

# PROPOSED REVISED UNIFORM PARISH BYLAWS

## DIOCESE OF THE SOUTH ORTHODOX CHURCH IN AMERICA

### *Preamble*

+ In the Name of the Father, and of the Son, and of the Holy Spirit. Amen.

**These By-laws are issued for the governance of the parishes and local congregations** of the Diocese of the South, a territorial diocese of the Orthodox Church in America, which is the local autocephalous Orthodox Church belonging to the worldwide communion of Orthodox Churches. **The Orthodox Church in general and the Orthodox Church in America in particular are hierarchical in structure.** The primate of the Orthodox Church in America is the Archbishop of Washington and New York and Metropolitan of All America and Canada. **Hereafter, the words “the Parish” shall refer to said individual local congregations and parishes.**

The Parish is governed by Holy Tradition, that is, the whole body of teaching and practice of the One Holy, Catholic, and Apostolic Church. The Tradition is expressed first of all in Holy Scripture, and also in the dogmatic decisions and canons of the seven Ecumenical Councils, the canons of the provincial councils, the canons and writings of the holy Fathers and Doctors of the Church, in the liturgical life of the Church, and in the Statute of the Orthodox Church in America. The purpose of the regulations contained in these ByLaws is to apply Holy Tradition to the organization and daily life of the parish.

These Bylaws are standard and obligatory for all parishes of the Diocese of the South, having been duly promulgated by the Diocesan authority. **Exceptions to any provision of these Bylaws may be made only by express written permission of the Diocesan bishop.**

The ByLaws consist of this Preamble and the **twelve** Articles which follow.

### *Article I*

#### *The Name of the Parish*

The name of the Parish shall be the name of the feast, commemoration, or saint to which it is dedicated with the addition of the words “Orthodox Church, Incorporated.” The dedication of the Parish shall be decided by the members of the Parish with the approval and blessing of the diocesan Bishop.

### *Article II*

#### *The Purpose of the Parish*

*Section 1* The purpose of the Parish is:

To maintain a local Orthodox Christian community under the authority and protection of the ruling Bishop of the Diocese of the South **of the Orthodox Church in America;**

To worship God in accordance with the Tradition of the Holy Orthodox Church, “in Spirit and in truth” (John 4:24);

To preserve, protect, defend, and propagate the Holy Orthodox Faith, “contend(ing) earnestly for the faith which was once delivered unto the saints” (Jude 5) and zealously carrying out the Lord's commandment to make disciples of all peoples (Matthew 28:19~20);

To provide charitable aid to the poor and Christian education for its members, heeding the Lord's exhortations to “give alms of such things as ye have” (Luke 11:41), that “thou shalt open thine hand wide unto thy brother, to thy poor, and to the needy, in thy land” (Deuteronomy 15:11); and to "increase in the knowledge of God" (Colossians 1:10); and

To build and maintain churches, chapels, schools, and other religious, educational, and benevolent institutions as may be expedient.

*Section 2* The languages of worship in the Parish shall be those that meet the needs of the membership, so that the people may understand. As Saint Paul says, "How shall he that occupieth the room of the unlearned say Amen at thy giving of thanks, seeing that he understandeth not what thou sayest? ... I had rather speak five words with my understanding, that by my voice I might teach others also, than ten thousand words in an unknown tongue" (I Corinthians 14:16-19).

*Section 3* The Parish must strive to maintain an apostolic zeal and a missionary spirit to draw new souls to the Orthodox Faith, in accordance with its purposes as enumerated in Section 1 of this Article. The Parish likewise must be ever ready to accept into its fellowship all persons who desire to follow the Orthodox way, that is, become members of the Orthodox Church and to live in accordance with her teachings. This the Parish must do, following the example of the Apostolic Church, which “added daily to the Church such as should be saved” (Acts 2:47).

### *Article III* *Membership*

*Section 1* *Definition.* Members of the Parish are those persons who:

- (a) have been baptized and chrismated, or otherwise canonically received, into the Church and who consciously uphold and profess the Orthodox Faith;
- (b) are regular communicants, that is, frequent participants in the Holy Mysteries of Confession and Communion. Members ideally partake of the Mysteries weekly, but in any case, no one can be a member of the Parish who fails to comply with this obligation at least once a year;
- (c) fulfill the financial obligations established by the Parish. All members are urged to make a yearly commitment for financial support of the Parish in the form of a pledge, the ideal of which is a tithe (onetenth) of their income; and
- (d) declare their intention to be members.

*Section 2* *Purposes of Membership - Privileges and Obligations of Members.* Following the Tradition of the Church, the purpose of membership in the Parish is to seek the knowledge of God and union with Him through Jesus Christ by the grace of the Holy Spirit, and to express that unity with God in Christ in all family, **business**, and social activities. Generally, this expression consists of an enlightened obedience to the teachings of the Orthodox Faith, and is manifested in regular attendance at the Parish's divine services, in frequent reception of the Holy Gifts of the Body and Blood of Christ, in regular cleansing of the soul through Confession, in care for the Parish property and buildings, in regular contributions in fulfillment of

their financial commitment, and in doing everything possible to promote the Christian spirit of love, unity, and brotherly concern among the members of the Parish.

*Section 3 New Members.* Any person who desires to become a member of the Parish and who is baptized and chrismated, or otherwise canonically received, into the Orthodox Church, must present himself to the rector or the priest in charge, who will inform him of the life and activities of the Parish. When that person shall have received the Holy Mysteries of Confession and Communion, he shall then declare his intention to become a member of the Parish by means of a written declaration which the Parish shall provide for this purpose, and he shall then be accepted as a member and enrolled by the pastor and Parish secretary on the list of members.

**Any person desiring to enter the Holy Orthodox Church and membership in the parish who is not baptized and chrismated or otherwise canonically received shall present himself to the rector or priest in charge to be instructed and received in accord with the Tradition and practice of the Holy Orthodox Church and the directives of the Diocesan Bishop.**

#### *Article IV* *The Parish Meeting*

*Section 1 Authority and Franchise.* The Parish Meeting is the highest authority of the Parish as a civil corporation. All members of the Parish as defined in Article III, Section 1, who have been members for a period of six months and are at least eighteen years old may attend and vote at the Parish Meeting.

*Section 2 Place of the Parish Meeting.* The Parish Meeting must be held on Parish premises.

*Section 3 Periodicity of the Parish Meeting.* The Parish Meeting is held annually on a predetermined Sunday of the year following the celebration of the Divine Liturgy.

*Section 4 Notice and Agenda of the Parish Meeting.* Notice of the annual Parish Meeting shall be given by the rector or priest in charge from the ambon at the Divine Liturgy on the three consecutive Sundays preceding the date of the Meeting. Notice must also be made at least once in written form in a special circular or in the parish bulletin mailed to all voting members of the Parish (See Section 1, Article IV).

The Parish Council shall set the agenda of the annual Parish Meeting at least thirty (30) days prior to the Meeting. Members of the Parish must submit proposals for inclusion on the agenda to the Parish Council in writing at least sixty (60) days prior to the annual Parish Meeting.

*Section 5 Competence of the Parish Meeting* Matters pertaining to the life of the Parish that may be discussed and acted upon at the Parish Meeting include:

- (a) the approval of the annual operating budget submitted by the Parish Council (Article X);
- (b) the election of the Parish Council members, **the auditing committee, and** the lay delegates to the Diocesan Assembly and the All American Council, if the latter is to be convened in that current year;
- (c) hearing and approving annual or special reports by committees and Parish organizations;

(d) matters concerning the purchase, improvement, or sale of real property; investment of Parish funds (other than in savings accounts); **and the transfer of any interest in or change of ownership and the incurring of indebtedness or otherwise encumbering Parish funds or property;**

(e) proposal of resolutions to the Diocesan Assembly provided that these be submitted to the Bishop three months prior to the date of the Assembly.

**No Parish Meeting, either annual or Special, shall take any action which is contrary to or not in accord with these By-laws or to the Statute of the Orthodox Church in America. Should there be any such conflict, the By-laws or the Statute shall prevail. Should there be a question whether an action of a Parish Meeting is valid or lawful under these By-laws or the Statute of the Orthodox Church in America, the issue shall be submitted to the Diocesan Bishop, and his ruling shall be final.**

*Section 6 Special Parish Meetings* In addition to the annual Parish Meeting, special Parish Meetings may be convoked by the Bishop, the rector or priest-in-charge, or by the Parish Council with the approval of the rector or priest-in-charge. Voting members of the Parish may petition the rector and the Parish Council to convoke a special Parish Meeting, such petition requiring the signatures of two-thirds of the total number of members, **and the Special Meeting must be held within one month of the presentation of the petition and the confirmation that it has the proper number of signatures.**

Special Parish Meetings are called to discuss and act upon specific matters, and no other matter may be discussed at such Meetings. The matters to be discussed and acted upon are to be announced when notice of the Special Meeting is given. Regulations regarding the notice of a Special Parish Meeting are the same as those for the annual Parish Meeting given in Section 4 of this Article.

*Section 7 The Quorum for the Annual Parish Meeting and the Special Parish Meetings.* The Quorum for the annual Parish Meeting shall be no less than fifty percent of the total number of voting members of the Parish. The quorum for a Special Parish Meeting shall be no less than one-third of the total number of voting members of the Parish.

In the absence of a quorum at the annual Parish Meeting or at a Special Parish Meeting, said meeting shall be adjourned and reconvened on the same day of the following week, and at the adjourned meeting the members present shall constitute a quorum.

*Section 8 Voting.* A simple majority of those voting members in attendance at the Parish Meeting, annual or Special, shall decide all matters within the competence of the Meeting.

*Section 9 The Presiding Officer.* The rector or priest-in-charge is the presiding officer of the Parish Meeting, annual or Special. The warden may chair parts of the meeting, in accordance with a prior agreement reached between him, the rector, and the Parish Council.

*Section 10 Confirmation of Minutes.* A copy of the minutes of the every Parish Meeting, signed by the rector or priest-in-charge and the warden, shall be sent to the Bishop, through the District Dean, for confirmation. All decisions and resolutions in those minutes become effective upon receipt of that confirmation. **No decision or resolution of a Parish Meeting, either annual or Special, is valid or effective or otherwise in force until it is submitted to and approved by the Diocesan Bishop.**

*Article V*  
*The Rector or Priest-in-Charge*

The rector or priest-in-charge of the Parish holds his office by virtue of his appointment by the Diocesan Bishop. The rector or priest-in-charge cannot leave the Parish without permission of the Diocesan Bishop. **In fulfilling his duties, the rector or priest-in-charge shall in all things obey and submit to the directives of the Diocesan Bishop, for as Saint Ignatius of Antioch enjoins, “Do nothing without the bishop.”**

All matters concerning his salary, housing, and benefits are to be agreed upon between the district dean, the Priest, and the Parish Council prior to his appointment.

By virtue of the apostolic succession abiding in the Church, in which the priest shares through his ordination, the priest’s primary responsibility is to preach and teach the doctrine of the Holy Orthodox Church, preside over the celebration of the Holy Mysteries and divine services in accordance with the Tradition of the Church, and to ensure that the life of the Parish as a whole is guided and directed toward spiritual and not secular ends.

Since the priest must answer to God for the lives and the salvation of those who are entrusted to his pastoral care (Hebrews 13:17), nothing in the Parish can be initiated without his approval and blessing, neither must he do anything pertaining to the life of the parish without the knowledge of the Parish Council and the parishioners, so that always there may be unity, mutual trust, cooperation, and love. In the event of serious disagreement between the priest and the parishioners or the Parish Council, the matter shall be referred to the district dean.

**The Diocesan Bishop may ordain for or appoint to the Parish priests, deacons, and lower clergy to assist the rector or priest-in-charge, according to the needs of the Parish. Such clergy shall perform their duties at the direction of the rector or priest-in-charge and shall defer to him in all matters affecting the life and spiritual health of the Parish. They may receive from the Parish such compensation as shall be determined by the parish council, the priest-in-charge, and the district dean.**

*Article VI*  
*The Parish Council*

*Section 1 Composition.* The Parish Council is composed of five (5), seven (7), or nine (9) persons, according to the needs of The Parish, **nominated** at the annual Parish Meeting **and confirmed by the Diocesan Bishop**. Only one member of a household may serve on the Parish Council during a given year.

*Section 2 Officers.* **Each year** at the first meeting of the Parish Council following the annual Parish Meeting, the members of the Council shall elect from among their number the Parish officers **to serve for one year**. The officers are: Warden (or Senior Warden), Treasurer, and Recording Secretary. There may also be a Junior Warden, an Assistant Treasurer, and a Corresponding Secretary, if there are enough Council members and the needs of the Parish warrant additional officers. The remaining members are designated Councilmen.

*Section 3 Term of Office.* Parish Council members shall serve for a term of one year, **unless the Parish employs a system of staggered terms as authorized below**.

**If the needs of the Parish warrant, the annual Parish Meeting may vote to divide the Parish Council into two or three classes with staggered terms. In this case Council members shall serve terms of two or three years as appropriate, depending on the number of classes. The membership of each class shall be as equal in numbers as possible. At the first election under this system, the annual Parish Meeting shall elect a full Parish Council. After their confirmation by the Bishop, at their first meeting, the members shall divide themselves into classes by drawing lots, the first group to serve for only one year, the second to serve for two years, and, if there are to be three classes, a third group shall serve for three years. At each annual Parish Meeting thereafter the terms of one class shall expire, and those elected that year shall serve for a full term. Officers shall be elected by the Parish Council annually and shall hold that office for one year, as provided in Section 2.**

*Section 4 Eligibility.* A voting member of the Parish who has been a member of the Parish for one year is eligible for election to the Parish Council. **A Council member who has served two consecutive terms may not be elected to a third consecutive term. He becomes eligible again, however, after he has been off the Council for one year.** The Parish Council will elect its three principal officers, that is, the Warden (or Senior Warden), the Treasurer, and the Recording Secretary only from those members of the Council who have been members of the Parish for at least two years.

In addition to the technical qualification of oneyear membership in the Parish, members of the Parish Council must be zealous for the Orthodox Faith; regular communicants at the Eucharist; active in the Parish; willing to work for the improvement, both spiritual and temporal, of the Parish; not contentious and rebellious against the authority of the Church; not motivated to seek office out of pride, but only out of a strong desire to work for the Lord and for the upbuilding of His Church. Specifically, no one who fulfills only the minimum requirement of receiving the Sacraments; who is known to be rebellious against the Church, the Diocese, the Bishop, or the rector or priestincharge; who promotes divisions and factions among the membership; **who is a member of the Masonic lodge, the Rosicrucians, or any similar secret or esoteric society;** and who is not regular in his attendance at church services should ever be elected to a position of leadership in the Parish.

Wives of **priests and deacons** assigned or attached to the parish, widows excepted, are not eligible for membership on the Parish Council.

**Deacons and priests other than the rector or priestincharge assigned or attached to the Parish may sit as nonvoting members of the Parish Council at the discretion of the rector or priestincharge.**

*Section 5 Installation.* Each year the newlyelected members of the Parish Council must be duly installed in the church following the Divine Liturgy in the presence of the assembly of the faithful by the rector or priestincharge. They must prepare themselves spiritually for their duties through the Holy Mysteries of Confession and Holy Communion before their installation. The installation cannot be administered until their election has been confirmed by the Diocesan Bishop. The new Council shall assume its duties immediately upon being installed.

*Section 6 Competence of the Parish Council.* The responsibilities and duties of the Parish Council shall be as provided in **the Statute of the Orthodox Church in America**, Article X, Section 8.

*Section 7 Duties of Officers.* The duties of the officers of the Parish Council shall be as follows:

(a) The Warden presides at meetings of the Council in the absence of the rector or priestincharge or at any other time by mutual agreement. He shall aid the priest in preparing the agenda for

Council meetings. He is to be ex-officio **member** of such committees as the priest and / or the Council may appoint.

(b) The Recording Secretary is to keep accurate minutes of all meetings of the Council and to prepare and distribute copies of the minutes to the priest and other members of the Council within one week following the meeting.

(c) The Treasurer is to maintain an accurate record of all monies received and disbursed, as well as pending accounts, to disburse monies as approved by the Parish Meeting and the Parish Council, to file proper tax forms and financial reports as required, to deposit all monies in the approved bank or banks weekly, to prepare monthly financial reports to the Parish Council, and to prepare the annual financial report for presentation to the annual Parish Meeting.

The Parish Council may redistribute duties among the officers or reassign duties to other officers as local circumstances may require.

*Section 8 Removal from the Parish Council.* All Parish Council members must continue to fulfill the qualifications for membership in the Parish Council during their entire tenure of office. Failure to retain membership as described in Article III, Section 1, will bring automatic dismissal from the Council.

All Parish Council members are expected to attend all Council meetings during their tenure of office. The absence of any Council member for three (3) consecutive meetings will render him subject to dismissal.

Any Council member who, during his tenure of office, engages in divisive or rebellious activities, who endeavors to create factions, or brings disharmony to or disturbs the peace of the Parish is subject to dismissal.

Although the rector or the priest in charge initiates all dismissal procedures, the Diocesan Bishop, through the district dean, may intervene in cases in which a Council member becomes subject to dismissal for the causes stated in this Section.

*Section 9 Vacancies.* All vacancies in the Parish Council shall be filled by appointment by the rector or the priest in charge with the confirmation by the Parish Council. Such appointees shall hold office until the next annual Parish Meeting

Persons appointed to fill vacancies must meet all the qualifications of elected members of the Parish Council.

*Section 10 Parish Council Meetings.* The Parish Council shall establish a regular time for its meetings, which must be held at least once each month. All meetings shall be held on Parish premises.

The presiding officer of the Council is the rector or the priest in charge, but another member of the council, usually the warden, may chair sections of a given meeting.

A simple majority of the full number of elected members of the Council shall constitute a quorum for the conduct of business.

At its meetings the Council may consider only matters which are within its competence according to **The Statute of the Orthodox Church in America**, Article X, Section 8. **The Parish Council shall take no action which is contrary to these By-laws or to the Statute of the Orthodox Church in America. Should there be such conflict, the By-laws or the Statute shall prevail. Should there be a question whether an action of the Parish Council is valid or lawful under these By-laws or the Statute, the issue shall be submitted to the Diocesan Bishop, and his ruling shall be final.**

**If the rector or the priest in charge is not present at a meeting, all decisions taken at that meeting** must be submitted to him for confirmation before they become effective.

The minutes of the Parish Council meetings shall be signed by the rector or the priest-in-charge and the secretary or the warden. Original copies of the minutes are the property of the Parish and shall be filed by the rector or the priest in charge in the Parish archives.

Parish Council meetings are open to all voting members of the Parish. Only members of the Council may vote, but any voting member of the Parish may speak on an issue, if he is recognized by the chair. At its discretion and in extraordinary circumstances, the Parish Council may hold a closed meeting, that is, one restricted to Council members.

## **Article VII**

### ***The Parish Corporation and Its Real and Liquid Property***

**Section 1 Incorporation.** The Parish shall be incorporated as a nonprofit corporation under the laws of the State in which it is located. Its articles of incorporation shall explicitly state:

(a) That the Parish is a parish congregation of the Diocese of the South of the Orthodox Church in America;

(b) That the Parish's purpose is to engage in religious, educational, and charitable activities;

(c) That these Bylaws and the Statute of the Orthodox Church in America are binding on the parish corporation in all cases and situations whatsoever;

(d) That the Parish may make distributions of funds to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue law;

(e) That no part of the net earnings of the Parish shall inure to the benefit of or be distributed to its members, trustees, officers, or other private persons, except as reasonable compensation for services rendered and to make payments and distributions in furtherance of the corporation's religious, educational, and charitable purposes;

(f) That the Parish shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

The Parish Council shall act as the board of trustees, or its equivalent, of the civil corporation.

**Section 2 Ownership.** The Parish corporation is the owner of all Parish property, assets, and funds, **which it holds in trust for the Diocese.** These are administered by the Parish Council in accordance with decisions made by the Parish Meeting and with the Statute of the Orthodox Church in America.. No decision of the Parish Meeting with regard to Parish property shall be contrary to or in conflict with any provision of **these By-laws or** the Statute of the Orthodox Church in America.

**In the event of the Parish's dissolution, the Parish Council shall dispose of the Parish's property, provided that:**

(a) In accord with Article IX, Section 9 of the Statute of the Orthodox Church in America, **all liturgical and ritual items shall be surrendered to the Diocesan Bishop or such person as he shall designate;**

(b) **The Parish Council shall pay or make provision for the payment of all of the liabilities of the Parish;**

(c) **All Parish assets shall go only to organizations organized and operated exclusively for charitable, educational, or religious purposes and which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law;**

(d) **No assets shall inure to the benefit of or be distributed to its members, trustees, officers, or other private persons, except as reasonable compensation for services rendered.**

**Any assets not otherwise disposed of shall become the property of the Diocese of the South.**

### **Article VIII** ***Official Signatures***

*Section 1.* All official documents for the Orthodox Church in America and the Diocese, and the “metrical records” of the Parish shall be signed by the rector or the priest-in-charge. In cases in which additional signatures are required, the warden, the recording secretary, or the treasurer may sign the document in question.

*Section 2.* All civil or legal documents shall be signed by the rector or the priest-in-charge and such other officers as may be designated by the membership of the Parish or required by law.

*Section 3.* All expenditures made by check shall be signed by the rector or the priest-in-charge and either the warden or the treasurer. In case there is no assigned priest, the signatures of the warden and the treasurer shall be required.

*Section 4.* The Parish corporation seal shall be affixed to all documents requiring the same. The corporation seal is the property of the parish and shall be entrusted to the care of the rector or the priest-in-charge. In the event of the transfer of the rector or the priest-in-charge the seal shall be temporarily entrusted to the warden, who shall deliver it to the new priest as soon as the latter is assigned and in residence.

### **Article IX** ***The Auditing Committee***

*Section 1.* An auditing committee of three (3) voting members of the Parish who are not members of the Parish Council shall be elected at the annual Parish Meeting to hold office for one year.

*Section 2.* The auditing committee shall audit the accounts of the treasurer and assistant treasurer, if there is one, inspect the vouchers for disbursements from petty cash, verify bank balances and the status of

securities, and generally inquire into the financial administration of the Parish. They must audit the records at least once during the year and report on their findings in writing to the annual Parish Meeting.

## **Article X** ***The Budget Committee***

*Section 1.* The budget committee shall consist of the rector or the priestincharge, the warden, and at least two other members of the parish Council, appointed by the Council each year.

*Section 2.* The budget committee shall prepare an estimated budget for the approval and adoption of the voting members of the Parish at the annual Parish Meeting.

*Section 3.* The estimated budget shall be presented to the Parish Council at least thirty days before the annual Parish Meeting.

## **Article XI** ***Parish Organizations***

***Section 1.* Service organizations such as sisterhoods, brotherhoods, youth groups, etc., may be established in the Parish according to the interest and desire of the members, with the approval and blessing of the rector or priestincharge. Such organizations shall exist solely to promote the health, growth, spiritual wellbeing, and good order of the parish. Membership in such organizations may be open to persons who are not members of the parish or communicants of the Orthodox Church, but their officers must be communicant members of the Parish. The rector or priestincharge shall be spiritual director of all parish organizations. The Parish Council or annual Parish meeting may enact such other resolutions for the direction of organizations as may be deemed necessary for the welfare of the Parish.**

***Section 2.* All organizations which use the Parish's name or which use its facilities on a regular basis shall submit a financial report to the annual Parish Meeting. This provision shall apply to the local chapters of national Churchaffiliated organizations but not to local secular associations, or local chapters or troops of nonOrthodox service organizations, such as neighborhood associations, Alcoholics Anonymous, or the Boy or Girl Scouts.**

## **Article XII** ***Amendments and Additional Regulations***

*Section 1. Amendments.* These Bylaws are uniform for all Parishes of the Diocese of the South and may not be amended by the Parish, except at the places indicated in the Preamble; Article I; Article VI, Sections 1, 3, and 7; and Article VII, Section 1. Proposed amendments may be presented to the Diocesan Bishop for his consideration and promulgation by resolution of a Parish Meeting.

*Section 2. Additional Regulations.* In matters not covered by these Bylaws, the Parish Meeting may enact legislation applicable to the particular situation of the Parish. Such additional legislation must be presented to the Diocesan Bishop for his approval before it becomes effective.