

CONSTITUTION
OF
SAINT JOHN ORTHODOX CATHEDRAL
18936 Monastery Drive
Eagle River, Alaska 99577



CONSTITUTION

The Constitution of Saint John Orthodox Cathedral of Eagle River, Alaska, under the jurisdiction of the Antiochian Orthodox Christian Archdiocese of North America, a Religious Corporation under the Laws of the State of New York, with headquarters at Englewood, New Jersey.

PREAMBLE

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

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

ARTICLE I

The Name

Section 1. The name of this Parish shall be the Saint John Orthodox Cathedral (Eagle River, Alaska), both ecclesiastically and in civil law.

Address

Section 1. The address of its initial registered office in the State of Alaska is 18936 Monastery Drive, (P.O. Box 1108), Eagle River 99577-1108, and the name of its initial registered agent at such address is the Very Reverend Marc Dunaway.

Authority

Section 1.

A. Legal. This Cathedral derives its legal authority to function as a Religious Corporation under the laws of the State of Alaska (AS 10.40.010, *et. seq.*) and in accordance with the Articles of Incorporation filed with the State on _____, 199__.

B. Ecclesiastical. This Cathedral derives its ecclesiastic authority to function by virtue of a charter issued by the Antiochian Orthodox Christian Archdiocese of North America with headquarters at Englewood, New Jersey. Such a charter shall be issued when a constitution of the Cathedral has been approved by the Metropolitan Archbishop. The Cathedral owes its ecclesiastical allegiance to the aforementioned Archdiocese and such ecclesiastical authority and jurisdiction cannot be changed, altered, modified or revoked.

ARTICLE II

Purposes

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

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

ARTICLE III

Membership

Section 1. The membership in the Cathedral shall consist of two kinds:
(a) Voting Membership and (b) General Membership

A. Voting Membership. The Voting membership shall consist of all Persons among the General membership who are eighteen (18) years of age and over.

B. General (Non-Voting) Membership. The General Membership shall consist of all persons who have been baptized and accepted in the membership of the Holy Orthodox Church according to its teachings, who accept, profess, and practice its faith and discipline, and who desire and demonstrate membership in Saint John

Orthodox Cathedral, by regularly participating in its sacramental life and by regularly contributing to its temporal maintenance through the payment of dues, pledges, and assessments.

ARTICLE IV

Government

Section 1. This Constitution, the Articles of Incorporation and the Sacred Canons shall be the governing code for Saint John Orthodox Cathedral (Eagle River, Alaska).

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

Section 3. All legislative authority is vested in the general meeting of the Voting Membership of Saint John Orthodox Cathedral.

ARTICLE V

Clergy

Section 1. All clergy of the Cathedral shall be appointed or removed by the Metropolitan Archbishop with the advice of the Parish Council.

Pastor

Section 1. The Metropolitan Archbishop shall appoint and designate the Pastor of this Cathedral from the canonical clergy of the Archdiocese. He shall be the official representative of the Metropolitan Archbishop. In all matters involving canon law, spiritual function, priestly rights and duties, the Pastor and any other clergy shall be under the direct supervision of the Metropolitan Archbishop and not subject to any rules or regulations of the Parish.

Section 2. In order to dismiss or remove the Pastor, a formal petition shall be drawn by the Parish Council, in a special meeting convened by the Vice-Chairman, setting forth fully the reason for the desired dismissal. This petition is to be sent to the Metropolitan Archbishop who is to act as sole judge of the merits of said petition for its acceptance or rejection. In order to remove or dismiss any other clergy of the Cathedral, a similar, formal petition from the Parish Council shall be sent to the Metropolitan Archbishop, along with a letter from the Pastor expressing his recommendation. The merits of this petition and recommendation will also be judged solely by the Metropolitan Archbishop, for its acceptance or rejection.

Section 3.

A. No member of the clergy has or shall claim any individual rights or ownership to the properties of Saint John Orthodox Cathedral except as otherwise may be permitted by written contract.

B. No member of the clergy or laity may enter into any contractual agreement, or otherwise engage in any business enterprise, which by its nature may jeopardize the assets of the Cathedral, or may subject such Parish to any claim, lawsuit, or other liability arising from such activity.

ARTICLE VI

Parish Council

Section 1. The Parish Council shall consist of the Pastor and three (3) members of the Voting Membership to be appointed by him: one (1) for a term of one (1) year; one (1) for a term of two (2) two years; and one (1) for a term of three (3) years.

An additional three (3) members of this Council shall be chosen by lot from a pool of candidates from the Voting Membership of the Cathedral: one (1) for a term of one (1) year; one (1) for a term of two (2) two years; and one (1) for a term of three (3) years. On expiration of the appointed or chosen terms as set forth, successors shall henceforth be appointed or chosen for a term of three (3) years.

Any priests attached to the Cathedral shall automatically be non-voting members of the Parish Council. If a member of the diaconate is appointed or chosen to be a member of the Parish Council, this appointment must be approved by the Metropolitan Archbishop in order for him to be a voting member.

In the event of a vacancy in the Parish Council of a member chosen by lot, the Parish Council shall select a person from the Voting Membership to complete the unexpired term within thirty (30) days. In the event of a vacancy in the Parish Council of a member appointed by the Pastor, the Pastor shall appoint a person from the Voting Membership to fill the unexpired term within thirty (30) days.

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

Section 2. Qualification for membership on the Parish Council. A candidate must be twenty-five (25) years of age or over, have been a Voting Member of the Parish for a period of two (2) years, and have fulfilled the Canonical requirements of the Faith.

Section 3. Selection of Parish Council Members by Lot. At least one month before the annual meeting of the Voting Membership of the Cathedral, the Pastor shall announce any vacancies to be filled on the Parish Council, asking all qualified and willing candidates to submit their names in writing to the Secretary of the Parish Council within two weeks. Names may also be submitted by persons other than the candidates as long as the candidate is willing to serve.

Ten days before the annual meeting the Secretary shall deliver to the Pastor all names submitted thus far. The Pastor shall then verify the qualifications of each candidate and his willingness to serve.

At the annual meeting the Secretary shall read aloud the names of all eligible candidates. After this, as many names as there are vacancies will be randomly drawn from the names of the candidates by the youngest voting member of the Cathedral present at the annual meeting. The Pastor will also announce at this time any newly-appointed members of the Council. The new members will then be installed by the Pastor.

Section 4. Duties of the Parish Council.

A. Within 30 days after their installation as the new Parish Council, the Council shall convene pursuant to a call by the Pastor and shall elect from their number the officers of said Council. The Pastor or his duly appointed representative shall preside at this election meeting. The officers so elected shall consist of a Vice-Chairman, a Treasurer and a Secretary, and such other officers as may be provided for in the by-laws. In the event of the failure of the Pastor to issue such a call, the same may be issued by the retiring Vice-Chairman, if his term as a member has not expired, or by any two members of the newly-formed Council. Immediately upon election of the officers, a list of the newly-elected officers and members of the Council shall be mailed to the Metropolitan Archbishop for approval.

B. The Pastor, as the official representative of the Metropolitan Archbishop shall be the head of the Cathedral and therefore ex-officio Chairman of the Parish Council. He shall be the representative of the Cathedral in the administration of its properties and affairs. The Pastor and the Parish Council shall work together in a spirit of conciliarity, respect, and mutual submission, as is consistent with the Orthodox Christian way of life, and as is beneficial to the general welfare of the

Cathedral. The Parish Council is not a decision-making body, but rather is to assist and advise the Pastor and the Voting Membership in whatever matters are necessary for the good administration of the entire Cathedral community. It will be the fixed and special duty of the Parish Council, however, to assist the Pastor by reviewing and recommending all salaries of Cathedral staff, including the salary of the Pastor. The Pastor shall be responsible for the receipt and disbursement of all general and special funds.

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

D. The Parish Council shall hold three (3) regular meetings per year, during the months of January, May, and September. Two-thirds of the members of the Council shall constitute a quorum for the transaction of business. These meetings will be convened and presided over by the Pastor of the Cathedral or, if he so designates, by the Vice-Chairman. On occasions when a vote is taken, the Pastor shall not vote. In the event of a tie, the Pastor shall decide the outcome.

E. At the January meeting, the Parish Council shall receive from the Pastor and review a report containing in detail all receipts and expenditures of the Cathedral, including any and all special funds, endowments, etc., held for specific purposes and make such recommendations as they deem necessary; such report shall be made available to all Voting Members of the Parish, and copies thereof shall be filed with the Archdiocese.

F. Committees.

(1) The Pastor with the Parish Council shall create such standing committees as they deem necessary to accomplish the purpose of the Cathedral. The Pastor shall appoint all members of such committees from the Voting Membership of the Parish after consultation with the Parish Council and shall designate the Chairman of each.

(2) The Pastor shall create and appoint any other special committees he deems necessary for the accomplishment of any special purpose of the Cathedral.

Finance

Section 1. General Account. The general contributions, pledges, dues and other general income of the Cathedral, shall be deposited in a legally recognized banking institution and shall constitute the General Account.

Section 2. Special Funds. The Pastor with the Parish Council may create other funds titled under specific or separate accounts for the purposes of receiving and accumulating pledges, gifts, inheritances which may be designated for the fulfillment of any specific purpose or purposes not inconsistent with this Constitution.

Section 3. Investing. The Pastor, upon report to the Parish Council, may invest and reinvest funds which have been accumulated under paragraphs A and B of this Section 5.

ARTICLE VII

Meetings of Voting Membership

Section 1. There shall be an Annual Meeting of the Voting Membership of the Cathedral to be held on the third Saturday of each February in the year.

A. The Pastor shall be the presiding officer at the Annual Meeting of the Voting Membership of the Cathedral as well as at all special meetings of the Voting Membership. In the event the Pastor chooses not to preside, the Assistant Pastor or the Vice-Chairman shall preside, as designated by the Pastor.

B. It shall be the duty of the Secretary of the Parish Council to give send out notice (by mail or Cathedral Bulletin) of the Annual Meeting to all Voting Members of the Cathedral, at least thirty (30) days prior to the date of the meeting. He shall include a copy of the agenda with the notice.

C. The Vice-Chairman of the Parish Council and the Presidents of every legal organization of the Parish shall prepare in writing and present a report of their organization, its finances, its work projects, etc., for the year past. The Treasurer of the Council shall present the Annual Financial Report of the Cathedral to the Voting Membership.

D. It is the responsibility of the Voting Membership as the Laity of the Church to initiate and recommend actions or positions to further the purposes of the Cathedral as set forth in Article II subject to the Articles of Incorporation, this Constitution and, where appropriate, review and approval by the Metropolitan.

Special Meetings

Section 1. The Pastor shall convene and conduct whatever special or general meetings of the Parish he deems necessary for the well-being of the Cathedral. The Pastor shall set the time and place of such meeting. The Secretary shall give notice of

such meeting and the purposes for which it is called at least ten (10) days prior to the convening of such meeting.

Quorum

Section 1. Two-thirds number of Voting Members present shall constitute a quorum for the transaction of business at all meetings.

ARTICLE VIII

Subsidiary Organizations

Section 1. No subsidiary body within this Cathedral shall have either a legal or canonical existence unless such subsidiary body shall have filed a copy of its Constitution and by-laws with the Pastor and the Parish Council and received their approval.

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

Section 3. The accumulated funds of any of the aforesaid groups are to be placed at the disposal of the Pastor with the Parish Council at any time when they shall deem it necessary to have such money for the welfare of the Cathedral.

Section 4. If for any reason now or in the future any one of the aforesaid groups shall be dissolved, all assets shall forthwith be transferred to the Cathedral.

ARTICLE IX

The Property of Saint John Orthodox Cathedral

Section 1. Title to all properties shall be held in the name of the Cathedral, as specified in Article II of the Constitution and the Articles of Incorporation. Documents relating to the property shall be kept in the custody of the Pastor.

Section 2. Neither the Pastor nor the Parish Council shall have any right to mortgage, lease, transfer, sell or purchase any real property on behalf of the Cathedral authorized to do so by a Special or Annual Meeting of the Parish called for that purpose. A general or special meeting convened for such purpose shall be had on call of the Pastor at least thirty (30) days in advance with notification by mail or in the regular Cathedral Bulletin setting forth the specific purpose of the meeting. No

Cathedral property shall be mortgaged, sold, leased, transferred or purchased, except by a two-thirds majority vote of the Voting Members of the Cathedral attending such meeting and subsequent approval of the Metropolitan Archbishop.

Section 3. In the event of the dissolution of the Cathedral, all its funds, properties, equipment and endowments shall revert at once and forthwith to the Antiochian Orthodox Christian Archdiocese of North America. Anything to the contrary notwithstanding, the provisions of this Section cannot be amended, altered, changed or modified.

ARTICLE X

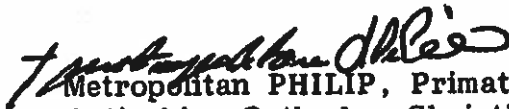
Amendments

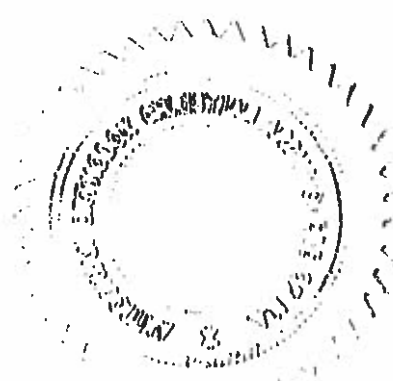
This constitution, except as otherwise herein provided, may be amended, altered, changed or modified at a general or special meeting of the Cathedral called for such specific purpose in writing. No amendments shall be binding or effective except by vote of two-thirds of the members of the Cathedral attending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

ARTICLE XI

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

APPROVED at our headquarters in Englewood,
New Jersey, this 7th day of July, 1998.


Metropolitan PHILIP, Primate
Antiochian Orthodox Christian Archdiocese
of North America



ARTICLES OF INCORPORATION

ARTICLE ONE

The name of the Corporation is Saint John Orthodox Cathedral, Eagle River, Alaska.

ARTICLE TWO

The purpose of this corporation is to acquire, hold and dispose of church property for the benefit of religion, for works of charity and education, and for public worship. This corporation is formed in accordance with the provisions of AS 10.40.010, et. seq.

ARTICLE THREE

The estimated value of the property at the time of executing the articles of incorporation is _____. Disposal of corporation property is restricted in accordance with the Constitution of the Cathedral under the jurisdiction of the Antiochian Orthodox Christian Archdiocese of North America.

ARTICLE FOUR

The title of the person executing the articles is The Very Reverend Father Marc Dunaway

ARTICLE FIVE

The name and address of the person upon whom process may be served is:

The Very Reverend Father Marc Dunaway
18936 Monastery Drive
Eagle River, Alaska 99577

ARTICLE SIX

These Articles are executed in triplicate. One copy shall be filed with the Department of Commerce and Economic Development, one copy shall be filed in the office of the clerk of the Superior Court of the Third Judicial District for the State of Alaska, and one copy shall be retained by the corporation at the address provided in Article Five above.

ARTICLE SEVEN

An impression of the corporate seal of the Corporation is as follows:

IN WITNESS WHEREOF, the undersigned being the sole original incorporator hereinabove named, has executed these Articles of Incorporation in triplicate this ____ day of _____, 1998, at Eagle River, Alaska.

The Very Reverend
Father Marc Dunaway

VERIFICATION

I, The Very Reverend Father Marc Dunaway, being first duly sworn, depose and say that I have read the foregoing **Articles of Incorporation** and I understand the contents thereof, I have executed them freely and voluntarily and I verify that all the statements in them are true.

DATED this ____ day of _____, 1998, at Eagle River, Alaska.

The Very Reverend
Father Marc Dunaway

STATE OF ALASKA

THIRD JUDICIAL DISTRICT

) ss:
)

THIS IS TO CERTIFY that on this _____ day of _____, 1998, before me, the undersigned, a Notary Public in and for the State of Alaska, personally appeared **The Very Reverend Father Marc Dunaway**, the individual described in and who executed the foregoing **Articles of Incorporation**, and he acknowledged to me that he signed the same freely and voluntarily for the uses and purposes therein described.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year first above written.

Notary Public in and for Alaska

My commission expires: _____