BY-LAWS

OF THE UKRAINIAN ORTHODOX CATHEDRAL OF ST. VLADIMIR

855 Barton Street East, Hamilton, Ontario, L8L 3B4



The By-Laws of St. Vladimir's Parish were approved at the meeting of the Consistory Presidium held January 17th, 2011

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UKRAINIAN ORTHODOX CATHEDRAL OF ST. VLADIMIR

at 855 Barton Street East, in the City of Hamilton, in the Province of Ontario, (hereinafter referred to as the Parish), at its Annual Meeting, held on the 28th day of February 2010, passed a resolution adopting the following by-laws:

1. NAME

The name of the Parish is Ukrainian Orthodox Cathedral of St. Vladimir.

2. ADDRESS

The address of the Parish is 855 Barton Street East, Hamilton, Ontario, L8L 3B4.

3. AFFILIATION

The Parish is a constituent part of the Ukrainian Orthodox Church of Canada as provided for in the Act of Incorporation of the Church and, as such, agrees to observe and abide by the Act and by-laws of the Church, the resolutions, rules and regulations of its General Councils and the orders and decrees of the Council of Bishops and Consistory Board. The Parish accepts spiritual guidance and engages priests solely from the clergy of the Ukrainian Orthodox Church of Canada.

4. DUTIES OF THE PARISH

The duties of the Parish as a whole shall include the following:

(a) to serve the spiritual needs of its members;

(b) to strengthen Christian teachings and virtues among its members;

to evangelize the general community consistent with the teachings of the Orthodox Church;

(d) to engage and support the assigned clergy to render spiritual guidance to its members;

(e) to maintain its assets and property in a good state of repair.

5. MEMBERSHIP

(a) A duly qualified member of the Parish shall mean a person who is at least eighteen (18) years of age, and who:

(i) believes in and adheres to the faith, dogma, doctrine and ritual practices of the Ukrainian Orthodox Church of Canada;

(ii) submits to the rules and regulations of the Ukrainian Orthodox Church of Canada as well as to its Hierarchy;

(iii) pays annual membership fees as assessed.

(b) In order to become a member of the Parish a person shall initially apply in the prescribed written form to the Executive Committee which, together with the Priest, shall decide whether the application for membership is to be accepted and approved. Upon admission to the membership of the Parish, the name and address of the member shall be recorded in the membership roll.

A member may become an Honourary Member upon the recommendation and the criteria established by the Executive Committee, endorsed by a resolution passed at an Annual Meeting of the Parish. An Honourary Member shall continue to have all the rights and privileges of a duly qualified member.

6. PRIVILEGES AND RESPONSIBILITIES OF MEMBERS

Duly qualified members of the Parish shall have the right to participate in:

(a) the spiritual life of the Church;

(b) the teachings of the spiritual guidance;

(c) the cultural, educational and social life of the Parish;

(d) and vote at the meetings of the Parish;

(e) and support the moral and financial growth and development of the Parish.

7. LOSS OF MEMBERSHIP RIGHTS

(a) Any member who falls under ecclesiastical ban or excommunication shall cease to be a member of the Parish;

(b) A member who fails to abide by the rules and regulations of the Parish or otherwise conducts himself/herself in a manner detrimental to the Parish or to the Ukrainian Orthodox Church of Canada may, on the recommendation of the Executive Committee, have his/her membership revoked and his/her name struck from the membership roll by resolution passed at a Special Meeting of the Parish.

Any charge of misconduct against a member shall be made in writing and be addressed to the President of the Executive Committee of the Parish. The Executive Committee may, upon giving the member at least forty-eight (48) hours notice in writing, then require the member to attend a meeting of the Executive Committee to defend the charges against him/her.

(d) If the Executive Committee recommends that the membership of the person charged ought to be revoked, such decision shall be recorded in the minutes of the meeting and a copy thereof shall be served upon the member in question personally or by registered mail at least fourteen (14) days prior to any Special Meeting at which the recommendation is to be considered.

(e) Notice of such Special Meeting shall be in writing and shall set forth clearly that the agenda will include the matter of termination of the membership of the named member charged who shall be served with such notice either personally or by registered mail at least fourteen (14) days prior to the Special Meeting.

(f) The member charged shall have the right to be present at the Special Meeting called to deal with termination of the membership and he/she shall have the right to be heard and present a defence to the charges.

(g) After a hearing of the charge against the member, the recommendation of the Executive Committee and the reasons therefore, and the defence of the member charged, the issue regarding termination of membership shall be decided at the Special Meeting by a majority vote of members present thereat, the voting to be conducted by secret ballot, in the presence of the member charged if he/she is in attendance.

(h) A member whose membership has been terminated may appeal, within thirty (30) days thereafter, for reinstatement to the Consistory Board of the Ukrainian Orthodox Church of Canada whose decision in the matter shall be final.

8. MEETINGS OF MEMBERS

(a) Meetings of the Parish fall within four (4) categories, namely:

"A" Annual Meeting "B" Quarterly Meeting

"C" Special Meeting "D" Informational Meeting

at which only members can participate and vote.

(b) Meetings shall be called to order by the President, or in his/her absence by the Vice-President, or in his/her absence by any other member of the Executive Committee. Except for an Annual Meeting, the President, or in his/her absence the Vice-President, or in his/her absence any member of the Executive Committee, shall preside as Chairperson at meetings and the recording secretary shall be the Secretary, or in his/her absence the Assistant Secretary, or in his/her absence any other member of the Executive Committee.

All meetings shall be commenced and concluded with a prayer.

(d) Voting at meetings shall be decided by a simple majority and proxies shall not be allowed. Voting shall be by a show of hands except that in the case of a request by five (5) members present at the meeting, voting shall be by secret ballot.

"A" Annual Meeting

(a) An Annual Meeting of the membership shall be held within sixty (60) days following the fiscal year-end of the Parish, at a site determined by the Executive Committee, and a quorum thereof shall be twenty percent (20%) of the number of duly qualified members. Failing a quorum, he members present may reconvene the Annual Meeting one half-hour after the time fixed for the meeting, after which the attending members may by majority vote declare that the meeting has authority to consider and vote upon the matters for which the meeting was called.

(b) Annual Meetings of members shall be convened by providing written notice thereof to each member at least fourteen (14) days prior to the meeting, such notice to be delivered personally or by regular mail or electronic mail. In addition, verbal notice shall be announced in church by the Priest and, at the discretion of the Executive Committee, notice of an Annual Meeting may also be published in the Parish bulletin.

(c) The program of an Annual Meeting shall be as follows:

(1) call to order and opening prayer;
(2) acknowledgement of respect to members who died during the past year;
(3) election of a Chairperson, Secretary, and at least three (3) scrutineers;
(4) adoption of the agenda for the meeting;
(5) adoption of the minutes of the previous Annual Meeting;
(6) remarks from the Priest;

(7) reports from members of the Executive Committee, Audit Committee, and from other Committees;
(8) discussion and adoption of such reports;
(9) election of the new Executive Committee;
(10) election of a new Nominating Committee (3 duly qualified members);
(11) approval of the budget for the ensuing fiscal year;
(12) new business;
(13) closing prayer.

"B" Quarterly Meeting

(a) A Quarterly Meeting shall be called to order by the President, or in his/her absence by the Vice-President, or in his/her absence by any other member of the Executive Committee, and a quorum thereof shall be twenty percent (20%) of the number of duly qualified members. Failing a quorum, the members present may reconvene the Quarterly Meeting one half-hour after the time fixed for the meeting, after which the attending members may by majority vote declare that the meeting has authority to consider and vote upon the matters for which the meeting was called.

(b) The President, or in his/her absence, the Vice-President, or in his/her absence, any member of the Executive Committee shall preside as Chairperson and the recording secretary shall be the Secretary, or in his/her absence any other member of the Executive Committee.

(c) Voting at Quarterly Meetings shall be decided by a simple majority and proxies shall not be allowed. Voting shall be by a show of hands except that in the case of a request by five (5) members present at the meeting, voting shall be by secret ballot.

"C" Special Meeting

(a) A Special Meeting shall be held when the need arises.

(b) At a Special Meeting the membership can deliberate and decide only those issues for which the meeting was called.

(c) A Special Meeting may be called by the Executive Committee on its own initiative, or on the written request of the Audit Committee, or on the petition of one-third of duly qualified members, with the purpose of such meeting being stated in each case. If the Executive Committee refuses to convene a Special Meeting when requested by the Audit Committee or by one-third of the membership, then the Audit Committee shall be at liberty to call the meeting.

(d) In exceptional cases a Special Meeting of the Parish may be called by the Consistory Board of the Ukrainian Orthodox Church of Canada.

(e) Special Meetings of members shall be convened by providing written notice thereof to each member at least fourteen (14) days prior to the meeting, such notice to be delivered personally or by regular mail or electronic mail/Parish bulletins. In addition, a verbal notice shall be announced in church by the Priest. In each case the purpose of the Special Meeting shall be stated.

(f) A quorum of a Special Meeting of members shall be twenty percent (20%) of the number of duly qualified members. Failing a quorum, the members present may reconvene the Special Meeting one half-hour after the time fixed for the meeting, after which the attending members may by majority vote declare that the meeting has authority to consider and vote upon the matters for which the meeting was called.

(g) Voting at Quarterly Meetings shall be decided by a simple majority and proxies shall not be allowed. Voting shall be by a show of hands except that in the case of a request by five (5) members present at the meeting, voting shall be by secret ballot.

"D" Informational Meeting

An Informational Meeting may be called by the Executive Committee for the purpose of informing the membership on important matters concerning the Parish in general and securing from the membership, options with respect thereto. Such meeting shall be called on written notice to the membership, by announcement by the Priest in church, or by electronic mail/Parish bulletin. Decisions made or resolutions passed at an Informational Meeting shall not be binding and shall have no force or effect, unless ratified by the general membership at an Annual, a Quarterly, or a Special Meeting.

9. EXECUTIVE COMMITTEE

(a) The Executive Committee shall be comprised of:

(1) Past President

(2) President

(3) First Vice-President

(4) Second Vice-President

(5) Secretary

(6) Assistant Secretary

(7) Treasurer

(8) Assistant Treasurer

(9) Financial Secretary

(10) Assistant Financial Secretary

(11) Three Members at Large

(12) Chairman of the Membership Committee

(13) Chairman of the Property Management Committee

(14) Presidents of affiliated organizations – Ukrainian Women's Association of Canada (Lesia Ukrainka Branch), Ukrainian Self-Reliance Association (TYC – Hamilton Branch), and Ukrainian Orthodox Youth (UOY – Hamilton Branch) have the right to attend Executive Committee meetings.

(b) The Executive Committee shall be elected at an Annual Meeting and shall hold office for one (1) year. If any vacancy occurs for any reason the Executive Committee may appoint a duly qualified member to fill the vacancy until the next Annual Meeting.

The Priest assigned to the Parish shall be an *ex-officio* member of the Executive Committee.

(d) The Executive Committee shall meet according to need at the call of the President and shall be responsible for the administration, management and control of the business, property and other temporal affairs of the Parish.

10. DUTIES OF EXECUTIVE COMMITTEE

The authority and responsibilities of the Executive Committee shall include the following:

(a) implementation of the decisions of all Parish meetings;

(b) management and administration of the day-to-day operations and business affairs of the Parish, with full accountability to the Parish in accordance with the provisions of the bylaws of both the Church and the bylaws of the Parish;

to report and seek approval of the Parish in all matters involving the management and general operation of the Parish;

(d) to provide written annual reports on its activities to the Parish and to prepare for consideration and approval a budget for all income and expenditures anticipated for the next succeeding year;

(e) to ensure the payment of annual levies to the Parish;

(f) to appoint committees for consultative purposes in respect to the operations of the Parish and particularly:

(i) in respect of prospective purchase or sale of assets and property of the Parish and the feasibility of future prospects contemplated for the benefit of the Parish;

(ii) in respect of engagement of clergymen, in consultation with the Eparchial Bishop and Consistory Board;

(iii) together with the Priest, to arrange for liturgical and other religious services to meet the needs of the Parish;

(iv) to co-operate with and assist the Priest in upholding and promoting the spiritual and moral values within the Parish;

(v) to recommend the remuneration to be paid to the Parish clergy, choir director(s), cantor(s) and custodian(s);

(vi) to promote and foster Christian heritage education as well as the cultural and social affairs of the Parish;

(g) to act as intermediary between the Parish and the Eparchial Bishop/Eparchial Council and the Parish and Consistory Board and to carry out such directions as may be issued by the Eparchial Bishop/Eparchial Council, Metropolitan and Consistory Board.

(h) The Executive Committee shall provide written annual reports to the Eparchial Bishop/Eparchial Council and the Consistory Board on the activities of the Parish, as

reported at the Annual Meeting, and shall provide such other information as may be required by the Consistory Board;

(i) The Executive Committee meets whenever necessary (if possible, at least once per month) in order to administer the directives of the Parish or the Consistory Board;

(j) The meeting of the Executive Committee requires at least one-half of the members of the Executive to be present.

11. DUTIES OF EXECUTIVE OFFICERS

(i) The **Past President** is an *ex-officio* member of the Executive Committee and performs his/her duties in an advisory capacity.

(ii) The **President** shall call and preside at all meetings of the Executive Committee and all meetings except for Annual Meetings and, together with the Secretary, shall sign all official documents of the Parish. The President shall provide leadership in the conduct of the affairs of the Parish and shall foster, preserve and maintain a close relationship between the Parish and the Eparchial Bishop/Eparchial Council and the Consistory Board. The President shall be an *ex-officio* member of all standing committees.

(iii) The **1st Vice-President** shall act in the absence or disability of the President and shall exercise the powers of the President and perform such other duties as may be required from time to time.

(iv) The **2nd Vice-President** shall act in the absence or disability of the President and 1st Vice-President and shall exercise the powers of the President and perform such other duties as may be required from time to time.

(v) The **Secretary** shall keep minutes at meetings of the Executive Committee and at all meetings except for the Annual Meeting. The Secretary shall receive all correspondence coming before the Executive Committee. In addition, the Secretary shall sign, together with the President, all official documents of the Parish and shall preserve and retain custody of all correspondence and documentation dealt with by the Executive Committee.

(vi) The **Assistant Secretary** shall perform all duties of the Secretary in the event of his/her absence, and fulfill other functions assigned to him/her at Annual Meetings, by the Executive Committee or the President.

(vii) The **Treasurer** is responsible for weekly financial deposits as well as monitoring the investment portfolios and reporting their status to the Executive Committee

on a periodical basis. The Treasurer shall disburse the funds as required, pay the accounts in accordance with instructions from the Executive Committee, and maintain an accurate accounting and record of the finances of the Parish. The Treasurer shall provide regular financial reports at the meetings of the Executive Committee, at Annual and Quarterly Meetings, and together with the Financial Secretary prepare the annual budget of the Parish.

(viii) The **Assistant Treasurer** shall perform all duties of the Treasurer in the event of the Treasurer's absence, for whatever reason, but shall not have the authority to sign the cheques of the Parish.

(ix) The **Financial Secretary** receives all funds paid to the Parish and records them accordingly. In co-operation with the Treasurer, the Financial Secretary prepares and presents monthly financial statements to the Executive Committee, submits written financial reports at Quarterly and Annual Meetings, and together with the Treasurer, prepares the annual budget of the Parish. The Financial Secretary further maintains the ledgers and journals of the Parish in accordance with government regulations and prepares any necessary documents to be submitted to Canada Revenue Agency.

(x) The **Assistant Financial Secretary** shall perform all of the specified duties of the Financial Secretary in the event of his/her absence for whatever reason.

(xi) **Three Members at Large** shall act in an advisory capacity and perform and fulfill the duties assigned to them by the Executive Committee.

(xii) (a) **The Chairman of the Membership Committee** shall be elected at the Annual Meeting;

(b) The Chairman of the Membership Committee selects two further members of this committee from among the members of the Executive Committee or the Parish;

(c) It is the duty of the Membership Committee to strive to increase the membership of the Parish. The Membership Committee Chairman recommends to the Executive Committee the acceptance of new members, informs the Executive Committee any delinquency in membership, keeps on file a complete list of members, their addresses, telephone numbers and e-mail addresses if any, keeps on file a complete list of deceased members for the purpose of reading out the names at memorial services or dinners and reports the state of membership at Annual Meetings;

(d) Upon recommendation by the Executive Committee, the Membership Committee Chairman on behalf of the Executive Committee, recommends increases in membership assessments at the Annual Meeting;

(e) The Membership Committee Chairman ensures that all members of the Parish who pay their membership assessments on time, receive a subscription to *The Herald*;

(f) The Membership Chairman shall notify the *The Herald* regarding any changes in membership status and change of addresses.

(xiii) **Chairman of the Property Management Committee**

(a) The Chairman of the Property Management Committee is elected at the Annual Meeting and selects among the members of the Parish a sufficient number of assistants in order to fulfill all of the tasks required in the Parish;

(b) The Chairman of the Property Management Committee reports to the Annual Meeting on the work done during the past year;

(c) The Chairman of the Property Management Committee reports to the Executive Committee the necessary maintenance of the buildings and other property;

(d) The Property Management Committee keeps a full inventory of all goods and property of the Parish.

(xiv) **Presidents of affiliated organizations** – Ukrainian Women's Association of Canada (Lesia Ukrainka Branch – Hamilton), Ukrainian Self-Reliance Association (TYC - Hamilton Branch) and Ukrainian Orthodox Youth (UOY – Hamilton Branch) have the right to attend the Executive Committee meetings in an advisory capacity.

12. TRUSTEES OF THE PARISH

The Trustees of the Parish are appointed by the Parish to acquire, hold and possess land for its benefit, and in perpetual succession for the benefit of the Parish pursuant to the Religious Organizations' Lands Act, R.S.O. 1990 Chapter R23.

The Parish may by resolution adopted at a meeting:

(a) appoint Trustees and fill any vacancy in the Office of Trustee;

(b) provide for the retirement or removal of Trustees and for the appointment of their successors;

(c) remove any Trustee from office;

(d) decrease or increase the number of Trustees;

(e) confer upon Trustees the power to acquire, hold and possess land for the purpose of:

(i) a place of worship;

(ii) a residence for its religious leader;

(iii) a burial ground;

(iv) a bookstore or a printing or publishing office;

(v) a theological seminary or similar institution of religious instruction;

(vi) a religious camp, retreat or training centre;

(vii) any other approved religious purpose.

A Parish Trustee holds office until he/she dies, resigns, ceases to be a member of the Parish or is removed as Trustee by resolution at a Parish meeting.

13. AUDIT COMMITTEE

(a) Three members of the Audit Committee are elected for a one-year term at the Annual Meeting of the Parish;

(b) The Audit Committee shall audit the financial books of record, and provide a written report of its findings to the Annual Meeting;

(c) Members of the Audit Committee may attend the Executive Committee meetings without the right to vote.

14. PARISH PRIEST

(a) Only an ordained priest of the Ukrainian Orthodox Church of Canada may be appointed as a priest of the Parish.

(b) The Parish Priest shall be appointed by the Metropolitan/Consistory Board, in accordance with the By-laws of the Ukrainian Orthodox Church of Canada.

(c) The Priest, by virtue of his position, shall give guidance in furtherance of the spiritual, religious, educational and moral life of the congregation, preserve church discipline, and foster and maintain a close relationship between the Parish and the Eparchial Bishop/Eparchial Council and the Parish and the Consistory Board of the Ukrainian Orthodox Church of Canada.

(d) The Priest shall decide all questions pertaining to Faith, Church Practice, protocols and worship, as well as church discipline, and refer any dispute concerning same to the Eparchial Bishop.

(e) The Priest is pastor, teacher, and spiritual advisor to the Parish in all church matters and, as such, he shall have the right to be present and participate in deliberations at all meetings of the Executive Committee and meetings of the membership.

(f) The Priest shall keep vital statistics records of all christenings, marriages and deaths in the Vital Statistics Record Book supplied by the Consistory Board office and maintained at the Parish.

(g) The Priest shall, to the best of his ability, assist the membership in such educational, cultural and social activities as are required for the proper development of the Parish.

15. ELDERS (BROTHERHOOD AND SISTERHOOD)

The elders of the church shall consist of members of the sisterhood and brotherhood installed in such number as may be determined at an Annual Meeting of the Parish. They shall maintain and care for the church building and assist the Priest during liturgical and other religious services.

16. PARISH BULLETIN AND WEBSITE

Together with the Priest, the President shall be responsible for the contents of the Parish Bulletin and Website.

17. TRUSTEES OF THE CONSISTORY

The Consistory Board of the Ukrainian Orthodox Church of Canada shall have the right to appoint a Board of three (3) Trustees to serve in the place and stead of the Executive Committee of the Parish to administer the affairs of the Parish in the event that the Executive Committee loses control of the membership of the Parish or embarks upon a program which contravenes or is inconsistent with the teachings, faith, dogma or rite of the Ukrainian Orthodox Church of Canada or its rules and regulations, thereby threatening spiritual peace and

temporal well being within the Parish. A Board of Trustees so appointed shall act under the authority of the Consistory Board until normal conditions are restored within the Parish.

18. PARISH PROPERTY AND ASSETS

(a) All property and assets of the Parish are under the ownership and control of its members for the general use and benefit of the Parish; all purchases and sales of property or assets must be approved at an Annual or a Special Meeting of the Parish.

(b) Any person who is no longer a duly qualified member of the Parish or a member who abandons the Ukrainian Orthodox Church of Canada forfeits his/her right and interest in the assets of the Parish.

(c) For purposes of achieving its objectives and serving the interests of the its membership, the Parish collects funds in the form of membership assessments, donations and other monetary proceeds through collections, fundraising campaigns and activities and Sunday offerings, and invests and manages such funds in accordance with these by-laws and the decisions of the membership.

(d) In the event of disbandment of the Parish or liquidation of its assets, the residue of its assets, after payment of all debts and expenses, accrue to the benefit of and vest in the Ukrainian Orthodox Church of Canada.

19. AMENDMENTS

(a) These by-laws may be amended only at an Annual Meeting or a Special Meeting of the Parish by a resolution passed by a vote of 20% (twenty percent) of the total Parish membership.

(b) Notice to amend these by-laws shall be given in writing at a meeting of the Executive Committee prior to the Annual or Special Meeting of the membership at which same is to be dealt with, and shall be circulated to the membership at the time notice of the annual or Special Meeting is given.

(c) No amendment shall become operative unless and until approved by the Consistory Board of the Ukrainian Orthodox Church of Canada.

PLEDGE OF ALLEGIANCE

The Parish, the Ukrainian Orthodox Cathedral of St. Vladimir-Hamilton, in accordance with Section 2 of the Act of Incorporation of the Ukrainian Orthodox Church of Canada hereby re-confirms its allegiance to the Ukrainian Orthodox Church of Canada and agrees to observe and abide by the Act and by-laws of the Church, the resolutions, rules and regulations of its General Council and the orders and decrees of the Council of Bishops and the Consistory Board, and the Parish undertakes and agrees to accept spiritual guidance, and engage priests solely from the clergy of the Ukrainian Orthodox Church of Canada.