

HOLY TRANSFIGURATION GREEK ORTHODOX CHURCH

MARIETTA, GEORGIA

PARISH BY-LAWS

Final Copy Approved by Parish Assembly on 02-22-09

PREAMBLE

By virtue of the authority granted in the Uniform Parish Regulations of the Greek Orthodox Archdiocese of America ("UPRs"), Part Three, Chapter One, Article 21, the Parish Assembly of the Holy Transfiguration Greek Orthodox Church of Marietta, Georgia adopts the provisions contained herein, same having been approved in advance by the Metropolitan of the Metropolis of Atlanta. In so adopting these provisions, the Parish Assembly recognizes that the provisions are to serve as Bylaws that address themselves to the requirements of local needs of the community of the Holy Transfiguration Greek Orthodox Church of Marietta. It is further recognized that in the event of a conflict between the Parish Bylaws and the UPRs, the UPRs shall govern.

ARTICLE I

Name and Purpose

The Holy Transfiguration Greek Orthodox Church of Marietta, Georgia is the official name of the parish, a nonprofit corporation organized under the laws of the State of Georgia (hereinafter referred to as "Parish").

The Parish recognizes and adopts as its purpose the aims and purposes set forth in Part Three, Chapter One, Article 15, Section 3 of the UPRs. In furtherance of this aim and purpose, the Parish assumes as its goal the spiritual enrichment of its members through the ministries outlined in Part Three, Chapter One, Article 15, Section 4 of the UPRs, with particular regard to the specific needs of the community it serves.

For the purpose of these By-Laws, the word "Church" hereinafter refers to the Eastern Orthodox Church.

ARTICLE II

Parishioners

Each person who is 18 years of age or older, who was baptized according to the rites of the Church or received into the Church through Chrismation, who lives according to the tenets of the Faith, who abides by the UPRs and these Bylaws, who is active in the Parish, who cooperates in every way toward the well being of the Parish and has completed and returned a stewardship form (including a joint form with his or her spouse) for the current or ensuing parish fiscal year (January 1 through December 31), is considered to be a member in good standing with the Parish.

For the purposes of participation at Parish Assemblies, a person must have filed a stewardship form at least three months prior in order to be considered a member-in-good-standing and eligible to vote. All persons, however, who reach the age of eighteen during the fiscal year, who have been active in the Parish and who have returned a stewardship form for the current or ensuing fiscal year, shall immediately be considered members-in-good-standing and eligible to vote.

Any person who wishes to move from another parish to this Parish, or who wishes to participate in a Sacrament in this Parish, must comply with the provisions of Part Three, Chapter One, Article 18, Section 6 of the UPRs.

ARTICLE III

Parish Assembly

In addition to the regulations relating to the conduct of Parish Assemblies specified in Part Three, Chapter Three, Article 31 of the UPRs, the Parish adopts the following protocol for the organization of its local Parish Assemblies:

A. The presence of fifty (50) members-in-good-standing shall constitute a quorum for the transaction of any business. The Parishioners at a Regular or Special Parish Assembly meeting at which a quorum was present when initially convened, may continue until adjournment to validly and properly transact all appropriate business and take any proper actions notwithstanding the fact that such attendance at such meeting may subsequently drop below fifty (50) Parishioners. For any action, however, which requires a two-thirds (2/3) majority vote at a first called meeting there must be at least thirty (30) members-in-good-standing present to approve such action. If a quorum cannot be achieved, no vote can be taken. Within twenty-one (21) days of the failed voting action, a Parish Assembly shall be called a second time. At such time, decisions may be taken by the number of parishioners in good standing present, with the exception of matters pertaining to the purchase, sale or encumbrance of Parish property (which shall always require a quorum).

B. Regular meetings of the Parish Assembly shall be held during the first and fourth quarter of each year. Special Parish Assemblies may be convened as set out in Part Three, Chapter Two, Article 31, Section 7 of the UPRs.

C. At the Fourth quarter Parish Assembly, the Parish Council shall submit a proposed budget for the following year. The proposed budget shall be subject to final approval at the next Regular Parish Assembly and shall reflect, at a minimum, the Fair Share Assessment to the Archdiocese.

D. At the First quarter Parish Assembly the first order of business shall be a report by the immediate past President or Treasurer of the Parish Council providing a financial statement of the Parish for the preceding year. The report is to include a statement of receipts and expenditures derived from all properties owned by the Parish. The previous year's Parish Council will also provide a report outlining the progress and results of that year, including such recommendations, if any, as may be needed to improve the parish for the ensuing year.

E. At the First quarter Parish Assembly, a vote on the final approval of the proposed budget shall be required, with passage necessitating approval by simple majority.

F. The Parish Council shall publish proposed budgetary reports and cause same to be mailed to all parishioners no later than ten (10) days prior to Regular Parish Assemblies.

G. To the extent that it is consistent with the Uniform Parish Regulations, Robert's Rules of Order shall control the order of business if at any time the Parish Assembly is unable to reach consensus. Consensus is defined as broad unanimity, not requiring that all agree, but rather that the participants can live with and support the decision or position. Consensus, not a majority vote, is an expression of Christian fellowship where all actions reflect the positions of everyone.

H. Proxies shall not be permitted at a Parish Assembly.

ARTICLE IV
Parish Council

The Parish Council shall conduct itself at all times in accordance with the provisions of Part Three, Chapter Two, Article 24 of the UPRs.

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

B. Terms of Office. Four (4) of the Twelve (12) Parish Council members shall be elected at annual elections as provided herein and shall each serve a three-year term. Each Parish Council member's term shall commence subsequent to his or her taking the affirmation of office.

C. Nomination of Parish Council Candidates. All Candidates for the Parish Council will either be nominated and seconded during the Fourth quarter Regular Parish Assembly or be nominated and seconded in writing by three (3) members-in-good-standing within one week of the Fourth quarter Regular Parish Assembly. All written nominations must be submitted directly to the Parish Secretary.

D. All candidates for the Parish Council shall complete a Seminar in accordance with the provisions of Part Three, Chapter Two, Article 25, Section 3 of the UPRs.

E. (i) Officers. Following the ratification of election process and the administration of the affirmation of office in terms of Part Three, Chapter Two, Article 26 and 27, respectively, the Parish Council shall elect, on an annual basis, the following officers: President, Vice President, Secretary, Treasurer, First Assistant Treasurer and Second Assistant Treasurer. The term of office for these Officers shall be one (1) year.

(ii) Vacancies. Part Three, Chapter Two, Article 24, Sections 5, 6 and 7 of the UPRs relate to vacancies of Parish Council Members. In the event a vacancy occurs in the office of President, the Vice President shall assume the office of President, and the Parish Council shall immediately elect a replacement to serve as Vice President for the remainder of the term of that office.

F. Duties. It shall be the duty of the Parish Council, under the leadership of the Priest, to coordinate the affairs of the Parish as set out herein. In addition to the duties enumerated in Part Three, Chapter Two under Articles 24, 28 and 29 of the UPRs and in the spirit of leadership outlined therein the Parish Council shall:

1. Hold regular meetings at least once a month. The date and time of regular meetings shall be scheduled by the Parish Council at its initial January meeting. The Parish Council shall hold special meetings whenever the Priest, the President or a majority of the members of the Parish Council call a special meeting. Notice of special Parish Council meetings shall be given to members in writing.
2. Maintain and publish a current list of all pledged Stewards of the Parish without indicating the specific amounts committed.
3. Based on a decision reached by majority vote, the Parish Council may recommend to the Parish Assembly any action that concerns the purchase, sale, or mortgage of Parish-held property.
4. Collect the revenues of the Parish against receipts for same and shall pay only by check or direct deposit the salaries of the Priest and Parish employees.
5. Cooperate with and assist the Priest in maintaining the supplies necessary for church services.

6. Make an inventory at least once a year of the Parish premises and the real property owned by the Parish for the purposes of preparing and maintaining a physical inventory of all Parish property.

7. Determine and publish annually all fees, dues and charges deemed appropriate for the use of any and all facilities owned by the Parish.

8. Approve and establish, upon the recommendation of the Priest and/or President, such committees as are appropriate for the proper functioning of the Parish Council, including but not limited to Stewardship, Finance, Fundraising, Planning and Real Estate.

G. Conduct of Business. The Presence of a majority of the members of the Parish Council shall be necessary to constitute a quorum for any meeting. *Robert's Rules of Order* shall control the conduct of business, only if Parish Council is unable to reach consensus, and when consistent with the Uniform Parish Regulations. The business of the Parish Council shall begin (and close) with a prayer, scripture reading and discussion by the Priest, if present. If the Priest is not present, the President shall request an individual(s) to lead the opening and closing prayers. The President, in consultation with the Priest, shall prepare an agenda to include, but not limited to the following:

1. Opening Prayer, Scripture Reading and Message from the Priest
2. Reading and approval of the minutes of the previous meeting;
3. Report from Treasurer;
4. Report from the Priest;
5. Report from the President;
6. Items submitted to the President by members for inclusion;
7. Committee and Ministry reports as deemed appropriate and timely;
8. Report from the Secretary on any unfinished or pending matters;
9. New business.
10. Closing Prayer

ARTICLE V
Duties of Officers and Ministry Liaisons

A. Signing of Checks: At least 2 Parish Council officers authorized by the Parish Council shall sign all checks made in payment of Parish expenditures. All checks shall be properly filled out and completed before signing.

B. President:

1. To be responsible for the proper administration of the Parish as prescribed by the Uniform Parish Regulations, these By-Laws, the laws of the State of Georgia and the Parish Assembly.
2. To preside at all meetings of the Parish Council and the Parish Assembly in the absence of an elected chairman, as provided for in the Uniform Parish Regulations.
3. To call special meetings of the Parish Council.
4. To sign minutes of all meetings together with the Secretary and the Priest.
5. To execute on behalf of the Parish any contracts, mortgages, notes or other documents entered into within the authorities prescribed by the Uniform Parish Regulations, these By-Laws, the State of Georgia and the Parish Assembly.
6. To recommend Committees for the purpose of carrying out such duties as may be necessary to assist in the work of the Parish Council.

C. Vice President

1. To act on any and all matters in the absence of the President.
2. To be responsible for those aspects of the administration of the parish delegated by the President of the Parish Council to the Vice-President.
3. To oversee the administrative functions of the Parish, including the duties of the office personnel.
4. To coordinate the maintenance of the parish archives.

D. Secretary

1. To keep minutes of meetings of the Parish Council and Parish Assembly.
2. To supervise all Parish Council correspondence.
3. To ensure when necessary the availability of the Parish Seal, which is in the custody of the Priest.
4. To maintain in good order all Parish Council Records
5. To sign with the Priest and President the minutes of Parish Assembly and Parish Council meetings.

6. To pass on to the succeeding Secretary all records of the Parish Council in his/her custody.

E. Treasurer

1. To supervise collection of Parish funds and deposit same in the name of the Parish within depositories selected by the Parish Council.
2. To supervise the disbursement of all parish funds and the maintenance of adequate records regarding these disbursements and all parish receipts.
3. To ensure the accurate recording of Parish revenues and expenditures. To submit, on a monthly basis, a balance sheet and statement of receipts and expenditures to the Parish Council, together with such additional financial information as the Parish Council may request.
4. To supervise petty cash, inventory control, credit card control, and depreciation management.
5. To maintain in a place of safekeeping all securities, deposits, and deeds existing in the name of the parish.
6. To oversee the Parish accounting system and maintain in good order all accounting records of the Parish.
7. To pass on to the succeeding Treasurer all fiscal records of the Parish in his/her custody.
8. To cooperate with and facilitate the proper execution of responsibilities vested with the Board of Auditors.

F. First Assistant Treasurer

1. To perform all duties of the Treasurer in the absence or other incapacity of the Treasurer of the Parish Council.
2. To be responsible for all duties delegated by the Treasurer.

G. Second Assistant Treasurer

1. To be responsible for all duties delegated by the Treasurer.

H. Records

All Records, whether financial or other, relating in anyway to the business or operation of the Parish shall be stored, kept and maintained at the Parish office. No such records may be removed for any reason without the prior permission of either the Priest or Parish Council.

I. Ministry Liaisons

Excluding the Parish Council President and the Treasurer, other Parish Council members will be assigned at least one Liaison position with respect to the following Ministries: Education, Youth Activities and Hellenic Culture, Finance, Outreach and Welcome, Stewardship, Church Services, Parish Life and Facilities and Maintenance.

The purpose and function of the above mentioned Parish Ministry Committees is outlined in the attached Addendum. This list shall not be construed as exhaustive of the Parish Ministries, which may now or in the future exist, and may be modified from time to time in accordance with the needs of the Parish.

ARTICLE VI

Parish Organizations and Ministries

- A. Organizations and Ministries. All Parish organizations and ministries shall be subject to the requirements of Part Three, Chapter One, Article 19 of the UPRs. In addition to the organizations and ministries enumerated in Section 3 of the aforementioned Article such other ministries as are necessary to meet the spiritual and cultural needs of the Parish, may be created. All Parish ministries and organizations shall be under the guidance and supervision of the Priest.
- B. Council of Ministries. The Council of Ministries shall be comprised of a representative from each Parish organization and ministry as well as the members of the Parish Council. The Council of Ministries shall meet at least once annually at the beginning of the Ecclesiastical Year. The meeting shall be concerned with the following:
- i. Submission of Budgetary Proposal for ensuing Calendar Year from each organization/ministry.
 - ii. Coordination of all Parish Activities for ensuing Ecclesiastical Year.
 - iii. Such other items as deemed appropriate by the Priest or the Parish Council.

The Priest or the Parish Council may schedule additional meetings when necessary.

ARTICLE VII

Fiscal Operations

- A. The Fiscal Operations of the Parish shall be subject to and carried out in accordance with Part 3, Chapter 3, Article 34 of the UPRs (including but not limited to the Total Commitment financial obligations of the Parish).
- B. Funds to operate each organization within the Parish, except for the Greek Ladies Philoptochos Society, shall be derived from the annual budget approved by the Parish Assembly. All funds raised by such organizations, except Greek Ladies Philoptochos Society, shall be placed into the General Fund of the Parish.
- C. The amount of money indicated on the stewardship form or donated by any member-in-good-standing shall be confidential and shall be treated as such. Therefore, the amount that an individual indicates on his or her stewardship form or his or her donations shall be available only to the Parish Priest, Treasurer, Assistant Treasurers, parish office staff, and Chair of the Stewardship Ministry.
- D. As a Stewardship parish, members-in-good-standing shall not be charged to participate in the ministries of the Parish; however nonmembers may be charged registration, admissions, or other appropriate charges as established by the Parish Council.
- E. The Parish Council shall be authorized to sponsor a Greek Festival each year. The Parish Council and each organization within the parish shall be authorized to sponsor one (1) fund-raising function each parish fiscal year for which admission may be charged of members-in-good-standing.

F. The financing of the parish by its members shall depend primarily upon the stewardship donations by the members-in-good-standing. Revenues from all sources, except donations designated specifically for the Building Fund, shall be deposited into the General Fund. At the conclusion of each parish fiscal year, any excess funds remaining in the General Fund, shall be designated as "rainy day" funds. These funds shall be available to the Parish Council for payment of any expenses as the need arises during a fiscal year.

G. The accounting records of the parish shall be segregated into two (2) accounts-the Building Fund and the General Fund.

(a) Building Fund

The Parish Council shall maintain a separate banking or money account for the Building Fund. All donations earmarked for the Building Fund shall be deposited into this account. Disbursements from this account shall be made only for capital improvements to the Parish, including facility maintenance and repair and mortgage payments, with the following exceptions:

(1) The Parish Council may borrow up to ten thousand dollars (\$10,000) in total from the Building Fund during a fiscal year for general operational expenses of the parish without the approval of the General Assembly.

(2) The Parish Council may borrow up to ten thousand dollars (\$10,000) in total from the Building Fund during a fiscal year for expenses associated with the annual Greek Festival.

(3) The General Assembly may approve a loan in any higher amount from the Building fund during a fiscal year for general operating expenses of the parish. All disbursements from the Building Fund however, except for items (1) and (2), shall be approved by two-thirds of the members-in-good-standing at a Parish Assembly duly called for this purpose. The funds borrowed from the Building Fund for the General Fund shall be used to assist with expenditures that are within the approved budget or if unforeseen at the time the budget was established, such expenditures as are reasonably necessary for the continued operations of the Parish Community.

(b) General Fund

The General Fund shall be the operating fund administered by the Parish Council by virtue of the budget adopted by the Parish Assembly each fiscal year. All receipts not specifically designated for the Building Fund shall become part of the General Fund. The Parish Council shall be authorized to disburse funds from the General Fund on the basis of the expenditures contained in the approved budget; however, the Parish Council shall be authorized to exceed any budget category by twenty percent (20%) provided the total disbursements do not exceed the total budgeted expenditures authorized for the parish fiscal year. In the event the Parish Council is unable to provide for budgeted expenditures, or discovers that additional appropriations are needed beyond the authorized twenty percent (20%) flexibility and the amount exceeds that permitted under paragraph (a) above, a General Assembly shall be called to approve the borrowing from the Building Fund or to amend the budget that had previously been adopted.

H. The Parish Council shall be responsible for the proper maintenance and custody of all physical properties, facilities, and equipment owned by the parish and shall adopt such regulations, under the guidance of the Priest, as are needed to prescribe for the use of any of the properties, facilities, and equipment of the parish by any person or organization, including any rental or fees which may be charged for such use.

ARTICLE VIII
Board of Auditors

- A. The Board of Auditors shall consist of at least three (3) parishioners, none of whom are either members of the incumbent Parish Council or who have served on the Parish Council at any time during the period being audited or who are candidates for election to the succeeding Parish Council.
- B. The Board of Auditors shall audit the financial records of the Parish, prepare a report of such audit, and present the same at the Parish Assembly.
- C. The Board shall have access to the Parish records. However, the Board of Auditors is not empowered to remove such records from the business office of the Parish.

ARTICLE IX
Board of Elections

- A. The Board of Elections shall be composed of at least three (3) parishioners elected in accordance with the provisions of Part 3. Chapter 3, Article 32 of the UPRs.
- B. The Board of Elections shall check with the Priest to ensure that candidates are eligible to stand for election by being ecclesiastically members-in-good-standing as well as meeting the other requirements of Article II of these By-Laws.
- C. The Board of Elections will contact each person nominated for the Parish Council to determine if he or she is willing to have his or her name placed on the ballot and if she or he will attend Parish Council Candidates Workshop to enable them to be eligible as a Parish Council candidate.
- D. The Board of elections shall hold the Parish Council election on the second Sunday of December, beginning upon the conclusion of the Divine Liturgy and lasting for a period of one and one-half hours. Members in good standing unable to be present for a Parish Council election may obtain an absentee ballot during the week preceding the election; however, completed absentee ballots must be in the hands of the Board of Elections no later than the commencement of the voting. The absentee voting process will be conducted in the manner prescribed by the current Board of Elections.
- E. A vacancy on the Board of Elections shall be filled by the Parish Council by electing a successor therefore from amongst the members of the Parish in good standing.

ARTICLE X
Amendments of By-Laws

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

ARTICLE XI
Effective Date

These By-Laws become effective upon adoption by the General Assembly and approval of the Metropolitan.

ADDENDUM

PURPOSE AND FUNCTION OF PARISH MINISTRY COMMITTEES

EDUCATION MINISTRY:

Promotes Religious, Language and Cultural Education. This ministry includes the Catechism School and Hellenic Studies.

YOUTH ACTIVITIES AND HELLENIC CULTURE MINISTRY:

Promotes fellowship, community spirit and the Hellenic Culture among the youth. This ministry includes the Hellenic Dance, Summer Camp, HOPE, JOY, GOYA and YAL.

An **Education, Culture and Youth Diakonia Committee** shall be established by the Priest under the Direction of the Metropolitan to oversee and promote the development and co-operation between the organizations mentioned in the above Ministries.

FINANCE COMMITTEE MINISTRY

1. Manages the development of the annual parish budget.
2. Manages the process for reviewing income and expenditures throughout the year.
3. Conducts analysis of fiscal issues and needs as they arise and proposes fiscal adjustments when necessary.
4. Reviews the parish's long-range fiscal strategic plan and makes the appropriate recommendations.

OUTREACH AND WELCOME MINISTRY

1. Manages efforts to recruit prospective members into the parish.
2. Manages efforts to welcome parishioners and new members to church services and functions.
3. Supervises outreach efforts with respect to raising awareness of the Orthodox Faith and Parish activities within the broader community.
4. Manages endeavors to revive relationships with former parishioners or people who have had an association with the Parish in the past.
4. Manages Coffee Hour after Divine Liturgies.

STEWARDSHIP MINISTRY

1. Manages implementation of annual Stewardship Drive, including communications with current and prospective Stewards.
2. Makes available "Time and Talent" database (compiled from information recorded in Stewardship Forms) to the various ministries, as a resource for volunteers.

CHURCH SERVICES MINISTRY

1. Facilitates the order of church services as directed by the priest.
2. Manages the supplies for church services.
3. Manages the assignment of narthex duty and ushering with respect to church services.

PARISH LIFE MINISTRY

1. Coordinates and facilitates all parish functions sponsored by the Parish Council, including set-up and clean-up for such events.

FACILITIES AND MAINTENANCE MINISTRY

1. Manages the maintenance of parish buildings and grounds.
2. Provides access to security system.

3. Manages the renting-out of the Parish Life Center and amphitheater.
4. Manages the maintenance, upkeep, and use scheduling of the parish van.
5. Manages all aspects of facility development, including site selection, design, cost estimates, contracting, development, furnishing, renovation, and maintenance.