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HOLY TRINITY ETHIOPIAN
ORTHODOX TEWAHEDO CHURCH

420 Aberdeen Ave, Hamilton, ON L8P 2R5

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BYLAW NO. 1

NAME: the name of the Parish Church is Holy Trinity Ethiopian Orthodox Tewahedo Church

ADDRESS: the principal seat of church shall be located in Hamilton, Ontario.

Holy Trinity Ethiopian Orthodox Tewahedo Church
420 Aberdeen Avenue, Hamilton, ON L8P 2R5

OBJECTIVES: the objectives of church are outlined in the Letters Patent and Articles of Amendment.

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BYLAW NO. 1

OF THE

HOLY TRINITY ETHIOPIAN ORTHODOX TEWAHEDO CHURCH

BYLAW 1 – INTERPRETATION

- 1.1 In these Bylaws, unless the context otherwise requires:
- 1.1.1 **“The Ethiopian Orthodox Tewahedo Church Holy Synod” (“Patriarchal Synod”)** means a supreme council convened by a patriarch and archbishops which is the supreme authority of the church and with inherited the throne of the apostles and is guided by the Holy Spirit;
 - 1.1.2 **“EOTC”** means Ethiopian Orthodox Tewahedo Church;
 - 1.1.3 **“Patriarch”** is head of the Ethiopian Orthodox Tewahedo Church;
 - 1.1.4 **“Archbishop of the diocese”** means a head bishop assigned by the Patriarch to serve the Ethiopia Orthodox Tewahedo Churches in Canada, who is duly appointed according to the tradition and canon of the Ethiopian Orthodox Tewahedo Church. He is also a member in the Holy Synod of the EOTC.;
 - 1.1.5 **“Parish”** means a community or congregation of Ethiopian Orthodox Christians within the diocese of Canada, who adhere to the faith, dogma, doctrine, and rites of the Church. They are organized for religious worship and instruction and they have a building or facility for their own house of worship;
 - 1.1.6 **“Parish Church”** means the corporation Holy Trinity Ethiopian Orthodox Tewahedo Church;
 - 1.1.7 **“Head of the Parish”, “Head Priest” or “Church Administrator” or “Officer”** means a priest who renders his service to the Holy Trinity Ethiopian Orthodox Tewahedo Church upon confirmation by the Board of Directors of the Parish Church and with the approval of the Archbishop for his professionalism, ability and priestly demeanor;
 - 1.1.8 **“Spiritual Board of the Parish”, “Church Parish Council” and “Board of Directors”** means the board of directors of the Parish Church consisting of minimum five and maximum nine members elected by the membership;
 - 1.1.9 **“Members of the parish”** means a person who has been baptized according to EOTC and accepts and complies with the provisions laid out in these Bylaws and EOTC’s teachings and who is registered in the official registration book;

- 1.1.10 **“Ecclesiastical Assembly of worshipers of the parish”** means a members meeting of the Parish Church consisting of the clergy, parishioners, and Sunday School students who are eligible to elect or to be elected to the membership or leadership of the Parish Church entrusted to the spiritual administration of the Parish Church;
 - 1.1.11 **“Registered address”** of a member, means the member’s address as recorded in the register of members;
 - 1.1.12 **“Sub-committees”** means a committees appointed by the Spiritual Board of the Parish who conduct their activities under the supervision of the Spiritual Board of the Parish;
 - 1.1.13 **“Ontario not-for-profit corporations Act”** or **“ONCA”** sets out how not-for-profit corporations in Ontario are created, governed and dissolved. As of October 19, 2021, ONCA is in force.
- 1.2 Words importing the singular include the plural and vice versa, and words importing a male person include a female person.

BYLAW 2 – THE RELATIONSHIP BETWEEN THE PARISH CHURCH, AND THE EOTC DIOCESE OF CANADA AND ARCHBISHOP OF THE DIOCESE OF CANADA

- 2.1 The Parish Church is a member and part of the diocese of the EOTC in Canada.
- 2.2 The Parish Church recognizes and fully accepts the Supreme canonical authority of the Holy (Patriarchal) Synod, his holiness the Patriarch, and the diocesan archbishop in all matters pertaining to faith and canonical order.
- 2.3 The governing Archbishop of the Diocese of Canada is head of his diocese, in accordance with the traditions of The Ethiopian Orthodox Tewahedo Church and therefore:
 - 2.3.1 upon the request of the Spiritual Board of the Parish Church with the approval of the members of the Parish Church, the selected and qualified Head of Parish Church shall be appointed by the governing Archbishop of the Diocese of Canada. The selection process of the Head Priest shall be performed by the Spiritual Board of the Parish Church in consultation with other knowledgeable Priest(s) as required;
 - 2.3.2 shall ordinate priests and deacons as per the rules of the EOTC. If required, he shall assign a priest for a vacant or a new position from the mother church to serve the Parish Church with the consent of the Spiritual Board of the Parish with the approval of the members of the Parish Church;
 - 2.3.3 if the head priest or an ordinary priest is unaccepted to the majority of members of the Parish Church, the Spiritual Board of the Parish Church shall recruit and

- appoint a new priest with the approval of the members of the Parish Church. The Spiritual Board of the Parish may ask for council and advice from the Archbishop.
- 2.3.4 attend on an annual celebration of the Parish Church to bless the church community.

BYLAW 3 – PARISH MEMBERS

- 3.1 The Parish members of the Parish Church are:
- 3.1.1 at least eighteen (18) years of age; and are baptized according to the practice of the EOTC;
 - 3.1.2 the applicants for incorporation of the Parish Church and those persons who subsequently become a member in accordance with these Bylaws and in any case, have not ceased to be members;
 - 3.1.3 a person shall not be a member and shall not be entitled to vote at any meeting of the Parish Church unless such person is registered as a member in the official register of the Parish Church and has fully paid the membership fees.
- 3.2 All parish members shall be registered by the Secretary of the Parish Church in the register of the Parish Church.
- 3.2.1 The Spiritual Board of the Parish shall decide membership enrollment based on written applications. Newly admitted members of the Parish Church shall acquire the right to vote after six months of membership and are eligible to be elected to parish offices a year after their admission to the parish membership.
 - 3.2.2 Persons coming from another parish in the jurisdiction of the Ethiopian Orthodox Tewahedo Church, who present a membership certificate, are accepted into the Parish Church with no time limit for their voting rights.
- 3.3 Every member must:
- 3.3.1 adhere to the provisions of these Bylaws;
 - 3.3.2 be registered in the official register of members;
 - 3.3.3 pay membership dues and fees set by the Board of Directors and members;
 - 3.3.4 pay a minimum of \$10 per month as a membership fee.
 - 3.3.4.1 Those who fail to pay their membership fee for 1 year or more shall be deprived of their rights to vote and to be elected to parish offices until the payment of such arrears.
 - 3.3.4.2 A parish member who fails to pay his/her membership dues because of reasons accepted by Spiritual Board of the Parish (ex. illness, unemployment, etc.) may retain their right to vote at the discretion of the Spiritual Board of the Parish;

- 3.3.5 make tangible contributions to church activities;
 - 3.3.6 accept the EOTC doctrine and teachings;
 - 3.3.7 safeguard one's self and one's family by strictly adhering to the doctrines and teachings of EOTC;
 - 3.3.8 accept, honor and help others to abide by the Bylaws of the Parish Church;
 - 3.3.9 participate in meetings of members, offer constructive ideas, and vote on motions submitted at the meetings;
 - 3.3.10 serve the Parish Church in his capacity, participate where he deems it necessary, fulfill his obligations to the Parish Church, help and serve by donating money and time;
 - 3.3.11 if an officer, director, or committee member of the Parish Church, on becoming unable to continue serving, is removed from office, or ceasing to reside in Ontario, shall deliver all Parish Church property including documents under his/her custody or control to the Chief Custodian, who is an officer of the Parish Church and a member of the Board of Directors;
 - 3.3.12 encourage his children who attain the age of majority and are gainfully employed and relatives who live with him to separately subscribe for membership in the Parish Church;
 - 3.3.13 try relentlessly to encourage his children to attend Sunday School, to follow religious education and to adhere to church rituals;
 - 3.3.14 should have a father confessor.
- 3.4 Members shall have the following rights:
- 3.4.1 to obtain services such as christening, marriage, burial rites, spiritual counseling for his family and himself according to the practices of the ETOC and directives adopted by the Spiritual Board of the Parish;
 - 3.4.2 upon request to obtain a certificate of membership from the Spiritual Board of the Parish;
 - 3.4.3 to attend meetings of Parish Church members, to exercise the right to vote, participate in discussions, and to be eligible for election to a board.
- 3.5 A person ceases to be a member of the Parish Church:
- 3.5.1 by delivering his/her resignation in writing to the Secretary or by mailing or delivering it to the address of the Parish Church; or
 - 3.5.2 on his/her death.

3.6 Termination of Membership:

3.6.1 A member may be expelled by a special resolution and the reasons for expulsion may include:

3.6.1.1 failure to pay membership fees without good cause – provision 3.3;

3.6.1.2 failure to fulfill his membership responsibilities provided in provision 3.3;

3.6.1.3 conduct that contravenes the principles and teaching of EOTC;

3.6.1.4 fomenting disunity among the members of the Parish Church as determined by the Spiritual Board of the Parish;

3.6.1.5 living in contravention of the teachings, discipline, and beliefs of the EOTC, as determined by the Spiritual Board of the Parish and failure to heed the advice of the Spiritual Board of the Parish to refrain from such living.

3.6.2 A brief statement of the reasons for the proposed expulsion must accompany the notice of the special resolution for expulsion.

3.6.3 The member proposed to be removed shall be entitled to at least twenty-one (21) days of written notice of termination by registered mail or electronic communications with the reason(s) for termination listed in the notice. The member shall be entitled to make submissions in the form chosen by the Spiritual Board of Directors and listed in the notice, whether that be oral submissions in person, oral submissions by video or by written submissions, which are to be provided by the member to the Spiritual Board of Directors not less than five (5) days before the termination is listed to become effective. After the submissions are reviewed by the Spiritual Board of Directors, the final decision of the Spiritual Board of Directors shall be sent by registered mail or electronic communications. The member who is the subject of the proposed resolution for expulsion can appeal to make submissions at the next meeting of members before a special resolution on expulsion is put to a vote.

3.6.4 If the Church Administrator or Head Priest or a priest or deacon of the Parish Church violates the provisions laid out in Bylaw 8:

3.6.4.1 the Spiritual Board of the Parish shall first give him conditional disciplinary measures, or advice and warning.

3.6.4.2 on the second instance of such violation, the Spiritual Board of the Parish shall give him a warning letter.

3.6.4.3 on the third instance of such violation, he shall be dismissed. The final appeal on these disciplinary measures shall be made by a special resolution of the members after the individual presents his case and the Board of the Parish presents its report to members of the Parish Church regarding the measures taken.

- 3.6.5 If a member of the Spiritual Board of the Parish violates the provisions set out in Bylaw 8, he shall first be advised of such violation by the Spiritual Board of the Parish, on the second occurrence of such violation, the Spiritual Board of the Parish shall give him a warning letter. On the third incidence, he shall be suspended from the Spiritual Board of the Parish until the next members meeting. Then a final decision on dismissal shall be made by special resolution of the members passed at a members meeting, and the individual is entitled to make submissions before a vote is made.

BYLAW 4 – MEETINGS OF MEMBERS

- 4.1 Members are in good standing except a member who has failed to pay his or her current annual membership fee, or any other subscription or debt due and owing by the member of the Parish Church.
- 4.2 Meetings of the Parish Church must be held at a time and place in accordance with the Ontario *Not-for-Profit Corporations Act* and these Bylaws as the Board of Directors decides.
- 4.3 Annual meetings of the membership are held once each calendar year in the month of March.
- 4.4 Every meeting, other than an annual meeting, is a special meeting.
- 4.5 The Board of Directors may convene a special meeting of the members of the Parish Church whenever they choose. A special meeting shall also be called if one tenth of the members give a petition to the Board of Directors or when three members of the Board of Directors request a meeting in writing.
- 4.6 Notice of a Meeting:
 - 4.6.1 Notice of a meeting must specify the place, date and time of the meeting and the general nature of the business to be decided, in case of special business;
 - 4.6.2 Notice of a meeting will be posted on the notice board for two weeks prior to the date of meeting;
 - 4.6.3 Complaints from members after compliance of the notice being displayed or communicated for 14 days does not invalidate the proceedings of the meeting.

BYLAW 5 – PROCEEDINGS AT MEETINGS OF THE MEMBERS

- 5.1 All meetings of the membership should commence and conclude with a prayer.
- 5.2 Special business is:
 - 5.2.1 all business at a meeting except the adoption of rules of order;
 - 5.2.2 all business conducted at an annual meeting, except the following:
 - 5.2.2.1 the adoption of rules of order;
 - 5.2.2.2 the consideration of the financial statements;
 - 5.2.2.3 the report of the directors;
 - 5.2.2.4 the report of the auditor, if any;
 - 5.2.2.5 the election of directors;
 - 5.2.2.6 determination of annual dues payable by members of the Parish Church;
 - 5.2.2.7 the appointment of the auditor, if required;
 - 5.2.2.8 other business, under these bylaws, ought to be conducted at an annual meeting or business that is brought under consideration by the report of the directors issued with the notice convening the meeting.
- 5.3 Quorum
 - 5.3.1 A quorum is 50% + 1 of the paid members.
 - 5.3.2 The election of a Chairman must not be conducted at a meeting at a time when a quorum is not present;
 - 5.3.3 If at any time during a meeting there ceases to be a quorum present, then the meeting must be terminated or adjourned.
- 5.4 If a quorum is not present within 30 minutes of the time appointed for a meeting, the meeting, if convened on the requisition of members, must be terminated, but in any other case, it must stand adjourned to the same time and place on the same day of the following week if, at such time, a quorum is not present within 30 minutes from the time appointed for the adjourned meeting, the members present will be deemed to constitute a quorum.
- 5.5 The Chairman or in his absence, the Vice-Chairman, must preside as chair of the meeting. In the absence of both the Secretary must preside over the meeting.
- 5.6 At a meeting if:
 - 5.6.1 There is no Chairman, Vice-Chairman or Secretary present within 15 minutes after the time appointed, or;
 - 5.6.2 The Chairman, Vice-Chairman, and Secretary are unwilling to act as the chair, the members present must elect one of their members to be the chair.

5.7 Adjournment

- 5.7.1 A special meeting may be adjourned from time to time and from place to place, but business must not be conducted at an adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place;
- 5.7.2 When a meeting is adjourned for two weeks or more, notice of the adjourned meeting must be given in the manner of the original meeting;
- 5.7.3 It is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned special meeting, except as provided in provision 5.7.2.

5.8 Proposing resolution and voting

- 5.8.1 A resolution proposed at a Board of Directors meeting or committee of directors need not be seconded.
- 5.8.2 The chair of a meeting may move or propose a resolution.
- 5.8.3 The chair shall cast a vote only to break a tie vote.

5.9 All resolutions other than special resolutions require the support of a majority of the members present at a duly constituted meeting, and such resolutions are binding on the Board of Directors until amended or revoked by subsequent resolution of the members.

5.10 Voting Method

- 5.10.1 A member in good standing present at a meeting of members is entitled to one vote.
- 5.10.2 Voting is by show of hands or by balloting as deemed necessary.
- 5.10.3 Voting by proxy is not permitted.

BYLAW 6 – DIRECTORS AND OFFICERS

6.1 The Board of Directors (“Board”) is composed of minimum five directors, who must have the following offices allocated between them by a board resolution:

- 6.1.1 Chairman;
- 6.1.2 Vice-Chairman;
- 6.1.3 Secretary;
- 6.1.4 Treasurer;
- 6.1.5 Sunday School Coordinator (Chairman of Sunday School);

- 6.1.6 Social Affairs and Property Manager; and
 - 6.1.7 Chief Custodian.
- 6.2 The office to which a director is named generally designates the duties that such office is to perform. The director who received the majority of votes at the election of directors by the members shall be the Chairman.
- 6.3 The members may by special resolution, remove a director, before the expiration of his or her term of office, and may elect a successor to complete the term of office.
- 6.4 The Chair and Secretary should have one common plan and report.
- 6.5 The authority or power of the Board of Directors is as follows:
- 6.5.1 The members elect the Board of Directors to exercise the following powers, authority and obligations:
 - 6.5.1.1 The Board of Directors may exercise all the powers and do all the acts and things that the Parish Church may exercise and do, and that are not by these Bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the Parish Church in a members meeting. The Board of Directors is subject to:
 - 6.5.1.1.1 all laws affecting the Parish Church;
 - 6.5.1.1.2 these Bylaws, and;
 - 6.5.1.1.3 rules not being inconsistent with these Bylaws that are made from time to time by the Parish Church in a meeting.
 - 6.5.1.2 Oversee and run the administrative and financial affairs of the Parish Church including determination of the remuneration to be paid to the Head Priest, Ordinary Priest and Deacon, and to administer the fixed and non-fixed assets in accordance with the guidelines of the Parish Church;
 - 6.5.1.3 Establish committees, appoint committee members and prescribe their duties to facilitate all activities of the Parish Church;
 - 6.5.1.4 Approve expenses within its authority as set in the Bylaws;
 - 6.5.1.5 Present annual work, budget plans and financial reports at the annual meeting;
 - 6.5.1.6 The Chairperson, Secretary, and the Treasurer shall sign cheques and other documents related to finance. A minimum of two signatures are required for each financial document;
 - 6.5.1.7 If three (3) directors leave or resign at the same time, a special meeting of the members of the Parish Church shall be called to resolve issues or to elect new directors in accordance with these Bylaws;

6.5.1.8 For capital expenditures, contract work and long term use equipment not included in the approved budget, the Board of Directors shall approve expenses of up to CDN \$3,000. 00 a month without the consent of the members.

6.5.2 A rule, made by the Parish Church in a member's meeting or a directors meeting, does not invalidate a prior act of the directors that was valid at that time;

6.5.3 An act or proceeding of the directors is not valid if there is less than the prescribed number of directors in office at that time as long as new directors are appointed within seven (7) day in accordance with provision 6.6.3.

6.6 Terms of the Board of Directors:

6.6.1 The Board of Directors shall be elected for a three-year term. However, if there are any unfinished projects, the term can be extended up to 6 months upon the approval of such course of action at a members meeting;

6.6.2 No director shall serve for more than two terms consecutively. Such director shall retire for at least the third election term before being elected again;

6.6.3 Vacancies created in between elections shall be filled from among the reserve of candidates at the last election of directors starting with the reserve candidate that had the highest number of votes and proceeding in order of highest number of votes to fill subsequent director vacancies until the next annual meeting of members;

6.6.4 Immediate family members and spouses shall not be members on the Board of Directors at the same time.

6.6.5 If a director is absent for more than three consecutive meetings without notifying the Board of Directors he/she will be contacted by phone or email. If there is no reasonable reply then he/she shall be deemed to be no longer a member of the Board of Directors.

6.7 Duties of the Board of Directors - the Board of Directors shall:

6.7.1 Prepare a yearly progress report. Also, prepare long and short-term operational plans and present them at the annual meeting of members. After the members have adopted operational plans, the Board of Directors shall use its best efforts to implement the plans;

6.7.2 Without prejudice to the Parish Church's belief, aim, and purposes, the Board of Directors acting on behalf of the Parish Church shall negotiate agreements, commence and defend lawsuits and claims;

6.7.3 Convene regular or special meetings of the members by notices, letters, or telephone calls.

- 6.7.4 Prepare and sign employment documents regarding the clergy (Head Priest, Ordinary Priest and Deacon as required) and for professionals working for the Parish Church, and monitor the work and the performance of such clergy and professionals, and pay their remuneration;
- 6.7.5 Present any annual salary or wage increase proposal of over 3% to a general meeting of members for approval.
- 6.7.6 Without prejudice to the Letters Patent; Articles of Amendment and Bylaws of the Parish Church, issue directives and regulations and ensure their implementation;
- 6.7.7 Maintain a complete, accurate and up-to-date Register of Members, with the names, addresses, email addresses and phone numbers of the members, and upon having confirmed the member's fulfillment of their obligations to the Parish Church, issue membership identification cards as necessary;
- 6.7.8 Prepare and keep in good order registration books of births, baptisms, matrimony, death and all correspondences;
- 6.7.9 Determine the annual membership fees;
- 6.7.10 Deposit the Parish Church's funds in an officially recognized bank. Keep the account and property of the Parish Church in accordance with widely recognized procedures;
- 6.7.11 Use proper, written procedures to facilitate the successful accomplishment of duties, issue work directives to various Parish Church committees and members groups charged with performing Parish Church related activities and monitor their performances;
- 6.7.12 For temporary and long-lasting procedures facilitate the successful accomplishment of duties, issue work directives to various Parish Church committees and members groups charged with performing Parish Church related activities and monitor their performances;
- 6.7.13 As necessary, hire and dismiss employees;
- 6.7.14 Without prejudice to provision 3.3, engage in dialogue, advise, advise through other people, warn, dismiss from membership or other responsibilities those members whose activities are found to be outside the purview of Christian behaviour or the provisions of these Bylaws;
- 6.7.15 Ensure the proper usage and maintenance of residences and facilities of the Parish Church;
- 6.7.16 The directors may delegate any, but not all, of their powers to committees consisting of at least one director or a number of directors;
- 6.7.17 Award certificates of honor and other forms of recognition to persons for outstanding service to the Parish Church;

- 6.7.18 Maintain communication with the hierarchy and other spiritual representatives of other Oriental Orthodox Churches;
 - 6.7.19 Any personal conflict among the directors shall be mediated and resolved within the Board of Directors.
- 6.8 Proceedings of Directors
- 6.8.1 The Chairman is the chair of all meetings of the directors in accordance with these bylaws, but if at a meeting the Chairman is not present within 30 minutes after the time appointed for holding the meeting, the Vice-Chairman shall be the chair at the meeting, but if he is absent, the Secretary shall be the chair of the meeting;
 - 6.8.2 A motion shall be deemed to be passed if a majority of the directors present at a duly constituted directors meeting approve it. The Chairman shall not vote on the motion except when there is an equal number of approving and disapproving votes, then the chair shall cast the deciding vote;
 - 6.8.3 Minutes of all meetings shall be prepared by the Secretary and shall be tabled and confirmed in writing by the directors present at the next meeting of directors as the first order of business;
 - 6.8.4 A resolution in writing, signed by all the directors and placed with the minutes of the directors, is as valid and effective as if regularly passed at a meeting of directors;
 - 6.8.5 The Board of Directors shall meet regularly and at least once a month. All meetings shall be concluded according to the provisions of these Bylaws;
 - 6.8.6 Board members shall serve without pay or compensation. However, legitimate expenses shall be refunded to the directors.

BYLAW 7 – THE ELECTION COMMITTEE

- 7.1 The Election Committee shall have three to five members who shall elect a chair person and secretary.
- 7.2 The Election Committee submits the selected names as candidates to the members for consideration and voting.
- 7.3 Members of the Election Committee shall not be nominated or compete in the election to become directors.
- 7.4 After preparing nomination forms, the Election Committee shall begin to accept nominations from members within a period of two weeks.
- 7.5 The Election Committee shall inform members when the nomination date expires.

- 7.6 Upon a thorough evaluation of nominees, the Election Committee shall present not less than ten candidates for the final vote.
- 7.7 Election takes place by means of a ballot.
- 7.8 The Election Committee shall oversee the orderly transfer of power from the old Board of Directors to the new Board of Directors. The term of the Election Committee ends two weeks after it announces to the parishioners the completion of the transfer of directors.
- 7.9 The transfer of directors between the old and the new board shall be completed within one day after the results are announced.
- 7.10 The Election Committee shall deliver documents, minutes, and ballot papers used during the election process to the new Board of Directors to be kept with the Secretary's records.
- 7.11 During the process of transfer of directors, the new Board of Directors shall discuss in detail with the out-going Board of Directors matters that require follow-up, and short term and long term plans in order to facilitate their best implementation.

BYLAW 8 - OFFICERS DUTIES AND RESPONSIBILITIES

- 8.1 Duties and Responsibilities of the Head Priest/Church Administrator/Head of the Parish:
 - 8.1.1 The Church Administrator is a paid officer of the Parish Church and may attend meetings of the Board of Directors not related to his employment or remuneration;
 - 8.1.2 The Church Administrator has authority on matters pertaining to spiritual services and ecclesiastical mysteries, maintains and takes care of the later, coveralls, spiritual books, and religious properties of the Parish Church, which are meant to be kept outside the reach of members and the public;
 - 8.1.3 In cooperation with the Board of Directors, and in consultation with other priests, the Church Administrator shall safeguard sacred church objects needed for everyday use and make sure that the sacred objects are kept whole and secure.
 - 8.1.4 In conformity with church doctrines, the Church Administrator shall conduct the liturgy, communion with the Supreme Being, mystical theology, Baptism and preach the Holy Gospel.
 - 8.1.5 By offering advice and teachings, the Church Administrator shall do everything possible so that parishioners develop their spiritual lives, practice repentance, and guard themselves from other beliefs;
 - 8.1.6 Based on ecclesiastical law, the Church Administrator shall ensure that various spiritual services are rendered to the faithful;

- 8.1.7 The Church Administrator shall issue directives to priests and deacons who are serving the Parish Church and shall help teach spiritual songs and prayers;
- 8.1.8 The Church Administrator shall visit and comfort parishioners who do not attend Parish Church services, become ill, find themselves in difficult situations, grieve, or who are afflicted;
- 8.1.9 The Church Administrator shall receive clergies or preachers who come by invitation of the Board of Directors and shall prepare a service schedule for such servants according to their respective specialties.
- 8.1.10 The Church Administrator signs certificates of birth, baptism, matrimony and other spiritual confirmations;
- 8.1.11 The Church Administrator is authorized to order an expense from the petty cash of not more than CDN \$100.00 per month;
- 8.1.12 The Church Administrator signs spiritual correspondence for the Parish Church;
- 8.1.13 The Church Administrator has custody of keys for the Parish Church.

8.2 The Chairman shall have the following duties and functions;

- 8.2.1 The Chairman must supervise the other officers in the execution of their duties;
- 8.2.2 The Chairman oversees and manages the financial and material resources of the Parish Church in conjunction with the Treasurer and the accountants;
- 8.2.3 The Chairman presides as chair at meetings of the Board of Directors and member meetings;
- 8.2.4 Upon approval by the Board of Directors, the Chairman negotiates and signs contracts for the Parish Church with one other director;
- 8.2.5 The Chairman supervises the day-to-day activities of the Parish Church committees, prepares performance reports for the members meetings, and when necessary, prepares and sends news releases and notices to members on behalf of Board of Directors;
- 8.2.6 The Chairman safeguards the discipline, well-being, harmony, and rights of the Parish Church;
- 8.2.7 In consultation with Head Priest of the Parish Church and other board members, the Chairman conducts correspondence regarding the day-to-day operations of the Parish Church;
- 8.2.8 After the Treasurer confirms expense requisitions, the Chairman and a director shall sign the expense documents.

8.3 The Secretary shall have the following duties and functions:

- 8.3.1 The Secretary prepares the agendas for meetings of the Board of Directors and for members meetings in consultation with the Church Administrator and the Chairman.

He records the names of those members who attend meetings, keeps minutes of meetings, and presents the minutes for approval to the Board of Directors or the members at their respective subsequent meetings;

- 8.3.2 In consultation with Chairman and Head Priest, the Secretary prepares a registration book of births, baptisms, marriages, and deaths and ensures that the records are properly secured;
 - 8.3.3 The Secretary shall have custody of Parish Church's seal and affixes the seal on outgoing letters, certificates, and documents after receiving authorization from the Board of Directors;
 - 8.3.4 The Secretary keeps a record of all Parish Church correspondence, and ensure that the Parish Church correspondence is delivered to the appropriate parties and that where correspondence requires follow up, it is undertaken;
 - 8.3.5 In the absence of the Chairman and Vice-Chairman, the Secretary shall conduct the affairs of the Parish Church and preside as chair at meetings of the Board of Directors and members;
 - 8.3.6 In the absence of the Secretary at a meeting, the board shall delegate a provisional secretary for the meeting.
- 8.4 The Treasurer shall have the following duties and functions:
- 8.4.1 The Treasurer keep the financial records, including books of account, necessary to comply with the Ontario *Not-for-Profit Corporations Act*, and provide financial statements to the directors, members and others when required along with the accountant;
 - 8.4.2 The Treasurer shall issue receipts for all forms of funds and assets donated to the Parish Church and shall deliver a copy of the receipts to the accountant/auditor. He shall deposit the funds received in the Parish Church's bank account within one week of receipt, and give the copy of the deposit slip to the accountant;
 - 8.4.3 The Treasurer has custody of the bank and cheque books of the Parish Church, and has payments made after he receives invoices;
 - 8.4.4 The Treasurer has custody of the key to the bank deposit box in which valuables and important documents are kept;
 - 8.4.5 The Treasurer shall keep an orderly record of revenues and expenses with the accountant/auditor based on applicable accounting principles;
 - 8.4.6 The Treasurer, in conjunction with the accountant/auditor, shall register under corresponding titles all incomes derived from membership fees, donations, fundraisers, and benevolent contributions;
 - 8.4.7 The Treasurer shall ensure that Parish Church expenses are within the limits of the adopted budget;

8.4.8 The Treasurer shall ensure that any taxes and debts are paid in time. He shall fill out and deliver yearly tax forms within the allotted time with the accountant/auditor.

8.5 Sunday School Coordinator responsibilities:

8.5.1 Represents the Sunday School in all matters and reports to the Board of Directors;

8.5.2 Serves as a liaison officer between the Board of Directors and the Sunday School;

8.5.3 Presents the annual plan of the Sunday School to the Boards of Directors;

8.5.4 Presents the requests of the Sunday School to the Board of Directors;

8.5.5 Communicates to the Sunday School the decisions of the Board of Directors pertaining to the Sunday School;

8.5.6 Ensures the active participation of the Sunday School in all Parish Church services and events.

8.6 The Social Affairs and Property Manager shall have the following duties and functions:

8.6.1 Shall foster harmony and good relationships among parishioners in order to fulfill their needs in their spiritual and social lives by consulting with the clergy;

8.6.2 Shall present relevant comments from members to the Board of Directors.

8.6.3 Shall register and keep all documents pertaining to movable and immovable property of the Parish Church in an orderly manner;

8.6.4 Shall order supplies, making sure to replenish items before they run out;

8.6.5 Shall ensure that the Parish Church is kept clean;

8.6.6 Shall seek the approval of the Board of Directors to sell at auction or to discard old and out-of-service items.

BYLAW 9 – SEAL

9.1 The seal of the Parish Church shall have a circle, an engraving of the Holy Cross at center and the name of the Parish Church in English and Amharic, “HOLY TIRINTY ETHIOPIAN ORTHODOX TEWAHEDO CHURCH”. The directors may by special resolution amend the seal of the Parish Church and may destroy the old seal and substitute it with a new seal.

9.2 The common seal must be affixed only when authorized by a resolution of the directors.

BYLAW 10 – BORROWING

10.1 To carry out the purposes of the Parish Church, the Board of Directors may on behalf of, and in the name of, the Parish Church, raise or secure the payment or repayment of

- money in the manner they decide, and in particular, but without limiting that power, by the issue of debentures.
- 10.2 A debenture must not be issued without the authorization of a special resolution of the Board of Directors.
- 10.3 The members may by special resolution, restrict the borrowing powers of the directors, but such a restriction expires at the next annual meeting.

BYLAW 11 – AUDITOR

- 11.1 An independent audit committee with three members, accountable to the members shall be appointed.
- 11.2 The auditors must be appointed by the members. Current directors or employees of the Parish Church must not be appointed as auditors. The auditors should not be an immediate family member or spouse of any director or employee.
- 11.3 Duties and Responsibilities:
- 11.3.1 Ensure the collection, disbursement and deposit of funds following established procedures;
- 11.3.2 Ensure Parish Church properties, transactions, accounts of assets, liabilities, receipts, disbursement, gains and losses are properly maintained;
- 11.3.3 Shall present annual audited reports including recommendations, and fiscal and management advice at annual meetings;
- 11.3.4 During the process of transferring authority to a new Board of Directors, an audit committee shall close the finance statements of the outgoing Board of Directors and the report shall be presented to the members as soon as possible.
- 11.4 An auditor may be removed by a special resolution of the members.
- 11.5 An auditor must be promptly informed in writing of the auditor’s appointment or removal.
- 11.6 Auditors should be members of the Parish Church and should attend all meetings.

BYLAW 12 – NOTICES TO MEMBERS

- 12.1 Notice of members meetings shall be made at least two weeks before the meeting is held in the form of one or more of the following:
- 12.1.1 Verbal announcement at the pulpit by the Head Priest or a board member assigned by the Board of Directors;

- 12.1.2 Written announcement posted on the Parish Church notice board;
- 12.1.3 Email or mail to the member's last registered address;
- 12.1.4 Verbal announcement at the Parish Church hall after a church service.
- 12.2 Other social event announcements are made verbally at the pulpit by the Head Priest, Chairman or Vice-Chairman.
- 12.3 Any third party notices and announcements shall be made or posted in the Parish Church if they have spiritual or social value and are duly approved by the Board of Directors.

BYLAW 13 – MISCELLANEOUS

- 13.1 The Board of Directors may assess fees for various services, but the initial fees for services shall be:
 - 13.1.1 If baptism and christening service is offered in the Parish Church, a fee of CDN \$50.00 for registered members and CDN \$100.00 for non-member couples;
 - 13.1.2 If matrimonial service is offered in the Parish Church, a fee of CDN \$100.00 for member couples and CDN \$200.00 for non-member couples;
 - 13.1.3 If prayer service to the dead is offered in the Parish Church, a fee of CDN \$50.00 for members and CDN \$100.00 for non-members for a one-time prayer service;
 - 13.1.4 In order to enjoy membership benefits, a member should maintain an active membership including the payment of the membership fee for at least 1 year.
- 13.2 Assets of the Parish Church shall not be used for any purpose not approved in writing by the Board of Directors.
- 13.3 Disbursements of more than CDN \$100.00 requires the approval of the Board of Directors.
- 13.4 Any director and any member of the committees who embezzles Parish Church funds or otherwise breaks his/her trust obligations with respect to the Parish Church property shall be prosecuted according to the laws of Ontario and Canada as the case may be.
- 13.5 Parishioners who willingly cancel their membership or are expelled from the Parish Church for malfeasance shall not lay claim to any assets of the Parish Church. All contributions made to the Parish Church are Parish Church property.
- 13.6 A Head Priest who is a monk shall reside in the apartment which is located at the Parish Church and will use the same address.

BYLAW 14 – BYLAWS

- 14.1 On being admitted to the membership, each member is entitled to, and the Parish Church must give to the member without charge upon request, a copy of the Letters Patent, Articles of Amendment and Bylaws of the Parish Church.
- 14.2 This Bylaw must not be altered or added to except by special resolutions in compliance with the Ontario *Not-for-Profit Corporations Act*.
- 14.3 This Bylaw can only be fully or partially amended at a duly called members meeting. Notice of the motion to change the Bylaws must be announced at the service(s) on each of the two (2) preceding Sundays on which public worship is held prior to the meeting and in the bulletin(s). Copies of the proposed changes shall be made available to the members at the time of the announcement.

BYLAW 15 – DISSOLUTION OF THE PARISH CHURCH

- 15.1 The Parish Church shall not be wound up and dissolved without a special resolution in compliance with the Ontario *Not-for-Profit Corporations Act*. Therefore, the Parish Church may wound up and dissolved if authorized by a resolution passed at a meeting of the members duly called for this purpose and with the consent of all the members entitled to vote at a meeting of the members.
- 15.2 On the winding up and dissolution of the Parish Church, the assets shall not be distributed among its members. Rather, in compliance with the Ontario *Not-for-Profit Corporations Act*, after all debts of the Parish Church have been paid or provision for payment has been made, all objects or religious value and remaining assets of the Parish Church shall be transferred to an Ethiopian Orthodox Tewahedo Church that is a registered charity in Canada under the Income Tax Act.

Subject to matters requiring a special resolution, this Bylaw shall be effective when passed by the members. This Bylaw replaces all past Bylaws of the corporation and the older Bylaws are no longer in force or effect and are voided hereby.


CERTIFIED to be Bylaw No. 1 of the corporation, as enacted by the directors of the corporation by resolution on the 23rd day of September, 2023 and confirmed by the members of the corporation by special resolution on the 1st day of October, 2023.

Dated as of the 1st day of October 2023.

Tenaw Enyew

Yehualashet Otite

Tenaw Enyew
Chairman


Secretary