



Church of the Resurrection Constitution and By-Laws

ARTICLE I

MEMBERS; MEETINGS

Section 1. *Ordinary Members.* All persons who have been baptized, whether in Christ Communion or in another Christian Church, and who regard Church of the Resurrection (the "Church") as their regular place of worship, shall be Ordinary Members of the Church.

Section 2. *Voting Members.* Every person not less than 16 years of age who has been an Ordinary Member of the Church for at least three months preceding the day when the person may wish to vote, and who shall have been, for the period aforesaid, a communicant in good standing in Christ Communion and enrolled as such in the records of the Church, shall be a Voting Member thereof, with the right to vote in the election of Parish Council members and upon all other temporal matters having to do with the affairs of the Church. A *communicant in good standing* means a member of the Church over the age of 16 years who has received Holy Communion in the Church at least three times in the preceding year, and who for the preceding year has been faithful in corporate worship, unless for good cause prevented, and has been faithful in working, praying and giving for the spread of the Kingdom of God.

The Bishop (or the Curate or Vicar, if there be one, and in the Bishop's absence) shall maintain a current list of communicants in good standing, determined in the Vicar's best judgment according to the Canons of Christ Communion.

Section 3. *Annual Meetings.* There shall be an annual meeting of the Voting Members of the Church at which all Ordinary Members shall be welcome but shall have no vote, each August. The business to be transacted at the annual meeting of Voting Members shall include the appointment of Parish Council members, consideration and action upon reports of the Bishop, Officers, Parish Council members, Commissions and ad hoc committees, and any other business within the power of the Church as a religious corporation.

Section 4. *Special Meetings.* At any time during the interval between annual meetings, special meetings of the Voting Members, at which all Ordinary Members shall also be welcome, may be called by the Bishop or by not less than one-third of the members of the Parish Council.

Section 5. *Notice and Place of Meetings.* All meetings of members, both annual and special, shall be held on the church campus at the time specified in the notice. Notice of all meetings shall be given by announcement at services in the Church on at least two Sundays immediately preceding the date of the meeting. Such notice shall indicate whether the meeting is an annual meeting or a special meeting, and if a special meeting, the business to be transacted. No business other than that specified in the notice shall be transacted at special meetings.



ARTICLE II

THE PARISH COUNCIL

Section 1. *Establishment of the Parish Council.* Once the members of the Church reaches 10 voting members (as defined in Article I), a Parish Council shall be elected to oversee temporal matters of the Church. Until such time as the Church has reached 10 Voting Members (as defined in Article 1), the Voting Members shall serve as a de facto Parish Council.

Section 2. *Eligibility.* Every Voting Member of the Church, as defined in Section 2, Article 1 shall be eligible to serve as a Parish Council member.

Section 3. *Number and Term of Office.* The Parish Council of the Church shall consist of the Bishop and at least three lay members chosen from among the Voting Members. The term of office for a parish council member shall be one year.

Section 4. *Appointment.* Parish Council members shall be appointed by the Bishop (or the Curate or Vicar, if there be one, and in the Bishop's absence).

Section 5. *Duties and Powers.* The Parish Council shall act as trustees for the Church in accordance with the laws of the State of Florida, USA, regulating religious corporations affiliated with the Christ Communion and shall have and exercise all corporate powers and privileges of the Church under such laws.

Section 6. *Meetings.* Regular meetings of the Parish Council shall be held on the third Sunday of each month or at such other time as the Parish Council may by resolution select. Special meetings may be held at any time or place on call of the Bishop or by not less than three Parish Council members. Notice of the time and place of all regular and special meetings and of the purpose of all special meetings shall be given to each Parish Council member in person or by telephone not less than twenty-four hours preceding the meeting, or by mail posted not less than three days preceding the date of such meeting. No business shall be transacted at special meetings except that specified in the notice; *provided*, however, if all Parish Council members are present and unanimously agree to consider other business, they may do so. All regular meetings, and when possible special meetings of the Parish Council, shall be announced in the weekly bulletin and open to any person wishing to attend; *provided*, however, the Parish Council may by two-thirds vote of those present, meet in closed session to conduct business considered to be of a sensitive nature not appropriate for open discussion.

Section 7. *Quorum and Presiding Officer.* The Bishop (or the Curate or Vicar, if there be one, and in the Bishop's absence) and those Parish Council members present shall compose a quorum. Officers who are not members of the Parish Council shall not be counted for purposes of determining a quorum. The Bishop (or the Curate or Vicar, if there be one, and in the Bishop's absence) shall preside at all meetings of the Parish Council.

ARTICLE III

OFFICERS

Section 1. *Titles of Officers.* The officers of the Church shall be the Bishop, a Secretary, a Treasurer, and such other officers as the Parish Council may from time-to-time designate. If there are fewer than 10 Voting Members of the Church (as defined by Article I), a member may hold more than one of these offices.



Section 2. *Election.* The Secretary and the Treasurer, shall be elected annually by a majority vote at the first meeting of the Parish Council held after the annual meeting. Persons previously holding such offices may be re-elected to successive terms. Officers must be Voting Members of the Church and may be, but need not be, members of the Parish Council. Any vacancy in any elective office shall be filled for the un-expired term thereof by the Parish Council. When necessary, the Church may elect one individual to hold the offices of both Secretary and Treasurer concurrently.

Section 3. *The Bishop.* The Bishop of the Church shall be the president and chief executive officer of the Church and shall perform such duties and shall have such powers as may be prescribed by the Constitution and Canons of Christ Communion. The Bishop shall preside at all meetings of the Parish Council at which he is present. The Bishop shall be elected by majority vote of the entire Parish Council and, unless otherwise provided in the terms of the call, the Bishop shall continue to serve until death or resignation, or until the pastoral relationship is severed by mutual consent of the Bishop and Parish Council and approved by the Bishop or Ecclesiastical Authority of Christ Communion.

Section 4. *Curates, Assistant and Vicars.* The Bishop may from time-to-time call clergy to assist the Bishop in administering the spiritual well-being of the Parish. The terms of such a relationship shall be negotiated and reduced to a writing signed by the person called and by the Bishop in consultation with the Parish Council. The contract maybe for a fixed or indefinite term and shall address such issues as duties, salary, housing, and other temporal matters. A person occupying such a position may not assume the executive duties of the Bishop in the Bishop's absence, or upon a vacancy in the cure; *provided*, however, if the terms of the contract do not prohibit such action, the Parish Council may by resolution so delegate any or all such duties.

Section 5. *The Secretary.* The Secretary shall have custody of the corporate seal of the Church. The Secretary shall record the minutes of all meetings of the Parish Council and of the Voting Members in a suitable minute book, which shall be maintained in the Church office. The Secretary shall be charged with the responsibility for keeping up-to-date two copies of the Bylaws, which shall be open to inspection in the Church office at reasonable business hours by an Ordinary Member or Voting Member of the Church. In addition, the Secretary shall perform such other duties as may be assigned to the Secretary by the Parish Council.

Section 6. *The Treasurer.* The Treasurer shall keep the financial records of the Church and shall have general custody of all Church funds, securities and other investments. All moneys received by the Church shall be delivered to the Treasurer, and all expenses and other payments shall be made by the Treasurer, or under the Treasurer's direction. The Treasurer shall make a report as to the general financial condition of the Church at the annual meeting of the Voting Members and such other reports from time-to-time as the Parish Council may request.

Section 7. *The Assistant Treasurer.* The Parish Council may at any time or from time-to-time elect one or more Assistant Treasurers who shall do and perform such duties of the Treasurer as the Treasurer may assign to them.

Section 8. *Other Officers.* Such other officers as maybe designated by the Parish Council from time-to-time shall have and perform such powers and duties as may be assigned to them by the Parish Council.

Section 10. *Attendance of Officers at Parish Council Meetings.* All officers who are not members of the Parish Council shall he invited to attend all meetings of the Parish Council. Officers who are not Parish Council members may offer advice and counsel to the Parish Council, but shall not be entitled to vote at Parish Council meetings.



ARTICLE IV

COMMISSIONS; COMMITTEES; DIOCESAN AND REGIONAL COUNCIL DELEGATES

Section 1. *Designation by Parish Council.* The Parish Council may designate commissions and regular and special committees for such purposes as may be indicated in these Bylaws or in the resolution(s) providing therefore. Appointments shall be made by the Bishop (or the Curate or Vicar, if there be one, and in the Bishop's absence) with the advice and consent of the Parish Council, or by such other person to whom the Parish Council may by its resolutions give such power of appointment.

ARTICLE V

FISCAL MATTERS

Section 1. *Fiscal Year.* The fiscal year of the Church shall be the calendar year.

Section 2. *Donations and Contributions.* All fiscal and/or material donations and contributions to the Church shall be the property of the Church and shall be used for the purpose(s) for which they are stipulated. Any change to such stipulation may only be made with the express written permission of the donor and must be approved by the Parish Council at a public meeting in accordance with Article II, Section 6. Any undesignated financial donations shall be designated for a "general fund" to be used for the general upkeep, maintenance, and operations of the Church, as determined by the Parish Council.

Section 3. *Signature to Commercial Paper.* All checks and drafts shall be made, drawn and endorsed in the name of the Church in such manner as the Parish Council may from time-to-time authorize.

Section 4. *Limitation on Expenditures.* The Parish Council may by resolution passed at the time of budget approval, or from time-to-time thereafter, place a limit on expenditures; expenditures above such a limit shall require prior Parish Council approval. In the absence of such a resolution, no expenditure may exceed 5,000THB without Parish Council approval. The Parish Council may give blanket authority for expenditures by line item within the approved budget. Such approval shall be in the form of a resolution.

Section 5. *Audit.* The financial books and records of the Church shall be audited annually by a certified public accountant, or by a committee of three Ordinary Members of the Church, not including the Treasurer, in either case, said auditor(s) to be chosen by the Parish Council. Such audit shall be submitted to the Parish Council within sixty days following the close of the fiscal year and shall be filed with the records of the Church.

Section 6. *Fidelity Bond.* The Treasurer and such other officers, employees or other persons handling Church funds, whether salaried or non-salaried, as the Parish Council may direct from time-to-time, shall be bonded for the faithful performance of their duties at the expense of the Church, in such amounts and by such surety companies as the Parish Council may determine.

ARTICLE VI

DISSOLUTION

A motion to dissolve the Parish may be made by either the Bishop of the Diocese or by the Officers of the Parish. Both the Parish Council and the Membership of the Parish must approve



such motion. In the event it should become necessary to dissolve the Parish, the Bishop must be notified so that all Consecrated items may be liquidated in a manner that reflects due reverence.

All assets of the Parish including but not limited to Land, Buildings, fixtures shall either be donated all or in part to the Diocese to be used in a manner deemed appropriate by the Bishop, or sold and the net proceeds donated to another Parish, the Diocese, or to another non-profit religious organization. The terms of sale and/or method of liquidation of the aforementioned assets made be at the sole discretion of the Officers, or in their absence the Parish Council.

ARTICLE VII

AMENDMENTS TO BYLAWS

These Bylaws may be altered, amended, repealed or added to by a two-thirds vote of those Voting Members who shall attend any meeting of members of the Church; *provided*, however, that any such alteration, amendment, repeal or addition, whether proposed by the Parish Council or by the Voting Members who shall call a special meeting pursuant to Article I, Section 4, hereof, shall be specified in the notice of the meeting, whether it be an annual or special meeting.

ARTICLE VIII

ADOPTION OF THESE BYLAWS

These Bylaws shall be submitted to and approved by a majority vote of the entire membership of the Parish Council of the Church and shall be recommended to the Voting Members of the Church for favorable action at any annual meeting of such members or at any special meeting called for that purpose.

Copies of these Bylaws shall be reproduced and made available to such members for their inspection at least seven days prior to the meeting at which they are submitted for approval.

If ratified by a majority vote of the Voting Members attending such meeting, the Bylaws shall stand adopted. This Article VIII, being of a transitory nature, shall stand repealed immediately upon adoption of these Bylaws.