

Resolution
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The Reconvened 175th Annual Convention
Diocese of Chicago
June 8, 2013

Subject: Reunion with the Episcopal Diocese of Quincy

Sponsors: The Bishop of Chicago; Standing Committee;
Diocesan Council; Bishop and Trustees

RESOLUTION

Whereas, this Convention in earlier session on November 17, 2012, adopted a Resolution of Intent affirming its desire and intention to pursue a reunion of the Diocese of Chicago with the Diocese of Quincy pursuant to Canon I.10.6 of the Episcopal Church, such Resolution being attached hereto as Exhibit A; and

Whereas, the Bishop of Chicago, working with the advice and consent of the Standing Committee, has completed a review and investigation of the current state of the Diocese of Quincy, as directed by the Resolution of Intent; and

Whereas, the Bishop of Chicago and the Standing Committee of this Diocese, on behalf of the Diocese of Chicago, have entered into an Agreement of Reunion with the Diocese of Quincy, represented by the Provisional Bishop of Quincy and the Standing Committee of the Diocese of Quincy, subject to the approval of this Convention and of the Synod of the Diocese of Quincy, said Agreement being attached hereto as Exhibit B;

Now Therefore be it Resolved, that this reconvened 175th Annual Convention of the Episcopal Diocese of Chicago hereby approves the Agreement of Reunion attached hereto and reaffirms its desire to effect a reunion of the Episcopal Diocese of Quincy with this Diocese pursuant to said Agreement and Canon 1.10.6 of the Canons of the Episcopal Church; and

Be it Further Resolved, that this Convention directs the Bishop of Chicago, working with the advice and consent of the Standing Committee of this Diocese and with the Provisional Bishop and Standing Committee of the Diocese of Quincy, to complete the necessary steps effectuating such reunion of the Dioceses into the Diocese of Chicago, including seeking the approval of a majority of all Bishops of the Episcopal Church having jurisdiction, seeking the approval of a majority of the Standing Committees of all the Dioceses of the Episcopal Church, and, following such approvals, certifying the results to the Secretary of the House of Deputies of the General Convention, whereupon the reunion shall be complete, all in accordance with the Agreement of Reunion and Canon I.10.6.

EXPLANATION

As set forth in the Resolution of Intent adopted last November (Exhibit A hereto), the Diocese of Chicago and the Diocese of Quincy have undertaken a lengthy period of discernment and examination with respect to a possible reunion of the Dioceses. Both Dioceses, with the approval of their Bishops and Standing Committees, have concluded that such a reunion is mutually desirable and would further the work and ministry of the body of Christ in northern and western Illinois. Having so concluded, the Bishops and Standing Committees have entered into the Agreement of Reunion (Exhibit B hereto).

The people of the Diocese of Quincy are overwhelmingly in support of this reunion and look forward to its consummation. In the Diocese of Chicago, four public hearings have recently been conducted around the Diocese at which questions and comments have been collected. The responses have been very positive to the reunion.

Pursuant to the Agreement of Reunion and to Canon I.10.6 of the Episcopal Church, if this Convention and the Synod of the Diocese of Quincy approve the Agreement, the reunion of the two Dioceses into the Diocese of Chicago will be submitted to all Bishops of the Episcopal Church having jurisdiction and to the Standing Committees of all the Dioceses of the Episcopal Church. Upon the approval of a majority of such Bishops and Standing Committees, the result will be certified to the Secretary of the House of Deputies of the General Convention, whereupon the reunion will be complete. We are hopeful that this will occur by or about October 1, and confident that it will be concluded prior to the next Annual Convention of this Diocese on November 22-23, 2013.

The Bishops and Standing Committees of both Dioceses, and those who have worked with them in the consideration and examination of this reunion, express their strong support for this Resolution, for the Agreement of Reunion, and for the speedy reunion of these Dioceses, which we anticipate celebrating at the Annual Convention of the reunited Diocese of Chicago on November 22-23.

Budget Impact: As noted in the November resolution, the reunion of the Diocese of Quincy with this Diocese will almost certainly have a budgetary impact. Bishop Lee, in consultation with the other Sponsors of this Resolution, believes that this reunion should be effectuated despite the potential budgetary impact. Preliminary financial analysis suggests that increased costs from the reunion will be offset, at least in part, by additional income from endowment funds and other assets which the Diocese of Quincy will bring into a reunited Diocese. These assets are currently frozen, however, pending the resolution of litigation.

**The 175th Annual Convention
Diocese of Chicago
November 16-17, 2012**

Subject: Resolution of Intent Regarding the Episcopal Diocese of Quincy

Sponsor: Bishop and Trustees, Diocesan Council, and Standing Committee

RESOLUTION

Whereas, this Diocese is the parent Diocese of the Episcopal Diocese of Quincy, by virtue of the creation of that Diocese in a division and declaration made by the General Convention of the Episcopal Church in 1878; and

Whereas, this Diocese and the Diocese of Quincy have commenced discussions concerning the possible reunion of the Diocese of Quincy with this Diocese; and

Whereas, the people of the Diocese of Quincy, having been deeply impacted by the departure of a number of congregations in 2008, desire to reunite with the Diocese of Chicago and become active in the wider Episcopal Church; and

Now Therefore be it Resolved, that this 175th Annual Convention of the Episcopal Diocese of Chicago hereby affirms its desire and intention to pursue a reunion of the Episcopal Diocese of Quincy with this Diocese pursuant to the provisions of Title I, Canon 1.10.6 of the Canons of the Episcopal Church (the “Quincy Reunion”); and

Further Resolved, that this Convention hereby delegates to the Bishop of this Diocese, working with the advice and consent of the Standing Committee, the task of overseeing completion of a diligent investigation of the current state of the Episcopal Diocese of Quincy and, based on such investigation, overseeing the negotiation of an agreement for the Quincy Reunion with the Diocese of Quincy (the “Quincy Reunion Agreement”), to be presented to the next sitting of this Convention or (at his discretion) to the next annual Diocesan Convention of this Diocese for its consideration; and

Further Resolved, that the Bishop of this Diocese, working with the advice and consent of the Standing Committee, is directed to proceed (as and when he deems appropriate) with obtaining the approval of the Quincy Reunion Agreement by (a) the Convention or Synod and the Ecclesiastical Authority of the Episcopal Diocese of Quincy, and (b) following approval by the Diocesan Convention for this Diocese, the Bishops and Standing Committees of The Episcopal Church, all as specified in Title I, Canon 1.10.6 of the Canons of the Episcopal Church; and

Further Resolved, that all actions heretofore taken by the Bishop of this Diocese in furtherance of the foregoing resolutions are approved, ratified and confirmed in all respects; and

Further Resolved, that nothing contained in these resolutions shall be deemed to limit the authority of the Bishop of this Diocese, in consultation with the Standing Committee, to terminate discussions concerning the Quincy Reunion or to materially alter the conditions or terms of a possible Quincy Reunion.

EXPLANATION

In 2008, the Diocese of Quincy was torn apart when the former bishop "forced" a vote that resulted in the majority of congregations from the diocese of Quincy voting to join the Anglican Church in North America (ACNA). Of the 23 churches in the diocese, 18 left The Episcopal Church leaving the remaining 5 congregations traumatized and grief-stricken. Members of 3 of the former congregations in Macomb¹, Galesburg, and Moline established new Episcopal congregations in rental locations. In 2004, the Diocese of Quincy had approximately 3,000 members; by 2008, the number had declined to 1,500. Today, of the remaining congregations, the Average Sunday Attendance is around 350 with total members at 755.

When the Diocese of Quincy reorganized in 2009, Bishop John Buchanan was appointed provisional Bishop. At the same time, the diocese established the Quincy Futures Committee to determine the future of this newly re-constituted diocese. The Quincy Committee had explored a variety of options from continuing on their own, to merging with neighboring dioceses, or re-uniting with Chicago. In early 2012, the Quincy Futures Committee approached Bishop Lee about a possible reunion. Bishop Lee appointed Rev Matt Gunter, Rev Kristin Orr, Rev Shawn Schreiner, Rev Jennifer Baskerville-Burrows, Richard Hoskins, Bruce Plummer, and Courtney Reid to serve with him and Bishop Epting on Chicago's Quincy Committee.

The two committees have met together three times; the Diocesan Councils of the two dioceses held a joint meeting in September; Courtney Reid, Alyson Eyer, and Bruce Plummer spent two days in the diocese visiting congregations currently in the Diocese of Quincy and ACNA churches as well; and Bishop Lee and several Diocesan staff and leaders attended the Quincy Synod in October.

Since March 2009, litigation has been pending in the Circuit Court of Adams County, Quincy, Illinois, seeking a declaration by the court as to the proper ownership of Diocesan assets, as between the breakaway ACNA parishes and diocese, and the non-departing parishes and original Diocese of Quincy. The main asset in question is the Diocesan endowment fund with a current value of about \$4 million, of which more than \$3 million belongs to the Diocese and the remaining amount represents funds of contributing parishes. After many delays, the case is scheduled for trial in late April, 2013. After that, there will undoubtedly be an appeal, so the final fate of the fund is unlikely to be determined before the end of 2013 or even later. Nonetheless, and despite the uncertainty that always hangs over litigation, we believe the original Diocese of Quincy is likely to prevail and that the endowment fund will stay with the

¹ This was erroneously referred to as "Warsaw" in the explanation section of the original resolution.

original Diocese of Quincy, and thus with the Diocese of Chicago in the event of a reunion of Dioceses

As the Episcopal Church in the Diocese of Chicago, the groups sponsoring this resolution believe it is our duty and obligation as Christians to respond and support our sisters and brothers in Christ who feel abandoned and forgotten by their former bishop, clergy and diocese. They want to reunite with our Diocese and rejoin and be active in the greater Episcopal Church.

Budget Impact: The reunion of the Diocese of Quincy with this Diocese will almost certainly have a budgetary impact. Bishop Lee, in consultation with the Sponsors of this Resolution, believes that this action should be considered despite the potential budgetary impact. Preliminary financial analysis has suggested that increased costs from the reunion will be offset by additional income from endowment funds and other assets which the Diocese of Quincy will bring into a reunited Diocese. The assets of the endowment, however, are currently frozen until the pending litigation is settled.

**Agreement of Reunion
of the Diocese of Chicago and the Diocese of Quincy**

This **Agreement of Reunion** is made pursuant to Canon I.10.6 of the Canons of the Episcopal Church between the Diocese of Chicago and the Diocese of Quincy for the purpose of effecting the reunion of these two Dioceses (the “Reunion”), in accordance with Canon I.10.6 and this Agreement, as follows:

1. **History of the Dioceses.** The Diocese of Chicago and the Diocese of Quincy were once one diocese, then called the Diocese of Illinois, which was formed in 1835 by action of the General Convention of the Episcopal Church. In 1878, by a division and declaration made by the General Convention, the Diocese of Quincy and the Diocese of Springfield were created out of the Diocese of Illinois, with the Diocese of Illinois remaining as the parent diocese. Subsequently, the Diocese of Illinois was renamed the Diocese of Chicago. It is now the desire of the Diocese of Chicago and the Diocese of Quincy to reunite and to be known hereafter as the Diocese of Chicago.

2. **Effectiveness of this Agreement.** This Agreement shall become effective upon the completion of the last to occur of the following:

(a) The consent of the Bishop of the Diocese of Chicago and of the Provisional Bishop of the Diocese of Quincy;

(b) The consent of the Standing Committee of the Diocese of Chicago and the Standing Committee of the Diocese of Quincy; and

(c) The approval of the Convention of the Diocese of Chicago and of the Synod of the Diocese of Quincy.

3. **Consent of the Bishops of Chicago and Quincy.** The Bishop of the Diocese of Chicago, the Right Reverend Jeffrey D. Lee, and the Provisional Bishop of the Diocese of Quincy, the Right Reverend John C. Buchanan, in support of this Reunion, hereby consent to this Agreement, as evidenced by their respective signatures affixed hereto.

4. **Consent of the Standing Committees.** The foregoing consents of the Bishops have been given upon the advice and consent of their respective Standing Committees which, in support of this Reunion, also consent to this Agreement, as evidenced by the signatures affixed hereto by the President of the Standing Committee of the Diocese of Chicago and the President of the Standing Committee of the Diocese of Quincy.

5. **Effective date of the Agreement.** This Agreement shall be effective upon the date of its approval by the Convention of the Diocese of Chicago and the Synod of the Diocese of Quincy, whichever occurs later.

6. **Effectiveness of the Reunion.** Following the approval of this Agreement by the Convention of the Diocese of Chicago and the Synod of the Diocese of Quincy, the Reunion shall become effective upon the completion of following:

- (a) the approval of a majority of all Bishops of the Episcopal Church having jurisdiction;
- (b) the approval of a majority of the Standing Committees of all the Dioceses of the Episcopal Church; and
- (c) the certification of the foregoing results to the Secretary of the House of Deputies of the General Convention by the Diocese of Chicago;

Whereupon the Reunion shall be complete, pursuant to Canon I.10.6.

7. **Acts following the Reunion.** Upon the effectiveness of the Reunion the following shall occur:

(a) The Right Reverend John Buchanan, having served as Provisional Bishop of the Diocese of Quincy, may, in the discretion of the Bishop of Chicago, be appointed an Assistant Bishop of the Diocese of Chicago, subject to the requirements of Canon III.12.5 of the Episcopal Church, including the consent of the Standing Committee and the approval of the Convention of the Diocese of Chicago.

(b) In accordance with the approval and consent of the Dean and Chapter of St. Paul's Cathedral, it will cease to be a cathedral and shall continue as St. Paul's Episcopal Church, a parish church of the Diocese of Chicago.

(c) The Diocese of Chicago being the canonical successor to the Diocese of Quincy, all clergy in good standing who are canonically resident in the Diocese of Quincy shall become and be deemed to be canonically resident in the Diocese of Chicago, subject to the direction of the Bishop of Chicago, including pastoral direction, pursuant to the Constitution and Canons of the Episcopal Church and of the Diocese of Chicago. All previous or existing accessions, agreements, or duties to the Diocese of Quincy or the Bishop thereof, whether according to civil law or canon law, shall be deemed accessions, agreements, and duties to the Diocese of Chicago and the Bishop thereof.

(d) The Diocese of Chicago being the canonical successor to the Diocese of Quincy, all parishes, missions, and congregations of the Diocese of Quincy shall become and be deemed to be parishes, missions, and congregations of the Diocese of Chicago, subject to the Constitution and Canons of the Episcopal Church and of the Diocese of Chicago. All previous or existing accessions, agreements, or duties to the Diocese of Quincy or the Bishop thereof, whether according to civil law or canon law, shall be deemed accessions, agreements, and duties to the Diocese of Chicago and the Bishop thereof.

(e) All property and assets of the Diocese of Quincy and of the corporation known as The Trustees of Funds and Property of the Diocese of Quincy ("the Trustees"), including the Diocesan Endowment Fund and all other endowments, trusts, cash, investments, real estate, buildings, personal property, and all other property and assets of any kind owned or controlled

by the Diocese of Quincy, by the Bishop of the Diocese of Quincy, or by the Trustees, shall become the property and assets of the Diocese of Chicago and of the appropriate institutions thereof, as directed by the Bishop of Chicago. All such transfers are hereby confirmed and ratified as being consistent with the Constitution and Canons of the Episcopal Church, the Diocese of Chicago, and the Diocese of Quincy, and as being consistent with all applicable fiduciary duties of the transferor and transferee bodies, whether such duties arise in canon law or in federal or state secular law. The rights, duties and responsibilities of the Trustees shall also be deemed transferred to the appropriate institutions of the Diocese of Chicago, as directed by the Bishop of Chicago. As soon as practicable, the corporation known as the Trustees of Funds and Property of the Diocese of Quincy shall be dissolved or merged into an institution of the Diocese of Chicago as directed by the Bishop of Chicago. In either case, the Diocese of Chicago and its institutions, as designated by the Bishop of Chicago, shall be the legal and equitable successors to all rights, claims and assets heretofore owned or controlled by the Diocese of Quincy or by the Trustees.

(f) All officers and other personnel of the Diocese of Chicago and of the former Diocese of Quincy shall cooperate fully in effectuating the purposes and provisions of this Agreement, including any re-titling of funds, property or insurance policies, the registration or modification of any property rights, the execution of necessary papers, and any other steps or actions reasonably appurtenant to this Agreement, its purposes and provisions.

(g) Within the discretion of the Bishop of Chicago, employees of the Diocese of Quincy may be offered employment with the Diocese of Chicago under terms and conditions to be approved by the Bishop of Chicago.

(h) All matters which are the subject of the Reunion or of the Agreement shall be governed by the Constitution and Canons of the Episcopal Church and of the Diocese of Chicago. The Diocese of Quincy shall cease to exist, the Constitution and Canons of the Diocese of Quincy shall be of no further force or effect, nor shall any offices or institutions of the Diocese of Quincy continue in existence, including its Standing Committee, Diocesan Council, Trustees of Funds and Property, Deaneries, any Diocesan agencies or institutions designated as such by the Diocese of Quincy pursuant to its Canon 42, or any other offices or institutions of the Diocese of Quincy. The rights, duties and responsibilities of all such offices and institutions shall be deemed transferred to the appropriate institutions of the Diocese of Chicago, as directed by the Bishop of Chicago. Notwithstanding the foregoing, however, the officers, trustees and directors of the Diocese of Quincy and its constituent institutions shall be, and hereby are, empowered, following the effectiveness of the Reunion, to execute and deliver documents and to take actions in the name of the Diocese of Quincy or a constituent institution, as applicable, in order to facilitate the implementation of the Reunion (including without limitation the actions described in section 7(f) above), provided that all such actions following the effectiveness of the Reunion shall be taken only with the consent of the Bishop of Chicago.

8. **Deaneries.** Upon effectiveness of the Reunion, all parishes and missions formerly of the Diocese of Quincy shall be designated the "Quincy Deanery," subject to any future action by the Convention of the Diocese of Chicago to reorganize or regroup the Deaneries of the Diocese of Chicago.

9. **Elections to Institutions of the Diocese of Chicago.** The parties intend that promptly following the effectiveness of the Reunion, all clergy and lay persons who were formerly resident in and members of the Diocese of Quincy shall be fully integrated into the life and work of the reunited Diocese of Chicago. To that end, at the first Diocesan Convention of the Diocese of Chicago following the effectiveness of the Reunion, the Diocese of Chicago shall use its best efforts to cause the following representation to be effected in the following institutions and constituent bodies of the Diocese of Chicago:

(a) For election to the Standing Committee of the Diocese of Chicago, at least two nominees, one clergy and one layperson, who are residents in the former Diocese of Quincy.

(b) For election to the Diocesan Council of the Diocese of Chicago, at least two nominees, one clergy and one layperson, who are residents in the former Diocese of Quincy.

(c) For election to Bishop and Trustees of the Diocese of Chicago, at least two nominees, at least one of whom is a layperson, who are residents in the former Diocese of Quincy.

10. **Applicable Law.** This Agreement shall be construed in accordance with (a) the Constitution and Canons of The Episcopal Church, (b) the Constitution and Canons of the Diocese of Chicago, (c) the Constitution and Canons of the Diocese of Quincy, and (d) the internal laws of the State of Illinois, if applicable. In the event of a conflict between the Constitution and Canons of the Diocese of Chicago and those of the Diocese of Quincy, the Constitution and Canons of the Diocese of Chicago shall control.

11. **Captions.** The captions in this Agreement are for convenience only and shall not be considered a part hereof or affect the construction or interpretation of any provision of this Agreement.

12. **Execution.** This Agreement may be executed in one or more counterparts, each of which shall be deemed an original and all of which together shall constitute but one and the same instrument. Execution and delivery of this Agreement by delivery of a facsimile copy bearing the facsimile signature of a party to this Agreement shall constitute a valid and binding execution and delivery of this Agreement by such party.

