



**BYLAWS OF
ST MICHAEL'S ORTHODOX CHURCH
DIOCESE OF PHILADELPHIA
& EASTERN PENNSYLVANIA
512 SUMMER ST
OLD FORGE, PA 18518**



MISSION STATEMENT

The Mission of the Orthodox Church in America, the local autocephalous Orthodox Church, the Diocese of Philadelphia and Eastern Pennsylvania is to be faithful in fulfilling the commandment of Christ to "Go into all the world and make disciples of all Nations, baptizing them in the name of the Father, and of the Son and of the Holy Spirit, teaching them to observe all [things that He has] commanded" so that all people may be saved and come to the knowledge of the truth.

To preach, in accordance with God's will, the fullness of the gospel of the Kingdom to the peoples of North America and to invite them to become members of the Orthodox Church.

To utilize for her mission, the various languages of the peoples of this continent.

To be the body of Christ in North America and to be faithful to the tradition of the Holy Orthodox Church.

To witness to the truth, and by God's grace and in the power of the Holy Spirit, to reveal Christ's way of sanctification and eternal salvation to all.

The Mission of the parish of St Michael's Orthodox Church, Old Forge, Pennsylvania is: We exist to attract people to the excellence of Christ and to reconnect them to His idea of church. We believe in the joy of ministry and offer an adventure of faith while striving to be good stewards of Christ's Church.

PREAMBLE

St Michael's Orthodox Church, located in Old Forge, Pennsylvania, is a local parish in the Diocese of Eastern Pennsylvania of the autocephalous Orthodox Church in America. It is incorporated under the laws of the Commonwealth of Pennsylvania as a religious, not-for-profit corporation under the name of St Michael's Orthodox Church as recorded on June 17, 1921, Lackawanna County, Under Number 462, June Term 1924. The Charter was signed by Hon. H. M. Edwards, P. J. Hereafter, the corporation shall be referred to as the "Parish."

The Parish fully accepts the Statute of the Orthodox Church in America, as amended, as normative in its total life. The Parish is subject to the authority of the Diocesan Bishop.

Each year, the parish shall remit to the Diocesan Treasurer its financial support to the Diocese and through it to the Orthodox Church in America as determined by the All-American Council and in conformity with local civil law.

DEFINITIONS

ORTHODOX CHURCH IN AMERICA ("OCA"): The Orthodox Church in America is an autocephalous Church with territorial jurisdiction in the United States of America, the Commonwealth of Canada and Mexico. Its doctrine, discipline and worship are those of the One, Holy, Catholic and Apostolic Church as taught by the Holy Scriptures, Holy Tradition, the Ecumenical and Provincial Councils, and the Holy Fathers.

ALL-AMERICAN COUNCIL: The All-American Council is the highest legislative and administrative authority within the OCA.

METROPOLITAN: Among the bishops of the Orthodox Church, the Metropolitan enjoys primacy, being the first among equals. He is the diocesan bishop of one of the dioceses of the OCA and bears the title “Metropolitan of All America and Canada.” He supervises the internal and external welfare of the OCA and represents it in its relations with other Orthodox Churches, religious organizations, and secular authorities.

DIOCESE: A diocese consists of all the parishes within a geographical area. The Diocesan Hierarchy governs it with the assistance of a Diocesan Assembly and a Diocesan Council. In this document, “Diocese” shall refer to the Diocese of Eastern Pennsylvania of the OCA.

DEANERY: A specified district or group of parishes within the boundaries of the Diocese. Parishes are assigned to a specific deanery by the Orthodox Church or by the Diocesan Hierarchy. A dean, who is a priest chosen by the priests making up the parishes within the deanery or by the Diocesan Hierarchy, while subordinated to the Diocesan Hierarchy, assumes leadership in the life of the deanery and is the first instance of appeal if a dispute arises within a deanery.

PARISH: A local community of the OCA consisting of Orthodox Christians who live in accordance with the teachings and disciplines of the Orthodox Church and who regularly support the programs of their parish. Being a component of the Diocese, it is subordinate to the Diocesan Authority. In this document, “Parish” shall refer to St Michael's Orthodox Church, Old Forge, Pennsylvania.

PARISH CENSUS: At least once a year, the Parish is responsible for submitting to the Diocesan Hierarchy a Parish Census, which contains the names (first and last) and addresses of the parishioners of the Parish (as defined in Article 2, Sections 1 & 2, below), who are eighteen years of age and older.

ARTICLE ONE: THE RECTOR

- 1) **Assignment of Rector.** The Rector is the parish priest who leads the Parish and is assigned by the Diocesan Hierarchy. The Rector is neither an employee nor a contractor of the parish, but is the head of the parish under the sole authority of the Diocesan Hierarchy. The term rector also includes the duties, responsibilities, and titles of President, Chief Operating Officer, & Chief Executive Officer.
- 2) **Responsibilities.** According to the teachings of the Orthodox Church, the Rector is the spiritual father and teacher of his flock and the celebrant of the liturgical worship established by the Church. No activities in the parish can be initiated without his knowledge, approval and blessing, neither should he do anything pertaining to the parish without the knowledge of his parishioners and the parish leaders elected by them, so that always and everywhere there may be unity, mutual trust, cooperation, and love. He teaches and edifies the People of God entrusted to his spiritual care “with no partiality” (James 2:1) and sees to it that all activities within the parish serve the religious goals of the Orthodox Church. In conformity with his teaching office, the Rector shall have final authority over the church school. Specifically, the Rector of the Parish shall:
 - a) Serve the liturgical and sacramental needs according to the order of the Typikon (order of services) of the OCA;
 - b) Instruct members of the Parish in the tenets of the Orthodox Faith and piety;

- c) Stimulate church growth;
- d) Implement and be responsible for the religious education of the Parish, which the Parish will support and fund;
- e) Strive to raise the level of spirituality and morality of the members of the Parish;
- f) Preside at all parish meetings (e.g., annual and special). The rector shall open the meeting with prayer, a brief reflection and a message concerning the state of the parish. *(The Rector, as the Bishop's representative does not report to the Parish Council, but is directly accountable to the Bishop. Therefore, there is no motion to accept or approve the Rector's message.)*
- g) Keep the parish records of baptisms, chrismations, marriages and burials; issue copies of the same, and report the statistics annually to the Diocesan Hierarchy and at the annual parish meeting;
- h) Report, as may be required by law, to civil authority the marriages performed;
- i) Be the intermediary between the Parish and the Dean and the Diocesan Hierarchy;
- j) Retains full access to all required documents and/or bank accounts in order to provide appropriate reports, lists, and minutes to Diocesan Hierarchy and the District Dean;
- k) Keep the church seal;
- l) Affix the official Parish corporation seal on all documents requiring same;
- m) Be responsible for the well-being of the Parish;
- n) Implement the decisions of the All-American Councils, the Diocesan Assemblies; the Diocesan Hierarchy, the District Dean, the annual and special meetings of the Parish, and the Parish Council;
- o) Review and sign the minutes of the annual and special meetings of the Parish and of the Parish Council meetings;
- p) Immediately upon election of Parish Council members and officers, provide a list of the newly elected officers and members of the Parish Council to the Diocesan Hierarchy for his blessing;
- q) Be responsible for the supervision of additional clergy who are appointed or assigned by the Diocesan Hierarchy;
- r) Be an *ex officio* member¹ of all organizations and committees of the Parish and the Parish Council; except for the nominating committee.

¹ As long as the *ex officio* member is not under the authority of the society (*i.e.*, he is a member, officer or employee of the society), he is a member who has the right to make motions and to vote, but none of the obligations. Thus, as an *ex officio* member of a committee, he has the same rights as the other committee members but is not obligated to attend meetings of the committee and is not counted in determining the number required for a quorum or whether a quorum is present. *Robert's Rules of Order* (10th ed.), § 49, p. 466-67, l. 20-10.

- s) Represent the parish before local civil and judicial authorities and other third parties, either personally or through his delegate; and
 - t) The Parish Priest cannot vacate his parish, change his status, or seek transfer to another parish or Diocese without the permission of the Bishop.
 - u) If no Rector has been appointed all matters concerning the life of the parish will be brought to the attention of the District Dean or an appointed administrator. In this case the District Dean or an appointed administrator retains all duties and responsibilities as the Rector.
- 3) **Compensation.** The Rector shall be compensated by the Parish, the amount and terms of his salary and benefits being clearly agreed upon at the time of his appointment. At least annually, the Parish shall review the salary and benefits received by the Rector, keeping in mind a yearly cost-of-living adjustment. All honoraria given to the Rector are to be retained by him in full without accountability to the Parish.

ARTICLE TWO: PARISHIONERS

- 1) **Parishioners.** Parishioners are those who by virtue of their Baptism and Chrismation as Orthodox Christians are members of the Body of Christ. A parishioner is expected to live a life in conformance with the teachings of the Orthodox Church.
- a) **Desire to become a parishioner.** Any person desiring to become a parishioner of the Parish shall so inform the Rector, and after fulfilling all conditions of the Parish for said membership, and declaring the desire to be a member by signing the statement of intent shall then be placed on the Parish Census.
 - b) **Duties and responsibilities of every parishioner.**
 - i) 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 religious, moral, family and social activities.
 - ii) All parishioners, as Orthodox Christians, shall:
 - (1) expressed this unity which consists of an enlightened obedience to the teachings of the Orthodox Faith, and is manifested in regular attendance at the divine services of the Parish, in frequent reception of the Holy Gifts of the Body and Blood of Christ, in care for the Parish property and buildings, in regular contributions in fulfillment of the time, talent, and treasure as stewards of the Church; and
 - (2) in doing all that is possible to promote the Christian spirit of love, unity and brotherly concern among the members of the Parish.
- 2) **Voting Member.** A voting member is a parishioner who has the privilege of attending, being counted when determining the number required for a quorum, taking part in discussion, and voting at any annual or special parish meeting. A voting member may also have the privilege of being elected as a member of the Parish Council if he or she possesses the appropriate gifts and disposition for working

with others. A voting member is eligible for election as a delegate to the Diocesan Assembly and the All-American Council. A voting member is “in Good Standing” if he or she:

- a) Is a baptized and chrismated an Orthodox Christian;
- b) Is at least eighteen (18) years of age;
- c) Partakes of the Sacraments of Confession and Holy Communion in this Parish regularly;
- d) Has been a parishioner of this Parish for a prior consecutive 3-month period.
- e) Donation of Treasure: members “in Good Standing” of the Parish are urged to make a yearly commitment for financial support to the Parish; the Old Testament ideal being a tithe of one’s income and the New Testament example being the sacrificial offering of the widow’s two mites.
- f) Donation of Time: members “in Good Standing” of the Parish are urged to set aside the first portion of their time for worship, fellowship, charitable service, and education; recalling the Scriptural admonition to redeem the time (Ephesians 5:16), no longer living the rest of our lives in the flesh to the lusts of men, but to the will of God (1 Peter 4:2).
- g) Donation of Talent: members “in Good Standing” of the Parish are urged to offer their talents in service to the Church; remembering that each member of the Body of Christ has been entrusted with gifts of the Holy Spirit for the ministry of the Gospel. (I Corinthians 12)
- h) “Good Standing” is determined solely by the Rector.
- i) Submits a signed “Statement of Intent” to be a voting member of the Parish.

a. The Statement of Intent is worded as follows:

As parishioners of St Michael's Orthodox Church, Old Forge, Pennsylvania, I / we will abide by the Canons and norms of the Holy Orthodox Church and parish by-laws.

I / we understand that regular participation at the Divine Services (ideally both Great Vespers and Divine Liturgy) is essential for spiritual nourishment and growth. I / we understand that the Divine Sacraments are a free gift of God’s Love and that proper preparation and participation in them is necessary for salvation.

I / we understand that being a member of a Christian community requires the God-pleasing sacrifices of Time, Talent, and Treasure as far as I / we are able to offer up to His Glory and for the building up of His Holy Church.

3) Non-voting/Non-communicant Members. A Non-voting member is defined as:

- a) a member who under no fault of his or her own, or due to medical diagnosis, or who are now unable to drive themselves to services and are homebound or in an assisted living are non-voting members but will still remain on the census. Or,
- b) has not signed the statement of intent. Or,

- c) a **Non-communicant Member** is one who willfully does not attend the divine services of the Parish, who willfully does not frequently partake of the sacrament of confession and communion, who willfully fails to care for the Parish property and buildings, who willfully withholds contributions in fulfillment of the time, talent, and treasure as a steward of the Church. These members will remain on the census until such time is deemed sufficient for a time of repentance and correction to become a member “in good standing.”
- 3) **Transfer Members.** An Orthodox Christian transferring from another Orthodox parish shall present to the Rector a letter of transfer stating that said person is “in good standing” and containing the signature of his or her parish rector with the church seal affixed.
- 4) **Multiple Parish Membership.** Voting membership in two or more parishes of the OCA is not permitted.

ARTICLE THREE: PARISH PROPERTY

- 1) **Title of Ownership.** The Parish or Parish Corporation holds all legal title to all Parish property, assets and funds of the Parish, subject to the following sections of this Article and the Statute of the OCA. In administering them, the parishioners and officers elected by them must always remember the religious nature, purposes, and goal of the parish and act as trustees of such property dedicated to the service of God and the use of the Church.
- 2) **Hold in Trust** All Parish property, assets and funds are and shall be owned and held by the parish or parish Corporation in trust for use, purpose, and benefit of the Diocese of Philadelphia and Eastern Pennsylvania of the Orthodox Church in America of which it is a part. This provision shall not limit the authority of the Parish or Parish Corporation in its administration of such property, assets and funds of such in accord with the faith, governance, and discipline of The Orthodox Church in America.
- 3) **Safe keeping of legal documents.** Title to all parish property, real and personal, as well as all policies of insurance and other legal documents, shall be kept for safety in a parish safe or safety deposit box.
- 4) **Parish Funds.** The funds of the Parish shall be used for the life and growth of the Parish. They shall be deposited in appropriate financial institutions and invested in such amounts as deemed wise and proper by the Parish Council. All deposits shall be made in the name of St Michael’s Orthodox Church Old Forge, Pennsylvania.
- 5) **Real Property.** In accordance with Article 5, Section 7.g., the Parish Council has the authority to purchase real property, or sell, mortgage, lease or otherwise encumber its real property at a Parish Meeting or at a Special Parish Meeting and with the approval of the Diocesan Hierarchy.
- 6) **Special Gifts, Bequests and Devises.** As far as possible, the Parish should use all special gifts, bequests, and devises for the purpose for which they were made. In the event the purpose of such gift, bequest, or devise is not feasible or practical, as so determined by the Parish Council and Rector, the Parish Council and Rector may determine an alternate use upon consultation with the donor or the estate representative.
- 7) **Defection.** The Parish is an integral part of the OCA. Therefore, in the event the Parish were to decide to withdraw from the jurisdiction of the OCA, the OCA shall be entitled to full title to all the parish assets and property. In the event that a group in a parish decides to withdraw from the jurisdiction of the OCA, that segment of the Parish that remains loyal to the jurisdiction of the OCA shall retain full title to all the parish assets and property.

- 8) **Dissolution.** If a parish is canonically suppressed or otherwise ceases to exist, its real and personal property shall be disposed of in accordance with ARTICLE THREE, section 2 above. A parish may also be dissolved by the decision of the Parish, subject to the ratification of the decision to dissolve by the Diocesan Bishop. Upon the dissolution of a parish, the sacred and untouchable items (such as the Holy Antimension, the Tabernacle, and the Sacred Vessels) shall be delivered directly to the Diocesan Bishop. After all encumbrances have been satisfied, all the remaining property, whether real or personal, or the proceeds of the sale thereof, shall be distributed by the Diocesan Authority, subject to the approval of the Diocesan Bishop, to institutions or charities of the OCA, preferably within the Commonwealth of Pennsylvania (the state of the Parish's incorporation), or within the local deanery of which this Parish is a member.

ARTICLE FOUR: THE PARISH MEETING

1) Meetings.

- a) **Parish meeting.** The parish meeting shall be the highest administrative body of the Parish, and all major decisions of the Parish, not within the particular authority of the Metropolitan or Diocesan Authority, shall be made by the Parish at its annual or special meeting.
- i) **Annual Meeting.** The annual parish meeting shall be held on the second Sunday of February.
- ii) **Special Meeting.** A special parish meeting may be called only for specific purposes, and the purpose(s) must be stated in the required notice to parishioners regarding the special parish meeting. The agenda of any special parish meeting shall be limited to the purpose(s) stated in the notice pertaining to the same, but will always include an open forum in accordance with Article 4, Paragraph 4, subparagraph b of these By-Laws. A special parish meeting, if deemed necessary, shall be held within forty-five (45) days after:
- (1) A request of the Rector;
- (2) A request of a majority of the members of the Parish Council; or
- (3) A petition containing the signatures of at least 1/3 (one-third) of the parishioners in good standing.
- b) **Notice of Meetings.** The Rector shall give notice of the date, time and place of Annual and Special Parish meetings by announcement from the Ambvon at the Divine Liturgy on three (3) consecutive Sundays prior to the meeting. The same notice shall also be published in the parish bulletin. The notice shall include those nominated to serve on the parish council. In the case of special meetings, or when the annual parish meeting shall have as part of its agenda capital expenditures, the purchase, sale, mortgage, lease or encumbrance of real property of the Parish, or the amendment of these By-Laws, a written notice shall specify the matter or matters to be acted upon at the parish meeting. Electronic Mail (e-mail) may be used for notifications.
- 2) **Quorum.** The required quorum for a parish meeting shall consist of not less than ***ten percent (10%) of voting members***. If the quorum is not present at the beginning of any scheduled parish meeting, the meeting shall be adjourned to the following week, at which time the voting members then present will constitute a quorum.

3) **Voting.**

- a) Only voting members as defined in Article 2, Section 2 of these By-Laws, shall have the privilege to vote and to participate in discussions at any parish meeting.
- b) A two-thirds (2/3) vote of the voting members present shall be required to amend these Bylaws or for the approval of any capital expenditures in excess of \$15,000, including the purchase, sale, mortgage or lease of parish property (real or personal), but in no event may such expenditure be made with the approval of less than thirty-five percent (35%) of all voting members of the Parish.
- c) For all other matters, the majority vote of voting members present at a parish meeting shall decide any question or issue brought to a vote, except as otherwise required by ecclesiastical or civil law.
- d) No voting shall be permitted by proxy.
- e) A ballot vote shall be used if so requested by a voting member of the Parish. If a ballot vote is used, the presiding officer shall appoint three (3) parishioners to count the votes, announce the results, and destroy the ballots.

4) **Order of the Meetings.**

- a) **Presiding Officer.** Pursuant to the Statute of the OCA, the Rector shall preside over all parish meetings, although, if he desires, he may bless the Chair of the Parish Council to preside. The presiding officer determines whether a quorum is present before calling the parish meeting to order, calls the meeting to order, offers business at meetings for deliberation, directs debate, formulates decisions, gives voices and takes them away.
- b) **Agenda to include opportunity for parishioner to speak.** The agenda of every annual parish meeting and special meeting shall always include the opportunity for any parishioner to speak on a matter deemed pertinent to the harmony and progress of the parish meeting, and therefore, the Parish.
- c) **Matters under the general authority of the Parish.** The following matters shall be under the general authority of the annual or special parish meeting:
 - i) Discussion on matters affecting the Parish and its mission as the Body of Christ;
 - ii) Receipt of the message of the Rector and of the report of the Parish Council Chair;
 - iii) Receipt of the reports of the Treasurer and the Auditing Committee as to receipts and expenditures of parish funds;
 - iv) Adoption of the proposed budget;
 - v) Consideration of the construction of and capital repairs to the church edifice, rectory, and/or other parish buildings.
 - vi) Election of the Parish Council;

- vii) Election of the Auditing Committee; and
- viii) Consideration of and action upon any matters affecting the welfare of the Parish that are not within the exclusive competence of the Rector.

d) **Arbitration of procedure and By-Laws.** Any dispute that arises over the proper meeting procedure or the meaning of the By-Laws shall be determined by the Rector in consultation with the Officers of the Parish Council and any other voting members that he may decide to include. The Rector's decision is final.

5) **Record of a Parish Meeting.** The Secretary of the Parish Council shall write in the minutes all decisions of the annual or special parish meeting. Within twenty-one (21) days of the adjournment of the parish meeting, the Treasurer/Secretary shall present the prepared minutes to the Rector and Council Chair for their review and approval.

a) **Rector's disagreement with parish decision.** In case of disagreement with one or several decisions of a parish meeting, the Rector's statement of dissent must be recorded in the minutes and the whole matter submitted to the Diocesan Hierarchy. Parish officers may state their opinion, first to the Dean of the district, then to the Diocesan Hierarchy.

b) **Diocesan Hierarchy's review and response of Parish decisions required.** After review of the parish meeting minutes, the Diocesan Hierarchy shall approve or disapprove the decisions and resolutions, including elections, in those minutes. No decisions or resolutions of a parish meeting, including elections, shall become effective until approved by the Diocesan Hierarchy.

ARTICLE FIVE: THE PARISH COUNCIL

1) **Election and Composition.** The annual parish meeting shall elect a parish council to assist the Rector in the administration of the Parish and to execute the decisions of the annual or special parish meeting(s). The parish council shall consist of the Rector and the following elected officers: Chair, Vice Chair, Treasurer and Secretary. All parish council members will complete the required OCA background checks.

2) **Term of Office.**

a) **Annual election.** All lay members of the parish council shall be elected each year at the annual parish meeting and shall serve until their successors have been elected and installed.

b) **One elected office.** No lay member shall concurrently hold more than one elected office.

c) **Term.** The four (4) lay members of the parish council shall be elected by and from the Voting Membership of St Michaels: one (1) for a term of one year; two (2) for a term of two (2) years; and one (1) for a term of (3) three years. On expiration of the appointed or elected terms as set forth, the individual may run again not to exceed two consecutive terms or their successors thereafter shall be appointed or elected for a full term of three (3) years. After serving the second term, the lay member shall take a one (1) year sabbatical before being eligible to serve again on the council.

d) **Confirmation and Installation.** Notwithstanding any provisions contained in this Section, each elected officer, member of the parish council, and the auditors shall assume his or her duties only after his or her election has been approved by the Diocesan Bishop and he or she has taken the

prescribed oath of office administered by the Rector. Incumbents shall hold office until the new officers and members are actually installed.

3) **Parish Council Meetings.**

- a) **Day and Time.** Regular meetings of the Parish Council shall be held at least once a month at a date and time fixed by the Chair with the blessing of the Rector.
- b) **Special meetings.** The Rector or the Chair may call a special meeting of the Parish Council.
- c) **Notice.** The parish bulletin shall serve as adequate notice to all parishioners of Parish Council meetings. The Treasurer and/or Secretary may also telephone, text, or email the Parish Council officers and members at least three (3) days prior to the date of a Parish Council meeting to provide notice of a Parish Council meeting.
- d) **Quorum.** The attendance of two (2) Parish Council members will constitute a quorum for any Parish Council meeting.
- e) **Voting.** A majority vote of those Parish Council members in attendance can decide an issue brought before the Parish Council. The Rector is a voting member.
- f) **Finance.** Each month the finances of the parish will be reviewed for adherence to the budget. The budget shall be considered as a total sum of money to be managed, though line items should be created for ease of discussion. The parish will be notified when the cash reserves fall below two months projected expense, or when the overall annual expenses are projected to exceed 105% of the approved budget, or when any line item is projected to exceed 125% of the approved amount. The Parish Council is authorized to spend up to \$15,000.00 on any single item that is in need of repair and/or replacement. Any cost of repair exceeding this amount requires a vote at the Annual Parish Meeting or a special parish meeting.
- g) **Implementation of decisions.** All decisions of the parish council must be submitted to the Rector for confirmation before becoming effective.
- h) **Minutes.** The Chair, Secretary, and Rector shall sign the approved minutes of the Parish Council meetings. The signed minutes are the property of the Parish and become part of the parish archives. In the case of the Rector's disagreement with one or more decisions of the Parish Council, his dissenting opinion shall be recorded in the minutes and the matter referred to the parish meeting. The signed minutes are the property of the Parish and become part of the parish archives.
- i) **Open meetings.** All Parish Council meetings shall generally be open to all parishioners. An open forum may be held, at which time a member of the Parish, recognized by the Rector or presiding officer, may speak on an issue. Only members of the Parish Council, however, may make a formal resolution or vote on any issue.
- j) **Closed meetings.** At its discretion, the Parish Council may, under extraordinary circumstances, deem it necessary to have the Parish Council meeting limited only to its members. In such an instance, the minutes shall note the Parish Council's restriction.

- k) **Electronic votes.** Time-sensitive issues that arise between Parish Council meetings can be resolved via electronic votes (Email, phone, text, etc.) if requested by the Rector or Parish Council Chair with the blessing of the Rector. In the case of electronic votes the Treasurer/Secretary will record the results, ensuring that all Parish Council members have been contacted, and will announce and record the vote in the minutes of the next regularly scheduled Parish Council meeting.

- 4) **Removal from Parish Council.** All Parish Council members are expected to attend all Parish Council meetings during their tenure of office. The absence of any Parish Council member from three (3) consecutive regular meetings without reasonable cause will render him or her subject to dismissal by the Rector. Any council member who engages in divisive behavior may be dismissed by the Rector or a majority Parish Council vote.

- 5) **Vacancies in Parish Council.**
 - a) Elected Members. With the exception of the office of the Chair of the parish council, whose vacancy is filled by the Vice-Chair, with confirmation by the Rector, the Rector will fill any vacancy in the parish council that occurs by appointing a successor for the remainder of the vacated term.

- 6) **Officers of the Parish Council and their assigned duties.** The duties of the various members of the Parish Council shall generally be as follows:
 - a) **Parish Chair.** The Chair shall be the principal administrative officer of the Parish, and, subject to the control of the Parish Council, shall supervise and direct, together with the Rector, all of the administrative affairs of the Parish. In particular, the Chair shall:
 - i) When blessed by the Rector, preside over the Parish Council
 - ii) Look after the safekeeping of official parish documents;
 - iii) Be responsible for the regular lay duties during the divine services;
 - iv) Welcome guests and visitors;
 - v) Appoint a Nominating Committee in conjunction with the Rector, prior to any Parish Meetings at which elections will be held, and report on the Nominating Committees recommendations prior to said meeting;
 - vi) Be an *ex-officio* member of all parish organizations and committees, except for the nominating committee;
 - vii) Preside over the parish Buildings & Grounds Committee, assuring the appropriate maintenance and upkeep of parish properties and;
 - viii) Perform such other duties incident to the office as may be imposed by law, by the Articles of Incorporation, by these By-Laws, or as may be prescribed from time to time by the Rector or Parish Council.

b) **Vice Chair.** The Vice Chair shall:

- i) In the absence of the Chair, assume and perform the responsibilities of the Chair;
- ii) Automatically succeed to the office of the Chair in the event of its vacancy.
- iii) Preside over the parish cemeteries, assuring the appropriate maintenance and upkeep of parish properties; and
- iv) Perform such other duties incident to the office as may be imposed by law, by the Articles of Incorporation (if applicable), by these Bylaws, or as may be prescribed from time to time by the parish council.

c) **Secretary.** The Secretary shall:

- i) Take accurate minutes of all Parish Council meetings;
- ii) Conduct the necessary correspondence of the Parish;
- iii) Take accurate minutes of the annual parish meeting and all special meetings of the Parish;
- iv) Be responsible for posting notice of all meetings of the Parish and of the Parish Council;
- v) In consultation with the Rector, maintain both the Parish Census and list of the parishioners, which shall contain the address and voting qualifications of each parishioner, and shall record therein the fact and date of termination, if any, of the membership of any such parishioner; and
- vi) Perform such other duties incident to the office as may be imposed by law, by the Articles of Incorporation, by these Bylaws, or as may be prescribed from time to time by the Parish Council.

b) **Treasurer.** The Treasurer shall:

- i) Have the care, charge and custody of all money and funds received by the Parish;
- ii) Deposit same in such financial depositories as shall be designated by the Parish Council ;
- iii) Open his or her records for inspection by the Rector, Parish Council or auditing committee at any reasonable time requested;
 - (1) Prepare and present:
 - (2) Regular reports to the Parish Council;
 - (3) An annual report at the parish meeting; and;
 - (4) A proposed budget for the coming year, which initially will be prepared for and approved by the Parish Council before the annual parish meeting.

iv) Pay parish expenses in accordance with the resolutions of the Parish Council. All handwritten checks will be filled out prior to signing and shall be co-signed by the rector and one (1) of the three (3) following persons: Chair; Vice Chair; or Treasurer. The Treasurer is permitted to use on-line banking following a process approved by the Parish Council which dictates that the Rector will view and approve pending payments prior to disbursement.

v) The Rector and Treasurer are authorized the use of a church credit card and/or debit card

(1) Personal items may not be charged at any time for any reason.

(2) There will be **NO** cash withdrawals.

(3) Items to stock, resupply, furnish, or anything that is in support of the operation of the Church and it's ministries can be used purchased on the card.

(4) Purchases exceeding \$500 need prior approval by the Rector, Treasurer or another council member. This can be done by completing a "Credit Card Purchase Approval Form" and having it approved as indicated above.

(5) A detailed receipt will be turned in within two days of purchase. Keep careful track of your receipts as to not lose them. Constant loss of receipts constitutes misuse. In cases where a receipt is lost, a "Missing Receipt Form" detailing the purpose, date, amount and detail of the item in question (cost of item, tax or tip if applicable and name of the store) will be completed.

vi) Perform such other duties incident to the office as may be imposed by law, by the Articles of Incorporation, by these Bylaws, or as may be prescribed from time to time by the Parish Council.

c) **Parish Council Member.** The Parish Council Members shall give their advice, recommendations and suggestions in regard to the administration of the Parish. No one speaks as a Council Member apart from a properly assembled meeting as there should be no meetings before the meeting. They also shall perform such other duties as may be imposed by law, by the Articles of Incorporation, by these Bylaws, or as may be prescribed from time to time by the Parish Council.

7) **General duties and authorities of the Parish Council.** The general duties and authority of the Parish Council shall consist of the following:

a) To serve the Holy Orthodox Church and the OCA, to work for its spiritual and material progress, and to support its educational and charitable programs and institutions;

b) To prepare and examine all matters to be brought up at a parish meeting;

c) To administrate the affairs of the Parish between the annual parish and/or special meetings;

d) To purchase the necessities for the Parish's church and buildings;

e) To foster the establishment and maintenance of parish committees and organizations;

- f) To carry out and put into effect all decisions of the Parish meetings, Diocesan Assemblies, and All-American Councils;
- g) To decide on matters concerning the purchase, improvement or sale of real property, investment of Parish funds (other than in savings accounts), and the use of Parish funds for loans for any purpose;
- h) To count the weekly collection immediately following the Sunday Divine Liturgy; and
- i) All other matters affecting the interests of the Parish or its membership that are not within the particular authority of the parish meetings or higher authority.
- j) Only the Rector and appointed members of the Parish Council will be on the signature cards for any/all bank accounts and two authorized signatures are required on any checks written by the Parish.
- k) **Auditing Committee.** The Auditing Committee shall consist of two (2) parishioners responsible for auditing the records of the Treasurer and any subsidiary organizations at least semi-annually, and reporting its findings and conclusions to the parish council following each audit and to the Parish at the annual parish meeting.
- l) **Nominating Committee.** It shall consist of two (2) members. Any voting member of the Parish, except for the Chair and Rector, may be elected to the Nominating Committee. It shall be the duty of this committee to nominate candidates for the offices to be filled at the annual meeting in October / November. Before making its report, the Nominating Committee shall contact each person whom it wishes to nominate to obtain the assurance that the nominee will serve in the specified office, if elected, and receive the blessing of the Rector for nominations. The Nominating Committee shall make its report at the parish council meeting prior to the Annual Parish Meeting. No additional nominations from the floor shall be permitted

ARTICLE SIX: PARISH ORGANIZATIONS

- 1) **Parish Organizations.** From time to time, individually affiliated parish organizations may be established or recognized by the Parish for specific purposes deemed compatible with parish life, such as, providing a more formal organization for parish projects and promoting additional fellowship in the parish community. Such organizations shall have the approval of, and are accountable to, the Parish Council and the Rector.
- 2) **Ex-officio membership.** The Rector and Chair shall be *ex-officio* members of all parish organizations and committees, except that the Chair shall not be a member of the nominating committee.
- 3) **By-Laws.** By-Laws of such parish organizations shall be consistent with these By-Laws, the directives of the Diocesan Hierarchy, and the Statute of the OCA.
- 4) **Annual reports.** All parish organizations shall submit an annual report of activities and accountability at the annual parish meeting and also make available to the Parish Council an annual financial statement.

- 5) **Parish Administration.** In accordance with Article XII, *Sections 1A, 2A, 8* and Article VIII, *Section H* of the Statute of the Orthodox Church in America, If, at any time, a parish fails to have its Annual Parish Assembly in accordance with its own Bylaws as required of Non-Profit Corporations, and / or is unable to elect or staff a parish council capable of fulfilling its legal administrative and fiduciary responsibilities, as stipulated by its bylaws, or a parish council capable of understanding its own by-laws, the Statute of the OCA or Diocesan Bylaws and provide appropriate financial statements and reports to their parishioners and the Diocesan Authority; does not have a resident priest; and / or has dwindling financial resources, the administration of that parish will be forfeited / relinquished to the Diocesan hierarch and administered according to his direction.
- 6) **Dissolution.** In the event that any such parish organizations are dissolved, its assets shall be turned over to the Parish. In the event that the Parish is dissolved, the organizations, which were subsidiaries of that Parish, likewise shall be dissolved, with all of those assets to be disposed pursuant to Article 3, Section 7 of these By-Laws.

ARTICLE SEVEN: PARISH FISCAL YEAR

- 1) The Parish fiscal year shall begin on January 1 and end on December 31 to be in sync with the Diocesan Fiscal Year.

ARTICLE EIGHT: CEMETERY

- 1) **Purpose.** The purpose of the two cemeteries owned by St Michael’s Orthodox Church, Old Forge, Pennsylvania, shall be to provide a burial ground for the interment of deceased parishioners, their families, and Orthodox Christians in Good Standing.
- 2) **Location.** The two cemeteries are known as the Sibley Cemetery, located off of Keyser Avenue in Old Forge, and the Minooka Cemetery, located in the Minooka section of the City of Scranton, off of Davis Street.
- 3) **Administration.** The cemetery shall be administered by the Parish Council and no business of the cemetery will be conducted without the blessing of the Rector. The Parish Council may delegate administrative responsibilities to a subcommittee which shall report to the Parish Council at monthly meetings or when requested.
 - a) **Records.** The Parish Council shall be responsible for maintaining records of grave locations and occupants. The Rector shall be responsible for providing required records to the appropriate government agencies to record interments.
- 3) **Interment Eligibility.** Interment Eligibility is at the discretion of the Rector. The following are interment eligibility guidelines:
 - a) Any parishioner of St Michael’s Orthodox that is a member “in good standing,” as defined in the current Parish By-Laws, is eligible for burial in the cemetery.
 - b) Any person who is married to a member of the Parish, but is not a member of the Orthodox Church as well as any single children resulting from said marriage, under 18 years of age, are eligible for burial in the cemetery. The burial of non-Orthodox persons is done in the same manner as the burial of non-communicant members.

- c) Non-communicant members (that is: people identifying themselves as Orthodox, who may have attended church services in life and even supported the church financially, but who willfully did not receive the confession and communion regularly or are not “in good standing”), are not to be brought into the temple upon their death. By refusing the Eucharist, which is the sacrament of membership, and membership as sacrament, they have refused as well to "proclaim the Lord's death and confess his resurrection" (1 Corinthians 11:26) - which is the very content of the Liturgy of Death and of Orthodox Christian life. The funeral service may take place at the funeral home, not taking place in the temple.
- 4) **No Guarantee of Perpetual Care.** The cemeteries will be maintained by the Parish Council using normal operational funding. No guarantee of perpetual care will be stated, however the canons and traditions of the Orthodox Church shall be followed concerning the maintenance of the cemetery.
- 5) **Monuments or Markers.** The Parish Council shall make provision to ensure all graves are properly marked in a manner conforming to the tradition of the Orthodox Church. Monuments and Markers must be approved by the Parish Council prior to installation. Only one (1) Monument per plot is allowed.
- 6) **Fees.** ALL FEES WILL BE PAID DIRECTLY TO THE CHURCH. Fees for purchasing plots, opening and closing of graves, and all other associated costs shall be determined by the Parish Council and announced at the Annual Parish meeting if necessary. The interment fee shall include movement of the deceased from the church to the grave, and lowering the deceased into the grave.
- 7) **Services.** The Rector will determine the serving priest for all burial services.
 - a) Non-Canonical Orthodox priests are prohibited from conducting burial services within the cemetery.
- 8) **Hold harmless.** The Parish Council shall ensure appropriate documentation is completed, and retained, to provide legal protection for the parish from lawsuits concerning damages to monuments, vandalism, inaccurate records of grave locations, and other issues that may arise concerning the cemetery.

ARTICLE TWELVE: AMENDMENTS

- 1) These By-Laws may be amended in the following manner:
 - a) Proposed change(s) shall first be submitted by petition, signed by 1/3 of Parish members in Good Standing, to the Parish Council for consideration; and then submitted to the Rector for approval; then submitted to the Diocesan Hierarchy for approval prior to be voted on; then
 - b) The Parish Council shall then place the proposed change(s) on the agenda of the next Annual Parish Meeting or a Special Parish Meeting and also give timely notice to the parishioners, as defined by Article Four, Section 1(b) of these By-Laws, of the specific, proposed change(s); and
 - c) The proposed change(s) shall be adopted in accordance with Article IV, Section 3.b. of these By-Laws at the Annual or Special Parish Meeting. No amendment shall be binding unless it is consistent with the Statutes of the Orthodox Church in America and the By-Laws of the Diocese of Philadelphia and Eastern Pennsylvania.

ARTICLE THIRTEEN: ADOPTION

Upon adoption and following the approval of the Diocesan Bishop, this Constitution shall be kept in the archives of the Parish Council and a copy thereof and any amendments thereto shall be filed in the office of the Diocese of Philadelphia and Eastern Pennsylvania. This Constitution was accepted by the Voting Membership of ST MICHAELS ORTHODOX CHURCH, in OLD FORGE, PA, on February 26th, 2023, at which the appropriate Quorum was present and the parishioners duly notified and became effective on MARCH 10, 2023 when they were approved by the Diocesan Authority, His Eminence, Mark Archbishop of Philadelphia and Eastern Pennsylvania.

