

**The Elevation of the Holy Cross
Orthodox Church, Inc
Williamsport, Pennsylvania
Articles of Incorporation and Parish By-Laws**

ARTICLES OF INCORPORATION

Articles of Incorporation were filed with the Department of State of the Commonwealth of Pennsylvania in Harrisburg on the 8th day of August 1979, for the purpose of obtaining a Certificate of Incorporation of a proposed non-profit corporation to be organized under the Non-profit Corporation Law of the Commonwealth of Pennsylvania, approved November 15, 1972, P.L. 271.

The name of the corporation is: ELEVATION OF THE HOLY CROSS ORTHODOX CHURCH, INC.

The purpose for which said corporation is to be organized is to preserve, protect and defend the teachings of the One, Holy, Catholic and Apostolic Church and to do all things necessary to effectuate the aforesaid as directed by the Orthodox Church in America.

Notice given: August 22, 1979

PARISH BY-LAWS

PREAMBLE

The ELEVATION OF THE HOLY CROSS ORTHODOX CHURCH, INCORPORATED in the city of Williamsport, Pennsylvania, is a local parish in the Diocese of Eastern Pennsylvania of the Orthodox Church in America. It is incorporated

under the laws of the State of Pennsylvania under the name of The ELEVATION OF THE HOLY CROSS ORTHODOX CHURCH, INC. Hereafter, the corporation shall be referred to as "the parish".

The Orthodox Church in America is an autocephalous Church with territorial jurisdiction in the United States of America and in Canada. The Orthodox Church in America also exercises jurisdiction over its Diocese within the United Mexican States. The Statute of The Orthodox Church in America conforms to Holy Scripture, Holy Tradition, the Sacred Canons of the Ecumenical and Local Councils, those of the Holy Fathers, and the canonical tradition of the Orthodox Church.

The All-American Council is the highest legislative and administrative authority within the Church. The Council brings together the various elements of the Church to bear witness to her identity, unity, and mission.

The Metropolitan enjoys primacy of honor among the bishops of Orthodox Church in America. As Primate, he shows concern for the internal and external welfare of the entire Church. He is the president of the Holy Synod. He is the ruling archbishop of the Archdiocese of Washington and bears the title "Metropolitan of All America and Canada." The Metropolitan is commemorated by all bishops during liturgical services.

The Diocese is the basic Church body which unites parishes and institutions, usually in a defined geographical area, under the authority of a Diocesan Bishop. He governs with the assistance of a Diocesan Assembly and a Diocesan Council. For purposes of this Statute, the Diocesan Bishop, the Diocesan Council and the Diocesan Assembly, each acting in its proper capacity, shall constitute the Diocesan Authority.

The Parish is a local Orthodox Eucharistic community having at its head a duly-appointed priest canonically established by and subject to the authority of the Diocesan Bishop. The

organization and administration of a parish are subject to The Statute of the Orthodox Church in America, the statute or Bylaws of the Diocese, and the parish Bylaws approved by the Diocesan Authority.

The Parish fully accepts the STATUTE OF THE ORTHODOX CHURCH IN AMERICA as normative in its total life.

ARTICLE ONE: THE RECTOR

1. The Parish Priest, also referred to as rector or priest-in-charge, by virtue of his ordination and canonical appointment, serves as the spiritual father and teacher of that portion of the flock of Christ entrusted to him, the first among the parish clergy, and presides over liturgical worship in accordance with the tradition and the norms of the Church.

2. By virtue of the authority delegated to him at his appointment by the Diocesan Bishop, the Parish Priest, as head of the parish, shall:

- i. Teach, sanctify, and edify the faithful entrusted to his spiritual care with no partiality;
- ii. Provide for the administration of the sacraments and the celebration of all liturgical services;
- iii. Ensure that all educational, philanthropic, social, and cultural activities within the parish or of the parish are consistent with the mission of the Church;
- iv. Head and administer the parish consistent with the provisions of this Statute, the governing documents of the Diocese and parish, and the directives of the Diocesan Authority in cooperation with the Parish Council. No activities in the parish can be initiated without his knowledge, approval, and blessing; 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;

v. Normally preside over the Parish Meeting and Parish Council, except in cases when the Bishop is present or when the Bishop's delegate is present for this purpose, although if he desires, he may authorize the Parish President to preside in these meetings;

vi. Head the parish office and be entrusted with the care, custody, and maintenance of sacramental and administrative records, inventories, and the official parish seal; and

vii. Represent the parish before local civil and judicial authorities and other third parties, either personally or through his delegate.

3. The parish shall compensate the Parish Priest. His compensation shall be determined according to established diocesan procedures and norms. His compensation is to be clearly agreed upon prior to his appointment. All donations to the clergy for the celebration of private rites are to be retained by him in full without accountability to the parish.

4. The Parish Priest possesses the rights and exercises the responsibilities stipulated by the Sacred Canons, the Statute, and the directives of the Holy Synod and the Diocesan Authority.

5. The Parish Priest cannot vacate his parish, change his status, or seek to transfer to another parish or Diocese without the permission of the Bishop.

ARTICLE TWO: PARISHIONERS

1. A Parishioner is one who, by virtue of Baptism and Chrismation, is a member of the Body of Christ who must strive to live in accordance

with their high calling (Ephesians 4:1) and is incorporated into a local parish community as a parish member.

2. An Orthodox Christian transferring from another Orthodox parish shall present to the Rector a letter of transfer with the signature of the Parish Rector and affixed with the Church Seal, stating that said person is "in good standing".

3. A Parishioner has a reasonable expectation for pastoral care in accordance with the Orthodox tradition. He or she enjoys full benefits of participation in parish life. He or she 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; to support and help the Church. Every parishioner is a steward of the Church, and as such should volunteer his/her services as the need arises in the parish.

4. Parish membership may be suspended or revoked by the Parish Priest or the Diocesan Bishop for due cause, such as but not exclusive to:

- i. Open rejection of the Orthodox Faith;
- ii. Public and open defamation of, defiance of, or rebellion against ecclesiastical authority;
- iii. Grave moral transgression or
- iv. Formal association with a non-Orthodox religious body.

5. A Voting Member of the parish is a parishioner who with Pastoral discretion:

- i. Is at least eighteen years of age;

- ii. Receives the Sacrament of Confession regularly in the parish or, with the permission of the Parish Priest, elsewhere;
- iii. Receives Holy Communion regularly in the parish;
- iv. Conscientiously fulfills annual financial pledge to the parish;
- v. Has been a parishioner for a period of time as fixed by the Diocesan Authority; and
- vi. Fulfills financial obligations as established by the All-American Councils, Diocesan Assemblies, and the parish.

Voting Membership shall be denied if these criteria are not met.

6. A Voting Member has accepted the privilege and responsibility to vote in Parish Meetings. A Voting Member may be considered for election to office in appropriate parish bodies. A Voting Member is eligible for election as a delegate to the Diocesan Assembly and the All-American Council.

ARTICLE THREE: PARISH PROPERTY

1. The parish corporation holds legal title to all parish property, assets, and funds. In administering them, the parishioners and the officers elected by them must always remember the religious nature, purposes, and goal of the parish and act as trustees of such property dedicated to the service of God and the use of the Church.

2. All parish property, assets and funds are and shall be owned and held by the parish or parish corporation in trust for the use, purpose, and benefit of the Diocese of The Orthodox Church in America of which it is a part. Trustees of the parish may acquire real estate by gifts, offers, purchase, and by requests for its purpose. All real estate belonging to and held in trust for the parish, or any real

estate which may be subsequently acquired by the parish may be sold, exchanged or mortgaged only if such action is ratified by at least 2/3 (two-thirds) of the parishioners and the Diocesan Authority. This provision shall not limit the authority of the parish or parish corporation in its administration of such property, assets, and funds in accord with the faith, governance, and discipline of The Orthodox Church in America.

3. All personal property and ecclesiastical items acquired by the parish in any manner become the property of the parish. The Parish Meeting may sell, exchange, mortgage or otherwise dispose of same by a majority vote at a duly convened Parish Meeting.

4. The funds of the Parish shall be used for the life and growth of the Parish. They shall be deposited in accounts in such amounts as deemed wise and proper by the Parish Council. All deposits shall be made in the name of HOLY CROSS ORTHODOX CHURCH (Williamsport, Pennsylvania).

5. The official Parish Corporation Seal will be affixed by the Rector on all documents requiring same. The Corporate Seal remains at all times in the custodianship of the Rector.

6. In the event the Diocese shall be dissolved or attempt to disaffiliate from The Orthodox Church in America in a disorderly manner, all parish property, assets and funds of such Diocese are and shall remain subject to the use, purpose, and benefit of The Orthodox Church in America.

7. If the parish is canonically suppressed or otherwise ceases to exist, its real and personal property is disposed of in accord with Article Three, Section 2, above. In all cases, the sacred and untouchable items, viz. the Holy Antimension, the Tabernacle, and the Sacred Vessels, as well as all parish records, shall be surrendered to the Diocesan Bishop or his designee.

ARTICLE FOUR: THE PARISH MEETING

1. The Parish Meeting meets annually *somewhere within the last two weeks of October and the first week of November* to consider matters pertaining to the life of the parish and to conduct necessary elections relating to the parish as a whole. The Parish Meeting is comprised of the Voting Members of the parish, and such additional persons as shall be provided for by Diocesan and Parish Bylaws, established procedures and norms, normally meeting under the presidency of the Parish Priest, or the Bishop or the Bishop's delegate. The Parish Priest together with the parish council may invite additional persons with or without the right to speak but without the right to vote.

2. i. A special parish meeting, if deemed necessary, shall be held within thirty (30) days after request of the Diocesan Bishop, or Rector, or a majority of the members of the Parish Council, or the petition of at least one-third (1/3) of the parishioners, or the request of the Parish Council to dispense an excess of \$10,000 for an item or project not yet discussed at a parish meeting.

ii. A special parish meeting may be called only for specific purposes, and the purpose(s) must be stated in the required notice to parishioners regarding the special parish meeting. The agenda of any special parish meeting shall be limited to the purpose stated in the notice pertaining to the same.

iii. The Rector shall give notice from the Ambo of the date, time and place of any parish meeting by announcement at least three (3) consecutive Sundays prior to the meeting. All parishioners should further receive written notice in the bulletin regarding any parish meeting at least fourteen (14) days prior to the meeting.

3. The Rector shall preside over all parish meetings, although if he desires, he may authorize the Parish President to preside. The

Presiding Officer offers business at meetings for deliberation, directs debate, formulates decisions, gives voices and takes them away. The Presiding Officer may, after warning, expel those from the meeting who disturb peace and order. The Presiding Officer will also appoint a secretary for each parish meeting.

4. The required quorum for a parish meeting shall consist of not less than fifty percent (50%) of parishioners "in good standing". If the quorum is not present at any scheduled parish meeting, the meeting shall be adjourned to the following week. Once the quorum has been established, the parish meeting may continue to do business notwithstanding the withdrawal of enough parishioners to leave less than a quorum present.

5. The majority vote of parishioners "in good standing" present shall decide any question or issue brought to a vote, except as otherwise mandatorily required by ecclesiastical or civil law. No voting shall be permitted by proxy. A ballot vote shall be used only if so requested by a majority of those present. If a ballot vote is requested, the Presiding Officer shall appoint three (3) parishioners to count the votes, announce the results, and destroy the ballots.

6. The following matters are within the competence of the Parish Meeting. The Parish Meeting shall:

- i. Hear and approve annual or special reports by committees and parish organizations;
- ii. Consider and decide on matters concerning the purchase, improvement, or sale of real property; investment of parish funds (other than in savings accounts); and the transfer of any interest in or change of ownership and the incurring of indebtedness or otherwise encumbering parish funds or property, subject to the approval of the Diocesan Authority;
- iii. Approve the annual operating budget submitted by the Parish Council;

- iv. Provide for the adoption and amendment of Bylaws, if this is not otherwise provided for;
- v. Elect members of the Parish Council, the auditing committee, and the lay delegates to the Diocesan Assembly and to the All-American Council, if the latter is to meet in that current year.
- vi. The opportunity for any parishioner to speak on a matter deemed pertinent to the harmony and progress of the parish meeting, and therefore, the parish.

7. In case the Parish Priest disagrees with one or more decisions of the Parish Meeting, his reasoned 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 Meeting, his or her motivated 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 and Parish Bylaws and established procedures and norms.

8. No Parish Meeting, either annual or special, shall take any action which is contrary to or not in accord with the Statute. Should there be any such conflict, the Statute shall prevail. Should there be a question whether an action of a Parish Meeting is valid or lawful under this Statute, the issue shall be submitted to the Diocesan Authority for determination. The decisions of the annual meeting are subject to review by the Diocesan Authority.

ARTICLE FIVE: THE PARISH COUNCIL

1. The Parish Council is the executive body that assists the Parish Priest in administration of the parish and normally meets under his presidency. The Parish Council is comprised of the Parish Priest, ex officio, the following elected officers: PARISH PRESIDENT, PARISH VICE PRESIDENT, SECRETARY,

TREASURER, and one (1) TRUSTEE for every fifteen (15) parishioners "in good standing".

The Parish Council seeks to foster the spiritual and material welfare of the parish.

2. All lay members of the parish council shall be elected each year at the annual parish meeting and shall serve for a term of one (1) year, or until their successors have been duly qualified and elected. No lay member shall concurrently hold more than one elected office. Spouses are not eligible to be members of the parish council concurrently. Each elected member of the parish council, auditing committee and the financial secretary shall assume their duties only after their election has been approved by the Diocesan Authority and they have taken the prescribed Oath of Office administered by the Rector

3. Regular meetings of the parish council shall be held on the parish premises at a date and time fixed by the parish council. A special meeting of the parish council may be called by the Rector or Parish President. The parish bulletin will serve as adequate notice of regular meetings.

4. All parish council meetings shall generally be open to all parishioners "in good standing" however, the parish council in its discretion may, under extraordinary circumstances, deem it necessary to have the parish council meeting limited only to its members.

5. The Rector and Parish President shall be ex-officio members of all such committees and other organizations affiliated with the parish either directly or by implication and using the name of the parish.

6. Seventy-five percent (75%) of the parish council members will constitute a quorum for any parish council meeting.

7. The absence of any parish council member from two (2) consecutive regular meetings without reasonable cause is subject to dismissal as a member of the parish council.

8. The duties of the various elected lay members of the parish council shall generally be as follows;

i. **PARISH PRESIDENT** - The Parish President shall be the principal lay executive officer of the parish, and, subject to the control of the parish council, shall supervise and direct, together with the Rector, all of the administrative affairs of the parish. In particular, the Parish President shall look after the safekeeping of official parish documents, watch over external order during the divine services, preside over the parish council with the approval of the Rector, oversee the candle counter, welcome guests and visitors, and is responsible for the regular duties during the divine services.

ii. **PARISH VICE PRESIDENT** - The Parish Vice President shall, in the absence of the Parish President, assume and perform the responsibilities of the Parish President. The Parish Vice President shall also preside over the parish beautification committee, assuring the appropriate maintenance and upkeep of parish properties.

iii. **SECRETARY** - The Secretary shall keep accurate minutes of all parish council meetings, conduct the necessary correspondence of the parish, and perform such other duties as may be incident to the office.

iv. **TREASURER** - The Treasurer shall exercise stewardship of all money and funds received by the parish, assure the deposit of same in such financial depositories as shall be designated by the parish council, open his/her records for inspection by the Rector, parish council or auditing committee at any time requested, prepare regular reports to the parish council, an annual report to the parish meeting, and prepare a budget for the coming year. The Treasurer shall write checks to cover all parish expenses in accordance with the resolutions of the parish council. All

checks shall be co-signed by two (2) of the three (3) following persons: Parish President, Parish Vice President, and Treasurer. The Treasurer shall also perform such other duties that may be incident to the office. The Treasurer may not count or audit any monies from regular or special collections.

v. TRUSTEES - The Trustees shall give their advice, recommendations and suggestions to the parish council in regard to the administration of the parish and shall perform other duties that may be incident to the office.

9. The parish council shall be aided in its administration by a FINANCIAL SECRETARY and AUDITING COMMITTEE, elected annually by the parish meeting.

i. The FINANCIAL SECRETARY shall keep accurate records of envelope contributions on a weekly basis and, at year-end, submit a report to the Rector and Treasurer who will issue financial statements directly to parishioners. The parish office alone will hold the "envelope number-to- name cross reference" to assure privacy of individual contributions. No general financial statement, including names and amounts, is to be published.

ii. The AUDITING COMMITTEE shall consist of two (2) parishioners responsible for auditing the records of the Treasurer on demand, at least semi-annually, and making a report to the annual parish meeting.

10. The following matters are within the competence of the Parish Council. The Parish Council shall:

i. Exercise fiduciary responsibility for the parish;

ii. Implement within its competence the decisions of the Parish Meeting, the Diocesan Authority, and the All-American Council;

iii. Formulate, implement, and direct stewardship programs;

- iv. Oversee implementation of the budget adopted by the Parish Meeting;
- v. Authorize any fundraising activity within the parish;
- vi. Manage, inventory, and maintain parish properties, both real and personal; Any property project anticipated to exceed \$5,000 should be submitted for at least three professional estimates.
- vii. Regulate use of parish facilities;
- viii. Maintain and verify the official roster of the parish's general and voting membership;
- ix. Oversee and regularly receive reports from parish ministries and organizations;
- x. Prepare reports on aspects of parish life within its competence for the annual Parish Meeting;
- xi. Propose an annual budget for consideration at the annual Parish Meeting
- xii. Set a date and propose an agenda for Parish Meetings.
- xiii. Assuring that two parish council members, that are not the Treasurer or Auditors are available to count and audit the collection immediately following each Sunday Divine Liturgy,
- xiv. Administer the affairs of the parish between parish meetings and all other matters affecting the interests of the parish or its membership which are not within the particular authority of the parish meeting or higher authority.

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

12. The official minutes of all meetings of the Parish Council shall, in accordance with Diocesan or parish Bylaws, be approved, properly maintained, and made available as appropriate.

13. In case the Parish Priest disagrees with one or more decisions of the Parish Council, his reasoned opinion shall be recorded in the minutes and the matter referred to the Diocesan Authority.

ARTICLE SIX: PARISH INSTITUTIONS

1. The HOLY CROSS AUXILIARY of the parish, (a) serves as an arm of the parish in various parish responsibilities, (b) provides more formal organization for parish projects, and (c) promotes additional fellowship in the parish community.

2. In order to satisfy the needs of religious education in the Orthodox Faith, a Church School must be supported by the parish with instruction under the supervision of the Rector, assisted by teachers. The Rector will also conduct adult educational programs according to need. Said programs are to be funded by the parish and seen as vital ingredients to a full and vibrant parish life.

3. All parish institutions shall be under the direct authority of the Rector.

ARTICLE SEVEN: PARISH FISCAL YEAR

The Fiscal Year of the parish shall begin on the first day of January and end on the last day of December in each year.

ARTICLE EIGHT: AMENDMENTS

These by-laws may be amended, modified and added to or repealed and new by-laws adopted in the following manner;

- a) The proposed change shall first be submitted for consideration by a duly convened parish council meeting,
- b) The parish council shall then place the proposed change on the agenda of the next scheduled parish meeting and also give notice of the proposed change in the required notice to parishioners concerning the Parish Meeting; and,
- c) The proposed change shall be adopted by a vote of two-thirds (2/3) of the majority of parishioners "in good standing" present at a duly convened parish meeting voting affirmatively for the proposed change.
- d) All amendments become effective only after approval of Diocesan Authority.

ADOPTION

These by-laws were updated at a Parish Meeting on January 27th, 2019 and became effective on February 4th, 2019 when they were approved by the Diocesan Authority, His Eminence, the Most Reverend MARK, Archbishop of Philadelphia and Eastern Pennsylvania.