

Association for Episcopal Deacons

Board Member Responsibilities and Covenants

Adopted for Board members elected in 2026 and seated in 2027

Purpose of These Covenants

These covenants articulate the shared commitments, responsibilities, and expectations of service on the Board of Directors of the Association for Episcopal Deacons (AED). They are intended to support faithful governance, transparency, mutual accountability, and sustainability for the organization, its staff, and its volunteers.

Service on the Board is an expression of vocation within the Church. Board members serve not only as fiduciaries of a nonprofit corporation, but as stewards of a ministry that exists for the strengthening of the diaconate and the wider Church.

These covenants are designed to help prospective and current Board members understand the nature of that service, opt in with clarity, and step back with grace when a season of service changes.

Approach to Governance

The AED Board of Directors functions as a governing board with defined opportunities for meaningful contribution.

The Board's primary responsibilities are to:

- Safeguard AED's mission and values
- Set strategic direction and policy
- Fulfill fiduciary and legal responsibilities as directors of a 501(c)(3) nonprofit corporation
- Support and oversee the work of the President and officers

In carrying out these duties, Board members act both as spiritual leaders within the Church and as directors under civil law, exercising the duties of care, loyalty, and obedience required of nonprofit board members.

The Board manages the program and property of the Association in accordance with the Constitution and By-Laws. Between meetings of the Board, the Executive Committee may exercise the powers of the Board as provided in the By-Laws.

The Board may hire or contract for executive services. Such executive services operate under the authority of the President and are responsible to the Board, as provided in the By-Laws.

While Board members may contribute time-limited, task-specific effort in support of AED's work, the Board does not function as a standing working board. All service is undertaken in a spirit of collaboration, respect, and shared discernment.

Term of Office

- Directors serve four-year terms beginning at the first meeting of the Board following verification of election results.
 - No Director who has served two full consecutive terms may be elected to serve another successive term.
 - Directors are elected by the membership as set forth in the By-Laws.
 - The President, with approval of a majority of the Board, may appoint Directors to fill vacancies until the next election, as provided in the Constitution.
 - Up to three additional Directors may be appointed to ensure balanced representation.
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Attendance and Meetings

Board members are expected to:

- Attend at least one annual meeting of the Board of Directors
- Participate in additional regular or special meetings as called in accordance with the Constitution and By-Laws
- Serve on at least one committee, task force, or council

A Director who misses three consecutive meetings for reasons other than medical shall be considered to have resigned, in accordance with the Constitution.

A quorum for the transaction of business shall consist of a majority plus one of the members of the Board.

Officers and Executive Committee

The officers of the Association are the President, Vice-President/President-Elect, Past President, Secretary, and Treasurer, as provided in the Constitution.

The President presides at meetings of the Association and the Board of Directors and exercises leadership over the activities and functions of the Association.

The Executive Committee consists of the President (Chair), Past President, Vice-President/President-Elect, Secretary, Treasurer, and the Executive Director, as provided in the Constitution and By-Laws. The Executive Committee may exercise the powers of the Board between meetings, except as limited in the Constitution.

Orientation and Formation

New Board members participate in an orientation session coordinated by the President. Orientation may be conducted virtually and is required prior to full participation in Board work.

Ongoing formation related to governance, fiduciary responsibility, fundraising, and AED's mission is considered part of Board service.

Board Member Covenants

Board members covenant to:

Mission and Spiritual Grounding

1. Pray for and promote the diaconate.
2. Pray for AED's staff, Board members, and membership.
3. Pray for the Episcopal Church and its ecumenical relationships.

Governance and Accountability

4. Set policy and strategic direction in alignment with AED's mission and purpose as stated in the Constitution.
5. Prepare for and participate fully in Board meetings and decision-making.
6. Serve faithfully on committees, task forces, or councils as appointed.
7. Maintain appropriate confidentiality.
8. Disclose conflicts of interest promptly and remove oneself from deliberations where a conflict exists, in accordance with the By-Laws.
9. Uphold the highest standards of financial responsibility and ethical conduct.

10. Be accountable to the membership and the wider Church for competent and conscientious governance.

Relationship with Executive Services and Staff

11. Support and partner with the President and officers in their leadership of the Association.
12. Respect the governance structure established in the Constitution and By-Laws, recognizing that executive services operate under the authority of the President and are responsible to the Board.

Fundraising and Sustainability: Give and Advocate

Board members share responsibility for the financial sustainability of AED. As stewards of this ministry, Board members recognize that financial support is a tangible expression of commitment to AED's mission. Board members covenant to:

13. Be current members of the Association for Episcopal Deacons.
14. Make an annual personal financial contribution to AED, at a level that is personally meaningful.
15. Participate in fundraising and membership development in one or more of the following ways, as discerned in conversation with the President:
 - Providing warm introductions to potential donors, dioceses, or partners
 - Participating in defined fundraising or membership campaigns
 - Serving as visible ambassadors for AED's work
 - Sharing stories, testimony, or reflections that articulate AED's mission and impact
 - Participating in donor conversations or asks, when willing and appropriately supported

Fundraising participation is expected, but specific roles will reflect individual gifts, comfort, and capacity. Board members are not expected to engage in fundraising practices inconsistent with their conscience or pastoral identity, but are expected to contribute meaningfully to AED's sustainability.

Committees, Task Forces, and Councils

Committees and other groups may be appointed by the President to fulfill the work of the Association, as provided in the By-Laws.

Board members who serve in leadership roles within committees are expected to:

- Work toward clearly defined goals and timelines
- Report regularly to the Board
- Act within the authority delegated by the Board or President

Conflict of Interest

Changes in Capacity

Board service occurs within seasons of life and ministry. When a Board member's capacity changes:

- Board members are encouraged to initiate a conversation with the President.
- Options may include renegotiating responsibilities, shifting committee roles, or taking a defined pause from certain obligations.
- Board members may step back from Board service with honor and clarity, discerning other ways to support AED such as committee service, advisory roles, ambassadorship, or prayer.

Stepping back is understood as a faithful act of discernment, not failure. The Board commits to fostering a culture in which honest conversation about capacity is welcomed and respected.

Acceptance of Covenant

By accepting nomination and election to the AED Board of Directors, members affirm that they have read, understand, and are willing to serve in accordance with these covenants and the Constitution and By-Laws of the Association.

In so doing, they affirm their intention to serve both faithfully as leaders within the Church and responsibly as directors of a nonprofit corporation, holding together spiritual commitment and fiduciary accountability.

Approved by Board of Directors February 25, 2026