

BY-LAWS  
OF THE  
ARMENIAN APOSTOLIC CHURCH  
OF AMERICA, INC.  
EASTERN PRELACY

2019

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The present By-Laws of the Prelacy of the Eastern United States is effective to date.

This is a copy of the Eastern Prelacy's By-Laws, which in past years have been revised and ratified by the 1983 World General Assembly.

Since that date revisions were made to Articles 19 and 26 and ratified in March 1995 by His Holiness Karekin II, Catholicos of the Great House of Cilicia. Revisions to Articles 18, 19, 32, 38, 66 and 68 were ratified in May 2003 by His Holiness Aram I, Catholicos of the Great House of Cilicia.

The National Representative Assembly of May 13-15, 2010, studied and corrected the language and grammar of the by-Laws, checked the uniformity of terminology, compared the Armenian text and English translation, and subsequently submitted it to the Central Executive of the Catholicosate of the Great House of Cilicia for examination and ratification. His Holiness Aram I, Catholicos of the Great House of Cilicia, in correspondence dated December 18, 2010, number 179/10, officially ratified the amended Armenian and English By-Laws for implementation.

The National Representative Assembly of May 17-20, 2017, revised Articles 17, 19, 29 and 55, which were ratified by Catholicos Aram I of the Great House of Cilicia on November 28, 2018.

The Armenian version of these By-Laws is the official text.

Archbishop Anoushavan Tanielian  
Prelate

January 2019

New York

# I

## GENERAL RULES

### **Article 1**

The Armenian Church of the Eastern Prelacy constitutes a spiritual unit with the official title, The Armenian Apostolic Church of America, Inc. As an indivisible part of the Armenian Apostolic Holy Church, it accepts and abides by all the ecclesiastical laws, rules and regulations of the Armenian Apostolic Church with respect to matters of faith, worship and creed, and recognizes the authority of the Catholicos of the Holy See of the Great House of Cilicia, retaining the concept of self government in its internal administrative affairs.

### **Article 2**

The Armenian Apostolic Church of America, Inc. conducts its religious, administrative, disciplinary and financial affairs in accordance with the terms and provisions of these By-Laws as adopted by the National Representative Assembly of the Eastern Prelacy, and approved by the Catholicosate of the Holy See of the Great House of Cilicia.

All rules, regulations and provisions for the internal administrative procedures of the churches under the jurisdiction of The Armenian Apostolic Church of America, Inc. are embodied in this document.

### **Article 3**

Amendments to these By-Laws may be enacted by a two-thirds majority vote of the National Representative Assembly of The Armenian Apostolic Church of America, Inc. and implemented after they are examined and approved by the General National Assembly of the Catholicosate of the His Holiness, the Catholicos and the Central Religious and Lay Councils of the Holy See of the Great House of Cilicia.

Any proposed amendments of these By-Laws shall be submitted in writing to the Executive Council at least ninety (90) days prior to the next scheduled meeting of the National Representative Assembly for consideration by that Assembly.

### **Article 4**

All officials of The Armenian Apostolic Church of America, Inc., clergy and lay, are responsible to the Prelate and to the Executive Council in their spiritual and administrative functions.

## **Article 5**

The administration of The Armenian Apostolic Church of America, Inc., in accordance with the canons and traditions of the Armenian Apostolic Church, is based on the principle of popular election.

## **Article 6**

All parishioners, who have reached the age of eighteen (18) are eligible for membership on any Board. However, delegates to the National Representative Assembly and members of the Executive Council must be at least twenty-five (25) years of age.

## **Article 7**

All officials, elected or appointed, whether salaried or not, are eligible for re-election, subject to the provisions herein.

## **Article 8**

A simple majority shall constitute a quorum for all meetings including Board of Trustees, Councils, and Committees, except in cases specifically provided for herein.

## **Article 9**

All elections, except in cases specifically provided for herein, must be held by secret ballot.

## **Article 10**

The Board of Trustees may buy, sell, or exchange all church properties, moveable or immovable, including promissory notes and securities, having a market value of more than thirty thousand (\$30,000.00) dollars only with the approval of Membership or Special Membership Meeting of the parish in compliance with Article 38B, and after notifying and obtaining consent from the Executive Council.

## **Article 11**

The ownership and control of all properties of whatever kind or character acquired by The Armenian Apostolic Church of America, Inc., shall be and remain in said corporation and subject to no individual or body. Upon the dissolution or disbanding of said corporation, all properties shall be disposed of as follows:

- A. Initially to pay all outstanding bills and obligations of The Armenian Apostolic Church of America, Inc.
- B. The balance shall be distributed, transferred, conveyed, delivered, and paid over to the Catholicosate of the Holy See of the Great House of Cilicia, presently located in Antelias, Lebanon. If the said Catholicosate of the Holy See of the Great House of Cilicia is no longer in existence, or cannot because of any law, regulations, rule, directive or executive order, or otherwise refuses to accept said distribution, transfer, conveyance or delivery, then the assets of the corporation then remaining in the hands of the Executive Council shall be distributed, transferred, conveyed, delivered and paid over, share and share alike to all the Armenian Apostolic Churches in the United States who are then under the jurisdiction of The Armenian Apostolic Church of America, Inc., and if said Armenian churches in the United States are not in existence, or cannot, because of any law, rule, regulation, directive or executive order, or otherwise refuse to accept said distribution, transfer conveyance or delivery, then the assets of the corporation then remaining in the hands of the Executive Council shall be distributed, transferred, conveyed, delivered and paid over to a fund or foundation, organized and operated exclusively for religious, charitable, literary, or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, nor which have a substantial part of its activities of which shall involve the carrying on of propaganda or otherwise attempting to influence legislation, and which does not participate in, or intervene in (including the publishing or distribution of statements), any political campaign or any candidate for public office upon such terms and conditions, and in such amounts and proportions as the Executive Council may impose and determine to be used by such corporation. The fund or foundation receiving the same for such similar or kindred purposes as are set forth in the Certificate of Articles of Incorporation of the corporation and any and all amendments thereto.

## II THE NATIONAL REPRESENTATIVE ASSEMBLY

### **Article 12**

The National Representative Assembly of The Armenian Apostolic Church of America, Inc. is endowed with authority to supervise and control the ecclesiastical and administrative bodies under its jurisdictions.

The National Representative Assembly shall be composed of delegates using a ratio of one clergy delegate for each six lay delegates.

The clergy delegates shall be elected by the Clergy Conference of the Prelacy by secret ballot, and the lay delegates at their respective parishes by secret ballot.

### **Article 13**

The National Representative Assembly is a permanent body although its membership changes. Delegates are elected for a four-year (4) term. Those delegates who complete their four-year term, may be elected for another four-year term. Thereafter, the delegate is again eligible for election after a lapse of two (2) years from the termination of the delegate's second consecutive four-year term.

### **Article 14**

Each year with the agreement of the Executive Council, the Prelate must request that the Parishes elect their new delegates to fill vacancies due to the retirement or the expiration of the term of office of the delegates.

### **Article 15**

Each parish is entitled to at least two delegates to the National Representative Assembly.

A. The number of delegates a parish is entitled to is determined as follows:

Up to 99 dues paying members—two delegates.

From 100 to 199 dues paying members—three delegates.

From 200 to 299 dues paying members—four delegates.

From 300 to 399 dues paying members—five delegates.

From 400 to 499 dues paying members—six delegates.

More than 500 dues paying members—seven delegates.

No parish shall be entitled to send more than seven (7) delegates to the National Representative Assembly.

B. Each qualified delegate is entitled to one vote, and his or her vote is not transferable.

C. Each qualified delegate has the right to participate in the National Representative Assembly by presenting his or her written credentials, certified by the delegate's Parish Priest and Chairperson of the parish's Board of Trustees, with the seal of the parish affixed thereto.

## **Article 16**

The election of delegates to the National Representative Assembly is held according to the rules and regulations provided herein.

## **Article 17**

- A. The National Representative Assembly shall convene annually in May. The Executive Council shall select the site and dates of the annual meeting.
- B. The Executive Council shall notify each delegate of the time and place of the National Representative Assembly at least thirty (30) days prior to the Assembly session.
- C. At least seven (7) days prior to the date of the National Representative Assembly, the Executive Council shall send a copy of the proposed agenda, Annual Report of the Executive Council-Religious and Lay, Financial Statements of the Prelacy's Executive Council, Outside Accountant's Review of the Financial Statements of the Prelacy's Executive Council, Proposed Budget, Proposed By-Law Amendments, as well as any proposed resolutions or other proposals which the Executive Council may wish to present to each delegate of the National Representative Assembly.
- D. Extraordinary meetings of the National Representative Assembly may be called by the Executive Council, or by written request, signed by no less than one-third of the members of the then incumbent delegates of the National Representative Assembly.

## **Article 18**

- A. The Prelate shall preside over the Assembly, and, in the absence of the Prelate, the Locum-Tenens, if any, shall preside over the Assembly.
- B. The Prelate will call upon one of the previous year's National Representative Assembly chairpersons to preside as temporary chair and one of the previous year's National Representative Assembly secretaries to serve as temporary secretary. In the event that neither of the prior year's co-chairpersons or secretaries are present, the Prelate will call upon delegates whom the Prelate believes are capable of serving effectively as temporary chair and temporary secretary.
- C. The orders of business under the temporary Tivan are to receive the credentials report of the Executive Council, to resolve all issues involving delegate credentials prior to the election of a permanent Tivan, and to elect a permanent Tivan of the Assembly.
- D. The Assembly elects its Tivan by secret ballot with a simple majority of votes. The Tivan consists of two co-chairs and two secretaries with one secretary responsible for taking minutes in Armenian and one secretary responsible for taking the minutes in English.

- E. The permanent Tivan's term ends with the adjournment of the National Representative Assembly.

## **Article 19**

The rights and duties of the National Representative Assembly are:

- A. 1. To confirm the credentials of delegates to the National Representative Assembly. Confirmation of delegate credentials is accomplished by the Assembly receiving the credentials report of the Executive Council and, having received this report, either accepting, rejecting, or accepting the report of the Executive Council, as amended. The credentials report of the Executive Council shall contain a listing by parish of the status of quota payments, verification of delegates by the parish priest and recommendations of the Executive Council for seating or not seating a delegate or delegates. Should the Executive Council not present a credentials report to the Assembly, the Assembly shall elect a credentials committee, consisting of three delegates, which shall examine the credentials of delegates and present their report which shall be accepted, rejected, or accepted by the Assembly, as amended.
- A. 2. To elect a nominating committee, consisting of five delegates, which shall prepare and present a list of candidates double the number of positions to be filled, which includes the name of the incumbents, if they desire to accept, where applicable. The committee shall supervise all elections and report and confirm the outcome of the balloting to the National Representative Assembly.
- B. To examine the proposed agenda, make necessary changes thereto and adopt the final agenda of the Assembly.
- C. To elect clergy and lay delegates to participate in the election of the Catholicos of the Holy See of the Great House of Cilicia.
- D. To elect lay delegates to participate in the World Assembly of the Holy See of the Great House of Cilicia.
- E. To draft and issue directives and suggestions concerning use of church properties, institutions and foundations, according to the canonical laws of the Armenian Apostolic Church and the terms and provisions of these By-Laws.
- F. To accept or refuse to accept the resignation of the Prelate.
- G. To elect the Prelate and report his election to His Holiness the Catholicos of the Holy See of the Great House of Cilicia and request His approval. To demand the resignation of the Prelate for just and good cause and render His Holiness, the Catholicos, a detailed report in the matter and request His suggestions and instructions.

- H. To elect members of the Executive Council and to demand the resignation of any member for good and sufficient cause.
- I. To consider complaints made against the Prelate and investigate the same, if necessary. To study, hear, adjudicate and dispose of complaints against the Executive Council.
- J. To examine the financial statements and Outside Accountant's Review of the financial statements of the Prelacy's Executive Council and make any proposals which the National Representative Assembly shall deem appropriate with regard to the same.
- K. To review the proposed budget submitted by the Executive Council and to adopt by simple majority vote an annual budget for the Prelacy.
- L. To consider all matters and proposals introduced by the delegates, the Prelate, the Executive Council, and the parishes and act appropriately.
- M. A simple majority vote of the delegates whose credentials have been accepted at the Assembly shall be sufficient to pass any matter foreseen in Article 19.

#### **Article 20**

Travel and other expenses of the delegates must be paid from the Church funds by the Board of Trustees of the respective parishes, in accordance with resolutions passed at the parish's Membership Meeting.

### III THE PRELATE

#### **Article 21**

The Prelate shall preside over meetings and supervise the enforcement of these By-Laws and the provisions thereof. The Prelate or the Locum-Tenens do not have the right to vote.

#### **Article 22**

The Prelate is elected by secret ballot by the National Representative Assembly for a four-year term, and is eligible for re-election.

### **Article 23**

Whenever the Chair of the Prelate becomes vacant, a Locum-Tenens shall be elected by the Executive Council to temporarily assume all the duties of the Prelate, until such time as a new Prelate is elected.

### **Article 24**

The seat of the Prelacy is New York City. The seat of the Prelacy may be moved to any location by a two thirds (2/3) majority vote of the National Representative Assembly.

### **Article 25**

The duties of the Prelate are as follows:

- A. To visit the Parishes of the Prelacy;
- B. To closely follow the activities and conditions of the clergy and churches, the church communities, the educational and benevolent institutions, the church properties, and where appropriate in cases of emergency, to make all necessary arrangements and thereafter render a report to the Executive Council;
- C. To observe and see that the rites, ceremonies, canons and doctrines of the Armenian Apostolic Church of America are properly observed and enforced;
- D. To determine questions involving candidates for marriage, and to approve or deny their marriage.
- E. To be guided by the principles and provisions of these By-Laws and assure that they are scrupulously enforced.
- F. To alert the appropriate church authorities of those who abuse the provisions of these By-Laws and demand their resignation, whether they be elected or appointed, salaried or non-salaried.
- G. To ordain priests and deacons, recommended by Parish Membership Meetings and approved by the Executive Council. Celibate priests (Vartabeds) may be ordained only with the permission of His Holiness, the Catholicos.
- H. After consultation with Executive Council to submit to His Holiness, the Catholicos, proposals and recommendations from Boards of Trustees for clerical awards, such as the privilege to wear a Pectoral Cross or a Floral Phylionion, and elevation to the rank of an archpriest.

## IV THE EXECUTIVE COUNCIL

### **Article 26**

The Executive Council is composed of two (2) separate bodies which routinely convene together:

- A. A Religious Council composed of three (3) or five (5) clergymen.
- B. A Lay Council composed of seven (7) or nine (9) laymen.
- C. Each year one-half of the members of both Councils will retire, and new elections will be held at the National Representative Assembly.
- D. The members of the Executive Council are elected for a period of two (2) years and their election must be confirmed by His Holiness, the Catholicos. Those members of the Lay Council whose term expires are eligible for re-election for two (2) additional consecutive terms. After having served their third consecutive term, members of the Lay Council shall be eligible for election only after a two (2) year intermission.

### **Article 27**

The Executive Council is automatically dissolved when a majority of its membership has left or resigned. Under such circumstances a special meeting of the National Representative Assembly is convened by the Prelate for the purpose of electing a new Executive Council. Those members in good standing on the Council are eligible for re-election.

### **Article 28**

A member of the Lay Council may simultaneously serve on the Board of Trustees of his or her parish but the member cannot be an Executive member of that Board of Trustees.

### **Article 29**

The rights, duties and obligations of the Executive Council are as follows:

- A. To review for ratification all resolutions passed and elections held in parish assembly meetings, or after an investigation, to declare said resolutions or elections null and void, and give to the parish involved a written and detailed statement as to the reasons for such action.
- B. To appoint administrative personnel for the Prelacy as required; to define their salaries; and to supervise their activities.

- C. To examine and adjudicate differences that arise between Board of Trustees and Church-affiliated educational organizations and staff members as well as any complaints against these organizations or staff members.
- D. To secure ways and means of increasing the income of the Prelacy, and to submit suggestions to the National Representative Assembly with regard to such matters.
- E. To undertake the following:
  - 1) to direct the economic affairs of the Prelacy in a manner which is consistent with the annual budget adopted by the National Representative Assembly;
  - 2) to prepare financial statements in conformity with U.S. generally accepting accounting principles (GAAP) which are applicable to not for profit religious organizations and to submit these financial statements at least annually to the delegates of the National Representative Assembly;
  - 3) to submit a proposed budget to the delegates of the National Representative Assembly for their consideration at their annual Assembly;
  - 4) to manage all of the real estate holdings of the Prelacy;
  - 5) to manage the various endowments and restricted accounts of the Prelacy;
  - 6) to serve, where appropriate, as fiduciary for parish and affiliated church organizations which request that the Prelacy manage their endowed or restricted funds.
- F. To assume legal title to any parish church or other property upon request of the Board of Trustees of the Parish and written approval of the General Membership Meeting.

The Prelacy at its discretion, shall also, in all reasonable cases, co-sign or guarantee any promissory note, deed of trust, or mortgage for the purchase, construction or extensive refurbishing or remodeling of a parish church, if the Board of Trustees so requests, and if a bank or lending agency is willing to accept the co-signature or guarantee of said Prelacy.

It is within the Prelacy's discretion to accept or decline such responsibility when it appears evident that the parish in question, under normal circumstances, will be unable to respect its commitments concerning said purchase, construction, renovation or refurbishing.
- G. To give a detailed written response within thirty (30) days to all letters of inquiry and request for advice received from a parish membership meeting or Board of Trustees.
- H. To protect the basic canons of the Armenian Apostolic Church and to encourage their implementation, and to make every effort to strengthen the spiritual life and civic virtues of all the parishioners under its jurisdiction.
- I. To oversee the functions of all church/parochial institutions and officials under its jurisdiction.

- J. To make an extensive study of problems concerning the establishment of churches and issues regarding educational and benevolent institutions under the jurisdiction of the Prelacy.
- K. To assist the Prelacy's ecclesiastical authorities and officials through exhortations and proper guidance, to supervise their activities, and where necessary, to appoint a sufficient number of officials, administrative personnel for its offices and other personnel for non-administrative functions, always pursuant to the provisions of these By-Laws.
- L. To appoint an Armenian Religious Education Council to oversee Sunday Schools and religious education; to appoint a Central Committee of Choirs to oversee the activities of church choirs; and require their annual reports and budgets for examination and approval.
- M. To request Annual Reports from all the Boards of Trustees and Parish Priests in order to oversee and guide their activities.
- N. To hear, study and pass judgment within sixty (60) days on:
  - 1. Complaints and protests submitted by church organizations and their officials.
  - 2. Complaints and protests made against church organizations and their officials.
  - 3. Misunderstandings that may arise between the clergy and the community.
- O. To appoint committees for the purpose of examining matters pertaining to church and parish organizations, institutions, and financial accounts when deemed necessary by the Executive Council.
- P. To elect a Locum-Tenens, in the event the Seat of the Prelate becomes vacant, and conferring with him, request a list of candidates for Prelate from His Holiness, the Catholicos of the Great House of Cilicia and present the same to the next convention of the National Representative Assembly for the purpose of electing a new Prelate.
- Q. To submit to His Holiness an Annual Report as to the state of the Prelacy.
- R. To submit to the National Representative Assembly a full Annual Report of all its activities.
- S. To maintain printed and detailed lists of all religious/ parochial institutions, namely churches, schools, libraries and other establishments, together with their movable and immovable properties.

**Article 30**

The sources of revenue of the Executive Council are:

- A. Prelacy and Holy See Dues assessed to the parishes by the National Representative Assembly.
- B. Remuneration for weddings and christenings, as designated by the Executive Council.

- C. Donations, bequests and legacies from estates.
- D. Income from movable and immovable properties or proceeds from sales thereof.
- E. Income and proceeds from various fund-raising activities.

## V PARISHES

### **Article 31**

Members of a parish church along with spiritual officials form a parochial community.

Communities that do not have a church may, with the consent of the Executive Council, form a parochial community and elect a Board of Trustees, or may join a neighboring parish.

New parochial communities may be organized, or a large parochial community may be divided into more than one parish, only with the consent of the Executive Council.

### **Article 32**

Persons baptized and christened in the Armenian Apostolic Church, or who, through the sacraments of the Armenian Apostolic Church, i.e. baptism, chrismation and wedding, have joined the Armenian Apostolic Church, are willing to discharge the traditional obligations of said church, and accept all of the provisions of these By-Laws, qualify as members of a parish. The names of members must be recorded in the Membership Register. A person can be a member of only one parish.

### **Article 33**

All dues paying members who have reached the age of eighteen (18), fulfilled their obligations, and whose names are recorded in the Membership Register of a parish at least six (6) months before the date of that general membership meeting, are eligible to participate in the parish's membership meeting, to vote and to hold office.

In order to participate in an election or to vote at a meeting, a dues paying member must be present at the time the balloting takes place and must have affixed his or her signature in the Membership Book of that meeting.

Although a dues paying member may have affixed his or her signature in the Membership Book at the time the meeting was convened, he or she may not cast a vote before or after the actual balloting takes place.

#### **Article 34**

The following persons are not qualified to become or remain members of any parish:

- A. Those who have been deprived of their civil rights by any Court of Law.
- B. Those who have been subjected to penitence by spiritual authorities.
- C. Those who have not paid their dues in accordance with the terms and provisions of these By-Laws and regulations, formulated by the National Representative Assembly, and/or as determined by the Membership Meeting.

#### **Article 35**

The following conditions for dues paying membership are applicable to all parishes:

- A. In order to maintain membership status, everyone eighteen (18) years of age or over must pay membership dues as determined by the Membership Meeting.
- B. Membership dues are payable annually. In the event a member is in arrears in the payment of dues, it is the responsibility of the Board of Trustees to collect said dues before the member has the right to vote.

## VI

### MEMBERSHIP MEETING

#### **Article 36**

A Membership Meeting is comprised of pastors, other spiritual officials of the church and dues paying members.

#### **Article 37**

Membership meetings are held at least once a year. At the first such meeting the financial accounts of the past year are examined. If necessary the following agenda items can be deferred to a second meeting:

1. Ratification of reports, both financial and administrative, of the Board of Trustees and the auxiliary bodies.
2. Report of the Auditing Committee.
3. Submission for approval of the budget for the following year.

4. Election of members of the Board of Trustees, National Representative Assembly delegates, members of other committees.

### **Article 38**

The parish Priest and/or the Board of Trustees must call a Special Membership Meeting on the following occasions:

- A. Election of clergy, after approval is obtained from the Executive Council. The question of such clergy election requires the consent of at least two-thirds (2/3) of the members present provided that the number present constitutes 30% of the membership.
- B. Contemplated purchase or sale of church properties, including promissory notes and securities, where the value thereof does exceed thirty thousand (\$30,000.00) dollars. The question of such sale and purchase shall require the consent of at least two-thirds (2/3) of the members present in compliance with Article 10 of these By-Laws.
- C. When a Board of Trustees loses a majority of its members due to resignation or other reasons.
- D. On the written request of one-third of the parish's dues paying members.
- E. Whenever the Parish Priest and the Board of Trustees deem such a meeting necessary.
- F. Whenever the Executive Council deems such a meeting necessary.

### **Article 39**

Membership Meetings must be held in the Church Hall, or at another convenient location.

### **Article 40**

Members must be informed of a Membership Meeting at least one week before it is held by using the following means of communication:

1. By letter of invitation with a copy of the agenda and the list of all candidates for elective office.
2. By announcements from the altar by the Priest before or after the sermon.
3. By written announcements posted on the Church Bulletin Board.
4. By announcements in the Church Periodical.
5. By announcement in any Armenian or Church newspaper that is published in said community.

#### **Article 41**

All qualified members of a church attending a Membership Meeting are required to sign their names in full in a Membership Register designated for that purpose.

#### **Article 42**

A thirty percent (30%) presence of the total number of registered members shall constitute a quorum in any Membership Meeting. If in a first meeting a quorum cannot be obtained, a second meeting shall be called, wherein the presence of registered members, regardless of their number, shall be considered a quorum. (A second meeting notice may be included with the first meeting notice).

#### **Article 43**

Membership Meetings shall be open to the public, but may be held behind closed doors if the membership so decides.

#### **Article 44**

The Parish Priest presides over a Membership Meeting. However, if the Prelate or the Locum-Tenens is present, then he will preside over the meeting.

#### **Article 45**

The Parish Priest calls the meeting to order and moves that a chairperson, a vice-chairperson and secretaries be elected. He shall remain in attendance until it is adjourned. He must see that the meeting is conducted in an orderly manner and that the terms and provisions of these By-Laws are strictly observed. Finally, he and the Tivan must verify the minutes and sign them.

#### **Article 46**

The officers officiating at a Membership Meeting shall consist of Chairperson and Vice-Chairperson and either one or two secretaries.

#### **Article 47**

The Chairperson reads the agenda. The items contained therein may be the only subjects to be deliberated.

## **Article 48**

The duties of the Chairperson are as follows:

- A. To conduct the meeting in an orderly manner.
- B. To remove disorderly non-members from the meeting.
- C. To deprive an unruly member of his/her right to speak in a meeting after having called the unruly member to order twice, and with the consent of those qualified to vote to remove him if he continues his/her unruly conduct.
- D. To temporarily halt a meeting or call a recess.
- E. In extreme cases, if after a meeting has been called to order three times, and it is found impossible to continue the session, the Chairperson, with the agreement of the Parish Priest may declare the meeting closed.

## **Article 49**

All motions and resolutions shall require a simple majority vote of the ballots cast at a Membership Meeting for passage except in cases otherwise specifically provided in these By-Laws. A simple majority is one more than half the ballots cast.

## **Article 50**

Those who object to a motion or a resolution proposed or passed, or an election held at a meeting, are entitled to signify their objections by a memorandum in writing to be appended to the minutes of the meeting. This must be done within a period of three (3) days subsequent to the meeting. The following language should be used: "I, or we, object," followed by the member's or members' signature(s).

## **Article 51**

The minutes of a Membership Meeting must be submitted to the Executive Council within two weeks after the close of the Meeting.

## **Article 52**

The Executive Council must, within a month after the day of receipt of the minutes of the Membership Meeting, inform the Membership of the Council's decision to confirm or reject decisions reached and elections held at said meeting.

### **Article 53**

Votes shall be cast at Membership Meetings by raising of hands, but ballots must be used at all elections of officers. The Chairperson shall have the right to cast a vote.

### **Article 54**

The Membership Meeting nominates and elects a Nominating Committee for a one-year term. The Nominating Committee verifies the members eligible to vote and supervises the elections. It prepares and presents to the membership a list of candidates, double the number of positions to be filled, which includes the names of the incumbents. The Nominating Committee then confirms the outcome of the balloting and reports to the membership.

The names of candidates must be presented in Armenian alphabetical order, incumbents first, followed by the new candidates.

### **Article 55**

After the names of candidates are announced votes are cast for any of those who have not withdrawn their candidacy. Write-in votes are permissible for any person who has been a member of the parish for a period of at least six months prior to the date of the membership meeting, has paid their dues in full, and is otherwise a member in good standing.

Those who receive a majority of the ballots cast are declared elected. In the event that more candidates receive a majority of the votes than there are positions to be elected, those persons receiving the highest number of majority votes are declared elected. If a full slate is not elected, the number of positions vacant form the basis of a double list to be considered. This list shall be composed of the names of those having the next highest votes in the first election. In this second round, those who receive the highest votes are declared elected. Candidates who are not elected shall be alternates in descending order of votes received.

In case of tie votes for the last position to be elected as part of any election which is held pursuant to Article 55, those candidates who received the votes which resulted in the tie vote will qualify for drawing by lot with the name of the candidate drawn by lot being declared elected and the person whose name is not drawn becoming the first alternate for the position being elected.

### **Article 56**

An absent dues paying member may also be a candidate.

**Article 57**

Each member qualified to vote has one oral or written vote. An absent member cannot use a proxy or transfer his voting privilege or object to the motions and resolutions passed, or elections held at a meeting.

**Article 58**

At the same meeting or the subsequent meeting, the secretary must read the recorded minutes, which after being approved, must be signed by the parish priest and the officers of the meeting.

**VII**  
**BOARD OF TRUSTEES**

**Article 59**

The Board of Trustees is elected by the Membership Meeting. Its duty is to supervise the financial and administrative activities of the church and all other church related institutions.

**Article 60**

The number of Trustees may be 5, 7, 9, or 11 in accordance with the resolution of the Membership Meeting.

The Parish Priest is ex-officio president of and presides over the meetings of the Board of Trustees.

**Article 61**

The members of the Board of Trustees are elected for a period of two (2) years, and their election must be confirmed by the Executive Council.

Those members of the Board of Trustees whose term expires are eligible for re-election for two (2) additional consecutive terms. After having served their third consecutive term, they will be again eligible for election only after a two (2) year intermission.

Board of Trustee members in communities whose membership does not exceed fifty (50), and face difficulties, are eligible for additional two (2) terms without serving a two (2) year intermission.

A Board of Trustee member may also be elected a delegate to the National Representative Assembly.

#### **Article 62**

Before holding an election for a new Board of Trustees, the Membership Meeting must examine the accounts of the retiring Board of Trustees and hear and pass upon the report of the Auditing Committee.

#### **Article 63**

The retiring Board of Trustees remains in office until the duly elected incoming Board has been confirmed by the Executive Council and has assumed the duties and obligations of the office. The outgoing Board must transfer all property, files, records and official documents of the new board in the presence of the Parish Priest and the members of the Auditing Committee. The transfer must be signed by all the parties, to wit: the outgoing Board of Trustees as the transferors and the new Board of Trustees as the transferees.

#### **Article 64**

The Board of Trustees shall elect from its body a Chairperson, a Secretary, and a Treasurer and such other officer or officers as they may consider advisable.

#### **Article 65**

The Parish Priest, the Chairperson and the Secretary of the Board of Trustees shall prepare the Agenda of the meeting of the Board. They shall invite the members to meetings. They shall sign all of the official documents and supervise the conduct of all activities over which they have jurisdiction.

#### **Article 66**

The Board of Trustees must hold meetings at least once a month.

#### **Article 67**

The Board of Trustees must provide itself with an official seal in the name of the church.

#### **Article 68**

The rights and duties of the Board of Trustees:

- A. To implement all resolutions and recommendations passed by the Membership Meeting.

- B. To prepare the annual budget and present it to the Membership Meeting for approval:
  - 1. The budget must reflect in detail the income and expenses of the church, schools, and other institutions over which it has jurisdiction.
  - 2. To promptly forward a copy of the budget to the Executive Council.
- C. To spend, when necessary, ten percent more than the sum appropriated for any specific item listed in the budget. The Board must first obtain approval of the membership meeting for expenditures greater than ten percent (10%) above the allocated amount.
- D. To submit to the Membership Meeting an annual report and accounts of the past year after it has been examined by the Auditing Committee. A copy of the annual report and accounts of the past year must be promptly forwarded to the Executive Council.
- E. To examine annually the financial accounts and functions of all institutions under its jurisdiction, and list its observations over the signature of all members.
- F. To forward to the Prelacy on the first day of each month one-twelfth of the parish's Annual Dues.
- G. To supervise the collection of church revenues which include:
  - 1. Annual membership dues.
  - 2. Donations from weddings, christenings, funerals and memorials.
  - 3. Donations for Youghakin.
  - 4. Donations made through the use of the envelope system.
  - 5. Church plate collections.
  - 6. Proceeds from Hantesses and other social events.
  - 7. Donations in lieu of flowers.
  - 8. Miscellaneous revenues.
- H. To arrange for the performance of church ceremonies on Sundays and holidays and to arrange for the performance of ceremonies at weddings, baptisms, funerals and requiem services.
- I. To give moral and material support to Armenian and Sunday Schools, Choirs, Ladies Guild and other institutions under the jurisdiction of the parish.
- J. To keep a formal record of baptisms, marriages, and deaths, and to issue certificates and credentials therefore, as prepared by the Prelacy and supplied to the Board of Trustees.
- K. To promptly forward to the Prelacy copies of deeds, bills-of-sale, leases, licenses, wills, certificates and other legal documents of the church, its buildings and properties.
- L. To safeguard and protect all movable and immovable property belongings of the church and to protect the legal rights of the church before the courts.

M. To arrange for the construction, repair, or leasing of church buildings and other properties under its jurisdiction after receiving authority from the Membership Meeting. Where expenditures total thirty thousand (\$30,000) dollars or more, prior approval of the Executive Council must be obtained.

**Article 69**

Complaints against the Board of Trustees to the Executive Council must be made in writing.

**Article 70**

A dispute between the Board of Trustees and the Parish Priest must be referred to the Prelate and the Executive Council for settlement, whose decision is binding upon both parties.

**Article 71**

The Prelate and the Executive Council may dissolve a Board of Trustees whenever it loses a majority of its membership because of resignation, other reasons, or whenever it acts against the terms and provisions of these By-Laws, as evidenced by a complete investigation. The Prelate and the Executive Council shall appoint a temporary Board of Trustees which remains in office until a new Board of Trustees is elected by a Membership Meeting called by the Prelate and the Executive Council.

**VIII**  
**AUDITING COMMITTEE**

**Article 72**

The auditing committee is composed of three members and is elected for a term of one year by the Membership Meeting.

**Article 73**

The duty of the Auditing Committee is to examine the accounts of the Board of Trustees and of those organizations and committees accountable to the Board of Trustees, to specify its criticism and suggestions in writing and to present them to the annual Membership Meeting.

#### **Article 74**

The Auditing Committee shall have the right to make special investigations and in cases of irregularities, to submit a report to the Board of Trustees and, if necessary, to the Membership Meeting or to the Executive Council.

## IX SPIRITUAL OFFICIALS

#### **Article 75**

Each Parish shall be entitled to have its own Priest.

The assignment, transfer, discharge or continuance of a Priest in his Parish shall be the right and responsibility of the Executive Council and the Prelate, after consultation with the Board of Trustees.

#### **Article 76**

If a community requests an additional Priest, the Board of Trustees shall send a request for one to the Executive Council. The Executive Council shall consider the request and make a decision within a reasonable time after consultation with the Board of Trustees.

#### **Article 77**

The functions and duties of a Parish Priest are as follows:

- A. To be responsible for all religious activities of a parish; and to perform Church Services and Sacraments according to the laws, canons and traditions of the Armenian Apostolic Church.
- B. To pay visits to the members and faithful of his parish.
- C. To visit and comfort the sick, the needy and the bereaved.
- D. To see that these By-Laws are observed, and followed.
- E. To see that the resolutions of Membership Meetings and decisions of the Board of Trustees and the instructions and recommendations of the Prelate and the Executive Council are recorded and complied with.
- F. To submit an annual report of his activities to the Membership Meeting and to the Executive Council.

G. To give support to the Church-sponsored Armenian and Sunday Schools, Choirs, Ladies Guild, Building Committees, and other institutions, organizations and committees and work to insure that all church activities are conducted in a beneficial manner.

H. To make every possible effort to increase the membership of the Church and to strengthen all parish committees and organizations.

### **Article 78**

The Parish Priest is the ex-officio president of the Membership Meeting, the Board of Trustees and all other church committees, and presides over their meetings.

### **Article 79**

The Parish Priest is responsible to the Prelate for his religious activities and personal conduct. The Prelate has the right to terminate any improper spiritual activities of the Priest forthwith, to suspend the clergyman and submit the matter to the Executive Council.

### **Article 80**

A priest can officiate in another parish with the consent of the Prelate and the Board of Trustees of that Parish. In communities that have neither a church, nor a Board of Trustees, and are under the jurisdiction of the Prelacy, a priest with or without a parish can officiate the Divine Liturgy or other spiritual services only with the consent of the Prelate.

## **X**

### **DISCIPLINE**

### **Article 81**

Whenever a parishioner, clergyman, an elected or appointed officer or body has committed a violation, the Board of Trustees, the Membership Meeting, the Executive Council or the National Representative Assembly shall investigate the matter, either directly or through a committee and render its report to the superior body, whose confirmation or rejection of the report shall be binding with a right of appeal to the next superior body for reconsideration.

The disciplinary measures are:

A. A warning.

- B. A reprimand, either oral or written.
- C. Request for resignation.
- D. Dismissal from office.
- E. Denial of the right to vote, to elect, or to be elected.
- F. Banning from membership in a church.

## **Article 82**

A clergyman, in addition to the discipline set forth in Article 81, is also subject to the following:

- A. Penitence.
- B. Defrocking.
- C. Dismissal from the Order of Priesthood.

Note:

1. No individual as a result of a disciplinary measure, may be denied the right to worship in the church or to receive the Sacraments of the Armenian Church.
2. Disciplinary measures concerning clergymen are to be presented through the Prelacy to His Holiness, the Catholicos of the Holy See of Cilicia.
3. The chain of appeal for any disputes or appeals is as follows:
  - a) Local Board of Trustees.
  - b) Executive Council.
  - c) National Representative Assembly.

# XI GENERAL STATUTORY REQUIREMENTS

## **Article 83**

Whenever the number of members of a church in a community decreases to a point where it is no longer possible to maintain the church, its buildings and properties, the title of ownership must be forthwith transferred by the Board of Trustees to the Prelacy with written

unconditional authority, unless the laws and regulations of the State wherein said parish is situated prohibits such legal steps, and in that event the Board of Trustees of that Church shall comply with the laws, rules and regulations of the State wherein said Church is situated, in its effort to accomplish the same or similar result.

#### **Article 84**

After approval and official ratification of these By-Laws, all other previously issued general and special directives, rules, regulations and instructions issued by spiritual authority, the Prelacy or local Board which contradict these By-Laws become null and void.

#### **Article 85**

In accordance with Article 3, only the National Representative Assembly has the power to amend the terms and provisions of these By-Laws, and only that body can interpret these By-Laws, having the basis of interpretations the Armenian version.

#### **Article 86**

Each parish may be incorporated according to the laws of the state in which the parish is located under a title which shall include in it “Armenian Apostolic Church” after receiving approval of the same by the Executive Council.

#### **Article 87**

Between sessions of the National Representative Assembly, the Executive Council shall interpret the terms and provisions of these By-Laws.