PREAMBLE

The _____ Orthodox Church, located in _____, _____ is a Parish in the autocephalous Orthodox Church in America, and incorporated as a religious (not-for-profit) corporation in the State of _____, on _____.
(mo., date, year)

As the local eucharistic community of the Church, the Parish exists for the purpose of worshiping God according to the Holy Scriptures and Tradition of the Holy Orthodox Church; encouraging and nurturing union with God among and between the members of the Parish; facilitating and providing pastoral care, religious education, charitable aid, and social interaction for its members; witnessing to Orthodox Christian theology and spirituality in words and deeds by sharing of love, compassion, and resources within neighboring communities and elsewhere; and defending and promoting the Orthodox Christian Faith in America.

The Parish is an Orthodox Christian religious community, a member of the universal Orthodox Church, which is the One, Holy, Catholic and Apostolic Church. Its beliefs, liturgical rituals, sacramental practices and disciplines are based on and found in the Holy Scriptures, Holy Tradition, the Ecumenical and local Church Councils, and the Holy Fathers, which regulate all manner and matters of the Parish's administration and governance, as well as the conduct of the clergy and parishioners.

As a civil entity, the Parish is also entitled to the rights afforded by, and subject to the responsibilities and obligations imposed by, the laws of the United States of America and the state of _____. Its adoption of a civil corporate existence is done to allow it recognition in the secular world. The Parish must maintain and file Articles of Incorporation/Articles of Organization, Bylaws and/or other applicable corporate documents. The Parish shall seek guidance from the Diocesan Bishop before taking any action in any situation involving a perceived conflict between its civil obligations and its obligations as a spiritual body in The Orthodox Church in America.

The Parish is part of The Orthodox Church in America. Its organization and administration are subject to the Statute (as defined below) and the decisions of the Diocesan Bishop and Assemblies of the Diocese of the Midwest. The life of the Parish shall be regulated by the following Bylaws so that the Parish might fulfill its divinely appointed mission in a peaceful and orderly way.

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ARTICLE I: DEFINITIONS

These words, as used in these Parish Bylaws, shall have the following meanings:

a. "Bishop" means the Bishop of Chicago and the Midwest or, in the event of his absence or a vacancy in his office, the Diocesan Authority, which could be a *Locum Tenens* or a Diocesan Administrator appointed by the Metropolitan and/or the Holy Synod of The Orthodox Church in America.

b. "Diocese" means the Diocese of the Midwest.

c. "Parish" means both the parish as a local eucharistic community of The Orthodox Church in America and as corporate body organized and existing under the laws of the state of _____.

d. "Rector" means Parish Priest who is the priest-in-charge and presides over the other Parish clergy.

e. "Statute" means the Statute of The Orthodox Church in America, adopted by the Second All-American Council held in October 1971, and as revised by the Eighteenth All-American Council held in July 2015, effective November 1, 2015, and as further revised and/or amended by subsequent All-American Councils.

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ARTICLE II: THE PARISH MEMBERSHIP

Section 1: Parishioner

a. A Parishioner is one who, by virtue of Baptism and Chrismation, is a member of the Body of Christ and is incorporated into the Parish community as a Parish member.

b. A Parishioner has a reasonable expectation for pastoral care in accordance with the Orthodox Tradition, enjoys full benefits of participation in Parish life, and has the duty to sustain, strengthen, and witness to the Orthodox Faith; to live according to the teaching of the Church; to participate in the religious services; to partake of the Holy Sacraments; to fulfill acts of Christian mercy; and to support and help the Church.

c. Parish membership may be suspended or revoked by the Rector or the Bishop for due cause, such as:

1. open rejection of the Orthodox Faith;

2. public and open defamation of, defiance of, or rebellion against ecclesiastical authority;

3. grave moral transgression; or

4. formal association with a non-Orthodox religious body.

Section 2: Voting Member

A voting member of the Parish accepts the rights, privileges and responsibilities of participating and voting in Parish Assemblies. A voting member may be considered for election to office in appropriate Parish bodies, and is eligible for election as delegate to the Diocesan Assembly and the All-American Council.

A Voting Member:

a. is a Baptized and Chrismated Orthodox Christian;

b. is at least 18 years of age;

c. partakes of the Sacraments of Private Confession and Communion in one's home Parish at least once a year or elsewhere with the permission of the Rector;

d. has been a Parishioner of the Parish for at least a year; and

e. fulfills financial obligations as established by the All-American Councils, Diocesan Assemblies, and the Parish, which obligations may be adjusted or waived by the Rector in consultation with the Parish Council.

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Section 3: Transfer Members

A Parishioner who transfers from another parish of The Orthodox Church in America and whose former Rector verifies that they were a voting member in good standing shall be a voting member of the Parish. Such a Parishioner who does not provide this verification, or a Parishioner who is an Orthodox Christian transferring from a parish not within the Orthodox Church in America, shall become a voting member upon fulfillment of the requirements in Section 2 above.

Section 4: Multiple Parish Membership

Voting membership in two or more parishes of the Orthodox Church in America is not permitted.

Section 5: Financial Obligation

Each year, the Parish shall remit to the Diocesan Treasurer its minimum financial support to the Diocese and through it to The Orthodox Church in America as determined by the All-American Council and the Diocese.

Section 6: Parish Membership Registration

The Parish, through its Rector and Parish Council, is responsible for submitting annually the census and membership information to the Bishop, in accordance with the form as determined in current Diocesan directives.

Section 7: Exclusion of Voting Membership

The Parish Council together with the Rector shall, within its jurisdiction, initiate action to remove from voting membership that person who:

a. directly or indirectly defies the Dogma or Canons of the Orthodox Church; or

b. directly or indirectly obstructs those decisions rendered by the majority of the Parish or the Bishop; or

c. directly or indirectly causes such disruption so as to adversely affect the spiritual life of the Parish.

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Action to remove rights of voting membership shall be referred to the Bishop in the manner set forth in the current Diocesan directives.

ARTICLE III: THE PARISH CLERGY

Section 1: The Rector

The Rector, by virtue of his ordination and canonical appointment, serves as the spiritual father and teacher of the Parish. He is first among the Parish Clergy and presides over liturgical worship in accordance with the traditions and norms of the Church. He also is the head and administrator of the Parish in a manner consistent with the provisions of the Statute, the governing documents of the Diocese and the Parish, and the directives of the Bishop in cooperation with the Parish Council. No activities in the Parish can be initiated without his knowledge, approval and blessings; neither should he do anything pertaining to the Parish without the knowledge of the appropriate Parish bodies, so that always and everywhere there may be mutual trust, cooperation, unity and love.

Section 2: Assignment & Compensation

a. The Rector is assigned, transferred or removed by the Bishop, in accordance with the canons, ecclesiastical procedures and the needs of the Parish and of the Diocese. The Rector cannot be removed or leave his assignment without the specific permission of the Bishop. Upon the death, retirement or transfer of the Rector, the vacancy in the Parish may be filled on a temporary basis by the Bishop, until the office is filled permanently.

b. Throughout the duration of his assignment, the Parish shall compensate the Rector. The amount and terms of such compensation shall conform to current Diocesan guidelines and norms concerning compensation and benefits, and be agreed upon prior to the Rector's appointment.

Section 3: Responsibility

The responsibilities of the Rector of the Parish shall be to:

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a. serve the liturgical and sacramental needs of the Parish according to the Tradition of the Orthodox Church as practiced in The Orthodox Church in America and with the blessing of the Bishop;

b. supervise and oversee all aspects of the Parish's liturgical life, including the music ministry, liturgical readers, altar servers, sacristans, the inventory and status of liturgical supplies and liturgical art;

c. teach, sanctify and edify the members of the Parish entrusted to his care with no partiality, supervise in a cooperative manner the Parish's Church School, implement religious education programs of the Parish, ensure that all educational, philanthropic, social and cultural activities within the Parish or of the Parish are consistent with the mission of the Church;

d. strive to raise the level of spirituality and morality of the Parishioners and stimulate church growth;

e. normally preside over all Parish Meetings and Parish Council meetings, except in cases when the Bishop is present or when another person is directed to do so by the Bishop;

f. keep and maintain the Parish records of baptisms, chrismations, receptions into the faith, marriages, and burials; issue copies of the same, and report the statistics annually to the Bishop;

g. report the marriages performed as may be required by law to civil authority;

h. be the intermediary between the Parish and the Dean and the Bishop;

i. be responsible for the well-being of the Parish, administrating the Parish business office and overseeing the care, custody and maintenance of administrative records, inventories and the official Parish seal;

j. represent the Parish before local civil and judicial authorities and other third parties, either personally or through his delegate;

k. implement the decisions of the All-American Councils, the Diocesan Assemblies, the Bishop, the District Dean, the Annual and Special Meetings of the Parish, and the Parish Council;

l. check and sign the minutes of the Annual and Special Meetings of the Parish and of the Parish Council meetings;

m. be responsible for the supervision of additional clergy who are appointed or assigned by the Bishop;

n. be an *ex officio* member of all committees and of the Parish Council; and

o. exercise the rights and responsibilities stipulated by the Sacred Canons, the Statute, the directives of the Holy Synod, and the Bishop.

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Section 4: Other Parish Clergy

a. An Associate Priest is a priest who has been appointment to a Parish by the Bishop. His duties and responsibilities are carried out under the direction of the Rector in consultation with the Parish Council, for which he normally receives compensation from the Parish.

b. An Assigned Deacon is a deacon who has been appointed by the Bishop to serve within a Parish. His duties and responsibilities are carried out under the direction of the Rector in consultation with the Parish Council, for which he may receive compensation from the Parish.

c. Attached clergy are priests or deacons who are canonically attached to a Parish by the Bishop without necessary compensation from the Parish. They do not exercise a role in Parish governance and their participation in the life of the Parish is subject to a cooperative agreement with the Rector in consultation with the Parish Council.

d. Like the Rector, all parish clergy, including those in minor orders, possess the rights and exercise the responsibilities stipulated for their order by the Sacred Canons, the Statute, the directives of the Holy Synod, and the Bishop

ARTICLE IV: THE PARISH MEETING

Section 1: Meetings

a. The Annual Meeting of the voting members of the Parish shall be held on the _____ Sunday in the _____ month of every year (following the celebration of the Divine Liturgy) for the purpose of electing members of the Parish Council and for the transaction of such other business as may come before the Meeting. Should circumstances preclude having the annual Parish Meeting at its regularly appointed time, then an alternate date agreed upon by the Rector and the Parish Council can be selected.

b. The Rector together with the Parish Council, or the Bishop, may call a Special Parish Meeting to consider matters of specific concern.

c. The Annual Meeting and any Special Parish Meeting shall be held on the Parish premises.

d. Notice of the Annual and any Special Parish Meeting shall be given by the Rector from the ambo at the Divine Liturgy on three (3) consecutive Sundays prior to the Meeting and published in the Church bulletin, and written, telephonic, or email notice shall be provided to all voting members not later than eight (8) days prior to the date of the Meeting. The agenda of any Meeting shall be included in the notice. In the case of Special Meetings, or when the Annual Meeting shall have as part of its agenda capital expenditures, the purchase, sale, mortgage, lease, or encumbrance of real property of the Parish, or the amendment of these Bylaws, the notice shall specify the matter or matters to be acted upon at said Meeting.

Section 2: Quorum

The quorum for all Parish Meetings shall be ____ % of voting members. In the absence of a quorum at the Annual Parish Meeting, that Meeting may be adjourned to a time determined by the majority of voting members present at that Meeting. (At the Adjourned Meeting those in attendance shall constitute a quorum at that Meeting.) These provisions for an Adjourned Meeting shall not apply either to any Special Meeting or to any subject matter at an Annual Meeting pertaining to the amendment of these Bylaws or the acquisition or alienation of Parish property or capital expenditures. In those instances the quorum requirements outlined in this Section must be applied.

Section 3: Voting

a. A simple majority vote by those voting members shall determine the decisions of any Parish Meeting, except as otherwise provided for in these Bylaws.

b. A two-thirds (2/3) vote of the voting members present shall be required to approve any capital expenditures in excess of $_____, and in connection with the purchase, sale, mortgage, lease, or encumbrance of Parish property, but in no event may such expenditure be made with the approval of less than ____% of all voting members of the Parish.

Section 4: Order of Meetings

a. Officers of the Parish Meeting

1. The Rector is the Chairman and presiding officer at the Parish Meeting unless the Rector designates a substitute chairman.

2. A Vice-Chairman, who may be the President of the Parish Council or a person elected at the Parish Meeting, may conduct portions of the Meeting as designated by the Rector.

3. A Secretary, who may be the Secretary of the Parish Council or a person elected at the Parish Meeting, shall record the minutes of the Parish Meeting.

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b. The Agenda of the Annual Meeting may follow this order:

1. Opening Prayer

2. Determination of a Quorum

3. Minutes of Previous Meeting

4. Reports

5. Financial Statement and Auditor's Report

6. Adoption of Parish Budget

7. Old Business

8. New Business

9. Election of the Parish Council, Auditing Committee, and representatives to the Diocesan Assembly and to the All-American Council

10. Adjournment and Closing Prayer

c. The Agenda of a Special Meeting may follow this order:

1. Opening Prayer

2. Determination of a Quorum

3. Statement of Purpose of Meeting

4. Resolutions

5. Adjournment and Closing Prayer

d. Record of a Parish Meeting

1. Two copies of the minutes of a Parish Meeting, Annual or Special, signed by the Secretary of the Meeting and the Rector, including financial data and attached reports, if any, shall be sent to the Bishop with an additional copy to the District Dean within one month of the Parish Meeting.

2. In case the Rector disagrees with one or more decisions of the Parish Meeting, his opinion shall be recorded in the minutes and the matter submitted to the Bishop. So also, if an officer of the Parish Council disagrees with one or more decisions of the Parish Assembly, his or her opinion shall be recorded in the minutes and the matter submitted to the Bishop. The manner in which further dissent is recorded and possibly transmitted to the Bishop shall be dealt with by Diocesan Bylaws and established procedures and norms.

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e. Implementation

After review of the minutes of a Parish Meeting, the Bishop shall approve or disapprove the decisions and resolutions, including elections, in those minutes. If approved, those decisions and resolutions, including elections, shall become effective as of the date of approval by the Bishop. If disapproved, those decisions and resolutions, including elections, shall be remanded back to the Parish for correction or amendment. No decision or action of a Parish Meeting shall become effective until approved in writing by the Bishop.

ARTICLE V: THE PARISH COUNCIL

The Parish Council is the executive body that assists the Rector in administration of the Parish and normally meets under his presidency. The Parish Council is comprised of the Rector, *ex officio*, and members elected by the Parish Assembly and any *ex officio* and appointed members as is provided for by these Parish Bylaws. The Parish Council seeks to foster the spiritual and material welfare of the Parish.

Section 1: Election of the Parish Council

a. The Parish Council shall be composed of the Rector, *ex officio*, and ____ elected members.

Alternate (A)

b. The election of members of the Parish Council and at least a first and a second alternate shall take place at the regular Parish Meeting on an _____ basis. [See Alternate (A), Section 6 a.]

Alternate (B)

b. The election of members of the Parish Council shall take place at the regular Parish Meeting on an _____ basis. [See Alternate (B), Section 6 b.]

c. Eligibility of Elected Members

Voting members of the Parish are eligible for election to the Parish Council with the following exceptions:

1. any full-time employee of the Parish is not eligible to serve on the Parish Council;

2. only one member of any household, including the Rector's household, is eligible to serve at the same time as a member of the Parish Council.

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Section 2: Term of Office

a. The term of office for members of the Parish Council shall be ____ years.

b. The term of office of the elected officers, as defined in Section 8, shall be ____ years.

c. No member of the Parish Council may serve more than 6 consecutive years.

d. ____ members shall be elected at each Annual Meeting of the Parish so that there shall be staggered terms of membership on the Parish Council with some terms expiring annually. [Optional.]

e. All officers and members of the Parish Council shall hold office until their successors are duly elected, qualified and confirmed, and installed.

Section 3: Composition

Alternate (A)

a. The officers of the Parish Council shall consist of at least the President, Vice-President, Secretary and Treasurer. Additional officers may be elected if deemed necessary by the Parish Council.

b. Following the adjournment of the Annual Parish Meeting at which an election was held, the Rector shall assemble the (incumbent and) new members of the Parish Council and conduct the election of Parish Council officers.

Alternate (B)

a. The officers of the Parish Council shall consist of at least the President, Vice-President, Secretary, and Treasurer. Additional officers may be elected if deemed necessary by the Parish Meeting.

b. The Annual Parish Meeting shall elect Parish Council officers, and then the open balance of the members of the Parish Council to be elected at the meeting.

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Section 4: Confirmation and Installation

a. The Rector shall attest by signature to the election of the Parish Council, supply the data and list of officers and members of the Parish Council on the "Confirmation of Parish Council" form, affix the Parish seal and shall forward the form to the Bishop.

b. Only upon the confirmation of the election of the Parish Council by the Bishop can the Parish Council be installed. It is then installed in accordance with the Diocesan rubric: “Installation of Parish Council", and its members can begin their term of office. Incumbents shall hold office until new officers or members are actually installed.

Section 5: Removal from Parish Council

a. 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 II and Article V, Section 1 c., will bring automatic dismissal from the Parish Council.

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

c. The Parish Council initiates all dismissal procedures. However, the Bishop through the District Dean may intervene in cases in which a Parish Council member becomes subject to dismissal for a cause stated in this section.

Section 6: Vacancies in Parish Council

Alternate (A)

a. Any vacancy which occurs shall be filled by the alternate, previously elected with the members of the Parish Council at their election for the remainder of the vacated term. [To be used with Alternate (A), Article V, Section 1 b.]

Alternate (B)

a. Any vacancy which occurs shall be filled by the Parish Council by electing a successor therefore with confirmation by the Rector, for the remainder of the vacated term. [To be used with Alternate (B), Article V, Section 1 b.]

Alternate (C)

a. Any vacancy which occurs shall be filled by Special Meeting of the Parish.

b. A person who fills a vacancy must have all the qualifications of an elected member of the Parish Council as provided in Section 1 c. of this Article.

c. The filling of a vacancy refers to the position of membership in the Parish Council and not to the position of elected officer.

d. With the exception of the office of President of the Parish Council, whose vacancy is filled by the Vice-President, the vacancies in the office of Vice-President, Secretary and Treasurer shall be filled by the Parish Council from qualified members of the reconstituted Council.

Section 7: Parish Council Meetings

No regular or special meeting of the Parish Council shall be held without the knowledge and blessing of the Rector. If the Rector is unable to preside over a meeting of the Parish Council, the senior elected officer of the Parish Council shall preside with the blessing of the Rector or the Bishop. In case the office of Rector is vacant, until the appointment of the new Rector, the senior elected officer of the Parish Council shall preside, unless the Bishop or his delegate is present.

a. Day, Time and Place

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The Parish Council shall establish mutually agreeable times for its monthly meetings, to be normally held on the Parish premise; on occasion the location of meetings may be changed by mutual agreement of the Rector and Parish Council members.

b. Chairman

The Rector or his designee chairs the Parish Council meeting.

c. Agenda

The Parish Council shall conduct its business from a pre-established agenda.

d. Quorum

A simple majority of the Parish Council shall constitute a quorum.

e. Voting

A majority vote of those members in attendance can decide issues brought before the Parish Council.

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f. Minutes

The minutes of the Parish Council meetings shall be signed by the Secretary and the Rector. The original of the minutes is the properly of the Parish and becomes part of the Parish Archives.

g. Participation in Meetings

Parish Council meetings are open for attendance to all members of the Parish. An open forum may be held, at which time a member of the Parish, recognized by the Chair, may speak on an issue. However, only members of the Parish Council may make a formal resolution or vote on any issue. At its discretion the Parish Council may hold a “Closed Meeting” which is restricted only to Parish Council members and accordingly noted in the minutes.

h. Disagreement and Unresolved Issues

In the event that a matter is brought before the agenda of the Parish Council, which in the opinion. of the Rector is in violation of the Canon Law of the Orthodox Church, the Statute, or the Diocesan directives, including, but not limited to matters of:

1. doctrine;

2. canon law;

3. liturgical practice;

4. sacramental observance; or

5. ecclesiastical discipline

the Rector has the right to veto both discussion and vote on said matter within the Parish Council. If the matter persists and becomes a problem between the Rector and the Parish Council, the matter shall not be brought before the Parish at a Parish Meeting. The Rector or the Parish Council shall have the right to refer the matter to the District Dean. However, in matters of appeal the decision of the Bishop shall be deemed final.

Section 8: Officers of the Parish Council

a. President

The President shall:

1. be an *ex officio* member of all Standing Committees;

2. represent the Parish Council on all appropriate occasions; and

3. perform such other duties as may be imposed by law, by the Articles of Incorporation, or by these Bylaws, or as may be prescribed from time to time by the Parish Council.

b. Vice-President

The Vice-President shall:

1. act in the place of the President during the latter's absence;

2. automatically succeed to the office of President in the event of its vacancy; and

3. perform such other duties as may be imposed by law, by the Articles of Incorporation, or by these Bylaws, or as may be prescribed from time to time by the Parish Council.

c. Secretary

The Secretary shall:

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1. keep an accurate record of the proceedings of all meetings of the Parish Council and Parish Meetings;

2. facilitate the submission to the Bishop and the District Dean copies of all appropriate minutes, reports, and lists; and

3. perform such duties as may be imposed by law, the Articles of Incorporation, or by these Bylaws, or as may be prescribed from time to time by the Parish Council.

d. Treasurer

The Treasurer shall:

1. receive and safely keep all money and securities of the Parish and shall invest and disburse the same under the direction of the Parish Council;

2. render a financial statement at the Annual Parish Meeting and at such other times as may be requested by the Parish Council. The annual statement shall be audited by the Auditing Committee;

3. keep a complete account of the finances of the Parish which shall be and remain the property of the Parish and which shall be open for inspection at any reasonable time by the Parish Council;

4. prepare all appropriate financial reports and statements which are to be submitted by the Secretary to the Bishop and District Dean; and

5. perform such other duties as may be imposed by law, by the Articles of Incorporation, or by these Bylaws, or as may from time to time be prescribed by the Parish Council.

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ARTICLE VI: THE PARISH PROPERTY

Section 1: Title of Ownership

The Parish is the sole owner of and/or holds legal title to all Parish property, assets, and funds, subject to any and all limitations on its rights of ownership imposed by the Statute.

Section 2: Real Property

The Parish may purchase real property, or sell, mortgage, lease, or otherwise encumber its real property, only upon approval of a two-thirds (2/3) majority vote of the voting members of the Parish in attendance at the Annual Parish Meeting,

or at a Special Meeting convened for that purpose, at which a quorum is present, due notice having been given, on a resolution presented by the Parish Council and Rector, and subject to final approval of the Bishop. However, in no event may such action be taken with the approval of less than ____% of all voting members of the Parish.

Section 3: Special Bequests

All special bequests, gifts and devises should be used by the Parish for the purpose for which they were made, to the extent that it is reasonably practicable to do so. In the event the purpose of such gift, devise, or bequest is not feasible or practical, as so determined by the Parish Council and Rector, an alternate use may be determined by the Parish Council and Rector upon consultation with the donor or the estate representative.

Section 4: Defection

In the event that the Parish decides to withdraw from the jurisdiction of The Orthodox Church in America, The Orthodox Church in America shall be entitled to full title to all the Parish property, assets, and funds. In the event that a group in a Parish decides to withdraw from the jurisdiction of The Orthodox Church in America, that segment of the Parish which remains loyal to the jurisdiction of The Orthodox Church in America shall retain full title to all the Parish property, assets, and funds.

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Section 5: Dissolution

a. The Parish may be dissolved voluntarily only upon approval of a two-thirds (2/3) majority vote of the voting members of the Parish in attendance at a Special Meeting convened for that purpose, at which a quorum is present, due notice having been given, on a resolution presented by the Parish Council and Rector, and subject to final approval by the Bishop. However, in no event may such action be taken with the approval of less than ____% of all voting members of the Parish. Only the Bishop shall have the power to declare the Parish dissolved.

b. Upon the dissolution of the Parish, the sacred and untouchable items, such as the Holy Antimension, the Tabernacle, and the Sacred Vessels, as well as the Parish records, shall be delivered directly to the Diocesan Bishop or his designee. After all encumbrances have been satisfied, the remaining Parish property, whether real, personal, or mixed, or the proceeds from the sale thereof, shall be distributed by the Bishop to institutions, ministries or charities of, or affiliated with, The Orthodox Church in America, preferably within the state of incorporation, or within the local Deanery.

ARTICLE VII: THE PARISH ORGANIZATIONS

a. From time to time individually affiliated Parish organizations may be established or recognized by the Parish for specific purposes deemed compatible with Parish life. Such organizations shall have the approval of, and are accountable to, the Parish Council and Rector. The bylaws of such organizations shall be consistent with these Bylaws, the regulations of the Parish, the directives of the Bishop, and the Statute. Such organizations shall make an annual report of activities and accountability, and shall make an annual financial statement available to the Parish Meeting.

b. In the event that any such organization is dissolved, its assets shall be turned over to the Parish.

c. In the event that the Parish is dissolved, the organizations which were subsidiaries of that Parish likewise shall be dissolved. The assets of those organizations shall be disposed of pursuant to Article VI, Section 5 of these Bylaws.

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ARTICLE VIII GENERAL PROVISIONS

Section 1: Amendments

These Parish Bylaws may be altered or amended by a two-thirds (2/3) majority vote of the voting members of the Parish in attendance at the Annual Parish Meeting at which a quorum is present or a Special Meeting convened for that purpose at which a quorum is present, provided that timely written notice is given to the membership specifying the proposed addition, change or amendment. However, in no event may such action be taken with the approval of less than ____% of all voting members of the Parish. All amendments, changes or additions so proposed shall not take effect unless approved by the Bishop.

Section 2: Procedures

For matters not covered by these Bylaws the Parish may enact procedures and regulations to meet the need of a particular situation in the Parish. Such additional procedures and regulations shall not take effect unless approved by the Bishop.

Section 3: Scope of Rights

Notwithstanding any provisions in these Bylaws or any provisions that might be assumed from the civil law concerning not-for-profit or religious corporations, nothing in these Bylaws or any such civil law provisions shall be deemed to have granted any individual parishioner or group of parishioners any rights, as

members of the present corporation, that are in conflict with, or at variance with, or superior to those recognized in, the Statute.

Section 4: Adoption

These Bylaws were accepted at a Parish Meeting held on the _____ day of _____, 20 __ , at which the appropriate quorum was present, the Parish members having been duly notified, and have become effective on the _____ day of _____, 20___, by the approval of the Bishop. They revoke, supplant and replace any and all Parish bylaws, whether corporate or not, previously in use.

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