

**ST. BARBARA GREEK ORTHODOX CHURCH  
PARISH BYLAWS**

**Dated: December 10, 2017**

# TABLE OF CONTENTS

PREAMBLE .....	1
ARTICLE I: AIM AND PURPOSE .....	1
ARTICLE II: PRIEST.....	1
ARTICLE III: STEWARDS .....	2
A. Parishioner .....	2
B. Steward.....	2
C. Steward Privileges.....	2
D. Financial Good Standing of Stewards.....	3
E. Special Financial Consideration for Stewards.....	3
F. Emancipation of Minors for Steward Purposes .....	3
G. Certification Letter for Person of Other Parish.....	3
H. Sponsors of Sacraments .....	3
ARTICLE IV: PARISH ASSEMBLY .....	3
A. Quorum .....	3
B. Regular meetings of the Parish Assembly.....	4
C. Notice of a Parish Assembly .....	4
D. Agenda Mailed.....	4
E. Petition of Steward .....	4
F. Preparation of Attendance Register .....	4
G. Confirmation of Quorum .....	4
H. Secretary Records the Proceedings.....	5
I. Scheduling and Set Up of Parish Assembly .....	5
J. Robert’s Rules of Order .....	5
ARTICLE V: PARISH COUNCIL.....	5
A. Membership. ....	5
B. Terms of Office .....	5
C. Parish Council Conduct.....	5
D. Parish Council Duties.....	6
E. Executive Officers .....	9

F. Executive Officers Duties.....	9
G. Vacancies .....	12
H. Conduct of Business.....	12
I. Parish Council Meetings.....	12
J. Written Action in lieu of Parish Council Meeting .....	13
K. Stewards Attendance at Parish Council Meetings .....	13
L. Council of Ministries .....	13
M. Organizations of the Parish .....	13
ARTICLE VI: ELECTION OF PARISH COUNCIL.....	13
A. Election of the Parish Council .....	13
B. Parish Council Candidate .....	14
C. Candidate Requirements .....	14
D. Candidate Nomination Petition.....	14
E. Parish Council Candidate Shall Submit a Nomination Petition .....	14
F. Post a list of Stewards.....	14
G. The Board of Elections Reviews all Candidates .....	14
H. Publish Parish Council Candidates .....	14
I. A new Steward of the Parish .....	15
J. Votes Cast Shall be Entered in the Minute Book.....	15
K. Parish Bylaws and the UPR Delivered to Each Elected Candidate .....	15
L. Protest of Election .....	15
ARTICLE VII: BOARD OF ELECTIONS .....	15
A. Board of Elections.....	15
B. Vacancy.....	15
C. Procedure.....	15
D. Mail Candidate Nomination Petition .....	16
E. Actively Encourage Eligible Candidates.....	16
F. Review Each Candidate.....	16
G. Verification of Eligibility.....	16
H. Duty throughout the Year .....	16
ARTICLE VIII: BOARD OF AUDITORS .....	16
A. Board of Auditors.....	16
B. Audit of Prior Year & Preparation of Report.....	16
C. Qualifications of Auditors.....	16
D. Scope of Audit .....	16

E. Access to Parish Records.....	16
F. Approval and Submission to Parish Assembly.....	16
G. Church Property and Insurance Policies .....	17
H. Signature .....	17
I. Vacancy .....	17
ARTICLE IX: COUNCIL OF MINISTRIES .....	17
A. Establishment of Council .....	17
B. Adding Additional Ministries.....	17
C. Additional Committee Members.....	17
ARTICLE X: GLENDI FESTIVAL COMMITTEE .....	18
ARTICLE XI: REVIEW AND AMENDMENT OF BYLAWS .....	19
CERTIFICATE OF ADOPTION .....	20

# **ST. BARBARA GREEK ORTHODOX CHURCH PARISH BYLAWS**

*IN THE NAME OF THE FATHER AND OF THE SON AND OF THE HOLY SPIRIT.*

## **PREAMBLE**

Saint Barbara Greek Orthodox Church of Sarasota, Florida, located at 7671 N. Lockwood Ridge Road, Sarasota, Florida 34243, is the official name of the parish. The legal name of the Parish is Saint Barbara Greek Orthodox Church of the Greek Orthodox Church of Manasota, Inc., a Florida non-profit corporation (the “*Corporation*”). The Parish also uses the fictitious name St. Barbara Greek Orthodox Church (collectively referred to as the “*Parish*”).

The formation, promulgation and authority of these St. Barbara Greek Orthodox Church Parish Bylaws (hereinafter referred to as “*Bylaws*”) are granted by the Uniform Parish Regulations of the Greek Orthodox Archdiocese of America, (hereinafter referred to as “*UPR*”).

Specifically, by virtue of the authority granted in Part 3, Chapter One, Article 21 of the Regulations of the Greek Orthodox Archdiocese of America, 2014, the Parish Assembly of Saint Barbara Greek Orthodox Church adopts the provisions contained in these Bylaws on April 26, 2015. In so adopting these provisions, the Parish Assembly recognizes that the provisions are to serve as Bylaws that address themselves to the requirements of local needs of the community of Saint Barbara Greek Orthodox Church. It is further recognized that nothing contained in these Bylaws is to be construed in a manner that is inconsistent with the Regulations of the Greek Orthodox Archdiocese of America, including Part 3, of the UPR.

These Bylaws will be effective as of the date approved by the Parish Assembly, with ratification by the Metropolitan of the Metropolis of Atlanta.

## **ARTICLE I: AIM AND PURPOSE**

The Parish recognizes and adopts as its purpose the aims and purposes set forth in Part Three, Chapter One, Article 15 of the Uniform Parish Regulations. In addition it is the aim and purpose of the Parish to particularize those specific purposes and assume them as goals in fulfilling the lives of its members with the enrichment of the Orthodox Christian Faith.

## **ARTICLE II: PRIEST**

The Priest, as spiritual leader of the Parish, is responsible for supervising the entire Parish program. In addition, he shall be an *ex officio* member of the Parish Council and its committees and take an active part in their meetings. He shall be jointly responsible with the Parish Council for the administration and support of the Parish including but not limited to overseeing the day to day operations of the Parish.

The Priest shall have the exclusive authority to determine the ecclesiastical needs of the Parish under the guidance of the Church Hierarchy.

The Priest's compensation shall be determined by the Parish Council, meeting in closed session, in accordance with the U.P.R., Archdiocesan standards, and the Parish budget.

It shall be the responsibility of the Metropolis to arrange for a substitute Priest during the absence of the Parish Priest. It shall further be the responsibility of the Parish Priest to contact the Metropolis regarding the need for a substitute Priest along with the appropriate dates of his absence. The substitute shall be remunerated by the Parish at the scale recommended by the Metropolis.

### **ARTICLE III: STEWARDS**

Saint Barbara Greek Orthodox Church acknowledges stewardship as an Orthodox Christian lifestyle, whose purpose is to actively participate in God's plan for salvation. By recognizing that "every good and perfect gift comes from above" (James 1:17), each member of our parish family is accountable to manage the unique talents, time, and treasures given to each by God to promote this plan. As such, Saint Barbara Greek Orthodox Church has adopted an annual Stewardship Pledge of which each of its Members must participate in order to be in good standing with the Parish.

A. Saint Barbara Greek Orthodox Church recognizes that not all Parishioners are Stewards (also known as "parishioners or members in good standing"), who have all of the rights enumerated in Section C below. A **Parishioner** is defined as any person who is baptized and chrismated according to the rites of the Orthodox Church. The religious, moral and social duties of a parishioner are to apply the tenets of the Orthodox Faith to his/her life and to: adhere to and live according to the tenets of the Orthodox faith; faithfully attend the Divine Liturgy and other worship services; participate regularly in the holy sacraments; respect all ecclesiastical authority and all governing bodies of the Church; be obedient in matters of the Faith, practice and ecclesiastical order; contribute towards the progress of the Church's sacred mission; and be an effective witness and example of the Orthodox Faith and Traditions to all people.

B. A **Steward** is a "parishioner" who practices all the religious and moral duties as described in Section A, above. In addition, in order to be designated a Steward of Saint Barbara Greek Orthodox Church, the individual must: (1) be eighteen years of age or over; and (2) have fulfilled his or her financial obligations to the Parish; and (3) abide by all the regulations as stated in the UPR and the Parish Bylaws; and (4) cooperate in every way towards the welfare and well being of the Parish.

C. A Steward has the right to attend, participate and vote at all General and Special Parish Assemblies, as well as to vote in Parish Council elections. Each such Steward may also be nominated for election to the Parish Council or to represent the Parish at a Local Assembly or the Clergy/Laity Congress.

D. The definition of “fulfilling one’s financial obligation to the Parish” is by necessity a flexible one. Generally, for purposes of voting in Parish Assemblies and elections, one is considered to have fulfilled his or her stewardship and financial obligations to the Parish if he or she has pledged and paid an amount certain for the year prior to the current year and has pledged an amount to the Parish for the current year. Stewardship is recommended to be ten percent (10%) of one’s annual income as stated in Holy Scripture to help meet the financial obligations of the Parish, the Metropolis and the Archdiocese. New members to the Parish will have met their financial obligation to the Parish by merely pledging a sum certain for the current year.

E. In the event an individual because of indigence or other special circumstances is unable to, at a minimum, make a pledge or fulfill their Stewardship Commitment, but he or she has committed himself spiritually and morally to the Greek Orthodox Faith, he or she may request the Priest to waive that Steward’s financial obligation and be considered to have fulfilled his or her financial obligation and be eligible to vote.

F. In accordance with the UPR, it is the policy of Saint Barbara Greek Orthodox Church that a single person over the age of eighteen (18) years submit his/her own Stewardship Pledge Card (waivable by the Priest while the person is in college and under 21 years of age).

G. Each person of a Parish of the Canonical Eastern Orthodox faith other than St. Barbara Parish requesting the performance of sacraments must provide a letter certifying his/her good standing from his/her Parish and is subject to payment of a fee.

H. Whenever there is a request for the performance of a Sacrament, the Sponsors and Principals must be current Stewards, and therefore, are subject to the provisions of Article III herein. For example: for the sacrament of baptism, the parents of the child (principals) and the godparents (the sponsors) of the child, must each comply with the provisions of Article III herein.

## **ARTICLE IV: PARISH ASSEMBLY**

In addition to the guidelines and requirements relative to the conduct of Parish Assemblies specified in the Uniform Parish Regulations, the Parish adopts the following rules and regulations as controlling its local Parish Assemblies:

- A. The presence of *Sixty (60)* Stewards or at least 25% of all Stewards, whichever is less, shall constitute a quorum for the transaction of any business. The Stewards at a regular or special Parish Assembly meeting at which a quorum was present when initially convened may continue until adjournment to validly and properly transact all appropriate business and take any proper actions notwithstanding the fact that such attendance at such meeting may subsequently drop below the number of Stewards required for a quorum; provided that for any action which requires a two-thirds (2/3) vote at a first called meeting there must be at least *Sixty (60)* Stewards or at least 25% of all Stewards be present to approve such action. If a quorum cannot be achieved, no vote can be taken. *A Parish Assembly shall be called a second time within seven (7) to twenty one (21) days following the first called meeting, if a quorum was not achieved at the first called meeting.* At such time, decisions may be taken

by the number of parishioners in good standing present, with the exception of matters pertaining to the purchase, sale or encumbering of Parish property which shall require a quorum. A Steward shall only be permitted to cast one vote. There shall be no vote by proxy or *in absentia* at the time the vote is cast to be counted.

B. Regular meetings of the Parish Assembly shall be held twice a year. At the first Parish Assembly meeting of the calendar year (The Spring Parish Assembly), the first order of business shall be a report by the President or Treasurer of the Parish Council providing a financial statement of the Parish for the immediately preceding year, said report shall include a statement of receipts and expenditures derived from all properties owned by the Parish. At the second Parish Assembly meeting in any calendar year (The Fall Parish Assembly), the Parish Council shall submit for approval a proposed Parish budget for the following year, which shall reflect, at a minimum, the Fair Share Assessment to the Archdiocese.

C. Notice of a Parish Assembly shall be posted in a conspicuous place on the Parish campus and mailed to all Stewards at least ten (10) calendar days prior to the Assembly and shall include the agenda. The agenda shall be prepared by the Priest and the Parish Council and shall include all items to be discussed at the Assembly. The Notice of a Parish Assembly shall include the issues and matters to be presented to the Parish Assembly. Such issues and matters, include but are not limited to proposed budgets, motions, amendments to the Bylaws, or any action to be voted on by the Parish Assembly, all of which are to pass or fail upon a simple “yes” or “no” vote.

D. *An agenda will be mailed ten (10) calendar days in advance of any Parish Assembly meeting. Those Stewards wishing to participate in any discussion on the agenda shall be limited to three (3) minutes and Roberts Rules of Order shall govern all discussions.*

E. The Treasurer and Stewardship Chairperson will prepare an attendance register of all eligible Stewards and will conduct the sign in process at the Parish Assembly. The Priest shall be a non-voting participant of the Parish Assembly.

F. The Treasurer and Stewardship Chairperson shall confirm that a quorum exists based on the Steward signatures in the attendance register. If a quorum exists, one of the Stewards present shall be elected as Chairman of the Parish Assembly. The Chairman should be familiar with these Bylaws, the UPR and Robert’s Rules of Order to ensure that the business of the Parish Assembly is conducted in an orderly manner in accordance with these Bylaws. The Chairman shall declare the meeting open for the transaction of business; the Secretary of the Parish Council shall record the Minutes of the Parish Assembly; in the absence of the Parish Council Secretary the Chairman shall appoint a Steward to be the recording secretary; preside over the meeting; and close the meeting.

G. If the Secretary tape records the proceedings to assist with the creation of the Minutes, the Chairman shall make the same disclosure orally at the start of the Parish Assembly. The Secretary of the Parish Assembly shall prepare written minutes of the proceedings within 21 days after the Parish Assembly. The minutes shall be signed by the Chairman, the Secretary, and the Priest, and made available to Parishioners within 30 days after the Parish Assembly. Notice of the availability of the minutes shall be published in the Pyrgos. At the next Parish Assembly, the minutes shall be submitted by the Secretary without reading aloud and, upon approval by the Parish

Assembly, will be deemed the final official record of what transpired at the prior Parish Assembly and shall be inserted into the Parish minutes book, at which time any recording of the Parish Assembly shall be destroyed.

H. No Parish Assembly may be scheduled during Lent, on any major feast day of the Lord, or on any major secular holiday, without the prior consent of the Priest. The Parish Assembly shall begin as soon as practicable after vacating the church at the end of the Divine Liturgy, but no later than thirty (30) minutes after the conclusion of the liturgy.

I. Special Parish Assemblies shall be held when the Priest and/or Parish Council deem it necessary. Subject to Article 31, Section 1 of the UPR, a special Parish Assembly may be convened. In addition, and except as otherwise prohibited by these Bylaws or the UPR, or unless required by law, if at least ten percent (10%) of the Parishioners in good standing of the Parish submit a written petition requesting a Special Parish Assembly specifying the issue to be addressed, a special Parish Assembly shall then be convened. Any such petition must be submitted to the Priest and the Parish Council for final approval.

J. *Robert's Rules of Order* shall control the order of business to the extent that it is not inconsistent with the UPR and these Bylaws.

## **ARTICLE V: PARISH COUNCIL**

A. Membership. The Parish Council shall consist of the Priest, as the head of the Parish and twelve (12) elected Stewards. The Priest shall not have a vote. While not a voting member, the Priest has full standing as a member of the Parish Council, in order to cooperatively administer the Parish. A regular Parish Council meeting or a special Parish Council meeting may be held in the Priest's absence, if he is unable to attend and rescheduling is not practical, and such meeting will be deemed proper under these by-laws, and any action taken therein shall have full force and effect.

B. Terms of Office. The members of the Parish Council shall be elected by the Stewards for a term of three (3) years. A Parish Council member's term shall be no longer than two (2) consecutive elected terms. Each Parish Council members' term shall commence upon his or her taking the oath of office. The new Parish Council members shall be given a brief orientation as to their duties and responsibilities by the Priest and senior members of the Parish Council. No two immediate family members<sup>1</sup> may serve or be nominated to serve on the Parish Council at the same time. Employees of the Parish cannot serve on the Parish Council.

C. Parish Council Conduct. The members of the Parish Council shall attend the Divine Liturgy regularly and participate in the sacramental life of the Church, thereby setting an example for the Parishioners. When carrying out their duties, Parish Council members are expected to set an example for Parishioners at all times by conducting themselves within the tenets of the Orthodox Christian faith. This includes, without limitation, treating fellow Parishioners with dignity and respect, providing constructive (rather than destructive) criticism in meetings and gatherings,

---

<sup>1</sup> Immediate family members are defined as spouses and their parents, children, and siblings.

abstaining from personal attacks and use of profane insolent language and uncivil behavior, refraining from gossip and rumor-mongering.

D. Parish Council Duties It shall be the duty of the Parish Council to coordinate those affairs of the Parish as set out herein in furtherance of the aim and purpose of the Church and in accordance with the dictates of the Uniform Parish Regulations, specifically, Articles 15, 24, 28 and 29 contained therein, together with the follow specific duties.

1. The Parish Council shall hold a regular meeting at least once a month, and shall hold special meetings whenever the Priest, the President or a majority of members of the Parish Council shall call a special meeting. Notification of a special meeting shall be given by the Secretary of the Parish Council at the direction of the President by oral notification, email, or in writing.
2. The Parish Council shall maintain in a conspicuous place in the church, a current list of all members of the Parish currently fulfilling their financial obligation to the Parish, provided that said list does not indicate specific amounts pledged or paid by individual members, nor those individuals who request in writing to the Stewardship Chairperson or the Treasurer that their names be listed alphabetically as "Anonymous."
3. The Parish Council shall have the exclusive power to recommend to the Parish Assembly, by majority vote, the purchase, sale, or mortgage of Parish-held property, which is thereafter subject to approval of the Parish Assembly, as set out in Article 29, Section 1 of the UPR.
4. The Parish Council shall have exclusive power to collect the revenues of the Parish against receipts for same and shall pay only by check the salaries of the Parish employees.
5. The Parish Council shall cooperate with and assist the Priest in maintaining the supplies necessary for church services.
6. The Parish Council in consultation and consent of the Priest shall annually determine and publish all fees, and charges deemed appropriate for use of any and all facilities owned by the Parish.
7. The Parish Council shall have the responsibility of authorizing the use of the Parish hall in consultation with the Priest. Upon the advice of the Priest, the Parish Council shall also forbid dances in the Parish Hall on evenings preceding major feasts of the Lord, during Lent, or during other periods of fasting observed by the Greek Orthodox Church.
8. The Parish Council, through the Treasurer, shall have the responsibility of establishing the various accounts, and maintaining the finances and accounts, of the

Parish. All bank or investment accounts shall be held in the name of St Barbara Greek Orthodox Church. The primary accounts that must be maintained shall include:

(a) General Operating Account - A commercial checking account held at an FDIC insured institution in the name of St. Barbara Greek Orthodox Church. This is the primary account that is to be used for all deposits (revenues) and withdrawals (expenses) resulting from the general operations of the Church.

(b) Building Fund - A commercial checking account held at an FDIC insured institution. The annual net income generated from the primary Festival/Glendi shall be deposited into this account. Withdrawals from this account are to be used for Parish Council or Parish Assembly approved capital expenditures or the repayment of mortgage and/or line of credit debt. If necessary, funds in this account may be transferred to the General Operating Account to cover monthly operation deficits. Any amount that exceeds the terms stated in Article X, Section F.4, shall be structured as a short term loan and paid back to the Building Fund per the terms stated in Article V, Section F, Paragraph 4B. Excess building funds may be transferred to a savings account as stated below in Paragraph 8(c).

(c) Savings Account(s) - When the amount in the General Operating Account or Building Fund shall accumulate in excess of that which shall be deemed necessary by the Parish Council for the normal operations of the Church, such excess funds shall be deposited into a savings account. The Church may maintain more than one account for this purpose and must include at least one of the following:

- (i) An interest bearing savings account held at an FDIC insured institution
- (ii) Money Market Account
- (iii) FDIC insured Certificate of Deposit (CD) Account

(d) Designated Account(s) - This account, or combination of accounts, shall consist of special funds as may be designated by the Parish Council, the Parish Assembly or other person designating a donation for a specific purpose. An electronic record must be maintained for all deposits and withdrawals. An annual audit of all designated accounts is required.

- 1) St Barbara Scholarship Fund – Originally established by Stratton Nicolaides, this endowment fund shall be maintained according to the Investment and Usage policies documented when the fund went into effect, with efforts being made to preserve the core principal. Eligible student candidates must fully complete an application to be considered. A committee shall oversee the distribution of scholarships.

In addition to the accounts stated above, the Parish Council may follow a recommendation from the Finance Committee to hold and invest a portion of the

savings funds with an SIPC insured securities broker in a Securities Account. This account may be used for the purchase of Stocks, Bonds, Mutual Funds or ETFs (Exchange Traded Funds). The total annual deposit into this account may not exceed 10% of the total annual amount placed into savings during the current year. Individual stock purchases will be limited to companies that fall into the large market capitalization (market values exceeding \$10 billion) category that are current members of either the Standard & Poor's 500 index or the Dow Jones Industrial Average index. Mutual Funds held in the account must maintain a minimum rating of 4 stars as per Morningstar, Inc. or the equivalent rating from another highly reputable ratings agency. Government or corporate bond purchases must be of investment grade quality of BBB or above as per Standard and Poor's ratings. The chairman of the Finance committee shall give a quarterly report to the Parish Council summarizing the activity and performance of the securities account.

9. Except as otherwise required by applicable Florida law, the Parish Council by resolution may authorize any officer or officers of the Parish Council to negotiate and execute contracts to buy, sell, lease or exchange any and all of the real or personal property of the Parish, and to negotiate and enter into loans to be secured by notes, pledges, deeds to secure debt, mortgages and/or other instruments encumbering the property of the Parish, subject to being ratified and approved by the Parish Assembly and in accordance with Article 16 of the UPR.

10. Expenditures not accounted for in the budget that exceed Five Hundred dollars (\$500.00) shall be approved by the Parish Council. The Parish Council shall have no power to authorize any expenditure in excess of FIFTEEN THOUSAND DOLLARS (\$15,000), excepting physical or mechanical failures demonstrating an imminent health and safety risk, without first obtaining the approval of the Parish Assembly and, if required by the U.P.R, the Metropolitan.

11. Special Gifts & Donations

(a) Any special gifts, bequests, and devises offered to the Church shall be administered by the Priest and Parish Council according to the intent and purpose of the donor and/or testator; provided, however, that the stated intent and purpose of the donor and/or testator complies with the canons, rules and regulations, and overall esthetics of the Parish as determined by the Parish Priest, Parish Council, and, if necessary, the Parish Fine Arts Committee, and Metropolis review.

(b) No item, article or object shall be purchased or placed inside the Church without the permission or approval of the Parish Council, subject to the ecclesiastical judgment of the Priest, which shall be final.

(c) The provisions of Article V, Section D, Subsection 10 requiring the ratification or approval of the Parish Assembly for payment for expenditures that exceed \$15,000, shall be applicable to transaction under to this Article, unless

circumstances pertaining to the proposed expenditure fall under the definition of an emergency under the Emergency Clause in Paragraph 10 above.

(d) In the event the stated intent and purpose of the gift, bequest, or devise cannot be fulfilled within a reasonable period of time, the Parish Council or Priest shall notify the donor(s) (or the immediate family, if the donor(s) are deceased or incapacitated) and arrange to either return the gift, bequest, or devise to the donor(s) or their estate, or to apply it instead to one or more of a list of suggested uses proposed by the Parish Council and Priest. If neither the donor(s) nor any immediate family survive or can be located, the expenditure of said gift, bequest or devise shall be determined by a majority vote of the Parish Assembly.

E. Executive Officers. All executive officers of the Parish Council ("*Officers*") shall be elected annually at its first meeting following the qualifying and swearing in of the Parish Council. The Parish Council shall elect from its number the following Officers: a President, a Vice President, a Secretary, and a Treasurer. The term of office of the Officers is to be one (1) year. In the event vacancies occur in the office of Vice President, Secretary or Treasurer, or other such officers as the Parish Bylaws require, the Parish Council shall immediately elect a replacement to serve for the remainder of the term of that office. In the event a vacancy occurs in the office of President, the Vice President shall succeed to the office of President, and the Parish Council shall immediately select a replacement to serve as Vice President for the remainder of the term of that office. A duly elected or appointed Officer may appoint one or more assistant from among the remaining Parish Council upon ratification and approval of the Parish Council. Any assistant appointed by another Officer, may likewise be removed by such Officer upon ratification and approval of the Parish Council. An Officer member may be removed from an elected or appointed Officer position at any time with the vote or agreement in writing by two-thirds of all votes of the Parish Council<sup>2</sup> after a properly noticed Parish Council meeting (action by written consent will not be permitted).

F. Executive Officers Duties.

1. President. The President shall be the chief operational officer of the Parish, shall have general supervision of the day to day affairs of the Parish, and except as otherwise provided in these Bylaws, the President, subject to the directions and limitations imposed by the Parish Council, shall perform all the duties and have all the power usually pertaining to and attributed by law or otherwise to the office of the President. The President, unless some other person is thereunto expressly authorized by resolution of the Parish Council, shall execute all contracts, deeds, notes, mortgages, bonds and other instruments and papers on behalf of the Parish, subject, however, to the control of the Parish Council. The President shall, at each meeting of the Parish Assembly, present a report of the business and affairs of the Parish, and shall from time to time, whenever requested, report to the Parish Council all matters within his or her knowledge, which the interests of the Parish may require to be brought to the notice of the Parish Council. Subject to ratification and approval of the Parish Council and the consent of the Priest, the President shall have the power to employ, supervise and terminate the employment of all employees, and shall have the right to fix their

---

<sup>2</sup> That is to say that with a Parish Council with twelve (12) members a two-thirds vote would require eight (8) votes.

compensation. Additionally, the President shall have the power and duty at Parish Council meetings to act as a chairperson of the Parish Council meetings, and shall perform the following duties:

- a. Prepare and present the Agenda;
- b. Lead discussions;
- c. Rule on motions;
- d. Submit questions, motions and proposals to a vote, which the President shall have a vote just as any Parish Council member; and
- e. Appoint chairs to committees of the Parish and direct such chairs to provide reasonable advance notice of meetings and the option to participate in and attend those meetings.

2. Vice President. The Vice President shall, in the absence, disability or inability of the President, perform the duties and exercise the powers of the President. The Vice President shall be the liaison of the Parish Council to the committees and ministries of the Parish. Vice President shall obtain reports on the actions and goals of those organizations and then report to the Parish Council. The Vice President shall have the right at his/her option to participate in and attend those meetings. The Vice President shall also perform whatever other duties and shall have whatever other powers the Parish Council may from time to time assign to him/her. In the event the President refuses to act, the Vice President may act for the President at the direction of the Parish Council, subject to ratification and approval of a two-thirds vote of the Parish Council and the consent of the Priest.

3. Secretary. The Secretary shall be responsible for the receipt and review of all incoming and outgoing correspondence. The Secretary shall record the minutes of all Parish Council meetings, send all notices of all meetings, maintain the corporate seal and all corporate books, and maintain other like records of the Parish, which shall be available to Parishioners upon request within a reasonable period of time, which shall not exceed 30 calendar days. The Secretary shall attend to giving and serving all notices, and shall have charge of all books and papers of the Parish, except the Parish Record and those hereinafter directed to be in charge of the Treasurer, or except as otherwise expressly directed by the Parish Council. The Secretary shall be the custodian of the corporate seal. The Secretary shall sign as Secretary of the Corporation, with the President, on behalf of the Corporation, all contracts, deeds, mortgages, bonds, notes and other papers, instruments and documents, except as otherwise expressly provided by the Parish Council. The *President* shall be responsible for (and the *Secretary* shall ensure) calendaring and preparing the annual Uniform Business Report to be filed with the Department of State on or before April 1<sup>st</sup> of each year, as well as any other filing that may be necessary to maintain the active status of the Corporation. Additionally, the Secretary shall be responsible for the filing and continued registration of the fictitious name “St. Barbara Greek Orthodox Church.” Under the direction of the Parish Council or the President, the Secretary shall perform all the duties usually pertaining to the office of Secretary, and shall perform such other duties as may be prescribed by the Parish Council or the President.

4. Treasurer. The Treasurer shall have custody of all Parish funds, securities, and financial records, shall keep full and accurate accounts of receipts and disbursements and render accounts thereof at the Parish Assemblies, and whenever else required by the Parish Council or the President.

A. Under the direction of the Parish Council or the President, the Treasurer shall perform all the duties usually pertaining to the office of Treasurer, and shall perform such other duties as may be prescribed by the Parish Council or the President. These duties shall include, but are not limited to:

- a. The collection of funds provided to the Parish and placement of those funds into the financial depository selected by the Parish Council;
- b. Maintaining financial records, which separately reflect the revenues and expenses of the Parish;
- c. A summary of Parishioner Stewardship pledges, preparation of Stewardship statements and the distribution of reminder letters;
- d. The preparation of checks for the payment of obligations of the Parish, which shall be jointly signed by the Treasurer and any other Executive Officer;
- e. Not authorize or prepare payment for expenditures not accounted for in the budget that exceed Five Hundred dollars (\$500.00) without approval of the Parish Council.
- f. Not authorize or prepare payment for expenditures that exceed Fifteen Thousand dollars (\$15,000) without it being ratified & approved by the Parish Assembly, unless the emergency clause exclusion applies.
- g. Oversee the Parish accounting system and ensure its availability to the Parish Council on request.
- h. Call a meeting with the Board of Auditors prior to end of the year to discuss the review of accounting records.
- i. Ensure that any specific or special gifts, bequests, donations or devises offered to the Church in monetary form, shall be placed in a special fund as per Article V, Section D, Paragraph 8(d), to be administered pursuant to the provision of Article V, Section D, Paragraph 11, Specific Gifts & Donations.

B. **BORROWING FUNDS**. The Parish Council, through the Treasurer, in its total discretion, is authorized to borrow funds from the Saint Barbara Greek Orthodox Church Building Fund, said funds to be used for the operating expenses of the Church. Any funds borrowed pursuant to this Paragraph shall be repaid to the Building Fund without interest, provided however, that said funds are returned to the Building Fund no later than the First Day of June of the following year. In the event that the loan is not paid in full as stated above, then interest shall accrue on said loan at a rate not to exceed **THREE (3%) PERCENT *per annum***, said interest accruing as of said

first day of June. No additional funds may be borrowed until any existing loan has been satisfied.

G. Vacancies. The Parish abides by Article 24, Sections 5 and 6 of the UPR relative to vacancies of Parish Council Members. Therefore, in the event a member of the Parish Council is absent without justifiable cause for three (3) consecutive meetings, he or she shall be considered relieved of his or her duties upon said third consecutive absence, and the Parish Council shall give written notice to said member, which notice shall be recorded in the minutes of the Parish Council. However, if said member shows justifiable cause for one or more said absences at the next regular meeting of the Parish Council, the Parish Council may elect by majority, secret ballot vote, to maintain said member on the Parish Council. If said member chooses to make no such showing, the Parish Council shall then proceed to fill the vacancy as set out in Article 24, Section 7 of the Uniform Parish Regulations.

H. Conduct of Business. The Presence of a majority of the members of the Parish Council shall be necessary to constitute a quorum for any meeting. Robert's Rules of Order shall control the conduct of business, only if Parish Council is unable to reach consensus, and when not inconsistent with the UPR. The business of the Parish Council shall be preceded and ended by a prayer and reflection from the Priest, if he is present. If the Priest is not present, the President shall delegate an individual and/or individuals to say the opening and closing prayer. The President, in consultation with the Priest, shall prepare an agenda to include, but not limited to the following:

1. Approval of the minutes of the previous meeting;
2. Report from Secretary;
3. Report from Treasurer;
4. Report from the President;
5. Reports from the Vice President, which shall include Committee reports and Ministries reports and status;
6. Report from Priest on matters requiring Parish Council action;
7. Secretarial/Administrative report prepared by church secretary; and
8. New business.

I. Parish Council Meetings. The Parish Council shall meet at least once per month, at such day and time as determined by the Parish Council. Special meetings of the Parish Council shall be held when directed by the Parish Council, the President, or the Priest. Meetings of the Parish Council shall be held at the Parish Hall, unless the Parish Council designates another place. Written notice stating the place, day and hour of the meeting shall be given to all Parish Council members, which includes the Priest. In the case of a special meeting, the Parish Council shall endeavor to accommodate the schedule of the Priest. The notice of a special meeting shall state the purpose or purposes for which the meeting is called, and be delivered not less than 24 hours before the meeting, either personally, by telephone conversation, or by email, by or at the direction of the person(s) calling the meeting. The Parish Council may permit a Parish Council Member to participate in a regular or special meeting by, or conduct the meeting through the use of, any means of communication by which all Parish Council members participating may simultaneously hear each other during the meeting. A Parish Council member participating in a meeting by this means is

deemed to be present in person at the meeting. The minutes of the meetings of the Parish Council shall be recorded and thereafter signed by the Priest, the President and the Secretary.

J. Written Action in lieu of Parish Council Meeting. Action that could be taken at a Parish Council meeting or a committee meeting may be taken without a meeting if the action is evidenced by one or more written consents describing the action to be taken and it is:

1. communicated to each member of the Parish Council by electronic mail, text message, facsimile, or other means;
2. signed by a sufficient number of members of the Parish Council as would have been required at an actual meeting,
3. signed by those approving of the action within 48 hours of the first signature affixed thereto, and
4. copy of the fully executed Written Action is kept with the official minutes of the Parish Council.

Action taken under this paragraph is effective when the last Parish Council member signs the consent, unless the consent specifies a different effective date. A consent signed under this section has the effect of a meeting vote and may be described as such in any document.

K. Stewards Attendance at Parish Council Meetings. Stewards have the right to attend and observe Parish Council meetings that are for the good of the Parish. Parishioners who attend a Parish Council meeting that is addressing a particularly sensitive and confidential topic may, at the request of the Parish Council, be directed to leave the meeting. However, participation in (i.e. speaking at) any Parish Council meeting is limited to members of the Parish Council, and persons invited by the Parish Council. *Stewards wishing to speak at Parish Council meetings shall submit a written request 10 days in advance, specifying the subject to be addressed.*

L. Council of Ministries Meetings. Establishment of a Council of Ministries is more fully set forth in Article IX below. To ensure coordination among the various Parish committees and ministries, the head of each ministry and committee will provide reports to and attend Parish Council meetings upon invitation. The Parish Council will endeavor to meet with the Council of Ministries at least *twice per year.*

M. Organizations of the Parish. The Parish recognizes the existence of those organizations enumerated in Chapter One, Article 19, Section 3 of the UPR.

## **ARTICLE VI: ELECTION OF PARISH COUNCIL**

A. Members of the Parish Council shall be elected by the Stewards in accordance with the Uniform Parish Regulations and the Parish Bylaws. The election of the members of the Parish Council shall be held no earlier than the first Sunday in November, and no later than the second Sunday in December.

B. A candidate for the Parish Council (*“Parish Council Candidate”*) must be a Steward on or prior to the first Sunday of November of the year prior to the year of the election. In addition, the candidate must live his or her life in accordance with the Faith and canons of the Church. The Priest determines whether the Parishioners are in canonical good standing.

C. Candidates for election to the Parish Council shall be nominated in accordance with the provisions of UPR Article 25, Section 3.

D. On or before September 25th of each year, the Parish Council working with the Board of Elections, shall mail to all Stewards a Parish Council Candidate Nomination Petition (the “Candidate Nomination Petition”). A Notice shall accompany the Candidate Nominating Petition, which shall specify the date of the election and all the election rules. It shall include the names of all the members of the Board of Election and shall be signed by the President of the Parish Council and the Chairman of the Board of Election. The Parish Council Candidate shall complete and submit the Candidate Nomination Petition to the Board of Elections by the later of either the Friday before the seminar or October 31st. Notwithstanding anything in these Bylaws to the contrary, a Candidate Nomination Petition may be submitted by a Steward other than the Parish Council Candidate, if that nominated person accepts the nomination after notice by the Board of Elections. The Candidate Nomination Petition will list the requirements for serving on the Parish Council established by these Bylaws. In consultation with the Priest, the Board of Elections shall review each Candidate Nomination Petition and confirm the candidate’s eligibility to serve on the Parish Council. No member of the Board of Elections may sign a Candidate Nomination Petition for Parish Council elections.

E. Each Parish Council Candidate shall submit a nomination petition to the Board of Elections. They shall also submit a photograph of themselves not larger than 4” x 6”. These materials shall be submitted on or before twenty-one (21) days prior to the scheduled date of the election.

F. The Parish Council and the Stewardship Committee shall prepare a list of Stewards, post the list in the lobby of Church Hall and Educational Building, and present a copy of the list to the Board of Election not more than thirty (30) days prior to the date of the Election. Immediately prior to Balloting, the Parish Council shall prepare, in duplicate, an addendum to the list of Stewards, present one (1) copy to the Board of Elections, and update the previously posted list.

G. The Board of Elections will review all Candidate Nomination Petitions, and upon verification of eligibility, will submit a list of qualified candidates to the Second (Fall) Parish Assembly for election, which shall be held before the regional parish council training seminar.

H. Fifteen (15) days prior to Election Day, Parish Council and the Board of Elections shall mail a list of Parish Council Candidates to all Stewards and shall post a copy of the list with pictures of the Parish Council Candidates in the lobby of the Church Hall and Educational Building. Elections shall be held in the Church Hall. Voting shall be by secret ballot. Each ballot shall contain the names of the candidates and voting instructions. The order in which the Candidates are listed on the ballot shall be determined by lot drawing by the Board of Elections at the November General Assembly. Voting shall begin after the conclusion of the Divine Liturgy held in the Church and

shall terminate at one o'clock (1:00pm) in the afternoon of the same day. All Stewards voting must sign the voters' registration book to receive their ballot. Absentee ballots are not allowed.

I. A new Steward of the Parish may vote in the election if they have become a Steward at least three (3) months prior to the election.

J. The number of votes cast for each candidate shall be entered in the minute book of the Parish. To validate the elections results each member of the Board of Elections shall sign the minute book showing the numbers of votes cast for each candidate and winners shall be declared elected for the ensuing term. In case of a tie, the winner or winners shall be determined in accordance with UPR Part Three, Chapter Two, Article 25, Section 8.

K. Within two (2) days following Election Day, a copy of the Parish Bylaws and the UPR shall be delivered to each elected Parish Council Candidate together with the notice of a meeting to be held within thirty (30) days at which they shall be briefed as to the duties and responsibilities of the Parish Council members. Without justifiable cause for absence, attendance at said meeting is a prerequisite for being a member of the Parish Council.

L. Any Steward protesting the validity of any election may, within five (5) days after such election, submit a written protest to the Metropolitan through the Parish Priest. Such protest shall be signed by the protesting member and at least four (4) other members in good standing. The decision of the Metropolitan shall be final and binding on all parties.

## **ARTICLE VII: BOARD OF ELECTIONS**

A. Board of Elections. The Board of Elections shall be composed of at least three (3) members who: (1) are not a current Parish Council member, and (2) are not candidates for election to the Parish Council to be elected by the Parish Assembly. It shall be the duty of the Board of Elections to conduct and supervise the annual election. The Board of Elections shall be elected by the First (Spring) Parish Assembly for a term of one (1) year.

B. A vacancy on the Board of Elections shall be filled by the Parish Council by electing a successor therefore from among the members of the Parish in good standing who are not candidates for election to the Parish Council.

C. Procedure. The Board of Elections shall conduct its business pursuant to this Article VII and in conjunction with the relevant sections of Article VI above. The Board of Elections, in cooperation with the Priest, shall: (1) ensure that candidates are eligible to stand for election by being ecclesiastically eligible and in compliance with these Bylaws, (2) notify all eligible members concerning the elections, and (3) supervise the elections and tabulate and report the results. In addition, the Board of Elections shall act in accordance with Paragraphs D through H below.

D. On or before September 25th of each year, the Board of Elections shall mail to the Parishioners a Parish Council Candidate Nomination Petition (the “*Candidate Nomination Petition*”).

E. The Board of Elections shall actively encourage eligible Stewards to petition to be a Parish Council Candidate.

F. In consultation with the Parish Priest, Treasurer and Stewardship Chairperson, the Board of Elections shall review each Candidate Nomination Petition and confirm the candidate’s eligibility to serve on the Parish Council. A member of the Board of Elections may sign a Candidate Nomination Petition for Parish Council elections.

G. The Board of Elections, upon verification of eligibility, will submit a list of qualified candidates to the fourth quarter (The Fall) Parish Assembly for election.

H. The duties of the Board of Elections shall continue throughout the year and shall not cease until the next Spring Parish Assembly.

## **ARTICLE VIII: BOARD OF AUDITORS**

A. The Board of Auditors shall consist of at least three (3) Stewards, none of whom are members of the present Parish Council or of the year that is being audited. The Board of Auditors shall be elected by the Second (Fall) Parish Assembly for a term of one (1) year.

B. The Board of Auditors shall audit financial records of the prior year and prepare a report of such audit for presentation to the First (Spring) Parish Assembly. After review by the Parish Assembly, the Parish Council shall transmit copies of the final audit to the respective Hierarch and the Archdiocese.

C. One member should be a Certified Public Accountant or, if unavailable, a person with experience in reading, understanding, and interpreting financial statements.

D. The scope of the audit may also include the records of the ministries and organizations of Parish, with the exception of the Ladies of Philoptochos Society.

E. It shall have access to the Parish records at all times. However, the Board of Auditors is not empowered to remove the Parish records from the business office of the Church. Notwithstanding the above, the Board of Auditors shall be provided with copies of data, files, and necessary financial information by the Treasurer.

F. After the Board of Auditors prepares the annual reports of the revenues and expenditures of the Parish, the Board of Auditors for the term covered by the annual audit shall sign their report signifying their approval prior to submission to the members of the Parish Assembly.

G. A physical count of all Church property and an inventory of all official Parish documents and insurance policies shall be reviewed to determine proper coverage. Said annual inventory shall be reduced to writing and provided to the Parish Council for review and any appropriate action.

H. The Chairman of the audit committee shall review and sign the Annual Archdiocese Allocation form prior to submission. Allocation forms must be completed and submitted no later than April 1st of each year.

I. A vacancy on the Board of Auditors shall be filled by the Parish Council by electing a successor therefor from amongst the parishioners of the Parish in good standing for the unexpired portion of the term of such vacancy.

## **ARTICLE IX: COUNCIL OF MINISTRIES**

A. A Council of Ministries shall be established by the Parish Council in conjunction with the Priest. Each ministry shall report to and operate within the guidelines determined by the Parish Council in conformity with these by-laws. As soon as practicable after the election of officers, the Parish Council shall determine which of its members will serve on these committees/ministries. The Council of Ministries shall include, but not be limited to, the following:

1. Stewardship Committee: shall be responsible for reporting on the progress of the Stewardship Program.

2. Building & Grounds Committee: shall be responsible for maintaining the building, grounds, and equipment, recommending and arranging for needed repairs, and any installations authorized by the Parish Council.

3. Education Culture & Youth Diakonia.

4. Glendi Festival Committee: shall be responsible for conducting the annual Glendi Festival as more fully set forth in Article X below.

5. Outreach, Evangelism & Philanthropy Committee.

B. The Parish Council in conjunction with the Priest shall establish any other and further ministries or ad-hoc committees as dictated by the needs of the Parish.

C. The members of the Parish Council appointed to, or volunteering to serve on these committees, shall proceed to invite interested and qualified members of the Parish to join their respective committees as members.

## **ARTICLE X: GLENDI FESTIVAL COMMITTEE**

The GLENDI FESTIVAL COMMITTEE, established as a Standing Committee pursuant to Article IX above, is the primary agency to annually plan, organize, and carry-out one annual festival activity for the purpose of maximizing its revenues from the festival.

A. The Chairman shall be appointed by the Parish Council and the priest. The Chairman will select two other persons who shall be designated as First Co-Chairman and Second Co-Chairman and whose names will be submitted to the Parish Council for approval. In addition, a third person with firsthand festival experience designated as a “trainee” to gain knowledge needed to serve in a leadership role in subsequent festivals will be appointed.

B. The Chairman will be responsible of overseeing the festival, including procuring department heads, all advertising, vendor selection, security, licenses, contracts, and overseeing expenditures. The Chairman shall submit to the Parish Council a monthly progress report of actions relating to the planning, organizing, operating and funding of the Glendi/Festival and conduct Glendi/Festival meetings as needed prior to the event.

C. The First Co-Chairman duties include all the Glendi/Festival finances, bank deposits, transfers, check writing, credit cards and recording of all expenditures. In addition, the First Co-Chairman shall assist the Raffle Chairman with financial issues and record keeping.

D. The Second Co-Chairman shall oversee the Church proper, grounds, parking area, tents, permits, sanitation, inspections, set-up, dismantling and clean-up after the festival.

E. The General Operating Account shall not exceed five thousand dollars (\$5000.00) and the Raffle Account shall not exceed one thousand dollars (\$1000.00) for start-up money. Both accounts require two (2) check signers consisting of the Chairman, first Co-Chairman and Raffle Chairperson. Any Festival/Glendi credit cards shall be used solely by the Chairman, the First and Second Co-Chairmen and the Procurement Department head. The first Co-Chairman shall be in command for all contracts, invoices, credit card sales or petty cash receipts.

F. **DISTRIBUTION OF NET PROCEEDS.**

1. Saint Barbara Greek Orthodox Church conducts one Glendi/Festival each calendar year. The distribution of Net Proceeds contemplated by this Paragraph F references only the current year’s Glendi/Festival in any calendar year.

2. **DEFINITION OF NET PROCEEDS.** The dollar amount received from all Glendi/Festival Sales, including but not limited to Sales of Food and Raffle Tickets, after all costs and expenses, and donations have been deducted.

3. **NET PROCEEDS DEPOSITED TO BUILDING FUND.** Subject to paragraphs 4 and 5 below, the Glendi Chairman, in conjunction with the Parish Council, shall direct that ONE HUNDRED PERCENT (100%) of the Net Proceeds of the Glendi/Festival be deposited into the Saint Barbara Greek Orthodox Church

Building Fund. Said Deposit shall be made within 60 days of the completion of the Glendi/Festival and payment of all vendors and suppliers.

4. AUTHORIZED WITHDRAWAL OF FUNDS INTO THE GENERAL ACCOUNT. The Parish Council, in its total discretion, is authorized to withdraw from the Saint Barbara Greek Orthodox Church Building Fund for deposit into the Saint Barbara Greek Orthodox Church General Operating Account, a sum no greater than SIXTY PERCENT (60%) of the Net Proceeds of the current year Glendi/Festival to be used to pay operating expenses of the Church. Any funds withdrawn from the Building Fund pursuant to this Paragraph **are not** to be construed as a loan, and as such there shall be no obligation to return any such funds to the Building Fund.

## **ARTICLE XI: REVIEW AND AMENDMENT OF BYLAWS**

A. These Bylaws shall be reviewed in their entirety no less than every five years by a committee selected by the Parish Council.

B. These Bylaws may be amended by a two-thirds (2/3) vote of Stewards voting at a special or regular meeting of the Parish Assembly, provided that notice of said meeting is given at least fourteen (14) days prior to same. Notice shall be given by mail to all Stewards on the current church roll and copies of the proposed amendments are to be sent along with said notice.

C. The Bylaws Committee shall review amendments to the UPR as they are adopted and shall make recommendations to the Parish Council as to any accompanying changes that may need to be made to these Bylaws.

D. Upon the Parish Assembly approving amendments to the Bylaws, they shall be delivered to the Metropolitan for ratification and approval pursuant to the UPR as amended.

\* \* \*

**CERTIFICATE OF ADOPTION**

**THE UNDERSIGNED**, under oath, certify that the foregoing Bylaws have been brought before the General Parish Assembly of the Parish of Saint Barbara Greek Orthodox Church of the City of Sarasota, State of Florida, pursuant to the Special Regulations and Uniform Parish Regulations of the Greek Orthodox Archdiocese of America on this the 10<sup>th</sup> day of December, 2017, and that upon the Parish Assembly having voted on the approval and implementation of said Bylaws hereby submit the same to the Diocesan Metropolitan for ratification.

\_\_\_\_\_  
Parish Assembly Chairperson

\_\_\_\_\_  
Parish Assembly Secretary

\_\_\_\_\_  
Rev. Fr. John Bociu  
Parish Priest

\_\_\_\_\_  
Tom Balos  
Parish Council President