

**BYLAWS OF SAINT LUKE
SERBIAN ORTHODOX CHURCH OF
McLEAN, VIRGINIA**
(Approved by the St. Luke Annual Assembly,
April 3, 2016)

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PREAMBLE

At its duly constituted Annual Assembly held on March 27, 2016, the Saint Luke Serbian Orthodox Church of McLean, Virginia, by the required two-thirds majority of those qualified voting members present and voting, adopted these Bylaws. On UPDATED DATE these Bylaws were officially approved by the Archdiocesan Authority of the Orthodox Church in America. By virtue of said adoption and approval, these Bylaws will

govern the Saint Luke Serbian Orthodox Church of McLean, Virginia, in all cases to which they apply.

No standing rule, resolution, action or motion is in order that conflicts with or attempts to circumvent any provision contained in these Bylaws.

Concurrent with the adoption of these Bylaws, all previous editions of this Body's Bylaws are declared obsolete, null and void.

ARTICLE I. THE ORGANIZATION

A. NAME—The name or title by which this organization shall be known is: Saint Luke Serbian Orthodox Church of McLean, Virginia, and is hereinafter referred to as **this Parish**.

B. INCORPORATION—Virginia does not require churches to be incorporated, so at present the Parish is not incorporated. If, at a later date, the Board of Trustees recommends and the Annual Assembly so approves, the Parish may become incorporated.

C. SEAL—The official corporate seal of this Parish shall consist of two concentric circles, between which shall be inserted Saint Luke Serbian Orthodox Church of McLean, Virginia. In the center of the seal shall be an emblem of an Orthodox Cross.

D. TERRITORY SERVED—This Parish serves McLean, Virginia, and all surrounding areas that are not being served by another Parish of the Orthodox Church in America.

E. PARISH OF THE ORTHODOX CHURCH IN AMERICA—This Parish, as an Orthodox Christian entity, is affiliated with and under the jurisdiction the Orthodox Church in America and as such will be subject to and obey its Statute and all its regulations and rulings. Should any matter in these Bylaws, either by omission or commission, be in conflict with any governing documents of the Orthodox Church in America those of the Orthodox Church in America will prevail.

F. BODY OPERATIVE—This Parish is organized as an ordinary and deliberative ecclesiastical body. In administrative matters, this Parish adopts and will adhere to the standard work on Parliamentary Law as published in ROBERTS RULES OF ORDER, Newly Revised Latest Edition, in all matters of rules of order, organization, procedures, conduct of business and all concomitant activities. In those instances wherein these Bylaws specifically deviate from Roberts Rules of Order, provisions contained in these Bylaws will prevail.

G. GOALS: The Parish is the local Orthodox Eucharistic community of Christ in McLean, VA and surrounding areas. As such, its goal is to proclaim and witness to Christ and to help its Parishioners in living the life to which Christ calls them. To aid in

doing this, the Parish will establish and maintain a church structure, conduct regular worship services, provide religious education and Christian fellowship, reach out to those in need, and witness to those around it. The Parish will also value and honor the ethnic traditions of its Serbian founders, while reaching out to and honoring the traditions of all those around it.

ARTICLE II.

PARISHIONERS AND VOTING MEMBERS

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

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.

B. QUALIFIED VOTING MEMBER -- A Voting Member of the Parish, hereafter designated as Member, is a Parishioner who:

1. Is at least eighteen years of age;
2. Receives the Sacrament of Confession at least once a year in the Parish or, with the permission of the Parish Priest, elsewhere;
3. Receives Holy Communion at least once a year in the Parish;
4. Has been a Parishioner for a period of at least six months;
5. Has been approved for membership via the process described below;
6. Fulfills each current year's membership assessment no later than January 31st of the following year; and

7. Fully and faithfully complies with all other membership responsibilities and duties set forth in ARTICLE II, paragraph H of these Bylaws.

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

C. MEMBERSHIP APPLICATION—Any person desiring to become a Member of this Parish must make his/her request to the Board of Trustees of this Parish. Such desire will be shown by completing and submitting the Membership Application as provided by the Board of Trustees (Financial Secretary) of this Parish.

D. MEMBERSHIP COMMITTEE—The Board of Trustees, then acting, will establish a Membership Committee composed of not less than three qualified Voting Members of this Parish. The Membership Committee is charged to, fairly and impartially, examine and verify the information given in the individual's application for membership in this Parish, and to determine the eligibility of the applicant. By a majority vote of the Membership Committee, the applicant will either be recommended for induction or not be recommended for induction into the Parish. If the applicant is not recommended for induction, the Committee's reasons for rejection will be provided to the Board of Trustees for consideration and further processing of the application.

E. DENIAL OF MEMBERSHIP—Should any individual be rejected for membership in this Parish, he/she will be so notified in writing in a timely manner. The notice will advise the petitioner that he/she may appeal such rejection within thirty days from the date of such rejection. Such appeal will be addressed to the Archdiocesan Authority of the Orthodox Church in America. The decision of the Archdiocesan Authority will be final and binding on all parties.

F. MEMBERSHIP OATH – Prior to being accepted as a Member of this Parish, all applicants must take the following membership oath:

I, _____, do solemnly swear that as an Orthodox Christian I will faithfully obey the Bylaws of the St. Luke Serbian Orthodox Church of McLean, Virginia and the Statute of the Orthodox Church in America

G. MEMBERSHIP RIGHTS AND PRIVILEGES —Except as stated otherwise herein, Members of this Parish who maintain their membership in good standing, are eligible to exercise certain rights and privileges of membership as decreed by this Parish. These rights and privileges include, but are not limited to, the following:

1. As a qualified Voting Member, vote on an issue in an assembly or meeting of this Parish provided for in these Bylaws;

2. Hold and execute any administrative or operational office or position within this Parish, upon being duly elected or duly appointed, in accord with the provisions of these Bylaws;
3. Are eligible to be elected as a delegate to the Archdiocesan Assembly and to the All American Council;
4. Have an exclusion or reduction of assessments for use of this Parish's facilities and property; and
5. Newly accepted Members and Members reinstated from suspension will not be entitled to hold or execute any elected administrative or operational office or position with the Parish until six full months after their initial date of acceptance as a Member or after their reinstatement from suspension.

H. MEMBERSHIP RESPONSIBILITIES AND DUTIES—Each Member of this Parish is obliged and duty-bound to fulfill, as minimum, the following obligations and duties:

1. Support, faithfully and fully, in word and in deed, this Parish, its goals and objectives, its adopted affiliations, and its total endeavors, both spiritual and temporal;
2. Attend Church Services, Celebrations, and Ceremonies celebrated in this Parish as often as possible;
3. Receive the Holy Sacrament of Confession at least once a year in the Parish, or with the permission of the Parish Priest, elsewhere; receive Holy Communion in this Parish with this Parish's Priest officiating, as often as possible, but in any event, no less frequently than once in each calendar year;
4. Attend, as often as possible, all Assemblies, Meetings and gatherings scheduled and held by this Parish;
5. Contribute financially to this Parish on a frequent basis and in bountiful amounts;
6. Contribute selfless personal service and labor for the good of the Parish; and
7. Zealously guard and defend the honor, reputation, and good name of this Parish, its Parish Priest and its membership.

I. MEMBERSHIP ASSESSMENTS---One of the responsibilities of Membership is the financial support of the Parish. The minimum level of required support is the annual assessment. This is a level recommended by the Board of Trustees and approved at a Special or Annual Assembly of the Parish. Since this is a minimum level of support, members are encouraged to give generously beyond this, in proportion to how God has blessed them. If the Member does not meet his/her annual assessment, then his/her voting rights will be suspended until the delinquency has been resolved.

J. SUSPENSION OF PARISH MEMBERSHIP---Parish membership may be suspended or revoked by the Parish Priest or the Archdiocesan 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.

The suspended Member may appeal to the Archdiocesan Authority of the Orthodox Church in America. The decision of the Archdiocesan Authority will be final and binding on all parties.

ARTICLE III. ADMINISTRATION AND OPERATIONS

A. GENERAL—The primary administrative authority of this Parish is vested in the qualified voting members of this body.

B. QUALIFIED VOTING—A qualified voting member of this Parish is defined as follows:

1. One who fulfilled each current year's membership assessment no later January 31st of following year;
2. Who has availed himself of the Holy Sacraments of Confession at least once a year in the Parish, or with the permission of the Parish Priest, elsewhere; and who has received Holy Communion in this Parish with

this Parish's Priest officiating, as often as possible, but in any event, no less frequently than once in each calendar year; AND,

3. In addition to the requirements stated immediately above, one who has fully and faithfully complied with all other membership responsibilities and duties set forth in ARTICLE II, paragraph H of these Bylaws.

C. DELEGATION OF AUTHORITY—The qualified voting members of this Parish shall exercise their authority through a duly elected Board of Trustees, Auditing Board and any other appointed or elected entity deemed necessary and appropriate by majority of the qualified voting members of this Parish present and voting in an authorized Assembly. Each individual so elected or so appointed must be a qualified voting member of this Parish at the time of election or appointment and during his/her entire tenure of office.

D. TENURE—Unless otherwise relieved from office or position as allowed for in these Bylaws the tenure of the Board of Trustees and the Auditing Board will be from two weeks after the Annual Assembly in which they were elected until two weeks after the Annual Assembly that is held in the following year. The same term of office will apply to all standing committees and individuals either elected or appointed at the Annual Assembly unless otherwise stipulated at the time of election or appointment.

E. RECALL OF AUTHORITY—The qualified voting members of this Parish, present and voting in a duly constituted Special or Annual Assembly, may by majority vote, summarily expel from office or position any elected or appointed Board, Committee or individual (other than the Parish Priest) in this Parish.

F. BOARD OF TRUSTEES COMPOSITION—The Board of Trustees will consist of the following:

1. President of the Board
2. Vice-President of the Board
3. Secretary of the Board
4. Treasurer of the Board
5. Financial Secretary of the Board
6. Three Trustees of the Board
7. The Parish Priest

G. AUDITING BOARD COMPOSITION—The Auditing Board will consist of the following:

1. Chairman of the Auditing Board
2. Two Members of the Auditing Board

H. VACANCIES—Vacancies, except President of the Board of Trustees, occurring on the Board of Trustees and/or the Auditing Board, by reason of death, resignation or

otherwise, shall be filled by appointment made by majority vote of the remaining Board of Trustees present and voting in an authorized session. A vacancy in the Office of the President of the Board of Trustees will be automatically filled by the then current Vice-President of the Board of Trustees upon his/her vacating the Office of Vice-President. All appointments to vacant offices shall be held by the appointee(s) until the next scheduled Annual Assembly of the Membership.

ARTICLE IV. BOARD OF TRUSTEES OBLIGATIONS

The obligations of the Board of Trustees of this Parish include, but are not limited to, the following:

A. GENERAL—The Board of Trustees will comply with these Bylaws and with all official directives stemming from duly constituted special and/or Annual Assemblies of the Membership.

1. Prior to installation, the names of the newly elected members of the Board of Trustees and the Auditing Board must be promptly forwarded to the Archdiocesan Authority for its confirmation. Any person(s) not confirmed must be replaced.
2. Each newly elected individual on the Board of Trustees must take the following OATH prior to taking office. The OATH OF OFFICE is to be taken in this Parish’s Chapel with this Parish's Priest officiating.

— — — **OATH OF OFFICE** — — —

"I, (NAME) vow to Almighty and all knowing God, and by my life, that I will perform all the duties entrusted to me accurately and conscientiously, and I will when making decisions, most conscientiously, in deed and in spirit, adhere to and obey the Bylaws and all directives and regulations of this Parish, and to the Statute and all regulations and rulings of the Orthodox Church in America."

3. The Board of Trustees will be responsible for the safeguarding and upholding of the honor, integrity, and reputation of this Parish, its Membership, its Priest, and all of this Parish's affiliates.

B. SPECIFIC—The Board of Trustees:

1. Will be responsible for the proper administration of all business and affairs of this Parish;
2. Will be responsible for the proper safeguarding and administration of all property and assets belonging to this Parish;
3. By majority vote of those present and voting in an authorized session, may:
 - a. Delegate certain matters or issues to committees established by the Board of Trustees;
 - b. Authorize financial sub-accounts to be established in the name of this Parish. Such accounts are intended to expedite and assist the committees in the conduct of their official committee business. The committees establishing authorized sub-accounts will maintain such records and data of their financial transactions and business as directed by the Board of Trustees and/or the Auditing Board. Such sub-accounts will be audited at least once per calendar year by the Auditing Board. A report of such audit with findings and recommendations of the Auditing Board will be provided to the Board of Trustees and the General Membership at appropriate Assemblies.
4. By majority vote of those present and voting in an authorized session, the Board of Trustees will perform the following:
 - a. Appoint one Church Warden and alternate Church Wardens from among the qualified voting members of this Parish;
 - b. Appoint a superintendent of Sunday School;
 - c. Appoint all Standing Committees necessary to assist the Board of Trustees in the successful discharge of its obligations;
 - d. Appoint such assistants as necessary to assist the Board of Trustees in the conduct of this Parish's affairs;
 - e. Establish Ad Hoc Committees as deemed necessary;
 - f. Approve or reject all applications for membership in this Parish;

j. Promptly fill all vacancies, except the Office of the President, on the Board of Trustees; and, all vacancies on Auditing Board;

k. Abide by and support, in deed and in spirit, the Parish Priest's declarations that apply to Liturgical Services and Religious Ceremonies celebrated within or by this Parish; and

l. Prepare the agenda for the following Annual Assembly.

ARTICLE V. ELECTED AND APPOINTED OFFICIALS

The duties and responsibilities of the various elected and/or appointed officials of this Parish include, but are not limited to, the following:

A. PRESIDENT OF THE BOARD OF TRUSTEES—The President will:

1. When delegated by the Priest, be the official and legal representative of this Parish;
2. Receive and open Church correspondence;
3. Personally sign correspondence generated by and for the Office of the President of the Board of Trustees. Correspondence of an ecclesiastical nature shall, additionally, bear the signature of this Parish's Priest and the official Church Seal;
4. Call and convene assemblies of the membership and authorized meetings of the Board of Trustees as prescribed in these Bylaws. Call and convene a Special Assembly of the Membership as soon as practicable after each authorized request or operational necessity for a Special Assembly;
5. Call the Annual Assembly;
6. Be responsible for the proper conduct of all authorized assemblies and meetings held and insure that proper order and decorum prevail throughout the sessions;
7. Countersign, with any other authorized member of the Board of Trustees, all checks disbursed in the primary financial business of this

Parish. This requirement does not apply to authorized sub-accounts unless so stipulated by the Board of Trustees or the Auditing Board;

8. Appoint individuals to all Ad Hoc committees established by the Board of Trustees. If not stipulated otherwise, the first person named to a committee shall be the Chairman of said committee; and

9. Insure the publication and distribution to each Parish Member of a timely and informative periodical that sets forth Parish matters of particular interest to the Membership.

B. VICE-PRESIDENT OF THE BOARD—The Vice-President will:

1. Assist the President of the Board in the performance of the President's duties;

2. Assume the Presidency of the Board of Trustees and carry on his/her duties if the President of the Board is absent or incapacitated at any duly constituted Assembly of the Membership or authorized meeting of the Board of Trustees; and

3. In the event of a vacancy in the Office of the President of the Board of Trustees, succeed to, assume, and discharge all the duties of that office while concurrently vacating the Office of Vice-President.

C. SECRETARY OF THE BOARD—The Secretary will:

1. Record and maintain minutes of all authorized meetings of the Board of Trustees and the Assemblies of the Membership as prescribed in these Bylaws;

2. Conduct all official correspondence of this Parish; and

3. Maintain in good order all material in the archives of this Parish.

D. TREASURER OF THE BOARD—The treasurer will properly maintain, account for, and handle all of this Parish's financial transactions and financial operations. Included, but not limited to, are the following duties of the Treasurer:

1. Pay all legal obligations and debts of this Parish. Except for those disbursements paid for with Petty Cash Fund monies, payments will be by authorized check or approved electronic payment. All such checks must be signed by the Treasurer and countersigned by any authorized member of the Board of Trustees. All checks that do not contain both signatures are automatically invalid;

2. Establish and maintain a set of books and records that correctly and accurately reflect all income received and disbursements made in the Parish;
3. Submit a summary financial report at all authorized meetings of the Board of Trustees;
4. At its request and in a timely manner, properly prepare and provide to the Auditing Board all financial records and documents needed by the Auditing Board to successfully accomplish its mission;
5. At the Annual Assembly of the Membership, give a detailed accounting of the financial operations of this Parish; and
6. At the Treasurer's discretion, maintain a Petty Cash Fund that is not to exceed a holding of money than the limit imposed by the Board of Trustees. Records of the Petty Cash Fund, if any, will conform to stipulations set forth by the Auditing Board and approved by the Board of Trustees.
7. In the event that this Parish decrees that the Treasurer will be bonded, any costs thereto will be borne by the Parish.

E. FINANCIAL SECRETARY—The Financial Secretary will:

1. Maintain records that correctly and completely reflect the current status of each individual's membership and the status of the collective membership of this Parish. All records reflecting the status of individual memberships are privileged data and will be provided, upon official request, to only the individual personally concerned, the Board of Trustees, the Credentials Committee, and/or the Auditing Board, then acting;
2. Maintain records that correctly and accurately reflect each Member's individual status regarding the fulfillment of his or her annual membership assessment for the current year. On a frequency determined by the Board of Trustees, provide to each Member a timely statement showing his/her personal membership assessment fulfillment as of a given date;
3. Collects, receives, and deposits in a timely manner, all monies donated to the Parish, including funds to be credited to an individual's annual membership assessment fulfillment. Receipt of such monies and/or documentation will be acknowledged by timely entries in appropriate records;

4. When directed by the Board of Trustees, establish and maintain current and accurate records and accounts for such membership activities as the Board may establish;

5. In writing and in a timely manner, notify each member who falls into one of the following categories due to lack of fulfillment of applicable membership assessment payments:

a. Subject to loss of voting privileges

b. Subject to removal from the Parish rolls

Such notice shall be sent via Certified Mail to the Member concerned at the last known address reflected in the Financial Secretary's records. The Board of Trustees shall be apprised of such actions in a timely manner and shall be promptly informed of the outcome of the Financial Secretary's efforts in this area;

6. Keep an accurate and current inventory of all installed property and equipment belonging to this Parish. Insure that a valid and current copy of the inventory is in the Parish's safety deposit box. Periodically as necessary and in concert with the Hall Operations Committee, advise the Board of Trustees that certain non-expendable supplies, equipment, and materials need to be replaced or replenished;

7. Submit a timely and informative report at all authorized meetings of the Board of Trustees and at the Annual Assembly; and

8. At each Annual or Special Assembly where the membership will vote on issues, work in concert with the Credentials Committee to develop an accurate list of those Members present at the assembly who are eligible to cast votes during that assembly. Voter eligibility will be determined in strict conformance with these Bylaws.

F. AUDITING BOARD—Prior to assuming office, the Auditing Board must take the same OATH, under the same conditions, as prescribed for the Board of Trustees in Article IV., Paragraph A., of these Bylaws. The Auditing Board is charged with the general responsibility of auditing all work done by the elected and appointed administrators of this Parish. Such responsibility includes, but is not limited to, the following:

1. Insure that directives and orders stemming from duly constituted Annual and Special Assemblies are complied with in spirit and in deed;

2. Insure that all actions taken by administrators are in adherence to and in conformance with these Bylaws;

3. Hold Auditing Board meetings as often as deemed necessary, but at least once per calendar year, during which this Parish's primary and sub-account financial and ancillary records of operations will be audited. Should the Auditing Board find deficiencies and discrepancies of such serious nature that immediate corrective action is necessary, the Auditing Board is empowered to ask that the President of the Board of Trustees call for and convene a Special Assembly of the Membership to resolve identified problems. Should the President of the Board of Trustees fail to comply with the demands of the Auditing Board, the Auditing Board is empowered, by a majority vote of the Auditing Board, to convene a Special Assembly of the Membership. In the event this empowerment is exercised, the notice to the Membership as required in ARTICLE VII. Paragraph B., will be complied with by the Auditing Board;
4. For the purposes of audit, the fiscal year for this Parish starts on January 1st and ends on December 31st of each calendar year;
5. Periodically, at its discretion or by specific request by the Board of Trustees, submit timely and informative reports to the Board of Trustees; and, submit a full report of its Audit, findings, and recommendations at each Annual Assembly; and
6. Upon due request from any adjunct body of this Parish (Sisterhood, Church Choir, etc.), perform a courtesy audit of that body's records and accounts and submit a report of the Audit Committee's endeavors to the body concerned.

G. CHURCH WARDENS—The Church Wardens shall assist in the lay conduct of the liturgical and religious ceremonies of this Parish. Their duties include, but are not limited to, the following:

1. Insuring that the Chapel and all necessary fittings are in place and suitable for each Church Service or Ceremony;
2. Assist the Parish Priest as he requests;
3. Handle all candle sales in the Chapel. Also, promptly notify the Financial Secretary when the supply of candles is low and should be replenished;
4. Handle and collect the plate offerings during each Church Service. Monies collected, together with a completed Collection Sheet, will be turned over to the Financial Secretary promptly after each Church Service;

5. The appointed primary Church Warden is responsible for establishing and maintaining a roster and schedule for Chapel Duty for him/herself and the alternate Church Wardens.

H. STANDING COMMITTEES—Standing Committees may be elected by majority of those qualified voting members present and voting in a duly constituted Assembly of the Membership; or, Standing Committees may be elected by a majority vote of the Board of Trustees meeting in an authorized session. Standing Committees serve for a stipulated period of time and are assigned specific area(s) of endeavor such as Fund Raising, Membership, Building Programs, or other recurring or long duration activity.

I. AD HOC OR SPECIAL COMMITTEES—Ad-Hoc (Special) committees will be established by majority vote of the Board of Trustees in an authorized session. The President of the Board of Trustees will appoint the individual members to such committees. These committees are intended to assist the Board of Trustees in those endeavors that are of a special and/or temporary nature.

J. COMMITTEE ELIGIBILITY—Only those of this Parish who meet the qualifications and stipulations set forth in paragraphs B. and C. of Article II. of these Bylaws will be elected or appointed to any standing and/or ad-hoc committee within this Parish.

K. COMMITTEE MEETINGS—The following provisions apply to committees, elected or appointed, this Parish:

1. The Committee Chairman shall call all Committee Meetings. However, in the Chairman's absence or his/her failure to call meetings in a timely manner, any two members of the committee may call a Committee Meeting and it shall be the duty of all committee members to attend a session so called.

2. Committee meetings are open to all qualified voting members of the Parish. Such members shall be permitted to present their views, opinions and recommendations pertinent to the committee's endeavors. For purposes of deliberations and vote, the committee may, at its discretion, meet in closed session.

3. All issues that require a vote shall be decided by majority vote of the committee meeting in an authorized session, attended by at least a simple majority of the committee members which shall constitute the necessary quorum.

4. Any individual member(s) of a committee is entitled to submit a minority report to the committee's appointing authority in any matter that comes under the purview of said committee.

ARTICLE VI. PARISH PRIEST

The following matters pertain to the Priest of this Parish:

A. SELECTION—This Parish, by majority vote of its qualified voting members, present and voting in a duly constituted Assembly of the Membership, may request the Archdiocesan Authority of the Orthodox Church in America to assign a Priest to this Parish.

B. DUTIES— 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. By virtue of the authority delegated to him at his appointment by the Archdiocesan Bishop, the Parish Priest, as head of the Parish, shall:

1. Teach, sanctify, and edify the faithful entrusted to his spiritual care with no partiality;
2. Provide for the administration of the sacraments and the celebration of all liturgical services;
3. Ensure that all educational, philanthropic, social, and cultural activities within the Parish or of the Parish are consistent with the mission of the Church;
4. 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 Archdiocesan 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;

5. Head the Parish office and be entrusted with the care, custody, and maintenance of sacramental and administrative records, inventories, and the official Parish seal;
6. As a standing and voting member of the Board of Trustees, meet with and assist the Board to successfully discharge its obligations and duties;
7. As a standing and voting member of all permanent and Ad Hoc committees established, meet with and assist such committees to successfully accomplish their assigned missions;
8. As a standing and voting member of all Adjunct Affiliates of this Parish, such as: Clubs, Circles, Choir, etc., meet with those activities and assist to successfully accomplish their missions; and
9. Represent the Parish before local civil and judicial authorities and other third parties, either personally or through his delegate.

C. RESIGNATION—The Parish Priest is not empowered to summarily resign his position unless the following actions are taken:

1. The Priest must have the express permission of the Archdiocesan Authority of the Orthodox Church in America to resign; and
2. The Priest must give the Parish written notice of his intent to resign at least ninety days prior to the date of such resignation.

ARTICLE VII. ASSEMBLIES AND MEETINGS

A. ASSEMBLIES AND MEETINGS—Assemblies and meetings of this Parish shall be as hereinafter prescribed. Any Assembly or meeting held that does not fully comply with all applicable provisions of these Bylaws is automatically invalidated. All actions taken at such invalid Assembly/meeting will have no force of law, validity, and/or binding power upon this Parish, and/or its Priest, and/or its Membership. The following provisions also apply to this Parish's Assemblies and meetings:

1. No portion or all of these Bylaws will be waived or suspended at any Annual or Special Assembly or meeting held by this Parish unless the

Assembly was called to specifically address Bylaws matters as permitted and stipulated in ARTICLE X herein.

2. Unless, as otherwise specified by these Bylaws, all issues voted upon in a duly constituted Assembly or an authorized meeting of this Parish will be decided by a simple majority vote of the qualified voting members, present and voting, at such Assembly or meeting. The vote may be cast by voice, by show of hands, rising, by yea or nay, or by secret ballot. Unless otherwise stipulated in these Bylaws, the option as to the form of the vote will be decided by a majority of the qualified voting members, present and voting in a duly constituted Annual or Special Assembly; or, by a majority vote of the Board of Trustees in authorized Board session.

3. All votes must be cast in person. Proxy and/or absentee voting will not be permitted.

4. At each Annual and Special Assembly, eligibility to vote will be determined by a “Credentials Committee” appointed by this Parish's Board of Trustees, then acting. The Credentials Committee will be comprised of this Parish's Financial Secretary, acting as Chairman of the Credentials Committee, one member of the Board of Trustees, then acting, one voting-eligible parishioner, and the Parish Priest. (See paragraph J. of ARTICLE V. of these Bylaws for appointment eligibility.) Using the standards set forth in paragraph B. of ARTICLE III, the Credentials Committee will compile and provide a list, by individual name, of those persons who are deemed eligible to vote at the assembly. Only those persons whose names appear on this list will be permitted to vote at that Assembly.

5. The Presiding Officer of any Assembly or meeting of this Parish is empowered to order the removal from the Assembly or meeting place of any person causing disorder.

6. Time permitting, the Parish Priest will, from the pulpit on three consecutive Sundays, announce pending Annual and Special Assemblies of the Membership.

B. ANNUAL ASSEMBLY SCHEDULING—At a time and place set by the Board of Trustees, this Parish shall hold an Annual Assembly of its Membership on the last Sunday in March in each calendar year. The following provisions apply to the Annual Assembly:

1. At least thirty days prior to the date of an Annual Assembly, each Member will be given written or Email notice of the scheduled Assembly to include date, time, and meeting place. The notice will also include a

statement as to the general and specific purpose(s) of the Annual Assembly.

2. On the scheduled date, the Annual Assembly shall meet in authorized session provided that there are in attendance at the Assembly at least fifty-one percent of the qualified voting members of this Parish. If the necessary quorum of fifty-one percent of the qualified voting members of this is not present, the Annual Assembly will be aborted and no official business of the Parish will be transacted. The occasion may be used as a forum to exchange information, opinions or recommendations between the Membership and the Board of Trustees.

3. In the absence of the required quorum on the regularly scheduled date for the Annual Assembly, the Board of Trustees shall schedule and convene an Annual Assembly within one month immediately following the date of the aborted Annual Assembly. Written or Email notice, announcing the new date for the Annual Assembly, shall be provided to each qualified voting member of this Parish as soon as possible.

4. On the new date for the Annual Assembly, if there are not at least thirty-five percent of the qualified voting members of this Parish in attendance, the Annual Assembly will again not meet in session and the following actions will be taken:

a. Facts identifying the circumstances regarding the failure to hold an Annual Assembly will be duly recorded by the Board Secretary and verified by the Board of Trustees. Correspondence containing these facts will be promptly forwarded to the Archdiocesan Authority of the Orthodox Church in America.

b. The Archdiocesan Authority shall render a decision as to the future course of action and procedures to be adhered to by this Parish.

C. ANNUAL ASSEMBLY - PROCEDURES AND DUTIES—With the requisite quorum present at a duly constituted Annual Assembly, the following procedures and duties will prevail:

1. The Annual Assembly will be opened by the Parish Priest or his delegate and then turned over to the President of the Board of Trustees or his or her delegate.

2. The Credentials Committee records the list of eligible voters and determines the presence of the necessary quorum.

3. The first order of business is to elect the Officers to preside at the Annual Assembly. Only qualified voting members may be Officers. Election of the four Officers listed below will be by a simple majority vote:

- a. President of the Annual Assembly
- b. Vice-President of the Annual Assembly
- c. Secretary of the Annual Assembly
- d. Verifying Secretary of the Annual Assembly.

4. The newly elected President will act as the chair for the meeting.

5. The Presiding Officer of the Annual Assembly shall use the following guide to conduct the business of the Annual Assembly. As a minimum, the President shall ask for a report from:

- a. The President of the current Board of Trustees.
- b. Each individual Officer of the current Board of Trustees.
- c. The Parish Priest.
- d. The Treasurer shall present an Income/Expense Report and Balance Sheet for the preceding year and the proposed budget for the next fiscal year. The Assembly shall vote to approve, amend, or disapprove the budget.
- e. The current Auditing Board.
- f. The Sunday School Superintendent.
- g. Each Standing Committee and selected Ad-Hoc Committee.
- h. A representative of each adjunct body of this Parish.

6. Upon completion of the reporting process, the Presiding Officer of the Annual Assembly shall call for and hold an election of the Board of Trustees and an Auditing Board for the following year. The election will hold to the following criteria:

- a. Only those individuals designated as being qualified to vote at the Annual Assembly will cast ballots in the election.
- b. Only those individuals who are qualified voting members of this Parish will be nominated and/or elected to the Board of Trustees and/or the Auditing Board.
- c. Election of qualified individuals to the several positions will be by a simple majority of the total votes cast for each position.

7. Present and address any matters pertinent to the general Membership that come under the classification of "Unfinished Business".

8. Present and address any matters pertinent to adjustments in the Parish Priest's salary and allowances.
9. Present and address any matters pertinent to stewardship.
10. Present and address any matter pertinent to the change, modification and/or amendment to the Bylaws in strict accord with ARTICLE X of these Bylaws.
11. Under "New Business", provide the qualified voting members with ample opportunity to present individual views, opinions, recommendations and/or motions before the Annual Assembly.
12. Upon completion of the above, to close the Annual Assembly.

D. SPECIAL ASSEMBLIES – SCHEDULING—The President, or in his absence, the Vice-President of the Board of Trustees will call and convene a Special Assembly of the Membership whenever one or more of the following conditions exist:

1. When decreed by the Parish Priest or by a majority vote of those present and voting in an authorized session of the Board of Trustees;
2. When decreed by a majority vote of the Auditing Board. Such decree will be in writing and bear the signature of the Chairman of the Auditing Board;
3. When the Board of Trustees receives a valid petition requesting such a meeting bearing the true signatures of a simple majority of the qualified voting members of this Parish;
4. When decreed by the Membership, by a majority vote of those qualified voting members, present and voting, in a duly constituted Assembly;
5. When and as directed by the Archdiocesan Authority of the Orthodox Church in America.

E. SPECIAL ASSEMBLIES - PROCEDURES AND PROVISIONS—Except as otherwise stated immediately below, all provisions and procedures set forth in these Bylaws for Annual Assemblies apply equally to all Special Assemblies held by this Parish. Unlike the 30-day advance notice requirement stipulated for Annual Assemblies, only a 10-day notice is required for most pending Special Assemblies. (The most notable exception to the 10-day requirement is the 30-day notice that must be given for Special Assemblies engaging in Real Estate matters as stipulated in ARTICLE IX. herein.)

F. QUARTERLY ASSEMBLIES—The Board of Trustees shall schedule and convene a Quarterly Assembly of the Membership approximately once every three

months. The Membership will be duly notified of the places, times and dates scheduled for Quarterly Assemblies. The principal purpose of the Quarterly Assemblies is to provide a forum for the exchange of ideas and information between the Board of Trustees and the Membership. During Quarterly Assemblies, the Board of Trustees shall present summary and interim reports on the status of affairs and operations in this Parish. During Quarterly Assemblies, the Board of Trustees will not undertake to transact any Board of Trustee business nor any other business that, under these Bylaws, requires the specific action of the Membership meeting in duly constituted Special or Annual Assembly.

G. REGULAR MEETINGS OF THE BOARD OF TRUSTEES—The Board of Trustees shall, by its own resolution, fix the schedule of its Regular Meetings and will specify the time and place for such meetings. The following will apply to these Regular Meetings of the Board of Trustees:

1. A minimum of two-thirds of the Board of Trustees, then acting, shall constitute the quorum necessary to convene all meetings of the Board of Trustees and to officially transact authorized business of this Parish.
2. In the event that a quorum, as stipulated in the paragraph above, is not present at a scheduled Regular Meeting, the meeting will not be held and no business will be transacted. In such event, the President or Presiding Officer of the Board of Trustees will call for a Special Meeting of the Board of Trustees to take place within seven days of the date of the aborted Regular Meeting. The quorum requirement for this Special Meeting will be a simple majority of the Board of Trustees. Should a quorum fail to exist at this Special Meeting, the Board of Trustees shall call for a Special Assembly of the Membership at which time the problems of the Board of Trustees will be addressed and resolved.

H. SPECIAL MEETINGS—In addition to the regularly scheduled meetings of the Board of Trustees, Special Meetings of the Board will be called:

1. When so decreed by the Presiding Officer of the Board of Trustees;
2. When one-third or more of the Board of Trustees deems it necessary;
3. When requested by the Chairman or any two members of the Auditing Board;
4. At the request of the Parish Priest;
5. AND, convened within one month after each Annual Assembly during which a new Board of Trustees and new Auditing Board was elected. This Special Meeting is a joint meeting between the outgoing and

incoming Boards of Trustees and provides an opportunity for the smooth and orderly transition in the administration of this Parish.

ARTICLE VIII. AFFILIATE ORGANIZATIONS AND GROUPS

A. AFFILIATION—Any group, body of individuals, or organization such as a choir, choral group, Sisterhood, cultural club, social or sports club, etc., may petition this Parish for a "Charter of Affiliation". No organization or group of individuals will represent itself/themselves as a bona fide affiliate of this Parish unless said body has been granted this Parish's official Charter of Affiliation.

B. AFFILIATION REQUIREMENTS—To be eligible to petition this Parish for affiliation, the petitioning group must meet, as a minimum, the following listed requirements:

1. The purposes, goals and objectives of the petitioning group must be in consonance and compatible with those set forth for this Parish in paragraph G. of ARTICLE I. of these Bylaws.
2. At least two-thirds of the petitioning group must be Members of this Parish who are qualified voting members as defined in paragraph B. of ARTICLE III. of these Bylaws. This ratio must be maintained throughout the existence of the chartered group.
3. Each individual serving as an officer and/or in any leadership capacity in the petitioning group must, without exception, be a qualified voting member of this Parish during his/her entire tenure of office.
4. Each member of the petitioning group and the group as a whole is bound by this Parish's Bylaws and all rules and regulations promulgated by this Parish and/or its Archdiocesan affiliate. In every instance where the petitioning group's Constitution/Bylaws, operations, procedures and/or pronouncements conflict with those set forth for this Parish, this Parish's stipulations will govern and prevail, without exception.
5. This Parish's Priest will be kept informed of the group's current and planned operations and activities. The Priest will also be informed, in a timely manner, of all group meetings to be held so that he may, at his option, attend.

6. The petitioning group must submit both a formal written and an oral report on its operations at this Parish's Annual Assemblies and at other times and places when so directed by this Parish's Board of Trustees.

7. The Board of Trustees is empowered to expand this listing of requirements, as deemed appropriate to prevailing circumstances, before acting favorably upon any group's petition for affiliation.

8. Failure to strictly adhere to any one or more of these requirements, or additional requirements imposed by this Parish, will be automatic and immediate justification for this Parish to summarily refuse to grant a Charter or to revoke any Charter previously granted. There is no appeal for such refusal or revocation.

9. In the event of the dissolution of a group chartered by this Parish, all unencumbered assets, property and funds of the group will immediately and automatically transfer to the control and custody of this Parish for disposition as deemed appropriate by this Parish. This Parish assumes no responsibility for any encumbrances made in the name of the group before, during, or after any dissolution action undertaken by the group.

C. AFFILIATION APPLICATION—The petition for affiliation will be submitted, in writing, to the Board of Trustees of this Parish. The petition must include, as minimum, the following information:

1. Name of the group;
2. Statements of the group's purposes, intents, goals and objectives;
3. Statement setting forth the group's recognition and acceptance of its becoming an adjunct group part of and subservient to this Parish;
4. List of those persons, by name, who are officers and/or in leadership capacity and/or control in the petitioning group;
5. A current and accurate listing, by name, of the group's membership;
6. A copy(s) of the group's Constitution/organizational Charter/Bylaws/Etc., whichever apply; and
7. Any other data or information deemed necessary by the Board of Trustees.

D. PETITION PROCESSING—The petition for affiliation will be processed as follows:

1. The Board of Trustees, meeting in authorized session, by a majority vote of those present and voting, may approve the petition or disapprove the petition; OR,
2. Refer the issue for decision to a Special or Annual Assembly of this Parish.

E. ISSUANCE OF CHARTER OF AFFILIATION—Upon being duly approved by the Board of Trustees or the general membership, a Charter of Affiliation with this Parish be granted to the petitioning group. The Charter will be conferred in an appropriate ceremony held in this Parish's Chapel with the Parish Priest officiating. Each officer/leader of the group attends the ceremony and must take the Oath of Office set forth in paragraph A of ARTICLE IV of these Bylaws.

F. REVOCATION OF CHARTER—At the discretion of the Board of Trustees and/or the general membership of this Parish, any Charter previously granted be revoked, for cause, and declared null and void. There is no appeal from such action. A revoked Charter cannot be reinstated in any instance. To be re-chartered, the group must petition anew for affiliation with this Parish.

ARTICLE IX. REAL PROPERTY

The following provisions apply to the real property assets of this Parish currently held and to all real property this Parish acquires at any future time:

- A. TITLE TO REAL PROPERTY**—The Title to this Parish's real property and to all improvements thereon will be vested in this Parish's duly elected Board of Trustees, then acting, by their assumed name to wit, "Board of Trustees of the Saint Luke Serbian Orthodox Church of McLean, Virginia", and their successors forever, and the same will be held for the use and benefit of this Parish as a whole and for the uses and purposes named and no other.

All Parish property, assets and funds are and shall be owned and held by the Parish in trust for the use, purpose, and benefit of the Diocese of The Orthodox Church in America of which it is a part. 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.

- B. REAL PROPERTY AFFAIRS**—The duly elected Board of Trustees of this Parish, THEN acting, is EMPOWERED to buy, sell, lease, rent, mortgage, or transfer

Title to any of this Parish's current or future holdings of real property and improvements thereon. However, that empowerment will be exercised only under the applicable following conditions and sequence:

1. The Board of Trustees, then acting, will call and convene a Special Assembly of the Membership for the purpose of acting on Real Property issues. Such Special Assembly will be open to only those Members of this Parish who have maintained their qualified voting status, defined in ARTICLE III herein, uninterrupted for a minimum of the two full calendar years that precede the calendar year in which the Special Assembly is convened. Upon announcement of said Special Assembly, no Parishioner will be permitted to make monetary amends or take other actions in an attempt to qualify, under the aforesaid criteria, his/her participation in said Special Assembly. The eligibility criteria set forth in this ARTICLE IX will not be waived or otherwise circumvented to meet the demands of the moment.
2. At least thirty days prior to the date set for a Special Assembly to act on Real Property issues, written notice will be sent to each Parishioner described in Paragraph 1 immediately above notifying him/her of the pending assembly. The notice will specifically identify the Real Property issue(s) to be on the assembly agenda.
3. The minimum necessary quorum for a Special Assembly that is to act on Real Property issues is sixty-six percent of all those Members of this Parish who are deemed eligible in accord with this ARTICLE IX. With the required quorum in attendance at the Special Assembly a plurality of at least two-thirds of those eligible voters, present and voting, is required to approve any Real Property issuer(s) set before the Special Assembly. In the event that the requisite quorum of eligible Parishioners is not in attendance at the Special Assembly, the Assembly be aborted and no Parish business will be transacted.
4. In the event that a Special Assembly for Real Property issues is aborted, the Board of Trustees will proceed as follows:
 - a. Call another Special Assembly to act on Real Property issues to be convened no later than fourteen days after the date of the aborted assembly.
 - b. As expeditiously as possible notify each Member of this Parish who is eligible to attend, in accord with the criteria set forth in this ARTICLE IX., of the time, place, date and agenda for the rescheduled Special Assembly.

c. The minimum necessary quorum for this rescheduled Special Assembly is fifty-one percent of all those Members of this Parish deemed eligible to participate in accord with this ARTICLE IX. A minimum plurality of seventy-five percent of those eligible voters, present and voting, is required to approve any Real Property issuer(s) set before this rescheduled Special Assembly.

5. In the event that the rescheduled Special Assembly cannot be held or is aborted for any reason, the following actions will be taken:

a. The facts and circumstances surrounding the inability of this Parish to hold a Special Assembly to act on Real Property issues will be duly recorded by the Board of Trustee's Secretary and verified by the Board of Trustees. Correspondence containing these facts and circumstances will be promptly communicated to the Archdiocesan Authority of the Orthodox Church in America.

b. The Board of Trustees will hold in abeyance any further action on the Real Property issue(s) pending receipt of guidance, direction and instruction from the Archdiocesan Authority.

C. DISPOSITION UPON DISSOLUTION OF PARISH—In the event that this Parish, is dissolved all property and other assets, including all holy articles, will be transferred to the Diocese. In the event the Diocese shall be dissolved or attempt to disaffiliate 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.

ARTICLE X. BYLAWS: CHANGES

The Bylaws of this Parish may be changed, modified or amended at a duly constituted Annual Assembly or at a duly constituted Special Assembly, called and convened in strict accord with the provisions of this ARTICLE X of these Bylaws. The following applicable conditions must be met before any change, codification or amendment to these Bylaws is undertaken and/or enacted:

A. IF AT AN ANNUAL ASSEMBLY—The notice provided to the Membership announcing the Annual Assembly must include specific information as to the proposed change, modification or amendment to the Bylaws. The information provided must explain the need for, rationale, and remedial effect of the proposed action.

B. IF AT A SPECIAL ASSEMBLY—The notice announcing the Special Assembly must contain the explicit proposal information as stated above for an Annual Assembly.

C. PLURALITY REQUIRED—At either an Annual Assembly or at a Special Assembly, a minimum plurality of two-thirds of those qualified voting members of this Parish, present and voting, will be required to enact any change, modification, or amendment to these Bylaws.

D. APPROVAL BY THE ARCHDIOCESAN AUTHORITY—Each change, modification or amendment, duly enacted by this Parish's Membership, will take effect on the date that such enactment is officially approved by the Archdiocesan Authority of the Orthodox Church in America. Upon Archdiocesan approval of each change, modification or amendment to these Bylaws, all previous editions of the pertinent change, modification or amendment are declared obsolete, null and void.