

PARISH BY-LAWS
of
Holy Trinity Orthodox Church
Springfield, Vermont
A Parish of the Diocese of New England
The Orthodox Church in America (OCA)

Adopted on February 19, 2012
With the blessing of His Grace, NIKON
Bishop of Boston and New England and the Albanian Archdiocese

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Article I
The Name of the Parish

The name of the Parish is Holy Trinity Orthodox Church. The parish is a non-profit corporation in Vermont, registered with the Secretary of State.

Article II
The Purpose of the Parish

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 New England of the Orthodox Church in America.

Article III
Membership

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 partake of the Mysteries at least once a year;
- (c) fulfill the financial obligations established by the Parish;
- (d) declare their intention to be members to the rector or priest-in-charge.

Article IV
The Parish Meeting

Section 1 Franchise. All members of the Parish as defined in Article III who are at least eighteen (18) 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, preferably in September near the beginning of the Church calendar 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 Meeting.

The Parish Council, with the blessing of the rector or priest-in-charge, shall set the agenda of the annual Parish Meeting and a proposed annual operating budget in a reasonable time prior to the Meeting. Members of the Parish may submit proposals for inclusion on the agenda to the Parish Council 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 with the blessing of the rector or priest-in-charge including:

- (a) the approval of the annual operating budget submitted by the Parish Council for the fiscal year which begins on September 1st and ending August 31st of each year;
- (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) set a spending limit for the parish council for the year that is not stated in the approved annual budget. Any spending above this limit must be done by a duly called parish meeting.
- (f) proposal of resolutions to the Diocesan Assembly provided that these be submitted to the Bishop 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 any conflict between the Parish Meeting and the rector or priest-in-charge or if 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.

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 twenty five percent (25%) of the total number of voting members of the Parish.

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 or his designee is the presiding officer of the Parish Meeting, annual or Special.

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.

All matters concerning his salary, housing, and benefits are to be agreed upon between the district dean, the rector or priest-in-charge and the Parish Council prior to his appointment. Nothing in the Parish can be initiated without his approval and blessing. Should there be a conflict in this article and other articles in these by-laws, this article shall prevail.

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 a minimum of three (3) persons and as many additional persons that the parish shall decide at its annual meeting, according to the needs of the Parish, nominated at the annual Parish Meeting with the blessing of the rector or priest-in-charge and confirmed by the Diocesan Bishop. Decisions will be made by majority vote. The rector or priest-in-charge shall vote only to break a tie.

Section 2 Officers. Each year at the annual Parish Meeting, the members shall elect from among their number the Parish officers to serve on the Parish Council based on any vacancy or expired term (see Section 3 below). The officers are: Lay Chair, Treasurer, and Secretary. There may also be a Vice Lay Chair, and if there are enough Council members and the needs of the Parish warrant, additional officers. The remaining members are designated at-large Councilors.

Section 3 Term of Office. Parish Council members shall serve for a term of one year, with the exception of the Council Lay Chair and the Treasurer serving for 3 year terms, elected every 1st and 2nd year in a 3 year staggered period. The Lay Chair and Treasurer may serve a maximum of two consecutive three-year terms. All other Council members may serve a maximum of six consecutive one-year terms. Any Council member may become eligible to serve again after he or she has been off the Council for one year.

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.

No person may serve on the Parish Council if he or she is a member of a secret society, such as the Masons, or any other organization which is publicly opposed to the teachings of the Church.

Family members of the rector or priest-in-charge, or any other person in the parish employed or receiving remuneration for services from the parish, are not eligible for the Office of Treasurer. Family members of the rector or the priest-in-charge are not eligible for the Office of Parish Council Lay or Vice Lay Chair.

Deacons and priests other than the rector or priest-in-charge assigned or attached to the Parish may sit as non-voting members of the Parish Council at the discretion of the rector or priest-in-charge.

Section 5 Installation. Each year the newly-elected 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 priest-in-charge. 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 Parish Council Lay Chair presides at meetings of the Council in the absence of the rector or priest-in-charge or at any other time by mutual agreement. He or she shall aid the priest in preparing the agenda for Council meetings.

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

(b) The 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 month 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 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 may render him or her subject to dismissal.

Any Council member who, during his or her tenure of office, engages in divisive or rebellious activities, or who endeavors to create factions is subject to dismissal.

The rector or priest-in-charge shall make and implement all decisions regarding dismissals.

Section 9 Vacancies. All vacancies in the Parish Council shall be filled by appointment by the rector or the priest-in-charge in consultation with 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 six times per year.

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 any conflict between the Parish Council and the rector or priest-in-charge or if 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 Secretary or the Parish Council Lay Chair. 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 with the approval of the rector or priest-in-charge.

Article VII The Parish Corporation and Its Property

Section 1 Incorporation. The Parish shall be incorporated as a non-profit corporation under the laws of the State of Vermont.

Section 2 Ownership. The Parish corporation is the owner of all Parish property, assets, and funds. 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, all assets shall become the property of the Diocese of New England or its successor.

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 Parish Council Lay Chair, the 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 Parish Council Lay Chair or the Treasurer.

Article IX The Auditing Committee

Section 1. An auditing committee of two (2) 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 Parish Organizations

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 priest-in-charge.

Article XI Amendments and Additional Regulations

Section I. Amendments. These By-laws may be amended by the Parish at a Parish Meeting with the approval of the rector or priest-in-charge and with the blessing of the Bishop. Any matters dealing with doctrine, worship, discipline or affiliation may not be amended.

Adopted February 19, 2012