

CONSTITUTION

St. Basil (the Great) Antiochian Orthodox Church

Bismarck, North Dakota

The Constitution of St. Basil (the Great) Antiochian Orthodox Church of Bismarck, North Dakota, and all of the Antiochian Orthodox Churches and/or organizations in North America under the jurisdiction of the Antiochian Orthodox Christian Archdiocese of North America, a Religious Corporation under the Laws of the State of New York, with headquarters at Englewood, New Jersey.

PREAMBLE

In the name of the Father, and of the Son, and of the Holy Spirit. Amen.

We, members of the Holy Orthodox Catholic and Apostolic Church of Jesus Christ, in the city of Bismarck, North Dakota desiring the propagation of our faith and its teachings for ourselves and our posterity, do unite together as a Parish and Church for the receiving of the Holy Sacraments, for the observance of the faith, morals and discipline of our Holy Church as administered under the authority and jurisdiction of the Antiochian Orthodox Christian Archdiocese of North America, and do hereby adopt this Constitution, solemnly pledging ourselves to be governed by its Provisions and the Sacred Canons of the Holy Church.

ARTICLE I

Section 1. - The Name

The name of this Parish shall be the St. Basil (the Great) Antiochian Orthodox Church both ecclesiastically and in civil law.

Section 2. - Address

The address of its initial registered office in the State of North Dakota is 320 W. Lasalle Drive, Unit 412, Bismarck, North Dakota and the name of its initial register agent at such address is Khalid Oweis.

Section 3. - Authority

A. *Legal*

This [St. Basil \(the Great\) Antiochian Orthodox Church](#) derives its legal authority to function as a religious non-profit corporation by virtue of a charter issued pursuant to the provisions of the Non-Profit Corporation Laws of the State of [North Dakota](#).

B. *Ecclesiastical*

This [St. Basil \(the Great\) Antiochian Orthodox Church](#) derives its ecclesiastic authority to function by virtue of a charter issued by the Antiochian Orthodox Christian Archdiocese of North America with headquarters in Englewood, New Jersey. Such a charter shall be issued when a constitution of the [St. Basil \(the Great\) Antiochian Orthodox Church](#) has been approved by the Metropolitan Archbishop. The [St. Basil \(the Great\) Antiochian Orthodox Church](#) owes its ecclesiastical allegiance to the aforementioned archdiocese and such ecclesiastical authority and jurisdiction cannot be changed, altered, modified or revoked.

ARTICLE II

Section 1. The purpose of this [St. Basil \(the Great\) Antiochian Orthodox Church](#) is to maintain and preserve the spiritual and physical well-being and unity of its membership in this community, coordinate religious work or activity with the intent of propagating, practicing and forever perpetuating religious worship services, ministrations, Sacraments, and teaching in full accord and unity with the doctrines, rules, ritual, canon law, faith, practice, discipline, traditions and usages of the Holy Orthodox Catholic and Apostolic Church as set forth in the preamble of this Constitution.

Section 2. In fulfilling the purpose set forth in Section 1, of this Article, it shall ordain and establish rules and regulations, consistent with the Constitution of the Archdiocese and Sacred Canons of the Holy Church, according to which the members thereof, its clergy, elected officers, Parish Council, Committees and organizations, shall act and officiate. It shall provide a place or places and facilitate the means for worship and religious education in accordance with this Constitution. It shall hold title to all properties endowments, legacies and all other gifts and contributions.

ARTICLE III

Membership

Section 1. The membership in the [St. Basil \(the Great\) Antiochian Orthodox Church](#) shall consist of two kinds:

(a) Voting Membership, and, (b) General Membership

A. *Voting Membership:* The Voting membership shall consist of all Persons eighteen (18) years of age and over, regardless of sex, who have been baptized and accepted in the membership of the Holy Orthodox Church according to its teachings, who accept, profess, and practice its faith and discipline and who subscribe to the temporal maintenance of this [St. Basil \(the Great\) Antiochian Orthodox Church](#) through payment of dues, pledges assessments as are prescribed by the Parish Council.

B. *General (Non-Voting) Membership:* The General Membership shall consist of all other persons who have been baptized and accepted in the membership of the Holy Orthodox Church according to its teaching and who accept and practice the faith and discipline of said Church and profess membership in the [St. Basil \(the Great\) Antiochian Orthodox Church](#) and are under eighteen (18) years of age.

ARTICLE IV

Section 1. The Constitution and Sacred Canons shall be the governing code for [St. Basil \(the Great\) Antiochian Orthodox Church](#).

Section 2. All Administrative Authority is vested in the Pastor and the Parish Council as hereinafter provided for.

Section 3. All legislative authority is vested in the general meeting of the Voting Membership of [St. Basil \(the Great\) Antiochian Orthodox Church](#).

ARTICLE V

Clergy

Section 1. All clergy of this [St. Basil \(the Great\) Antiochian Orthodox Church](#) shall be appointed or removed by the Metropolitan Archbishop with the advice of the Parish Council.

Section 2. - Pastor

The Metropolitan Archbishop shall appoint and designate the Pastor of this [St. Basil \(the Great\) Antiochian Orthodox Church](#). He shall be the official representative of the Metropolitan Archbishop.

In all matters involving canon law, spiritual function, priestly rights and duties, the Pastor and any other clergy shall be under the direct supervision of the Metropolitan Archbishop and not subject to any rules or regulations of the Parish.

Section 3. In order to dismiss or remove said clergy, a formal petition shall be drawn by the Parish Council setting forth fully the reason for the desired dismissal. Said petition is to be sent to the Metropolitan Archbishop who is to act as sole judge of the merits of said petition for its acceptance or rejection.

Section 4.

A. No member of the clergy has or shall claim any individual rights or ownership to the properties of [St. Basil \(the Great\) Antiochian Orthodox Church](#) except as otherwise may be permitted by contract.

B. No member of the clergy or laity may enter into any contractual agreement, or otherwise engage in any business enterprise, which by its nature may jeopardize the assets of the [St. Basil \(the Great\) Antiochian Orthodox Church](#) or may subject such parish to any claim, lawsuit, or other liability arising from such activity.

ARTICLE VI **Parish Council**

Section 1. The Parish Council initially shall consist of three (3) members appointed by the Incorporator who shall serve until re-appointed or replaced as follows. At a time thereafter as may be determined by the Pastor, the members of the Parish Council will be expanded to consist of the Pastor and three (3) members appointed by him from the Voting Membership. One (1) member shall be appointed for a term of one (1) year; one (1) member for a term of two (2) years; and one (1) member for a term of three (3) years. Additional members of this council may be elected by and from the Voting Membership to serve terms of up to three years. On expiration of the appointed or elected terms as set forth, their successors thereafter shall be appointed or elected for a full term of three (3) years.

In the event of a vacancy in the Parish Council of an elected member, the Parish Council shall elect a person from the Voting Membership to complete the unexpired term within thirty (30) days. In the event of a vacancy in the appointed members of the Parish Council, the Pastor shall appoint a person from the Voting membership to fill the unexpired term within thirty (30) days.

No elected member of the Parish Council shall be eligible for re-election after he has served two (2) successive three (3) years terms by election until he has retired from elected membership for a period of one (1) year. Successive terms as referred to herein shall refer only to terms served after the effective date of adoption of this Constitution.

Section 2. - Qualification for election to the Parish Council:

A Candidate must be 21 years of age or over, have been a Voting Member of the Parish for a period of 3 years and have fulfilled the Canonical requirements of the Faith.

Section 3. - Nominations and Elections.

A. At least one (1) month before the annual meeting of **St. Basil (the Great) Antiochian Orthodox Church**, the Chairman of the Parish Council shall appoint a Nominating Committee composed of the Pastor and at least three (3) members from the Voting Membership.

B. The Nominating Committee shall nominate at least as many persons as there are vacancies to be filled. Those nominated must have indicated a willingness to serve if elected.

At least ten (10) days before the annual meeting of the **St. Basil (the Great) Antiochian Orthodox Church** this Nominating Committee shall place in the hands of the Chairman of the Parish Council, in a sealed envelope, its report. This report shall be opened and read by the Chairman of the Parish Council at the Annual Meeting.

Additional nominations may be made from the floor by any Voting Member at the Annual General Meeting, provided that such additional nominees have indicated their willingness to serve, if elected.

C. The members of the Parish Council shall be elected by secret ballot either through the mail after the Annual General Meeting of the Voting Membership of the Parish, or at the Annual General Meeting or at such other time as may be designated by the Parish Council, but in no event more than sixty (60)

days after the annual General Meeting by Plurality of ballots cast. The tally of the ballots shall be made by the Pastor and a committee appointed for that purpose.

D. The newly elected members and the newly appointed members of the Parish Council together with those of the Council whose terms have not expired will constitute the new Parish Council and will be installed by the Pastor.

Section 4. - Duties of the Parish Council,

A. Within days after their installation as the new Parish Council, the Council shall convene pursuant to a call by the Pastor and shall elect from their number the officers of said Council. The Pastor or his duly appointed representative shall preside at this election meeting. The officers so elected shall consist of the Chairman, a Vice Chairman, a Treasurer and a Secretary, and such other officers as may be provided for in the bylaws.

In the event of the failure of the Pastor to issue such a call, the same may be issued by the retiring Chairman if his term as a member has not expired or any two members of the newly elected Council. Immediately upon election of the officers, a list of the newly elected officers and members of the Council shall be mailed to the Metropolitan Archbishop for approval

B. The Parish Council shall be representative of the in the administration of its properties [St. Basil \(the Great\) Antiochian Orthodox Church](#) and affairs. It shall be responsible for the receipt and disbursement of all general and special funds.

C. The Parish Council shall have the right to promulgate and adopt by-laws for the conduct of its meetings and, affairs, provided however, that such by-laws must be consistent with this Constitution and the Constitution of the Archdiocese.

D. The Parish Council shall hold regular meeting(s) as determined by the Parish Council. At minimum of a majority of the total members of the Council shall constitute a quorum for the transaction of business. The Chairman shall vote only in the event of a tie.

E. At the end of each six months of the fiscal year, the Parish Council shall prepare a report containing in detail all receipts and expenditures of [St. Basil \(the Great\) Antiochian Orthodox Church](#) including any and all special funds, endowments, etc., held for specific purposes. Such report shall be made available to all Voting Members of the Parish, and copies thereof shall be filed with the Archdiocese.

F. Committees:

(1) The Parish Council shall create such standing committees as they deem necessary to accomplish the purpose of the [St. Basil \(the Great\) Antiochian Orthodox Church](#). The Chairman shall appoint all members of such committees from the Voting Membership of the Parish after consultation with the Pastor and other members of the Council and designate the Chairman of each.

(2) The Chairman shall create and appoint all other special committees he deems necessary for the accomplishment of any special purpose of the [St. Basil \(the Great\) Antiochian Orthodox Church](#).

Section 5. - Finance

A. General Fund - The General contributions, pledges, dues and other general income of the [St. Basil \(the Great\) Antiochian Orthodox Church](#) shall be deposited in a legally recognized banking institution and shall constitute the General Fund.

B. Special Funds - The Parish Council may create other funds titled under specific or separate accounts for the purposes of receiving and accumulating pledges, gifts, inheritances which may be designated for the fulfillment of any specific purpose or purposes not inconsistent with this Constitution.

C. Investing - The Parish Council may invest and reinvest funds which have been accumulated under paragraphs A and B of this Section 5, in a manner consistent with the rules relating to trustees for prudent investment.

ARTICLE VII

Meetings of Voting Membership

Section 1. There shall be an Annual Meeting of the Voting Membership of this [St. Basil \(the Great\) Antiochian Orthodox Church](#) to be held during January of each year, on a date set by the Parish Council.

A. The Pastor shall be the presiding officer at the Annual Meeting of the Voting Membership of the [St. Basil \(the Great\) Antiochian Orthodox Church](#) as well as at all special meetings of the Voting Membership. In the event the Pastor chooses not to preside, the Chairman of the Parish Council shall preside.

B. It shall be the duty of the Secretary of the Parish Council to send out notices of the Annual meeting by regular mail to all Voting Members of the [St.](#)

[Basil \(the Great\) Antiochian Orthodox Church](#) at least thirty (30) days prior to the date of the meeting. He shall include a copy of the agenda with the notice mailed.

C. The Chairman of the Parish Council and the Presidents of every legal organization of the Parish shall prepare in writing and present a report of their organization, its finances, its work, projects, etc. for the year past. The Treasurer of the Council shall present the Annual Financial Report of [the St. Basil \(the Great\) Antiochian Orthodox Church](#) to the Voting Membership.

D. The Voting Membership may initiate and enact any legislation, rules, special business, etc., not inconsistent with this Constitution. Such legislation, rules, etc., shall be binding on the Parish Council and all organizations of the Parish.

Section 2. - Special Meetings.

A. The Pastor and Parish Council shall have the power to call special meetings of the Voting Membership whenever it deems it necessary for any purpose, on a motion made and duly passed by a majority of the Parish Council at any regular meeting or special meeting duly called for that purpose. The Chairman of the Council shall set the time and place of such meeting. The secretary shall send by regular mail the notice of such meeting and the purpose for which it is called at least ten (10) days prior to the convening of such meeting.

B. No business may be transacted at any special meeting of the Voting Members other than that for which the meeting was called.

Section 3. - Quorum.

A. A minimum of a majority of the total Voting Members present shall constitute a quorum for the transaction of business at all meetings.

ARTICLE VIII

Subsidiary Organizations

Section 1. No subsidiary body within this [St. Basil \(the Great\) Antiochian Orthodox Church](#) shall have either a legal or canonical existence unless such

subsidiary body shall have filed a copy of its Constitution and bylaws with the Pastor and the Parish Council and received their approval.

Section 2. Such activities as solicitations of monies, social affairs, contacts with outside organizations, contributions to outside organizations or persons, and acceptance of outside invitations that the aforesaid groups may wish to engage in, shall be done only with the prior knowledge and approval of the Pastor and Parish Council.

Section 3. The accumulated funds of any of the aforesaid groups are to be placed at the disposal of the Parish Council at any time when said Council shall deem it necessary to have such money for the welfare of the [St. Basil \(the Great\) Antiochian Orthodox Church](#).

Section 4. If for any reason now or in the future any one of the aforesaid groups shall be dissolved, all assets shall forthwith be transferred to the [St. Basil \(the Great\) Antiochian Orthodox Church](#).

ARTICLE IX

The Property of [St. Basil \(the Great\) Antiochian Orthodox Church](#)

Section 1. Title to all properties shall be held in the name of the [St. Basil \(the Great\) Antiochian Orthodox Church](#), as specified in Article 11 of this Constitution. All titles, deeds and other documents relating to the property shall be kept in the custody of the Parish Council.

Section 2. The Parish Council shall have no right to mortgage, lease, transfer, sell or purchase any real property on behalf of the [St. Basil \(the Great\) Antiochian Orthodox Church](#) unless it has been authorized to do so by a General Meeting of the Parish called for that purpose. A general or special meeting convened for such purpose shall be had on call of the Parish Council issued to the members of the [St. Basil \(the Great\) Antiochian Orthodox Church](#) in writing and such call must contain a specific notice setting forth the purpose of the meeting. No [St. Basil \(the Great\) Antiochian Orthodox Church](#) property shall be mortgaged, sold, leased, transferred or purchased, except by a two-thirds majority vote of the members of the [St. Basil \(the Great\) Antiochian Orthodox Church](#) attending such meeting and approval of the Metropolitan Archbishop.

Section 3. In the event of the dissolution of the [St. Basil \(the Great\) Antiochian Orthodox Church](#) all its funds, properties, equipment and endowment shall revert at once and forthwith to the Antiochian Orthodox Christian Archdiocese of North America. Anything to the contrary notwithstanding, the provisions of this Section cannot be amended, altered, changed or modified.

ARTICLE X

Amendments

This constitution, except as otherwise herein provided, may be amended, altered, changed or modified at a general or special meeting of the [St. Basil \(the Great\) Antiochian Orthodox Church](#) called for such specific purpose in writing. No amendments shall be binding or effective except by vote of two-thirds of the members of the [St. Basil \(the Great\) Antiochian Orthodox Church](#) attending such meeting and until such amendment has been approved by the Metropolitan Archbishop. No amendment shall be binding unless it is consistent with the Provisions of the Constitution of the Archdiocese.

ARTICLE XI

Upon adoption and following the approval of the Metropolitan Archbishop, this Constitution shall be kept in the archives of the Parish Council and a copy thereof and any amendments thereto shall be filed in the office of the Antiochian Orthodox Christian Archdiocese of North America.