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ARTICLE 1

Organization:

At a meeting held on the 15th day of November 1907, adherents of the Greek Orthodox Faith of Hellenic origin, residing in Springfield, Commonwealth of Massachusetts and vicinity, founded, in accordance with the laws of said Commonwealth, the Greek Orthodox Parish known as St. George Greek Orthodox Church, and, as of the 5th day of January 1988, became known as St. George Greek Orthodox Cathedral of Western Massachusetts, Inc.

ARTICLE 2

Aims and Purposes of the Parish:

1. The aims and purposes of the Parish are to keep and proclaim pure and undefiled the Orthodox Christian Faith and holy traditions in conformity with the doctrines, canons, worship, discipline, usage and customs of the Church.
2. The diakonia (work and ministry) of the Parish consists of proclaiming the Gospel, sanctifying its members through worship and the sacraments, adding to its membership by instructing others and admitting them to the Church through Baptism and/or Chrismation, educating in the Orthodox Faith through the establishment of appropriate ministries and schools and carrying on conscientiously philanthropic activities
3. To erect and maintain a church for the worship of God, and to maintain any appurtenant structures. Said Church to bear the name of St. George Greek Orthodox Cathedral of Western Massachusetts.
4. To practice charity according to the high ideals of the Christian religion and, to extent feasible, lend support to all causes of benefit to the public.

ARTICLE 3

Ecclesiastical Authority:

1. The Parish is the local eucharistic community of the Church in a given locality, organized and administered under the jurisdiction and authority of the Archdiocese, and headed by a canonically ordained and duly appointed Priest.
2. The Parish, its clergy and members shall conform faithfully to the doctrines, canons, worship, discipline, constitution, Charter, Regulations and encyclicals of the Church. They shall furthermore abide by the decisions of the Biennial Clergy-laity Assemblies, irrespective of whether the Parish was represented thereat or not, the administrative determinations of the Archdiocesan Council, and such interim legislative actions as may be taken between Biennial Assemblies by the Archdiocesan Council acting in concert with the Eparchial Synod.

ARTICLE 4

Membership

1. Any person, eighteen (18) years of age or over, who was baptized according to the rites of the Church or who was received into the Church through Chrismation, who lives according to the faith and canons of the Church, abides by the regulations herein and

the bylaws of the Parish, and fulfills his or her financial obligations to both, is a member in good standing of the Parish.

2. A person qualifying for membership as above and wishing to be a member of more than one Parish must pay his/her financial obligation fully to each Parish.

3. No person shall be accepted for membership in a Parish while retaining membership in a non-Christian religion, or in a non-Orthodox Christian denomination, or in an Orthodox Parish which defiles the jurisdiction or ecclesiastical authority of the Archdiocese, or who deliberately disregards and transgresses the moral law as may be determined by an ecclesiastical tribunal.

4. The Parish register should include the following information concerning each member: baptismal and family name, profession, dates of Baptism and Marriage, complete family record of spouse and children, date of entry into the Parish indicating if a transferee from another Parish, record of payment of Parish financial obligations, and date of death, closing the said register record.

5. When transferring from one Parish to another, the Parishioner shall present to the Priest of the new Parish a certificate of transfer signed by his or her former Priest. Said certificate shall include all pertinent information hereinbefore recited in Section 4 of this Article.

6. The religious, moral, and social duties of a Parishioner are to apply the tenets of the Orthodox Faith to his/her life and activities, to seek personal spiritual growth, to attend faithfully the Divine Liturgy and other services of worship on Sundays and holy days, to keep the rules and fasts of the Orthodox tradition, to receive frequently the sacraments of Penance and Holy Communion, to train and teach the young according to the faith and spirit of Orthodoxy, to respect the clergy, the ecclesiastical authority and all governing bodies of the Church, to be obedient in matters of faith and ecclesiastical order, and to cooperate in every way towards the welfare and prosperity of the Parish and the success of its sacred mission.

ARTICLE 5

Rights and Obligations of Members

1. The obligations of a parishioner include the fulfillment of his/her financial obligations as the General Assembly may establish.

2. A parishioner in good standing is entitled to attend all regular and special General Assemblies, to take part in the administration of the Parish and the direction of its life and activity.

ARTICLE 6

Financial Obligations:

1. The annual financial obligations due from the parishioners shall be payable within the same calendar year they are due.

2. Using the Biblical principle of stewardship, the financial obligation of each steward is recommended to be 10% of one's annual income.

3. Upon request to the Parish Council, a member may, for cause, have his/her financial obligations suspended for a period of time determined by said Council's President and the Priest.

ARTICLE 7

Priests and Assisting Clergymen

1. The Priest, by virtue of his canonical ordination and Episcopal appointment, heads the local Parish of the Church and exercises in its behalf the priestly function. The ministry of the Priest consists in shepherding the Parish entrusted to his pastoral care, directing its orderly life, preserving its unity, keeping it faithful to its Divine purpose, sanctifying his flock through the administration of the sacraments and the performance of all other prescribed services of worship, preaching the Word, teaching the commandments of the New Life, imparting a knowledge of the doctrines, traditions, canons and disciplines of the Church, and guiding the growth, progress and enlightenment of the congregation in the Christian life.

2. The clergy are assigned or transferred by the Metropolitan in accordance with the needs of the Church as a whole. Prior to a decision to assign a Priest to, or transfer from, a Parish, the Parish Council shall be advised and consulted.

3. The Priest shall have charge of all matters of Divine Worship and the personnel connected therewith, and he shall keep the register of marriages, baptisms and deaths.

4. When transferred, dismissed or suspended from a Parish, the Priest shall turn over to his successor a catalogue of his duties, and shall deliver to him the sacred vessels and all registers and religious records.

5. When there is more than one Priest in the Parish, the head of the Parish clergy is the Proistamenos. The other members of the clergy are his assistants and are directly responsible to him.

6. The Metropolis recognizes certain remunerative standards for the clergy that the Parishes are expected to maintain. A priest's remuneration may not be lowered without the consent of the Metropolis. Should a Priest become ill while in the service of a Parish, he shall be compensated fully during such illness for a period of up to three (3) months. A Priest is entitled to an annual vacation as follows: after one (1) year of service eight (8) days; from two (2) to seven (7) years of continuous service fifteen (15) days; for all continuous service after seven (7) years twenty-two (22) days. When a Priest is assigned to a Parish, that Parish, at the direction of its Council, assumes his reasonable moving and travel expenses. The Priest shall also be entitled to any other benefits as set forth in the Uniform Parish Regulations.

7. The Priest and the Parish Council shall strive to promote the financial well being of the Parish.

8. The priest shall not be absent from the Parish without prior arrangement with the Parish Council or without prior authorization of the Metropolitan granted in writing. All differences arising between the Priest, or any assisting clergyman, and the Parish Council, or any member thereof, shall be adjusted by the Metropolis.

ARTICLE 8

Parish Personnel:

1. The Parish Council shall have the exclusive right to employ all parish personnel except for the clergy, fix their salaries in accordance with the budget, and discharge them. Employment issues with respect to the clergy are the prerogative of the Metropolitan of the Metropolis.
2. The Parish Council shall employ the teaching personnel prior to the beginning of the new school year. An applicant for a teaching position shall not be qualified for employment unless he/she is a graduate of an accredited educational institution of higher learning for Greek teachers and meets with the approval of the Metropolis. For the purpose of this section, accredited shall mean a Greek teacher educational institution chartered by the laws of the state in which it exists and which is recognized by the Greek Orthodox Archdiocese of America. In the event the above-described qualifications cannot be fulfilled, then other applicants may be considered.
3. The chanter shall attend faithfully and punctually every religious service and ceremony when so required by the Priest.
4. The sexton shall attend faithfully and punctually all religious services, all funerals, weddings and such other functions as the Priest may prescribe.

ARTICLE 9

Use and Disposal of Property, Funds, Gifts, Bequests and Devises:

1. The Parish shall have absolute title to and control of all real and personal property acquired by it. Church edifices and other buildings constituting Parish property shall be used to serve the religious, educational and philanthropic needs of the Parish. Such property shall be held subject to, and shall be managed at all times in accordance with the bylaws and all applicable laws, regulations and ordinances. No property shall be removed from Parish premises except by Church groups of the Parish for a Church-related function and only upon approval of a member of the Parish Council's executive committee.
2. In the event the Parish intends to acquire real estate, the Parish shall notify the Metropolis (through the Metropolitan) of such intention. Such notification shall include a record of decision by the General Assembly, a survey or legal description of the land and/or buildings, and a description of the surrounding area. Architectural plans for the erection of a church or other parish building and for major structural changes to existing buildings shall be submitted to the Metropolis for approval.
3. The General Assembly of the members shall have the sole power to direct the Parish Council to purchase, mortgage, sell, assign, or otherwise dispose of or encumber real property by a resolution adopted by two-thirds (2/3) of at least seventy-five (75) members of the Parish present and voting at a General Assembly meeting, provided that said resolution shall be confirmed by a simple majority of the Parish members present and voting at a subsequent General Assembly meeting to be held no sooner than twenty-one (21) calendar days nor later than forty-two (42) calendar days from the date said resolution was originally adopted.

4. All devises, bequests and gifts shall be used by the Parish only for the purpose for which they were made and accepted. However, if the intended purpose of a special contribution, bequest, gift or devise has been accomplished, or negated for reason, the remaining monetary balance shall be transferred to another such restricted account having the same or similar purpose. With respect to the disposition or liquidation of real estate under this paragraph, approval of the General Assembly as provided in Article 9, Paragraph 3 herein shall be required. The Parish Council shall have the power to dispose or liquidate personal property under this paragraph.
5. In the event of the legal dissolution of the Parish, its real and personal property shall devolve to the Archdiocese.
6. In the event of heresy, schism or defection from the Archdiocese, the segment of the Parish that remains loyal to the Church and the Archdiocese shall retain title to the Parish property.
7. All the funds of the Parish shall be deposited in one or more accounts in the name of the Parish in one or more banks chosen by the Parish Council and may be drawn there from by checks, drafts or other commercially accepted manner upon the signatures of any two of the president, treasurer, or secretary solely for the obligations and the purposes of the Parish.

ARTICLE 10

Government

1. The Parish Council shall consist of fifteen (15) lay members, the purpose of which shall be to conduct all Parish affairs in accordance with the bylaws. The Clergy are members of the Parish Council ex-officio, but do not vote.
2. The officers of the Parish Council shall consist of a President, a Vice President, a Secretary and a Treasurer (herein collectively referred to as "executive committee"), and such other officers as the executive committee may require.
3. The members of the Parish Council are elected for a term of two (2) years by members of the Parish who are in good standing and have met their financial obligations to the Parish. The time of and procedure for the election shall be in accordance with these bylaws.
4. No paid employee of the Parish may serve on the Parish Council, the Board of Auditors or the Board of Elections. However, nothing contained herein shall prevent a member of the aforementioned Council and Boards from rendering services to the Parish as an independent contractor, provided that such member is recused and does not participate in any decision to authorize said member to perform services, and, provided further, any vote regarding said authorization shall be taken in secret.

ARTICLE 11

Board of Auditors

1. A Board of Auditors, consisting of three (3) members elected for a term of one (1) year, shall have the following powers and duties: it shall have access to all Parish books and records at all reasonable times and particularly prior to each General Assembly

meeting of the members. It shall, prior to each regular General Assembly, audit the books and financial records of the Parish in cooperation with the Parish's Certified Public Accountant ("CPA"), and shall submit a report of its audit to each regular General Assembly of the members. In addition thereto, it shall audit the books and financial records of the Parish whenever so directed by resolution of the Parish Council or the General Assembly of the members.

2. The Board of Auditors, whenever necessary in the performance of its duties as herein stated, may call for and engage the services of the Parish's CPA. In the event that no CPA has been retained or designated by the Parish Council, or such CPA is not available when needed, then the Board of Auditors may engage the services of another CPA for the purposes stated herein.

ARTICLE 12

Fiscal Year, Financial:

1. The Parish fiscal year shall be the calendar year. At the first General Assembly of each year, the Parish Council shall present a financial report with respect to income and expenses for the preceding year.

2. At the last regular General Assembly of each year, the Parish Council shall present for approval the Budget for the upcoming year.

3. The Parish budget should also include appropriations for travel and related expenses of the Priest or other representatives to the National Clergy retreat or other appropriate conferences.

4. The Parish shall, at its last General Assembly of the year, include its budgeted Archdiocesan Fair Share Assessment to the Archdiocese for the upcoming year.

5. The Priest and the President, for purposes of confidentiality, shall judge cases of indigence within the Parish.

ARTICLE 13

Board of Elections

1. The Board of Elections shall consist of five (5) members elected at the last General Assembly preceding an election from among those who are not candidates for election to any elected position within the Parish. The term of office of said Board of Elections shall expire upon the election of a successor Board of Elections. Immediate family members of candidates and incumbent Parish Council members are not eligible to serve on the Board of Elections.

2. No later than fourteen (14) calendar days prior to December elections, the Board of Elections shall have received from the Nomination Committee a list of all documented candidacies, as hereinafter provided by Article 14, Section 5(a), and shall, in cooperation with the Priest and the Parish Council, review said list of candidates, supervise the elections and tabulate and report the results.

ARTICLE 14

Elections:

1. Elections shall be held in the month of December of each year. Elections shall take place for the following positions:

(a) Seven (7) or eight (8), as appropriate, Parish Council members to hold a two (2) year term of office, together with the election of additional members to fill any existing vacancies to hold terms for the balance of said vacancies; and

(b) Three (3) auditors to hold one (1) year terms of office

2. A candidate for the Parish Council must be a parishioner in good standing of the Parish for at least one (1) year immediately preceding the date of the election and must live his/her life in accordance with the Faith and canons of the Church. The Priest determines whether the Parishioners are in canonical and financial good standing as specified in Article 18, Sections 1 through 3 of the Uniform Parish Regulations.

3. Candidates for election to the Parish Council shall be nominated in accordance with the provisions of the Parish Bylaws.

(a) All candidates must attend a seminar conducted by the Priest prior to the election at which the Priest shall discuss and explain to the candidates the Uniform Parish Regulations and the significance of the affirmation of office.

(b) At the discretion of the respective Hierarchy, such seminar may be held locally or regionally, provided that candidates are given appropriate advance notice and more than one reasonable opportunity to attend the seminar in a location within close proximity to the applicable Parish.

(c) In the event that an otherwise eligible candidate(s) cannot attend the scheduled seminar(s) for justifiable cause, the Priest shall meet privately with such individual(s) to provide the seminar.

(d) At the conclusion of the seminar, all candidates must sign a statement acknowledging that they understand the Regulations and will abide by them and the affirmation of office. If a candidate for the Parish Council does not attend a seminar and sign the statement, his/her name shall be deleted from the list of candidates.

4. A parishioner in good standing and duly enrolled in the Parish Record but delinquent in his/her Parish stewardship obligations for the current year may vote in the election by meeting his/her stewardship obligation no later than the last normal business day prior to the election. If a Parishioner is delinquent for more than the current calendar year, he/she may vote in the Parish Council elections only if he/she has met his/her unfulfilled stewardship financial obligations at least thirty (30) calendar days prior to the date of the elections.

5. During the first Regular General Assembly of the members in each year, there shall be an election of a Nominating Committee comprised of three (3) Parish members in good standing, one of whom shall serve as chairperson. No member of this committee may be a current member of, or a candidate for, any of the elective offices. Said Nominating Committee's duties are as hereinafter provided:

(a) Commencing immediately after the election of the Nominating Committee, but no later than fourteen (14) calendar days prior to December elections in the same calendar year, said Nominating Committee shall be seeking out parishioners in good standing as

prospective candidates for Parish Council members and for members for the Board of Auditors. Nothing herein shall preclude Parish members in good standing from submitting their own nominations to the Nominating Committee, or from being nominated from other members during the General Assembly meeting prior to December elections, provided, however, that all nominations shall have been submitted to, or shall have been made by, the Nomination Committee within the above prescribed time limits.

(b) Irrespective of the method of nomination, each candidate shall submit to the Nominating Committee a form letter stating the elective office sought. Said form letters shall have been dated and signed accordingly (forms are supplied by the church office).

(c) No later than fourteen (14) calendar days before the December elections, the Nominating Committee shall have delivered a list of all candidates and all letters of candidacies to the Board of Elections. In delivering the above list and letters, the Nominating Committee may only refer to the number of candidates and to the offices they seek. Once this transfer of documents has been completed, the Nominating Committee's term shall expire.

6. The names of all candidates shall be printed in both English and Greek on a sample ballot, and said sample ballot shall be posted at the offices of the Parish not less than seven (7) calendar days prior to the elections. Said sample ballot shall specify the date, time and place of the election. A listing of all candidates shall be mailed first class to all members in good standing.

7. The terms of all Parish Council members and auditors shall commence on the first day of January following the election, provided that the Metropolis has granted all applicable approvals for service of such members and auditors.

8. The election shall be held by secret ballot under the supervision of the Board of Elections. The Council Secretary or, in the event the Secretary cannot attend, a substitute selected by the Parish Council, shall be present in the balloting room during election hours. The Board of Elections and the Council Secretary (or substitute) shall be collectively responsible for ascertaining from the church records whether or not the persons seeking to cast ballots are eligible to vote.

9. Any attempt to cast a vote for a "write-in" candidate shall be null and void, but does not disqualify the remainder of the ballot.

10. No person other than those voting, the Board of Elections and the Council Secretary or his/her substitute, shall be allowed to be present in the balloting room during the casting of votes. Any member in good standing may be present at the tabulation of the ballots, provided that such member does not interfere with said tabulation.

11. Absentee balloting shall be provided to those members who are physically unable to personally attend to cast ballots at the Election. The Board of Elections shall issue the absentee ballot. In order for an absentee ballot to be counted in the election, it must have been received by the Board of Elections no later than one (1) day prior to the election.

12. Elections shall take place on Parish premises, the specific location of which shall

have been previously announced by the Board of Elections. Voting shall begin after the close of the Divine Liturgy and shall end at a time determined by the Board of Elections.

13. The election results shall be entered in the minutes file for the Parish, showing the number of votes cast for each candidate, and shall be signed by each member of the Board of Elections. The candidates receiving the greatest number of votes shall be declared elected for the ensuing term.

14. Any member of the Parish wishing to contest the validity of any election, may do so within five (5) calendar days after such election by submitting a written protest with the Metropolitan (through the Parish Priest). Such protest shall be signed by him/her and at least four (4) other Parish members, and a copy thereof shall be forwarded directly to the Metropolis. The decision of the Metropolis shall be final.

ARTICLE 15

Affirmation of Office:

1. Within five (5) calendar days after the election, the Priest shall forward the results to the Metropolis with a copy to the Metropolitan, for review and ratification. Contemporaneously, the Priest shall certify in writing that all candidates were qualified and that the election was conducted in accordance with these bylaws and the Uniform Parish Regulations.

2. After verification and ratification of the election has been received from the Metropolis, a special ceremony shall be held at the close of the Divine Liturgy in which all members of the Parish Council shall simultaneously take the affirmation of office. The affirmation shall be administered by the Priest and shall be repeated by all members of the Parish Council.

3. Each member or member-elect of the Parish Council is obliged, without exception, to take the following affirmation of office and subscribe his/ her name thereto:

I (state name) do solemnly affirm that I will uphold the dogma, teaching, traditions, holy canons, worship, and moral principals of the Greek Orthodox Church, as well as the constitutional charter, discipline, and regulations of the Greek Orthodox Archdiocese, and that I will fulfill faithfully and sincerely the duties and obligations required of a member of the Parish Council, so help me God."

ARTICLE 16

Vacancies of the Parish Council, Board of Auditors and Board of Elections

1. A member, who misses three (3) consecutive meetings without justifiable cause, may be relieved of his/her office upon prior notice to the member and a two-thirds (2/3) vote of the Parish Council with no proxies permitted.

2. In the event that the election of a member of the Parish Council or the Board of Auditors has been determined to be invalid, or in the event that the Priest believes that a member of the Parish Council, the Board of Auditors or the Board of Elections is not, or has ceased to be, attached or devoted to the doctrine, constitution, canons, discipline, worship, customs and practices, Regulations or encyclicals of the Archdiocese, or that he/she does not recognize the duly constituted ecclesiastical

authorities or seeks to defame them, or where such member has been excommunicated (separated from the body of the Church of Christ) for any serious offense punishable under canon law, or where such member has exhibited gross negligence, incompetence or dishonesty in the performance of his/her services to the Parish, then a formal recommendation for removal from the Parish Council, Board of Auditors or Board of Elections will be made to the Metropolitan for his consideration following the procedures listed below.

(a) The Parish Council shall hold a special meeting, not open to the general membership, to consider the question of relieving such member of his/her duties. Written notice, by certified mail or other method by which delivery can be confirmed, shall be provided to such member at least seven (7) calendar days before such meeting. Said notice shall contain the date, time, place and purpose of said meeting. Said notice shall contain a detailed statement of the charges levied against said member and the names of any witnesses who have testified or plan to testify against him/her.

(b) At said meeting, the member under consideration shall be given the opportunity to show cause why he/she should not be relieved of his/her duties. Such member shall have the right to be represented by counsel.

(c) A two-thirds (2/3) vote shall be required to recommend to the Metropolitan removal of such member of his/her duties. No vote shall be made by proxy. The Metropolitan will render his final decision.

3. In the event of vacancies on the Parish Council, Board of Auditors or the Board of Elections, howsoever they may have occurred (except by expiration of term of office), the Parish Council, the Board of Auditors, and the Board of Elections shall, within fourteen (14) calendar days from the date on which such vacancy occurred, fill their respective vacancies in the following manner:

(a) The Parish Council shall notify the next runner-up and shall invite him/her to serve the balance of the vacant office. However, in the absence of any runner-up for any reason, the Parish Council by a two-thirds (2/3) vote shall fill the vacancy from the Parish members. Such new member shall serve the balance of the vacant office until the successor to that office has been elected by action of the following election.

(b) The Board of Auditors shall notify the next runner-up and shall invite him/her to serve the balance of the vacant office. In the absence of any runner-up for any reason, the remaining auditors shall fill the vacancy with a member from the Parish who shall serve the balance of the vacant office.

(c) The Board of Elections shall fill any vacancy in the same manner as the Parish Council.

4. Such new members shall serve until the successors to the respective offices have been elected. The vacancies shall be filled according to length of the remaining terms by the candidates who receive the next highest vote totals so that the higher vote recipient is deemed to fill the longest remaining term.

ARTICLE 17

Duties of Officers:

1. The President:

- (a) Shall preside at all meetings of the Parish Council;
- (b) Shall enforce these bylaws, all other rules and regulations of the Church, and shall be responsible for conducting all Parish Council meetings with order and decorum, and shall see that members of all boards and committees and all officers are held accountable for the faithful performance of their duties;
- (c) Shall be ex-officio member of all committees, but without the right to vote except when necessary to break a tie vote;
- (d) Shall supervise the operations of the Parish personnel and the condition of the Treasury;
- (e) Shall exercise the authority vested in him/her as President under these bylaws and regulations and canons of the Church;
- (f) Shall be able to, together with the Treasurer or the Secretary, sign all checks, contracts and other financial documents on behalf of the Parish; and
- (g) Shall be bonded in the minimum amount of \$350,000 for the protection of Parish funds, the premiums for which shall be paid by the Parish.

2. The Vice President

Shall preside in the absence of the President, or in the case of a vacancy in that office, shall for the balance of the term assume all duties of the President.

3. The Secretary

- (a) Shall attend all meetings of the Parish Council and all General Assemblies of the Parish members, and shall record in the books of minutes all proceedings of said meetings; shall maintain adequate written records of the same and shall turn over these records to his/her successor;
- (b) Shall be the custodian of the corporate seal and all documents and records of permanent character, which shall be kept at the Church office;
- (c) Shall be bonded in the minimum amount of \$350,000 for the protection of Parish funds, the premiums for which shall be paid by the Parish;
- (d) Shall be able to, together with the President or the Treasurer, sign all checks, contracts and other financial documents on behalf of the Parish;
- (e) Shall turn over everything appertaining to his office to his/her successor in good order and against receipt therefore; and
- (f) Shall, in the absence of the President, Vice President and Treasurer, preside at meetings of the Parish Council.

4. The Treasurer

- (a) Shall receive Parish funds and deposit same according to the provisions of Article 9, Section 8 of these bylaws; and shall regularly examine the financial records of the

Parish;

- (b) Shall keep a correct account of all the receipts and expenditures of the Parish;
- (c) Shall pay all bills approved by the Parish Council within the limitations of the budget;
- (d) Shall be able to, together with the President or the Secretary, sign all checks, contracts and other financial documents of the Parish;
- (e) Shall be bonded in the minimum amount of \$350,000 for the protection of Parish funds, the premiums for which shall be paid by the Parish;
- (f) Shall turn over everything appertaining to his/her office to his/her successor in good order and against receipt therefore; and
- (g) Shall, in the absence of President and Vice President, preside at meetings of the Parish Council.

ARTICLE 18

Powers and Duties of the Parish Council. The Parish Council shall:

- (a) Conduct the affairs of the Parish in furtherance of the aims and purposes of the Church, and in accordance with the Uniform Parish Regulations, Parish bylaws and the budget;
- (b) Hold regular meetings once each month or more often as the President or Parish Council deem necessary. The Council's President, in addition to his/her duties stated in Article 17, Section 1, shall, through the Secretary, keep an accurate record of the Council's proceedings. The presence of a majority of the total number of councilors shall be required to form a quorum for the transaction of all business. Upon the written request of seven (7) councilors or the Priest, the President shall, within five (5) calendar days, call a special meeting of the Parish Council. The request shall state the purpose of the meeting, and no business other than that stated shall be transacted. No fewer than five (5) of the councilors requesting the special meeting shall be present at such meeting; otherwise, such meeting shall not be in order;
- (c) Members of the Parish Council must attend Parish Council meetings. No proxies are allowed. In the event that the Priest and the Parish Council President determine that an emergency exists, they may call a special meeting which may have both live and telephonic participation.
- (d) Under the leadership of the Priest, the Parish Council shall establish all appropriate committees.
- (e) Manage and control all real and personal property and affairs of the Parish;
- (f) Prepare the agenda for all General Assembly meetings;
- (g) Have the right to enforce the provisions set forth in Article 8, Section 1.
- (h) Enforce the Parish bylaws, supervise all secular activities of the Parish, and refer all spiritual questions or matters pertaining to the Clergy to the Metropolis;
- (i) Approve school programs, curricula, textbooks, and educational materials as approved by the Archdiocese and Metropolis;

(j) Submit a budget at the last regular General Assembly for the year setting forth the projected income and expenses for the upcoming year;

(k) Instill in the members an awareness of the financial needs of the Parish and strive to increase the revenue of the Parish;

(l) Pay by check all Parish expenses; procure all necessary supplies, equipment and services on a bid basis where possible; and in cases of emergency may assume obligations in excess of the Budget up to a total aggregate of fifteen thousand (\$15,000) dollars, but for the purposes of this subsection, adjustments of salaries or any unbudgeted increase of any fixed cost shall not be considered an emergency;

(m) Have, in addition to these enumerated powers, all of the powers specifically stated in other sections of these bylaws;

(n) In the notice for the first General Assembly meeting of the year, include a report of the financial condition of the Parish containing the income and expenses of the Parish for the preceding year;

(o) Engage the services of a Certified Public Accountant who, in addition to performing other requested duties, shall be made available to the Board of Auditors for the purposes set forth in Article 11;

(p) Attend the Divine Liturgy and participate fully in the sacramental life of the church regularly, thereby setting a leadership example; and

(q) Not expend any money or assume obligations not provided for in the Budget, except as hereinbefore stated.

ARTICLE 19

Powers of the General Assembly:

1. The General Assembly is the general meeting of the members of the Parish.
2. The General Assembly shall discuss and adopt the Budget, make financial commitments on behalf of the Parish, determine the financial obligations of the members, take up the Parish's old business, take up and resolve all new business properly brought before it, and have all powers not specifically reserved to the Parish Council and Officers.

ARTICLE 20

General Assembly Meetings

1. There shall be at least two (2) General Assembly Meetings of the members each year, such meetings convened by the Parish Council. The Parish Council shall have the power to convene Special General Assemblies as it may deem necessary.
2. Special General Assemblies shall also be held when ten percent (10%) of the members of the Parish submit a written petition making such request to the Parish Council stating the purpose for such meeting. Such Special General Assembly, however, shall not be in order unless eighty percent (80%) of the members requesting such meeting are present.
3. A General Assembly consists of members of the Parish who have met their financial

obligations to the Parish for the previous year and who have submitted a pledge or have paid such obligations for the current year as of the date of such General Assembly.

4. The secretary shall mail to each member a notice with an agenda of all regular and special General Assembly meetings not less than ten (10) calendar days prior to said meetings. However, no business shall be transacted at a Special General Assembly meeting other than that stated in the notice.

5. (a) The presence of fifty (50) members of the Parish in good standing shall constitute a quorum for all Regular General Assembly meetings, as well as for all Special General Assembly meetings which are not called as a result of a petition pursuant to Section 2 of Article 20, or when are convened pursuant to Section 2 of Article 24.

(b) In the event that the Special General Assembly meeting was convened pursuant to the provisions of Section 2 of Article 20, there can be no quorum established unless said provisions are fully enforced.

6. Upon request of any ten (10) members, the vote for any issue shall be taken by secret ballot.

7. The presiding officer of any General Assembly meeting, shall be elected by the attending members.

8. The General Assembly meeting shall be conducted in accordance with "Robert's Rules of Order".

ARTICLE 21

Political Affiliation:

The Parish neither expressly nor by implication shall become affiliated with any political party or faction thereof.

ARTICLE 22

Parish Services:

The Parish Council shall have the right to fix, amend or repeal at any time the charges for the various Parish services and religious ministrations. The approved services shall be provided to any member in good standing making the request. The charges are to cover the fees and expenses for the sexton, cantor, custodian or other personnel and any articles and materials in connection with the particular sacrament.

ARTICLE 23

Parish Seal:

The seal of the Parish shall be circular in form. The words St. George Greek Orthodox Cathedral of Western MA, Inc. shall be inscribed around the rim thereof. The seal shall be kept in the Parish Office.

ARTICLE 24

Amendments to Bylaws

1. The Parish Council shall have the right to propose amending or repealing a portion or all of these bylaws. The proposed amendment or repeal shall be presented to a

regular or special General Assembly meeting of the members, and the notice of such meeting must contain a copy of said proposed amendment or repeal. A two-thirds (2/3) vote of the members present and voting shall be necessary for adoption of such amendment or repeal.

2. A petition to amend or repeal these bylaws, or any part thereof, signed by at least of fifty (50) members in good standing may be submitted to the Parish Council. Said petition shall contain the proposed amendment or repeal and shall also contain a request for a General Assembly meeting to consider said proposal. The Parish Council shall schedule a Special General Assembly meeting within thirty (30) calendar days after the submission of said petition. A two-thirds (2/3) vote of the members present and voting at said meeting shall be necessary to adopt any proposed amendment or repeal. However, said petition shall not be considered at such meeting unless at least two thirds (2/3) of the members signing said petition are present.

ARTICLE 25

Retention of Funds by the Parish Council

If, on the last day of February of each year, the amount of funds retained by the Parish Council in the Church Account exceeds one-quarter of the expenses of the Community provided for in the approved budget for said year, such excess shall be transferred to the Building Capital Restricted Account.

ARTICLE 26

Bylaws Authority

In the event that any bylaws, regulation or canon of the Archdiocese or Metropolis conflicts with any provision contained herein, said other bylaws, regulation or canon shall control only to the extent necessary to resolve said conflict. Other provisions not in conflict as aforesaid shall remain in full force and effect. Nothing herein shall preclude the Parish from adopting bylaw provisions which are deemed necessary by the Parish Assembly to meet local needs.

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