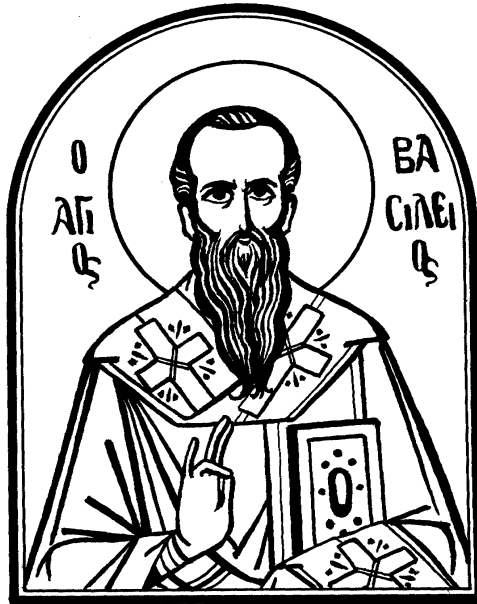


BY-LAWS

ST. BASIL'S

RUSSIAN ORTHODOX CHURCH

WATERVLIET (MAPLEWOOD), NEW YORK



**APPROVED BY HIS EMINENCE, ARCHBISHOP MICHAEL OF NY AND NJ
THE BY-LAWS COMMITTEE OF THE DIOCESE OF NY AND NJ
THE PARISH COUNCIL OF ST. BASIL'S RUSSIAN ORTHODOX CHURCH**

**ADOPTED FEBRUARY 05, 2023 AT THE ANNUAL PARISH MEETING
OF ST. BASIL'S RUSSIAN ORTHODOX CHURCH**

Parish By-Laws
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PREAMBLE

+ IN THE NAME OF THE FATHER, AND OF THE SON, AND OF THE HOLY SPIRIT. AMEN.

St. Basil's Russian Orthodox Church of Watervliet, New York (hereinafter referred to as "*St. Basil's Church*" or the "*Parish*") is a local Orthodox Eucharistic community legally and canonically a component part of the Diocese of New York and New Jersey of the Orthodox Church in America (the "*Diocese*") under the jurisdiction of the Diocesan Bishop and canonically subject to him.

St. Basil's Church is located in the hamlet of Maplewood in Watervliet, New York. The Parish was first organized in 1901 with the blessing of St. Tikhon, Patriarch of Moscow, who was serving at that time as Bishop of the Aleutians and North America. The Parish was incorporated under the New York Religious Corporations Law in 1924 under the name St. Basil's Russian Orthodox Greek Catholic Church and was reincorporated under its current name as of October 10, 2001.

St. Basil's Church will strive to glorify God through Orthodox Christian worship, sincere love and care of one another, and service to those in need around us. Our mission is to make present in this time and place the fullness of the Orthodox Christian Faith, so that all persons might come to the knowledge of the Truth. We carry out this mission through worship, stewardship, education, fellowship, charity and outreach.

This document (the "*Parish By-Laws*"), together with the Certificate of Reincorporation of St. Basil's Church (the "*Certificate of Incorporation*"), the By-Laws of the Diocese of New York and New Jersey (the "*Diocesan By-Laws*"), the Statute of the Orthodox Church in America (the "*OCA Statute*"), and the Sacred Canons of the Orthodox Church (the "*Holy Canons*"), sets forth provisions governing the structure and operation of St. Basil's Church for the orderly administration and peaceful life of our Parish.

ARTICLE I PARISH ORGANIZATION

Section 1.1. Name and Patron. The name of this Parish is St. Basil's Russian Orthodox Church, as set forth in the Parish's Certificate of Incorporation. The Parish is under the protection of its patron saint, St. Basil the Great, who is celebrated on the Parish Feast Day, January 1, each year.

Section 1.2. Corporate Status. The Parish is a religious corporation organized and existing under the laws of the State of New York by the filing of its Certificate of Incorporation with the Albany County Clerk's Office as of October 10, 2001.

Section 1.3. Hierarchical Authority. The Orthodox Church in general, and the Orthodox Church in America in particular, are hierarchical in structure. The Parish is governed by Holy Tradition, that is, the whole body of teaching and practice of the Orthodox Church, which is expressed first of all in Holy Scripture; in the dogmatic decisions and canons of the seven Ecumenical Councils; the canons of the local councils; the canons and writings of the Holy Fathers; in the typicon and liturgical life of the Church; in the OCA Statute, and in the Diocesan By-Laws. The Parish is subject to the decisions of the Holy Synod of the Orthodox Church in America (the "*Holy Synod*") and the All-American Council. The Parish is also subject to the decisions and directives of the District Dean, the Diocesan Council and the Diocesan Assembly, all as approved and confirmed by the Diocesan Bishop (collectively, the "*Diocesan Authority*"). The Diocesan Bishop is the spiritual leader of the Parish and has the obligation and right of visitation to the Parish and receives and approves regular reports on Parish life.

Section 1.4. Parish Authority. The Parish Priest, or Rector, appointed by the Diocesan Bishop, by virtue of his ordination and canonical appointment, serves as the spiritual father and teacher of the Parish, is the first among the Parish Clergy, and presides over the liturgical worship of the Parish in accordance with the tradition and norms of the Orthodox Church. The Parish Priest shall administer the Parish in a manner consistent with the provisions of the OCA Statute, the Diocesan By-Laws, these Parish By-Laws and the directives of the Diocesan Authority in cooperation with the Parish Council, over which he presides. The Parish Council is the executive body which assists the Parish Priest in the administration of the Parish, exercises fiduciary responsibility for the Parish and maintains Parish properties, proposes and oversees the implementation of the adopted Parish operating budget, and implements within its competence the decisions of the Parish Meetings, the Diocesan Authority and the All-American Council.

Section 1.5. Parish Center. The Parish owns a recreation hall adjacent to the church building (the "*Church Center*"), and shall operate and maintain the Church Center for use by the Parish, Parish Organizations, the parishioners, and, on a case-by-case basis approved by the Parish Council and the Rector, certain third parties. The Parish Council may establish a Church Center Committee to meet at regular intervals to discuss the operations, maintenance, and costs

associated with the Church Center. Any use of the Church Center shall require the consent of the Rector.

Section 1.6. Parish School. The Parish shall operate and maintain a Church School under the supervision and authority of the Rector for the education of the Parish children. The Rector, in consultation with the Parish Council, may appoint a Church School Coordinator to consult with him in such matters as the appointment of Church School teachers and the ongoing administration of the Church School. The Church School Coordinator and teachers shall be subject to background checks and required to complete child abuse prevention training as directed by the Diocese and/or the Orthodox Church in America. All needs of the Parish School will be supported by the Parish.

Section 1.7. Parish Library. The Parish may provide and maintain a Parish Library for the use of the Parish Clergy and parishioners, under the responsibility of the Rector. The Parish Library shall be added to using funds so allocated in the Parish budget and through donations of the Parish Clergy and the parishioners. All titles in the Parish Library shall be approved by the Rector. Use of the Parish Library shall be regulated by such reasonable rules and procedures as the Rector, in consultation with the Parish Council, shall establish.

Section 1.8. Parish Organizations. The formation and development of various organizations affiliated with the Parish, such as the women's Sisterhood, are encouraged by the Parish. The Parish Council shall, with the approval of the Rector, have the authority (a) to approve the formation and purpose of all Parish Organizations, (b) to periodically review the operation thereof, and (c) to withdraw a prior approval for the formation and existence thereof for due cause or lack of members.

ARTICLE II PARISH MEMBERSHIP

Section 2.1. Requirements for Membership. Parishioners are those who, by virtue of their Baptism and Chrismation, are members of the Body of Christ and strive to live in accordance with their high calling as Orthodox Christians. No one can be a member of the Parish if he or she is openly opposed to, betrays, or lives in a manner contrary to the teaching of the Orthodox Church, or if he or she leads a life or acts in a manner condemned by the Holy Canons as incompatible with Orthodox Christian teachings. Therefore:

- (a) Membership in the Parish shall be available to any Orthodox Christian. Upon request, each individual or family who desires to join the Parish shall complete and submit a personal data questionnaire approved by the Rector and Parish Council and such other documentation as may be reasonably required by the Rector to confirm the status of the individual or family members as Orthodox Christians in good standing.

(b) Parish membership may be suspended or revoked by the Rector or the Diocesan Bishop for just cause, including, without limitation: (i) open rejection of the Orthodox Faith; (ii) public and open defamation of, defiance of, or rebellion against ecclesiastical authority; (iii) grave moral transgression; or (iv) formal association with or receiving sacraments from a non-Orthodox religious body.

Section 2.2. Requirements for Voting Members. A parishioner who fulfills the following requirements shall be entitled to participate in the administration of the Parish as set forth herein (a “*Voting Member*”):

- (i) Be a Baptized and Chrismated Orthodox Christian.
- (ii) Be at least eighteen (18) years old.
- (iii) Partake of the Mysteries (Sacraments) of Private Confession and Holy Communion in this Parish as often as possible, but at least once a year.
- (iv) Regularly fulfill such minimum financial obligations as may be established for Voting Members (which obligation may be waived by the Parish Priest and Parish Council in cases of extreme hardship).

The final determination of who shall be considered a Voting Member shall be made by the Parish Priest. Voting Members shall be entitled to share their views and vote at the Annual Parish Meeting and any Special Parish Meetings, may represent the Parish at Diocesan Assemblies and the All-American Council, and may be elected to and serve on the Parish Council.

Section 2.3. Rights and Obligations of Members. Each parishioner should strive to conduct their life in accordance with the Orthodox Faith and, to the best of their abilities, the practices of prayer, fasting and almsgiving followed by the Orthodox Church. Parishioners should make efforts to attend each Divine Liturgy and other services offered at St. Basil’s Church and to commit a portion of their time and talents to the welfare of the Parish. All members of the Parish shall be entitled to attend the Annual Parish Meeting and any Special Parish Meetings (although only Voting Members may speak and vote thereat) and all liturgical services offered at St. Basil’s Church. A parishioner has a reasonable expectation for pastoral care in accordance with the Orthodox tradition. No parishioner shall be denied the Sacraments of Confession and Holy Communion solely for failure to meet their financial obligations to the Parish.

ARTICLE III PARISH CLERGY

Section 3.1. The Parish Priest. At the head of the Parish is the Parish Priest (or “*Rector*”) who is assigned by the Diocesan Bishop. The Parish Priest is the spiritual father and teacher of his flock and the celebrant of the liturgical worship as established by the Orthodox Church. He teaches and edifies the faithful entrusted to his spiritual care and ensures that all activities within the Parish serve the mission of the Orthodox Church. No activities in the Parish may be initiated

without his knowledge, approval, and blessing; neither should he do anything pertaining to the Parish without the knowledge of his parishioners and Parish Council, so that always and everywhere there may be unity, mutual trust, cooperation, and love.

- (a) The Parish Priest is the chief liturgical celebrant in the Parish. All liturgical and sacramental affairs shall be subject to his discretion. He shall set the day and time of all church services. He shall decide the needs of and necessary supplies for the church services and Parish life. He shall oversee and be responsible for the adornment, beauty and decorum of the church building. The Parish Priest shall preserve and maintain the metrical books and issue metrical documents. He shall oversee the Church Library and have final authority over the Church School.
- (b) The Parish Priest shall, in consultation with the Parish Council, set the day and time for all Parish Council meetings and full Parish Meetings, and shall, by virtue of his office, preside over and guide the discussions of all such meetings and see to the carrying out of their decisions. In case of a disagreement between the Parish Priest and the Parish Council or Parish Meeting, the matter shall be referred to the Diocesan Authority.
- (c) The Parish Priest shall be an ex-officio member of all Parish institutions, organizations, and committees. He shall receive incoming and send outgoing papers and documents on behalf of the Parish. All financial transactions of the Parish shall be subject to his approval. He shall keep the official Parish seal.
- (d) The Parish Priest shall act as the liaison between the Parish and the Diocesan Authority. No official communication with the Diocesan Authority shall be conducted without the knowledge of the Parish Priest.
- (e) The Parish Priest shall possess the rights and exercise the responsibilities of his office stipulated by the Holy Canons, the OCA Statute, and the directives of the Holy Synod and the Diocesan Authority.
- (f) The Rector and all other members of the parish clergy shall have the right to vote at all parish meetings.

Section 3.2. Other Parish Clergy. The Diocesan Bishop may assign or attach additional priests or deacons to the Parish (the “*Other Parish Clergy*”). The Other Parish Clergy shall be responsible for those specific duties pertaining to their attachment/assignment and as determined by the Parish Priest with the approval of the Diocesan Bishop. Like the Parish Priest, the Other Parish Clergy shall possess the rights and exercise the responsibilities of their office stipulated by the Holy Canons, the OCA Statute, and the directives of the Holy Synod and the Diocesan Authority.

Section 3.3. Clergy Compensation. To be free from material preoccupations and wholly committed to his sacred ministry, the Parish Priest must be compensated by the Parish, the amount of his compensation being clearly agreed upon by the District Dean and the Parish Council at the time of his appointment, subject to annual increase based on Diocesan Clergy Compensation Guidelines and budgetary capacity as approved at the Annual Parish Meeting,

with a report being made to the District Dean, and upon approval of the Diocesan Bishop. The Parish Priest shall receive from the Parish a furnished house or equivalent, including all expenses for utilities and any other expenses related to the proper maintenance of the house or equivalent.

Section 3.4. Changes to Parish Clergy. Neither the Parish Priest nor Other Parish Clergy may vacate his parish, change his status, retire, or seek to transfer to another parish or diocese without the approval of the Diocesan Bishop. The Diocesan Bishop shall assign a new Parish Priest in the event of a vacancy in such office.

ARTICLE IV PARISH MEETINGS

Section 4.1. Annual Parish Meetings. The parishioners shall meet at least once annually in the month of February (the “*Annual Parish Meeting*”) and at such other times as may be specially called by the Parish Priest or Parish Council for specific and immediate concerns (a “*Special Parish Meeting*”) to discuss and vote upon important matters affecting the general welfare of the Parish. The Parish Meeting shall be announced by the Parish Priest from the Ambo on the three (3) consecutive Sundays prior to the date of any scheduled Parish Meeting, and the date and time of the meeting shall also be published in the Church Bulletin for at least three (3) weeks prior to the date of the Parish Meeting. The agenda for the Parish Meeting, including the proposed annual operating budget and any proposed amendments to the Parish By-Laws shall be distributed to the parishioners prior to the Parish Meeting. Only Voting Members of the Parish and Parish Clergy shall have the right to participate in discussions and to vote at the Parish Meeting.

Section 4.2. Competency of Annual Parish Meetings. The following matters are within the competence of the Annual Parish Meetings:

- (i) Hear and approve annual or special reports by the Parish Council, Parish Committees and other Parish Organizations.
- (ii) Approve the minutes of the previous Annual Parish Meeting and any Special Parish Meetings held in the interim.
- (iii) Consider and decide on 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 of and the incurring of indebtedness or otherwise encumbering Parish funds or property, subject to the approval of the Diocesan Authority.
- (iv) Approve the annual operating budget submitted by the Parish Council and the compensation of the Parish Priest and Choir Director.
- (v) Provide for the adoption and amendment of the Parish By-Laws.

- (vi) Elect members of the Parish Council, the Auditing Committee and the Cemetery Committee, and the lay delegates to the Diocesan Assembly and to the All-American Council, if the latter is to meet during that current year.
- (vii) Consider and act on all other major matters affecting the general welfare of the Parish or its membership, which are not within the exclusive authority of the Diocesan Authority or of the Rector.

Section 4.3. Presiding Officer. The Parish Priest shall preside at all Parish Meetings (Parish Council Meetings, Annual Parish Meeting and Special Parish Meetings). The Diocesan Authority (Diocesan Bishop, District Dean, or other Diocesan authority designated by the Diocesan Bishop) may preside at any Parish Meeting if designated by the Diocesan Bishop or at the request of the Parish Priest. In the case of the Parish Priest's disagreement with any decisions of the Parish Meeting, his disagreement and motivated opinion must be recorded in the minutes and the whole matter submitted to the Diocesan Authority for resolution.

Section 4.4. Quorum. No fewer than fifteen percent (15%) of the voting members shall constitute a quorum at an annual parish meeting or a special parish meeting. If, at the appointed time for the meeting, a quorum is not present, those voting members in attendance shall adjourn the meeting. One announcement from the Ambo (with a written announcement in the parish bulletin) will be made on the following Sunday regarding rescheduling the meeting. At the rescheduled meeting, business may be conducted regardless of the number of voting members present.

Section 4.5. Controlling Authority. No Parish Meeting, either Annual or Special, shall take any action which is contrary to or not in accord with the OCA Statute or Diocesan By-Laws. Should there be any conflict, the OCA Statute and Diocesan By-Laws shall prevail. Should there be a question whether an action of a Parish Meeting is valid or lawful under the OCA Statute or Diocesan By-Laws, the issue shall be submitted to the Diocesan Authority for determination. All actions taken, resolutions passed, and Parish Council officers elected by the Parish Meeting shall be submitted to the Diocesan Bishop for confirmation and approval. These actions shall take effect after the Diocesan Bishop's confirmation and are then binding on all parishioners.

ARTICLE V PARISH COUNCIL

Section 5.1. Parish Council. The Parish Council is the executive body that assists the Parish Priest in administration of the Parish and meets regularly under his leadership and supervision. The Parish Council is comprised of the Parish Priest, ex officio, and members elected by the Parish Assembly and any ex officio and appointed members as may be provided for by Diocesan or Parish By-Laws. The Parish Council seeks to foster the spiritual and material welfare of the Parish and the Parish's participation in the life and mission of the Diocese and the Orthodox

Church in America. No meetings of the Parish Council may be held without the knowledge and blessing of the Parish Priest who, as the head of the Parish, must take part in the discussion and resolution of all Parish affairs, and shall preside over all meetings of the Parish Council. In case the Parish Priest disagrees with one or more decisions of the Parish Council, his reasoned opinion shall be recorded in the minutes and the matter referred to the Diocesan Authority for resolution. The general meetings of the Parish Council are open to all Voting Members of the Parish who may attend as observers, and official minutes of all meetings of the Parish Council shall be properly maintained and made available to interested Voting Members of the Parish. With the Rector's approval, the Parish Council may call a closed executive session of a Parish Council meeting or any portion of any such meeting.

Section 5.2. Competency of Parish Council. The following matters are within the competence of the Parish Council:

- (i) Exercise fiduciary responsibility for the Parish.
- (ii) Implement within its competence the decisions of the Parish Assembly, the Diocesan Authority, and the All-American Council.
- (iii) Formulate, implement, and direct stewardship programs.
- (iv) Oversee implementation of the budget adopted by the Annual Parish Meeting.
- (v) Purchase supplies, furniture, and other items that may be necessary for the Parish real property and undertake any repairs and maintenance projects that are necessary for such real property.
- (vi) Regulate use of Parish facilities.
- (vii) Maintain and verify the official roster of the Parish's Parishioners and Voting Members.
- (viii) Oversee and regularly receive reports from Parish Committees, Organizations and ministries.
- (ix) Prepare and deliver reports on aspects of Parish life within its competence for the Annual Parish Meeting.
- (x) Propose an annual budget for consideration at the Annual Parish Meeting
- (xi) Supervise the external order during church services including the sale and monitoring of candles, the receiving of donations, and the care for the beauty and cleanliness of the Church Property.
- (xii) Maintain and encourage the participation of the parishioners in matters regarding Parish life, the Church School, charitable programs, liturgical and spiritual events in the Orthodox Church, and affairs of the Diocese and the Orthodox Church in America.
- (xiii) Plan, investigate, monitor, oversee and maintain such programs and activities as serve the moral, educational, evangelical and outreach programs and activities, and material life of the Parish.

Section 5.3. Membership of Parish Council. The lay members of the Parish Council (the "Trustees") shall be nominated and elected by the Annual Parish Meeting. All Trustees of the

Parish Council must be Voting Members of the Parish and shall be good, faithful Orthodox Christians, examples of Christian life (including, but not limited to, regular attendance at all Church services and frequent participation in the Sacraments of the Church, especially Confession and Holy Communion), leadership, and stewardship. Each Trustee shall have one of the following positions and duties: Starosta, First Vice President, Second Vice President, Secretary, Treasurer, Financial Secretary, Assistant Financial Secretary, Center Committee Manager, and Cemetery Committee Chairperson.

Section 5.4. Election of Parish Council. The members of the Parish Council shall be nominated at the Annual Parish Meeting and elected to their respective positions by majority vote of the Voting Members present at such Annual Parish Meeting. Each Trustee shall be elected to a three (3) year term (or until their successor is elected by the Parish Meeting, approved by the Diocesan Bishop and installed by the Parish Priest), without limit. Each trustee may serve consecutive terms, if elected. Any vacancy in the Parish Council shall be filled by a Voting Member of the Parish recommended by the Parish Priest and approved by the Parish Council. This parishioner shall only serve until the next Annual Parish Meeting when the vacated position will be open for nomination and election. Trustees, whether elected or appointed, shall assume the duties of their office only after their election has been approved by the Diocesan Bishop and they have been installed by the Parish Priest by making a solemn commitment to uphold their office for the wellbeing of the Parish and the Orthodox Church.

Section 5.5. Duties of Parish Council Officers. The following positions shall have the following duties and responsibilities:

(a) **Starosta.** Shall be the principal lay executive officer of the Parish and shall assist the Rector in the general supervision and direction of all of the administrative affairs of the Parish and in conducting Parish business between Parish Council Meetings. The Starosta, under the direction of the Rector, may assist the other council members in the fulfillment of their duties, as needed. The Starosta shall have authority to make expenditures not to exceed one thousand dollars (\$1000) without prior Parish Council approval. The Starosta, assisted by all the Parish Council members, shall see to it that good order be observed in the church during Divine Services. The Starosta, assisted by the other council members and those assigned at the candle desk, will also greet visitors, striving to make them feel welcome, and offer them a visitor's card.

(b) **First Vice President.** The First Vice President shall be responsible for the care, maintenance and management of the church building (under the direction of the Parish Priest) and the rectory, shall oversee the inventory of church supplies and ensure such inventories are maintained at sufficient levels, coordinate with any contractors or other personnel performing work on or for the church building and rectory, and provide regular reports on such activities to the Parish Council.

(c) Second Vice President. The Second Vice President shall be responsible for the care, maintenance and management of the rental properties owned and maintained by the Parish, including the apartment at 24 Archibald Street, the apartment located in the Church Center, and any rental properties owned by the Parish, coordinate with any contractors or other personnel performing work on or for such properties, negotiate and enter into leases for rental properties owned by the Parish (with the approval of the Parish Council) and serve as the point of contact for the tenants thereof, and provide regular reports on such activities to the Parish Council.

(d) Secretary. The Secretary shall keep accurate minutes of all Parish Meetings and Parish Council Meetings in accordance with established parliamentary guidelines, be responsible for correspondence of the Parish as requested by the Rector, be the custodian of the signed minutes of all parish and Parish Council meetings and other such parish documents as necessary, give the proper and timely notices required by these Parish By-Laws, and perform such other duties as may be normally required of the office.

(e) Treasurer. The Treasurer shall have the care, and charge of all money and funds received by the Parish, keep a detailed account of all Parish finances, disburse the funds of the Parish at the discretion and order of the Parish Council, make available the financial records of the Parish for inspection by the Rector, the Parish Council or the Auditing Committee at any time, prepare and deliver a written report on the financial status of the Parish, including the annual income and expenditures of the Parish, at the Annual Parish Meeting, and perform such other duties as may be normally required of the office.

(f) Financial Secretary. The Financial Secretary shall receive, record and deposit all donations and other forms of income into the proper depository accounts of the Parish.

(g) Assistant Financial Secretary. The Assistant Financial Secretary shall assist the Financial Secretary with the receiving and recording of all donations. The Assistant Financial Secretary will maintain a list of all active members of the Parish and Parish Organizations, recording their financial contributions and maintaining a list of such contributions. The Assistant Financial Secretary will correspond periodically with parishioners, apprising them of their financial contributions. The Assistant Financial Secretary will coordinate the mailing of all donation envelopes, and provide the Rector with reports of contributions to the Rector in determining the voting status of parishioners.

(h) Center Committee Manager. The Center Committee Manager shall oversee the Center Committee in the operation, management, upkeep, maintenance, usage and rentals of the Center, subject to the approval and direction of the Rector and the Parish Council. See Section 7.5, "Facilities Use." Regular reports about the status of the Center will be provided to the Parish Council and annually to the Annual Parish Meeting. Any

expenditures exceeding one thousand dollars (\$1000) must be pre-approved by the Parish Council.

(i) Cemetery Committee Chairman. The Cemetery Committee Chairman shall oversee the Cemetery Committee as set forth in Section 6.3 and in accordance with Cemetery Guidelines and provide regular reports about the status of the Cemetery to the Parish Council and annually to the Annual Parish Meeting.

All Trustees shall (i) be responsible for attending all Parish Council Meetings and any Parish Meetings, (ii) be entitled to give their advice, recommendations and suggestions to the Parish Council in regard to the administration of the Parish, and (iii) perform such other duties as may be requested by the Rector and approved by the Parish Council.

ARTICLE VI OTHER PARISH POSITIONS

Section 6.1. Choir Director. The Parish shall employ a Choir Director to oversee the Parish's ministry of music. The Choir Director must be a Baptized and Chrismated Orthodox Christian of good character and a Voting Member of the Parish. The Choir Director shall be responsible for:

- (i) Directing and training the Parish Choir and holding choir rehearsals on a regular basis.
- (ii) Reading the Hours before Divine Liturgy and the post - Communion prayers after Divine Liturgy, and preparing those who, with the blessing of the Parish Priest, may also read.
- (iii) Under the Parish Priest's direction, giving the choral responses at all church services. The Parish Priest shall be the final authority on the rubrics and church music for all church services.
- (iv) Maintaining, organizing and preserving the choir library.
- (v) Musical direction when requested at any Parish function.

The Choir Director shall be appointed by the Parish Council under the guidance and with the blessing of the Parish Priest. The compensation of the Choir Director will be agreed upon between the Parish Priest, the Parish Council and the Choir Director at the time of appointment and shall be subject to annual increases approved by the Parish at a Parish Meeting upon the recommendation of the Parish Priest and the Parish Council.

Section 6.2. Auditing Committee. An Auditing Committee composed of three (3) parishioners who are Voting Members of the parish and who are not members of the Parish Council shall be elected at the Annual Parish Meeting to a three (3) year term (or until their successor is elected by the Parish Meeting, approved by the Diocesan Bishop and installed by the

Parish Priest), without limit. Each auditor may serve consecutive terms, if elected. Any vacancy in the Auditing Committee shall be filled by a Voting Member of the Parish recommended by the Parish Priest and approved by the Parish Council. This parishioner shall only serve until the next Annual Parish Meeting when the vacated position will be open for nomination and election. Auditors, whether elected or appointed, shall assume the duties of their office only after their election has been approved by the Diocesan Bishop and they have been installed by the Parish Priest by making a solemn commitment to uphold their office for the wellbeing of the Parish and the Orthodox Church.

The Auditing Committee shall: (i) audit all church accounts, including accounts of all church organizations (i.e., Sisterhood), Cemetery, Church Center, and Church School. (ii) inspect the vouchers for disbursements and verify the bank balances and securities of the Parish; and (iii) investigate and report on the financial administration of the Parish. The Auditing Committee will meet to perform audits twice a year and provide regular reports of their findings to the Parish Council, and to the parishioners at the Annual Parish Meeting. In the event of a vacancy on the Auditing Committee, the unexpired term shall be filled by a parishioner appointed by the Rector and the Parish Council.

Section 6.3. Cemetery Committee. The duties of the Cemetery Committee shall be to manage, maintain, upkeep, and operate the St. Basil's Russian Orthodox Cemetery located on Elm Street (the "*Cemetery*") with the approval of the Rector and Parish Council and in accordance with the provisions of the Cemetery Guidelines. The Cemetery Chairman shall have the authority to expend up to a maximum of one thousand dollars (\$1000) in a given instance for the upkeep and maintenance of the Cemetery, or such greater amounts as shall have been specifically authorized in the Parish's annual budget; any expenditure greater than one thousand dollars (\$1000) shall require the approval of the Parish Council.

ARTICLE VII PARISH PROPERTY

Section 7.1. Title to Parish Property. The Parish Property consists of all property, real and or personal, devised, bequeathed or donated to the Parish for general or specifically designated use, or purchased, leased, constructed or otherwise acquired by the Parish to be used for the operation or maintenance of the Parish and for the promotion of an Orthodox Christian way of worship and life, including the church building, rectory (with those furnishings purchased by the Parish), the Parish Center, the Parish Cemetery, adjoining lands, parking lots, and all other real property. The Parish or Parish corporation is the sole owner of all Parish Property, assets and funds. In administering them, the parishioners and the Parish Council elected by them must always remember the religious nature, purposes, and goals of the Parish and act as trustees of that which is entrusted to their stewardship.

Section 7.2. Status of Parish Property. All Parish Property, assets and funds are and shall be owned and held by the Parish or Parish corporation in trust for the use, purpose and benefit of the Diocese of which it is a part. This provision shall not limit the

authority of the Parish or the Parish corporation in its administration of such Parish Property, assets and funds in accord with the faith, governance and discipline of the Orthodox Church in America. The purchase, improvement, encumbrance or sale of any real property, the investment of Parish funds (not including the allocation of excess cash to U.S. government treasuries, insured money market funds, certificates of deposit and similar financial instruments by the Parish Council), and the transfer of any interest in or change of ownership of and the incurring of indebtedness or otherwise encumbering Parish Property or funds shall be voted upon at a Parish Meeting and be subject to the approval of the Diocesan Bishop.

Section 7.3. Maintenance and Operation of Parish Property. The Parish Council shall provide for and obtain all personnel necessary for the maintenance and operation of the Parish and all its Parish Property. The Parish Council shall have the authority to expend up to a maximum of ten thousand dollars (\$10,000) for Parish needs (i.e., repairs, remodeling, etc.), or such greater amount as shall have been specifically authorized in the Parish's annual budget. A Special Parish Meeting shall be called for expenditures greater than ten thousand dollars (\$10,000). Exceptions include any emergency situations.

Section 7.4. Disposition of Parish Property in the Event of Dissolution. Should it be determined by the Diocesan Bishop or at the advisement of the Parish Council that the Parish is incapable of sustaining itself or wishes to be dissolved, an Annual or Special Parish Meeting shall be called in accordance with the terms of these Parish By-Laws. If three-fourths (3/4) of the Voting Members present at such Parish Meeting vote in favor of such dissolution, or in the event that the Parish has been disbanded and a Parish Meeting cannot be called, by the declaration of the Diocesan Bishop, the Parish shall be dissolved. In the event of a declaration of dissolution of the Parish by the Diocesan Bishop, all Parish Property, real and personal, shall devolve to the Diocese and shall be subject to appropriate disposition as the Diocesan Bishop determines. All sacred items, including the Holy Antimension, the Tabernacle, the Holy Icons and the Sacred Vessels, must be immediately surrendered to the Diocesan Bishop or to the District Dean.

Section 7.5 Use of Parish Property - Facilities Use. The Orthodox Church in America teaches and maintains as a sincerely held religious belief "that the earth is the Lord's, and the fullness thereof; the world and those who dwell therein." (Psalm 24:1). The Church rejects the notion that there is a division between the material and spiritual world and that the two are somehow subject to separate and distinct moral and religious standards. It is for this reason that the resources of the Church – its property, its financial assets, and all that belongs to it of a material nature – may be used only for purposes and in ways consistent with the Church's sincerely held religious beliefs and doctrines as reflected in Holy Scripture, the Tradition of the Church, the Holy Canons of the Church, and the encyclicals of our Holy Synod defining our faith, morals, and doctrines. The facilities of the Church may, in the sole discretion of the Church, be made available for use by other parties for activities consistent with the sincerely held

religious beliefs of the Church and upon terms and conditions established by the Parish Council under guidelines approved by the Diocesan Bishop. Under no circumstances will such activities include those contrary to and incompatible with the sincerely held religious beliefs of the Church, including, but not limited to, events, services or receptions related to non-Orthodox sacraments (including weddings between persons of the same sex and related receptions), non-Orthodox worship services, and partisan political activities.

ARTICLE VIII MISCELLANEOUS PROVISIONS

Section 8.1. Amendments. These Parish By-Laws may be amended at any Annual or Special Parish Meeting. Proposed amendments or changes may come from the Parish Priest, Parish Council, or any Voting Member of the Parish. Proposed amendments must be submitted in writing to the Parish Council through the Parish Priest or Parish Council President at least sixty (60) days prior to an Annual or Special Parish Meeting. Any amendments or changes submitted shall be shared with the parishioners at least sixty (60) days prior to the relevant Parish Meeting. Any amendments to these Parish By-Laws must be passed by a three-fourths (3/4) majority vote of the Voting Members present at the Annual or Special Parish Meeting at which such amendments are considered.

Section 8.2. Interpretation. These Parish By-Laws shall be interpreted in compliance with the Holy Canons, the OCA Statute, and the Diocesan By-Laws, and shall be amended when necessary to comply with the Holy Canons, the OCA Statute, the Diocesan By-Laws, and applicable civil law whenever they conflict therewith. In such cases as there may exist a discrepancy between these Parish By-Laws and the Holy Canons, the OCA Statute, or Diocesan By-Laws, then the Holy Canons, the OCA Statute and Diocesan By-Laws shall prevail, in that descending order.

Section 8.3. Fiscal Year. The fiscal year of St. Basil's Church shall be the calendar year.

Section 8.4. Effective Date. These Parish By-Laws and all amendments, modifications and additions made thereto in accordance with this Article VIII shall become effective upon being duly approved by the Diocesan Bishop.

Section 8.5. Adoption. By the adoption of these By-Laws, the members of the Parish amend, replace, and repeal all previous By-Laws, including, without limitation, those By-Laws adopted February 15, 1997 and amended October 1, 2014.