceed with remote attendance and remote voting. This Court disagrees. The Diocesan Canons set limits on the authority of the Convention and all Diocesan agencies in their procedural rule-making authority not to contravene the Governing Documents of the Diocese (Articles of Reincorporation and Canons). Diocesan Canon 29 provides:

The Convention and all Diocesan agencies may adopt such rules of procedure as are not inconsistent with the Articles of Reincorporation, these Canons, or those as set forth by the General Convention; and in all matters of procedure not otherwise

¹⁰ In a Letter from the Standing Committee and Chancellor to the Diocese written after the Objections were filed, it was stated that “Diocesan Council ensured that our bylaws permit online attendance and voting, according to Florida Law.” *See* Letter from the Standing Committee and Chancellor to the Diocese attached as Exhibit 9. (reprinted from the Diocesan website at <https://www.floridabishopsearch.org/>)

provided for, Robert’s Rules of Order as revised shall be followed.

As noted above, the Canon also states that Robert’s Rules provides authority on matters of procedure that are not otherwise provided by these other listed procedural sources.

Pursuant to Robert’s Rules of Order, in order for there to be remote/electronic attendance, participation, and voting at meetings it must be provided for in the *bylaws* of the organization, or in this case, the Canons of the Diocese. Specifically, RONR (12th ed.) 9:30 states:

Electronic Meetings

9:30 Extension of Parliamentary Law to Electronic Meetings. Except as authorized *in the bylaws*, the business of an organization or board can be validly transacted only at a regular or properly called meeting—that is, as defined in 8:2(1), a single official gathering in one room or area—of the assembly of its members at which a quorum is present.(emphasis added).

The Articles of Reincorporation establish that that the “bylaws” of the Diocese are its Canons. *See* Articles of Reincorporation, Article IX (Exhibit 2). There is nothing contained in the Canons (bylaws) of the Diocese that authorizes electronic meetings or hybrid electronic meetings. As such, in order for electronic or remote attendance to be in order with the Canons and Robert’s Rules, an amendment to the Canons would be necessary.

However, the Diocesan Council lacks the authority to amend the Canons. The only Diocesan body with the authority to amend the Canons is the Diocesan Convention. The limitation on the Council’s authority to amend the canons is express and unambiguous:

Powers. The Diocesan Council shall have the following powers:

- (a) **Powers of the Diocesan Convention**. The Council shall have all the powers of the Diocesan Convention when the latter is not in session except the power to amend the Articles of Reincorporation, the Canons or to adopt

rules for Convention.

Canon 10.9(a).

As there is no canonical grant of authority for Council to set rules for the Convention, any action by the Council in adopting rules for the Special Convention was outside its powers and, therefore, null and void. The result of the failure of the Diocese to properly amend its bylaws to allow for remote voting means that the Convention could not organize for business because it lacked a clergy quorum.

The argument by the Diocese that the Convention met previously via electronic means for its 2021 Annual Diocesan Convention does not change this result. First, the manner of how the Diocese conducted the 2021 Annual Convention is not before this Court and there is no indication by the Diocese in its papers that it changed its bylaws or Articles of Reincorporation (Exhibit 2) prior to that Convention to allow for remote attendance. Second, the 2021 Diocesan Convention was held at a time when mask mandates on public transportation and limitations on the size of indoor gatherings were commonplace. In contrast, the 2022 Special Election Convention was held at a time when there were no mask mandates in place, nor were there limitations on the size of indoor gatherings or social distancing requirements. In fact, the video of the special convention proceedings suggests there was little to no social distancing and only a handful of people attending wore facemasks. While it may be true that Covid-19 impacted the 2022 Special Convention, the impact was far less severe than the state of affairs in 2021. Notably, the 2022 Annual Diocesan Convention was held in person prior to the Special Electing Convention—evincing COVID did not present an emergency rationale for remote attendance or voting by Clergy delegates alone.

Finally, as the Diocese acknowledged in its April 7 Notice, the election of a bishop is of paramount importance to the life of the church and the procedural requirements for the electing convention were recognized as being conducted “in a manner heightened above Annual

Conventions we have enjoyed of late . . .”. See April 7 Notice (Exhibit 1).

To conclude, the Diocese failed to follow their own Governing Documents, Robert’s Rules and the April 7 Notice in allowing remote attendance and voting of its Clergy Delegates. Lacking a quorum of physically present Clergy Delegates, the Convention could not proceed to conduct business.

C. Florida Law Supports a Finding that Physical Presence is Required to Achieve a Quorum.

While Florida’s not-for-profit law does not provide a statutory definition for “quorum” or what it means for a meeting participant to be “present,” an advisory opinion by the Attorney General of the State of Florida, Ashley Moody, AGO 2020-03 issued March 19, 2020¹¹, addressed the issue of whether public entities operating during COVID could hold public meetings using electronic/remote technology. The opinion rendered concluded that electronic/remote meetings were only acceptable if: a) a statute permitted a quorum to be present by other means other than in person, or b) the in-person requirement for constituting quorum is lawfully suspended during the state of emergency.

The Attorney General found that the requirement for physical presence at a meeting derives from laws specifying that a “quorum” be “present” to lawfully conduct public business. The Attorney General noted that Florida statutes do not define “quorum” or what it means to be “present.” She further stressed, “[n]or have they defined what it means for a meeting to be ‘held’ in a “place.”

Absent any statutory definition of these terms, the Attorney General’s office has, in prior opinions, relied upon the plain meanings of the terms “quorum” and “present” by resorting to legal dictionaries and dictionaries of common usage. See Op. Att’y Gen. Fla. 2010-34 n. 5-6 (referring to unabridged dictionary and legal dictionary for definition of term “quorum” which included the word “present,” and

¹¹ The Opinion of the Attorney General can be accessed online at <http://www.myfloridalegal.com/ago.nsf/Opinions/EF56BC8899447289852585300051BA33>

concluding that “a quorum requirement, in and of itself, contemplates the physical presence of the members of a board or commission at any meeting subject to the requirement.”). Doing so is a universally accepted mode of interpretation repeatedly endorsed by Florida courts. See *Lee Mem. Health Sys. v. Progressive Select Ins. Co.*, 260 So. 3d 1038, 1043 (Fla. 2018); *Berkovich v. Casa Paradiso North, Inc.*, (emphasis in original) 125 So. 3d 930, 041 (Fla 4th DCA 2013) (“The common usage of the term ‘quorum’ requires the presence of individuals.”) (citing Black’s Law Dictionary 1284 (8th ed. 2004)).

The term “quorum” is defined as “who must be present for a deliberative assembly to legally transact business.” Black’s Law Dictionary (11th ed. 2019). The word “present” is defined as “In attendance; not elsewhere.” Black’s Law Dictionary (11th ed. 2019); see also Webster’s Third New International Dictionary Unabridged 1793 (2002 ed.) (defining “present” as “being before, beside, with, or in the same place as someone or something ‘both men were present at a meeting’.”).

Thus, in the absence of a statute to the contrary, the Attorney General’s office historically has taken a conservative approach, out of concern for the validity of actions taken by the public body, concluding *that any statutory quorum requirement to conduct public business requires the quorum of members to be physically present and that members present by electronic means could not count toward establishing the quorum.* A long line of opinions by my predecessors contain conclusions to that effect. (emphasis added).

While recognizing that the public meeting context differs from that of a church convention, the Court finds this Attorney General Opinion to be persuasive for the proposition that, a Florida Court would ascribe ordinary meaning to the words “quorum,” “meeting,” and “attend” when interpreting these documents and hold that a “quorum” for a meeting of Convention must be established by “physical presence” of Delegates.

D. The Florida Not-for-Profit Statute Regarding Remote Voting Does Not Change the Result

One of the officers of the Diocesan Council, who was interviewed by some of the Court members, provided some insight on how the Diocese arrived at the conclusion that remote participation was possible. This officer and others that participated in the interview ascribed to the belief the Diocesan Council is the Board of Directors of the Diocese. This conclusion is

unsupported in the Governing Documents. Her reference most likely refers to Florida Statute s. 617.0721 which permits the Board of Directors of a Not-for-Profit Corporation to permit remote meetings and deem remote participants present. That statute reads:

617.0721 Voting by Members

(1) Members are not entitled to vote except as conferred by the articles of incorporation or the bylaws.

.....

(3) If authorized by the board of directors, and subject to such guidelines and procedures as the board of directors may adopt, members and proxy holders who are not physically present at a meeting may, by means of remote communication:

(a) Participate in the meeting.

(b) Be deemed to be present in person and vote at the meeting

However, we find that reliance on the statute is incorrect. Here, the Diocesan Council is not the “Board of Directors to the Diocese.”¹² Diocesan Convention is the legislative authority of the Diocese (Articles of Reincorporation, Article VII, Sec. 3; Canon I.2). The powers delegated to The Diocesan Council are spelled out specifically in Canon 10.9:

Powers. The Diocesan Council shall have the following powers:

(a) **Powers of Diocesan Convention.** The Council shall have all the powers of Diocesan Convention when the latter is not in session except for the power to elect a Bishop, to amend the Articles of Reincorporation or the Canons or to adopt rules of convention.

By virtue of the canons, the Diocesan Council is not granted the “power” to amend, modify or change the requirements for what constitutes a quorum. As such, for the aforementioned statute, read in the context of the Diocesan entity would be:

¹² This conclusion should not be taken to apply to other dioceses, where governing documents could establish the Diocese Council as the Board of Directors of the corporate entity.

617.0721 Voting by [Delegates]

(1) [Delegates] are not entitled to vote except as conferred by the [Articles of Reincorporation] or the [Canons].

.....

(3) If authorized by the [Diocesan Convention], and subject to such guidelines and procedures as the [Diocesan Convention] may adopt, [Delegates] who are not physically present at a meeting may, by means of remote communication:

(a) Participate in the meeting.

(b) Be deemed to be present in person and vote at the meeting

If there was a quorum present, then the Convention could have allowed the remote participation and voting—possibly even remote attendance under the aforementioned statute; however, it could not do so before it is duly and properly organized for business with a quorum as defined in their governing documents—which it did not have. As noted above, under Robert’s Rules of Order actions taken without a quorum are null and void.

As such, this body need not address the question of whether the objectors failed to raise their objections to a quorum on May 14, 2022, where there was no validly constituted Convention.

As such, the election of a Coadjutor lacked a clergy quorum actually present consistent with Florida Law and the Governing Documents of the Diocese of Florida.

To conclude, the Court finds that the Diocese failed to abide by their Governing Documents, the April 7 Notice, Robert’s Rules and persuasive Florida law in seeking to establish its quorum utilizing remote attendance and voting. As such, it failed to achieve a quorum in its Clergy Order and was unable to conduct business.

POINT II: OTHER IRREGULARITIES IN THE CONVENTION PROCESS

Even assuming, for the sake of argument, that a quorum was properly constituted in the Clergy Order, there were several alleged irregularities raised by the Objectors, as well as, irregularities that came to light during the course of the Court's investigation. The Court addresses these irregularities as follows:

a. The Failure to take a Lunch Break between the Second Ballot and the Third Ballot.

The Objectors allege that the Agenda was not followed in that it stated there would be a break for lunch after the first two ballots were completed. Objectors' Letter at 5. The Diocese does not dispute this allegation, but it asserts that the President of Convention sought the approval of the body prior to proceeding immediately to a third ballot without a lunch break and that the "delegates overwhelmingly indicated that they favored continuing with the third ballot which ultimately provided the votes necessary to elect a bishop coadjutor." Dio. Response at 18.

The Court disagrees with the assertion of the Diocese that the Presiding Officer "polled" the in-person delegates as to whether they wanted to continue or break for lunch. *See* Convention Video at 3:32:50 to 3:33:04 and 3:44:23 to 3:44:33. Rather, there was an announcement by a Convention representative that lunch *would* be offered between the second and third ballot, *Id.* at 1:15:22 to 1:15:54 and 2:58:48 to 2:59:32. The Zoom participants, unless they were also watching on the YouTube video on a separate device, were unaware of this change of schedule. A review of the Convention video also suggests that while there were logistical issues with the Delegate lunches at the noon hour and the Convention leadership elected to move forward with the third ballot, no Delegates objected to the process or moved to enforce the Orders of the Day.

As such, this Court cannot opine whether there was an irregularity as to this item.

b. The Manner of Electronic Voting.

The Objectors and the Diocese agree that no prior training or testing was done with the Zoom participants; that several participants complained they were unable to see/or hear the proceedings and were directed to a separate YouTube channel, and that there was no way to direct the YouTube feed through to the Zoom platform. Dio. Response. at 20. Further, in-person delegates could not see nor could they hear those clergy who were on the Zoom platform. *Id.* The Diocese affirmed it did not have the “ability at that time to electronically feed the Zoom meeting audio or video to the clergy and lay delegates gathered in St. John’s Cathedral.” *Id.*

The Florida not-for-profit statute s. 617.0721, provides for remote voting of its members when properly authorized (by the Articles of Incorporation or bylaws), but such voting can only be valid if two conditions are met:

1. The corporation implements reasonable means to verify that each person deemed present and authorized to vote by means of remote communication is a member or proxy holder; and
2. The corporation implements reasonable measure to provide such member or proxy holders with a *reasonable opportunity to participate in the meeting and to vote on matters submitted to the members, including an opportunity to communicate and to read or hear the proceedings of the meeting substantially concurrent.*

Fla. statute 617.0721(3)(b)(1)-(2) (emphasis added).

Here, the mechanism for Zoom Delegates to hear, read, and see the business of the Convention and the delegates physically present was limited by the capability of their respective technology devices. Further, Clergy Delegate voice was not substantially concurrent, but rather, was dependent on a two-step process or first initiating a “chat” and then calling the President of the Standing Committee on his cellular telephone. This was an irregularity that could have been

reasonably avoided by ensuring that the Convention had employed software or a trusted vendor to ensure single access by remote users to the Convention.

Complicating this situation was the conceded inability of in-person delegates to see, hear, or interact with the Zoom delegates. *See* Objectors' Letter at 5. While such a complaint is not specifically addressed or required under the Florida not-for-profit law, Robert's Rules of Order recognizes that the nature of deliberative bodies—including electronic meetings, requires the right to equal participation for a full and free discussion to take action on behalf of the entire group.

RONR (12th ed.) 1:1 defines the essential nature of a deliberative assembly:

1:1 A *deliberative assembly*—the kind of gathering to which parliamentary law is generally understood to apply---has the following distinguishing characteristic:

-It is a group of people, having or assuming freedom to act in concert, meeting to determine, in full and free discussion, course of action to be taken in the name of the entire group.

-*The group meets in a single room or area or under equivalent conditions of opportunity for simultaneous aural communications among all participants.* (emphasis added).

Thus, for organizations who are seeking to conduct an electronic assembly, Robert's Rules notes that electronic meetings must provide an opportunity for *simultaneous aural communication* among all participating members equivalent to those of meeting held in one room or area:

Among some organizations there is an increasing preference, especially in the case of a relatively small board or other assembly, to transact business at electronic meetings—that is, at meeting at which, rather than all participating members being physically present in one room or area as in traditional (or “face-to-face”) meeting, some or all of them communicate with the other through electronic means such as the Internet or by telephone. A group that holds such alternative meeting does not lose its character as a deliberative assembly (see 1.1) so long as the meeting provides at a minimum, conditions of opportunity for simultaneous aural communication among all participating members equivalent to those of meeting held in one room or area.

RONR (12th ed.) 9:31.

Failing to provide for in-person members to hear the communications of their fellow remote-situated Delegates was inconsistent with Robert’s Rules and the nature of a deliberative body. This prevented the delegates from meeting and conferring with each other and generally operating as if they were all in the same room making decisions as one unit. Zoom participants were also unable to speak to each other, except by using the “chat” feature, as they had been muted. While this Court cannot conclusively say this failure would have changed the outcome of the election, this was a substantial deviation from the essential nature of a deliberative assembly.

c. Manner of Identification of Remote Voters

While not raised specifically in the Objectors’ Letter, during the interviews with attendees, several raised questions about the manner utilized to identify remote voters. An in-person, lay deputy, described a secure process where in-person attendees were first credentialed before receiving a ballot book that had a specific voter number on it. On the other hand, as to remote clergy attendees, two such attendees described that the monitors did appear to review the faces of the remote voters when they appeared on the Zoom screen, but that the monitors did not know all the voters so verification could not be certain.

The Florida not-for-profit statute cited above at 617.0721(3)(b)(2) requires that a corporation who authorizes votes by remote communication “implements reasonable means to verify that each person deemed present and authorized to vote by means of remote communication is a member or proxy holder.” Here, a more robust system for the identification of remote voters was needed.

d. Not Allowing a Candidate to Withdraw between the Second and Third Ballot as Dictated by the Special Rules.

The Objectors allege that the rules of the Convention were not followed in that “at least one candidate was not given an opportunity to withdraw between the second and third ballots.” *See* Objector’s Letter at 5. The Diocese has no knowledge of whether this allegation is true other than to assert that the Special Convention Secretary believed that she had heard from the candidates that they were ready to proceed. Diocesan Response at 19.

The candidate who was interviewed by members of the Court clearly advised that after the second ballot, the candidate asked the “shepherd” to leave the room as the candidate wanted to discuss a decision to withdraw with a family member. The candidate decided to withdraw and, in so doing, promised his/her withdrawal to another candidate in the election. The candidate seeking to withdraw believed that the Secretary of Convention would come into the room where the candidate was located to present the results of the second ballot—as the secretary had done following the first ballot-- at which point the candidate would convey to the Secretary the letter of withdrawal. Thereafter, the candidate was surprised to see a third ballot taking place. The candidate learned that the assigned shepherd incorrectly conveyed to the Secretary of Convention that the candidate wished to stay in the election.¹³

The May 14, 2022 2nd Amended Special Rules of Order provided for the procedure for allowing the withdrawal of any candidate after each ballot and before the next balloting:

V. BALLOTING

E. Upon the completion of each ballot, the Secretary of the Special Convention shall advise each candidate of the results of the ballot.

F. Withdrawal of Nomination. After each ballot, a candidate may choose to

¹³ The candidate did not believe that the shepherd had intentionally acted to deny him/her the opportunity to withdraw, but that there had been a miscommunication.

withdraw his/her name from consideration. No candidate's name shall be removed from the election process except as provided herein.

- F. Any candidate choosing to remove his/her name from consideration must submit to the President of the Standing Committee, in writing or electronically, his/her election to remove his/her name from the election process.

It is evident that this candidate was not provided with the opportunity to withdraw as required by the rules. It was reasonable to assume that such a withdrawal could have been made at the time the Secretary of the Special Convention was to advise the candidate of the results of the previous ballot. As the Secretary of the Special Convention never came to the room as required by the rules to advise the Candidate of the results of the second ballot, the candidate was unable to withdraw as planned.

This failure was one of significant importance, as it is impossible to ascertain the impact that his withdrawal may have had on the election moving forward. It is common when a candidate withdraws from consideration that there be lobbying, consultations and meetings between delegates of the Convention to strategize and realign voting based upon such a withdrawal.¹⁴ In this particular case, there was another candidate who may have benefitted from the candidate's withdrawal. The failure of the Diocese to establish a reliable method to ensure withdrawals were communicated to the Convention was a significant irregularity.

- e. Failure to Provide Reasonable Notice for a Rule Change and/or for a Change in Voting Procedures under TEC Canons III.11.1(a) and III.9(a)(1).

The Objectors assert that the “actual or attempted change in rules the morning of an election convention violated Episcopal Church Canon III.11.1(a) as it was not “...sufficient time preceding the election of the Bishop...”. (citing TEC Canon III.9(a)(1) as applying this same rule to the

¹⁴ As is addressed earlier, the “Hybrid Nature” of this convention significantly impaired the ability of Convention delegates to lobby, consult and meet between themselves.

election of a bishop coadjutor). *See* Objectors' Letter at 4. The Diocese rejects the assertion of the Objectors arguing that language of the Canon references the selection and nomination process for a bishop and NOT the issue of electronic attendance or voting. Dio. Response at 17.

The Episcopal Church Canon III.11.1(a) provides:

Discernment of vocation to be a Bishop occurs through a process of election in accordance with the rules prescribed the Convention of the Diocese and pursuant to the provisions of the Constitution and canons of this Church. With respect to the election of a Bishop Suffragan, the Diocese shall establish a nominating process either by Canon or by the adoption of rules and procedures for the election of the Bishop Suffragan or at a regular or special Diocesan Convention with sufficient time preceding the election of the Bishop Suffragan.

Both parties agree that TEC Canon III.9(a)(1) applies TEC Canon III.11.1(a) to the election of a Bishop Coadjutor. We agree that the TEC canon mandates a process for *nomination of a bishop* in sufficient time preceding an election. Here, the Objectors are arguing that there was insufficient time for *noticing a change in the process for voting for a bishop*. Such a requirement is not mandated by the Canons.

As such, we do not find that TEC Canons were violated by the Diocese.¹⁵

In summary, this Court concludes that not every alleged irregularity has merit to call into question the integrity of the election. However, we do find that a combination of irregularities including the failure to provide for simultaneous aural communications among all participants; the failure to allow for a candidate to exercise his right to withdraw between the second and third

¹⁵ The Court also considered the question of whether the in-person balloting met the requirement of the Articles of Reincorporation that voting occur by secret ballot. Articles of Reincorporation, Art. VII, Sec. 4 (Exhibit 2). This was called into question after one of the lay voters who was physically present at the Special Convention told the Court that he received a booklet with a specific voter number on it. It is unclear whether this number would allow Convention officials to connect the number to the name of a particular voter. There was not enough evidence to come to a conclusion relative this issue.

ballots; and a lackluster procedure for verification of remote voters cast a shadow on the integrity of the election.

**POINT III: THE ELECTION VIOLATED PRINCIPLES OF
FAIRNESS AND PREJUDICED DELEGATES AND CANDIDATES.**

While neither the TEC Canons nor the Diocese Canons expressly provide that an election must be fairly constituted, it is understood that the purpose of these Canons, the governing documents of the Diocese, Robert’s Rules of Order, and the Florida law is to create a fair process for matters as significant as the election of a Bishop. Here, this Court is troubled by the failure of the Diocese to follow the Notice sent on April 7, 2022 (Exhibit 1).

First, the Notice states specifically that delegates who “do not register by the deadline, ... will not be allowed to attend. There will be no exceptions.”

Second, the Notice further emphasized the Diocese’s commitment “to reiterate that there is no provision for remote or proxy voting” and that “[d]elegates must be present at the Special Convention to vote.”

These rules, that were set out over a month before the Special Election were abruptly changed a mere forty-eight hours before the election. The result of these elemental changes was to treat Clergy and Lay Delegates differently, allowing only Clergy to remotely attend and vote.

Was it fair and reasonable in the special election of a bishop coadjutor to change the process of voting for clergy two days before the election? The issue of fairness comes into sharper focus, when considering that the rationale for such a drastic change was not a state of emergency like many of our dioceses encountered in the height of the pandemic. Rather, it was a mere realization by the Diocese several days before the election that clergy registration fell short of the quorum needed to assemble the Convention. It is impossible to predict whether the outcome would have

been different if the Convention was postponed to ensure the Diocese's own procedures as outlined in its April 7 Notice were followed.¹⁶

We conclude that the Diocese's failure to abide by its own stated Notice without significant cause was unfair to Lay Delegates; to those clergy who were physically present and who may have strategized in accordance with the rules to ensure their favored candidate was elected in reliance on the notice; and to the candidates themselves who also had a right to rely upon the notice and whose fortunes may have changed had the procedures as outlined been properly followed.

CONCLUSION

In conclusion, the Court finds that: a) a clergy quorum was not reached in accordance with the Diocese's own Articles of Incorporation, Canons (bylaws), Robert's Rules of Order and Florida law; b) the irregularities in the Convention process itself cast a shadow over the legitimacy of the election; and c) the action of the Diocese in changing its manner of voting two days prior to the election was fundamentally unfair to the Delegates of the Convention and the candidates who relied on the April 7, 2022 notice in preparation for the election.

¹⁶ A few additional concerns were raised by Delegates and members of the Diocese in our investigation. Several Delegates stated they were not able to vote on Zoom, as the voting poll closed prior to their realization it was available. Also, a number of clergy stated they were denied canonical residence and, therefore, were unable to vote. Though these statements, if proven, are cause for concern, we did not believe these concerns rose to a level to affect our findings. Finally, it was reported to us that Rev. Charlie Holt (the asserted candidate-elect) accepted a position with the Diocese of Florida with a start date of August 1st, a date that would precede the completion of the consent process. We also view this as falling outside the purview of this Court's investigation.

Faithfully,

The Court of Review of The Episcopal Church

The following members participated in this matter:

Ms. Laura A. Russell, Esq. (President)	The Rev. Tracie Middleton* (Clerk of the Court)
Mr. Julian M. Bivins, Jr., Esq.*	The Rt. Rev. Gretchen Rehberg*
Ms. Karen Valentia Clopton*	The Rev. Canon Brian Reid*
Ms. Sharon Henes	Hon. William Vodrey*
The Rt. Rev. Carlye Hughes*	The Rev. Chris Wendell
Ms. Brunilda Rodriguez Velez, Esq.	The Ven. Chip Whitacre*
The Rev. Lisa Kirby	
The Rev. Gayle McCarty*	
The Rt. Rev. José McLoughlin*	

Ms. Diane E. Sammons, Esq. (Legal Advisor)
Mr. Scott Remington, Esq. (Legal Advisor, Florida Law)

The Rt. Rev. John Bauerschmidt* recused himself and did not participate in these proceedings.
The Rev. C. Suzanne Mollison and Mr. James Hunt, Esq. did not participate in these proceedings.

*Members not elected at the July 2022 TEC General Convention, but participating because the matter began prior to the election of members of the Court of Review at the General Convention. Cf. TEC Canons IV.17.8(a) (“...there shall be no change in the composition of the Court with respect to a particular Respondent following any hearing, in the matter and while it is pending unresolved before the Court..”).

Exhibit 1



EPISCOPAL DIOCESE *of* FLORIDA

Special Electing Convention Details: Registration, Schedule, Rules of Order and Meet & Greet Sessions

To all members of the Diocese of Florida, and particularly to all delegates to the Special Electing Convention of May 14,

Grace and Peace to you in this Lenten Season.

As we move towards Holy Week, we will once again be moving through the apex of our Christian faith: the death and resurrection of Jesus Christ. And once we have welcomed that Happy Morning, we will be less than a month away from our episcopal election. As a reminder, **the election will be held on Saturday, May 14 at St. John's Cathedral in Jacksonville.**

We wanted to let you know that no candidates were nominated by Petition. **Therefore the 5 candidates that were announced on March 10 will comprise the slate on May 14.** Please continue to pray for each of them and their families daily.

The Standing Committee also wanted to let you know about some details of that all important day. As we have moved closer to the date, some things have come into focus, and so some things have shifted slightly since the presentation given at our Annual Convention in January.