

**GENERAL BY-LAW**  
**of**  
**NORTH TORONTO GREEK ORTHODOX PARISH**

**BY-LAW NUMBER ONE**

WHEREAS the Board of Directors of the corporation deem it expedient that certain by-laws regulating the transaction of business and affairs of the North Toronto Greek Orthodox Parish be made.

NEW THEREFORE, IT IS HEREBY ENACTED AS FOLLOWS:-

**PURPOSES AND AIMS**

1. The prime function of the Parish shall be to bring together the adherents of the Greek Orthodox faith to better observe, preserve and perpetuate in their true and authentic form the Greek Orthodox Faith and tradition in conformity with the doctrines, canons, rites, administrative rulings, usages and customs of the Greek Orthodox Church, as have been formulated in accordance with the Holy Scripture and the Sacred Tradition by the Seven ecumenical Councils of the One and Undivided Church of Christ and its Synods and promulgated by the authority of the Ecumenical Patriarchate of Constantinople, in Istanbul, Turkey.
2. The Parish, its directors and members shall recognize as basic tenets the following aims:-
  - (a) to preserve the Greek language in which the Gospels were originally written, and to uphold it through proper instruction to the members of the Parish and their children.
  - (b) The instilling of mutual love, brotherly understanding and the spiritual elevation of its members and all peoples.
  - (c) The creation of loyal and useful citizens of Canada with high moral and spiritual standards.
  - (d) The preservation and promotion of the Greek culture and language and the integration of that culture and language as part of the Canadian heritage.
3. The Parish shall in all matters of a purely religious, spiritual and ecclesiastical nature only recognize and abide by the ecclesiastical authority of the Greek Archdiocese of North and South America, which canonically and historically is under the Supreme ecclesiastical jurisdiction of the Ecumenical Patriarchate of Constantinople but only insofar as such does not conflict with any municipal,

provincial or federal laws of Canada.

4. The Parish shall observe the Constitution and by-laws, the administrative rulings, the canons, discipline, worship, customs, regulations and encyclicals of the Greek Archdiocese of North and South American shall also observe the legislation adopted by its Biennial Ecclesiastical Congresses and the administrative decisions and rulings of its Mixed Council of Clergy and Laity hereinafter known as Uniform Parish Regulations but only insofar as such does not conflict with any municipal, provincial or federal laws of Canada.

#### **HEAD OFFICE**

5. The Head Office of the Corporation shall be in the Township of North York, in the county of York, in the Province of Ontario, and municipally known as 3125 Bayview Avenue or such other location in the Province of Ontario designated by special resolution of the Corporation.

#### **SEAL**

6. The Seal, an impression whereof is stamped on the margins hereof, shall be the corporate seal of the Corporation.

#### **DIRECTORS**

7. The ordinary and day to day administration of the Parish shall be conducted by a Board of Eleven Directors, who shall be known as the Parish Council and the said Directors shall do all acts and things as are not by the by-laws or any special resolution of the Parish but by statute expressly directed or required to be done at a general or special meeting of the members.

#### **DIRECTORS SHALL BE SUBJECT TO CONTROL OF MEMBERS**

8. The Directors shall at all times be subject to the control, direction and supervision of the members as resolved in any special or general meetings and shall comply with all resolutions as may be adopted from time to time by the members at a special or general meeting.
9. Every Director shall be twenty-one (21) years or more of age and shall at the time of election be a member of the corporation.
10. No member shall be eligible for nomination or election as a director who has not been a member of the church in good standing for two years, prior to such nomination or election and such member must comply in his or her life and activities with faith and canons of the Parish church.

11. Each Director shall be elected to hold office until the first annual meeting after he shall have been elected or until his successor shall have been duly elected and qualified.

### **ELECTION OF DIRECTORS**

12. Directors shall be elected by the members by personally cast ballot according to the provisions of Article IX of the Uniform Parish Regulations of the hereinbefore mentioned Biennial Congress. Retiring directors shall be eligible for re-election to the Board of Directors if they otherwise qualify and retiring directors shall continue in office until a successor shall have been duly elected or appointed.

### **CASUAL VACANCIES IN BOARD OF DIRECTORS**

13. From time to time, in the event of any vacancy however caused occurred in the Board of Directors, such a vacancy may, so long as there is a quorum of directors then in office be filled by the directors from among the members of the Parish in good standing if they shall see fit to do so; otherwise such vacancy shall be filled at the next meeting of members; and any director appointed or elected to fill such vacancy shall hold office for the unexpired term of the director who ceased to be a director and who cause such vacancy.
14. All acts done by any meeting of the directors or by any person acting as a director; shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such director or persons acting as aforesaid, or that any of them were disqualified, by as valid as if such person had been duly appointed and was qualified to be a director.

### **DISQUALIFICATION OF DIRECTORS**

15. In addition to the circumstances creating a vacancy on the Parish Council as enumerated in the Uniform Parish Regulations the office of a director of the Corporation shall be vacated:-
- (a) If he becomes bankrupt or suspends payment or compounds with his creditors or makes an authorized assignment or is declared insolvent.
  - (b) If he is found to be mentally incompetent or becomes of unsound mind.
  - (c) If he refused to act.
  - (d) If he shall have absented himself (such absence not being absence with leave or on affairs of the

Church) from three (3) successive meetings of the directors and the directors shall have resolved that his office shall be vacated.

- (e) If by notice in writing to the Secretary of the Church he resigned his office.

### **RESIGNATION OF DIRECTORS**

16. Any director may resign his office as director by filing his written resignation with the secretary of the Parish and such a resignation shall take effect either upon the acceptance thereof by the Board of Directors or at the expiration of five (5) days after the filing thereof as aforesaid, whichever shall be the earlier.

### **REMOVAL OF DIRECTORS**

17. The members of the church may, by resolution passed by at least two-thirds (2/3) of the votes cast at a general or special meeting of which notice specifying the intention to pass such resolution has been given, remove any director before the expiration of his term or office and may, by majority of the vote cast at such meeting, elect any person in his stead for the remainder of his term.

### **REMUNERATION OF DIRECTORS**

18. The directors of the church shall serve without remuneration and no director shall directly or indirectly receive any profit from his position as such; provided that a director may be paid reasonable expenses incurred by him in the performance of his duties.

### **MEETINGS OF DIRECTORS**

19. The directors shall within seven (7) days after the annual meeting appointing them from among their number appoint a president, vice-president, secretary and a treasurer.
20. The directors shall meet regularly at least once a month on a day and at such time and place as they may from time to time determine and special meeting shall be held at any time whenever the Parish Priest, the President or a majority of the Parish Council shall deem it necessary and the Secretary of\by the direction of the President, parish Priest or majority of the Parish Council shall convene a special meeting of directors.

Meetings of the board of directors may be held at any time without formal notice if all the directors are present or if those who are absent have waived notice of

such meeting, or have signified their consent to the meeting being held in their absence.

The minutes of the meeting of the Parish Council shall be signed by the Priest, the President and the Secretary.

### **NOTICE OF DIRECTORS MEETING**

21. Notice of any meeting of directors shall be delivered or mailed or telephoned or cabled to each director not less than two (2) days (exclusive of the day on which notice is delivered or mailed or telephoned or cabled, but inclusive of the day for which notice is given) before the meeting is to take place. Notice of any meeting or any irregularity in any meeting or in the notice thereof may be waived by any director.

At the first meeting of the directors after election, or in the case of a director elected to fill a vacancy on the board no notice of such meeting shall be necessary to the newly elected director or directors, nor to legally constitute the meeting provided a quorum of directors is present.

### **QUORUM OF DIRECTORS**

22. A majority in number of the directors shall be present in order to form a quorum of any directors' meeting. No business shall be transacted at any meeting unless a requisite quorum shall be present at the commencement of such business.
23. Questions arising at any meeting of directors shall be decided by a majority of the votes. In case of equality of votes, the chairman of the meeting shall not have a second or casting vote.

### **ORDER OF BUSINESS AT DIRECTORS MEETING**

24. The order of business at any meetings of the board of directors shall, subject to any alteration made by a majority vote of the directors present at any meeting, be as follows:-
- (a) Opening prayer by the priest.
  - (b) Reading the notice calling the meeting and the proof of service thereof.
  - (c) Reading the minutes of the last meeting of directors and confirming same.

- (d) Receiving reports.
  - (e) Unfinished business.
  - (f) New business.
  - (g) Closing prayer by priest.
25. On being elected, each director shall take an oath before the Parish Priest in accordance with the Uniform Regulations as to the conscientious fulfilment of his duties.

**INDEMNITY TO DIRECTORS AND OFFICERS**

26. Every director or officer of the church or other person who has undertaken or who is about to undertake any liability on behalf of the church and their heirs, executors and administrators and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the church from and against:-
- (a) All costs, charges and expense whatsoever which such directors, officer or other person sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against him for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him in or about the execution of the duties of his office;
  - (b) All other costs, charges and expenses which he sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expense as are occasioned by his own wilful neglect or default.
27. No director or officer for the time being of the church shall be liable for the act, receipts, neglects or defaults of any other director or officers or employee or for joining in any receipt or act for conformity or for any loss, damage or expense happening to the church through the insufficiency or deficiency of title to any property acquired by the church or for or on behalf of the church or for the insufficiency or deficiency of any security in or upon which any of the monies of or belonging to the church shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or corporation with whom or which any monies, securities or effects shall be lodged or deposited or for which any other loss, damage or misfortune whatever which may happen in the execution of the duties of his respective office or trust or relation thereto, unless the same shall happen by or through his own wrongful and

wilful act or through his own wrongful and wilful neglect or default.

The directors for the time being of the church shall not be under any duty or responsibility in respect of any contract, act or transaction whether or not made, done or entered into in the name or on behalf of the church except such as shall have been submitted to and authorized or approved by the board of directors.

The board of directors in their discretion may submit any contract, act or transaction or approval, ratification or confirmation at any annual meeting of the members or any general meeting of the members called for the purpose of considering the same and any contract, act or transaction that shall have been approved, ratified or confirmed by a resolution passed by a majority of the votes cast at such a meeting (unless any difference or additional requirement is imposed by The Corporations Act or by the Parish Letters Patent or any supplementary letters patent or any other by-law) shall be as valid and as binding upon the church and upon all the members as though it has been approved, ratified and confirmed by every member of the church.

28. In addition to any duty imposed on the directors by any by-law, statute or resolution of the members, the directors shall at all times:-
- (a) Assist the Parish Priest as he may require in the religious services and such other spiritual and moral activities as he may undertake.
  - (b) Sustain and protect the honour of the Greek Orthodox Church.
  - (c) Sustain and defend the honour, worthiness and reputation of the parish priest.
  - (d) Fulfil the enumerated duties of the Parish Council set forth in Article XIV of the Uniform Regulations.

### **THE PARISH PRIEST**

29. The employment and duties of any person as Parish Priest shall be in accordance with the said Uniform Regulations and by resolution of the members. His employment shall be subject to termination by a resolution to that effect carried at a special general meeting of the members for that purpose. Voting on such resolution shall be by secret ballot.
30. The priest shall be paid such salary as the Directors at a general meeting of Directors resolve in accordance with the financial capabilities of the church and the financial means of the priest.

The parish priest shall:-

- (a) Be ex officio one of the board of directors.
  - (b) Perform all such religious rites, ceremonies and duties as are ordinarily performed by priests of the Greek Orthodox faith.
  - (c) Be responsible for the spiritual needs and welfare of the members.
  - (d) With respect to spiritual, ecclesiastical or religious matters insofar as such does not conflict with any law or Canada, be under the Supervision of the Auxiliary Bishop and the Greek Orthodox Archdiocese of North and South America.
31. No tray collection for the priest shall be allowed or permitted in the church. All monies collected by tray at any time and during any service shall be delivered to the treasurer or his designated appointee(s).
  32. The fees for religious, funeral or memorial services and for weddings, and christenings shall be fixed by the Board of Directors in a general meeting and no other fee is allowed to be collected. An official receipt must be given on all occasions.
  33. The Parish Priest can absent himself from the Church only with the approval of the directors and the Archdiocese but if necessary in an emergency situation with the approval of the officers of the Board of Directors.
  34. The Parish Priest shall be entitled to an annual vacation to be agreed upon between himself and the directors but such vacation shall be for a period of at least a fifteen (15) days with full compensation provided he has obtained from the Archdiocese written permission to absent himself from his Parish.
  35. The Parish Priest cannot resign without giving ninety (90) days notice to the directors, the Auxiliary Bishop and to the Archdiocese and until his resignation is accepted by the directors, the Auxiliary Bishop and the Archdiocese. On his resignation taking effect, he must surrender to the directors, his successor and members all registers, religious records and sacred vessels.

#### **CHAIRMAN AT MEETINGS OF MEMBERS AND DIRECTORS**

36. The president of the Church or in his absence the vice-president shall preside as chairman of every meeting of the directors and members. If at any meeting neither the president nor the vice-president is present within fifteen (15) minutes after the time appointed for holding the meeting or if each of them shall indicate that he is not willing to act as chairman, the directors or members may choose any one of

the directors or members by majority vote to be chairman.

### **EXECUTION OF CONTRACTS**

37. Contracts, documents or instruments in writing requiring the signature of the church may be signed by the president, or vice-president, together with the secretary or the treasurer, and shall be binding upon the church without any further authorization or formality. The directors are authorized from time to time by resolution to appoint any officer or officers or any person or persons on behalf of the church either to sign contracts, documents or instruments in writing generally or to sign specific contracts, documents or instruments in writing.

The corporate seal of the church may, when required be affixed to contracts, documents or instruments in writing as aforesaid or by any officer or persons appointed as aforesaid by resolution of the directors.

### **FISCAL YEAR**

38. The financial year of the church shall terminate on the 31st day of December of each year or on such other date as the directors may from time to time by resolution determine.

### **AMENDMENT**

39. No repeal, amendment or re-enactment of any of these by-laws shall be effective unless confirmed at a general meeting of the members duly called for the purpose and pursuant to a resolution of not less than two-thirds (2/3) of the members present and entitled to vote at such meeting.

### **OFFICERS**

40. The directors shall annually or oftener and from their number elect a president and appoint one or more vice-presidents, a secretary and a treasurer.
41. No officer shall be paid any remuneration except such as may be agreed upon by the members in general meeting.

### **PRESIDENT**

42. The president shall, when present, preside at all meetings of the directors and members. He shall be the chief executive officer of the church; he shall sign such contracts, documents or instruments in writing as require his signature and shall have such other powers and duties as may from time to time be assigned to him by the board of directors or as are incidental to his office.

**VICE-PRESIDENT**

43. The vice-president, or, if more than one, the vice-presidents, in order of seniority, shall be vested with all the powers and shall perform all the duties of the president in the absence or inability or refusal to act as the president. The vice-president, or if more than one, the vice-presidents, shall sign such contracts, documents or instruments in writing as require his or their signatures and shall have such other powers and duties as may from time to time be assigned to him or then by the board of directors.

**SECRETARY**

44. The secretary shall, when present, act as necessary of all meetings of directors and members, shall have charge of the minute books of the corporation and the documents and registers referred to in Section 313 of the Corporation Act. He shall sign such contracts, documents or instruments in writing as require his signature and shall have such other powers and duties as may from time to time be assigned to him by the board of directors or as are incidental to his office. He shall issue or cause to be issued notices of all meetings of the board of directors, members when directed so to do.

**TREASURER**

45. The treasurer shall, subject to the provisions of any resolution of the board of directors, have the care and custody of all the funds and securities of the church and shall deposit the same in the name of the church in such bank or banks or with such depository or depositories as the board of directors may direct. He shall keep accurate books of account and at all reasonable times exhibit his books and accounts to any directors. He shall sign such contracts, documents or instruments in writing as require his signature and shall have such other powers and duties as may from time to time be assigned to him by the board of directors or as incidental to his office. He may be required to give such bond for the faithful performance of his duties as the board of directors in their uncontrolled discretion may require and no director shall be liable to a failure to require any bond or for the insufficiency of any bond or for any loss by reason of the failure of the corporation to receive any indemnity thereby provided.
46. If the office of the president, vice-president, secretary or treasurer or one or more shall be or become vacated by reason of death, resignation, disqualification or otherwise, the directors may elect or appoint an officer to fill such vacancy from amongst the members of the Parish in good standing for the unexpired portion of the term of such vacancy.

**AUDITOR**

47. One or more auditors shall be appointed annually by the members in general meeting. He or they shall be supplied with a list of all books kept by the Parish and with a copy of the balance sheets and abstracts of the affairs thereof. His or their remuneration shall be fixed by the members in general meeting.

### **COMMITTEES**

48. The directors may from time to time constitute such committees as they deem necessary in order to assist them with carrying on the affairs of the Parish and shall prescribe their duties.

### **SALE OR MORTGAGE OF PROPERTY OF THE CHURCH**

49. No part of the real or leasehold property of the church shall be sold, transferred, mortgaged or otherwise disposed of save with the consent of a special general meeting of the members duly called for that purpose and pursuant to a resolution of not less than two-thirds (2/3) of the members present and entitled to vote at such meeting.

### **MEMBERSHIP**

50. There shall be two classes of members of the Parish:-
- (a) Regular Members.
  - (b) Honourary Members.
51. A member in good standing of the Parish shall be any person, twenty-one years of age or over, who was baptized according to the rites of the Church, or was received into the Church through chrismatism, who lives according to the faith and canons of the church, abides by its regulations and by-laws of the Parish, and fulfils his or her financial obligations to both.
52. Persons who lead immoral lives or those who do not adhere to the principles above stated or who have entered into marriage with blood or spiritual relative cannot become members.
53. Regular members (hereinafter called "members") shall be those persons who have fulfilled the above qualifications who make a written application together with payment to their membership fees and who are admitted as members by resolution of the directors. In the event that a majority of the directors are not satisfied with the qualification of any applicant, then the application upon the applicant's request in writing shall be referred to the members in a general meeting.

54. Honourary members shall be those persons who are elected as such by the members in recognition of their services to the Greek Orthodox Church. Honourary members must be persons of the Greek Orthodox Faith.
55. Honourary members shall not be entitled to vote at special or general meetings of the members in their capacity as Honourary members.

#### **MEMBERSHIP FEES**

56. Annual membership fees shall be such as are set by the members in general meeting.
57. Any member who has not paid his membership fees as set by the general meeting within three months after that meeting shall be entitled to vote at any special or general meeting of the members unless the majority of the members at this meeting after inquiry as to the reasons for non-payment permit him to vote.
58. The members may at any special or general meeting exempt any member from the payment of his annual fees for that year if he satisfies them he is financially incapable of paying those fees.

#### **SUSPENSION AND EXPULSION OF MEMBERS**

59. Those members of the church who are shown to have acted contrary to the principles, aims and by-laws of the church may be suspended or expelled by an affirmative vote to two-thirds (2./3) of the members at a special meeting of the members duly called for that purpose. No member shall be suspended or expelled without first having been notified of the charge against him or having been given an opportunity of being heard by the members at that meeting. All votes on the question of suspension or expulsion shall be by secret ballot.
60. In addition to the foregoing all members must conform and abide with the legislation of the said Uniform Regulations set forth in Article VI.

#### **REGISTER OF MEMBERS**

61. A register of members indicating their names, addresses and whether they have paid their annual dues shall be kept by the secretary at the church and shall open for inspection by any member at any reasonable hour and time.

#### **TERMINATION AND RESIGNATION OF MEMBERSHIP**

62. A membership is not transferrable and ceases on a member's death or when he resigns or otherwise in accordance with these by-laws. Any member may resign at any time from the church upon notice in writing to the secretary.

63. The annual meeting of members shall be held in the month of February in each year at such time and place as the directors shall fix. In addition there shall be at least one more general meeting of the membership convened by the directors at a date fixed by the directors.

#### **ORDER OF BUSINESS AT ALL MEMBERS' MEETINGS**

64. The order of business at all annual meetings shall be as follows:-
- (a) The opening prayer by the Parish Priest.
  - (b) The reading of the notice calling the meeting and proof of service thereof.
  - (c) Reading of the list of members.
  - (d) The taking of list of members present.
  - (e) The consideration by the members of the application, if any, of any members who have not paid their membership fees as to whether they will permit him to vote in accordance with by-laws 59 and 60.
  - (f) Reading of minutes of preceding meeting of members.
  - (g) Review by the members of the work of the board of directors for the previous year including confirmation of and by-laws of resolution which require confirmation and reception of any reports.
  - (h) Review of the financial statements for the past year and the budget for the coming year.
  - (i) Appointment of auditors.
  - (j) The fixing of membership fees for the coming year.
  - (k) Election of new directors.
  - (l) New business including such directions to the directors as by resolution the members adopt.
  - (m) Closing prayer by Priest.

#### **SPECIAL MEETINGS OF MEMBERS**

65. The directors may if they consider the question of sufficient importance call a

special meeting of the members for the purport of considering that question.

66. If ten percent(10%) of the members of the Parish sign a request in writing for a special meeting to consider a special question, the directors shall call a special meeting of members for that purpose. That request shall be left at the church addressed to the secretary.

### **PROCEEDINGS OF SPECIAL MEETINGS**

67. The order of business at special meetings shall follow so far as it is applicable the order of business at general meetings.

### **NOTICE OF MEMBERS' MEETINGS**

68. A printed, written or typewritten notice stating the day, hour and place of meeting and the general nature of the business to be transacted shall be served either personally or by sending such notice to each member entitled to notice of such meeting through the post in a pre-paid wrapper or letter at least ten (10 days (exclusive of the day of mailing and of the day of the which notice is given) before the date of every meeting directed to such address of each such member as appears on the books of the church, or, if no address is given therein, then to the last address of each such member known to the secretary; provided always that a meeting of members may be held for any purpose at any date and time without notice of all them members are present in person at the meeting or if all the absent members shall have signified their consent in writing to such meeting being held. Notice of any meeting or any irregularity in any meeting or any notice thereof may be waived by any member of the church.
69. The accidental omission to give notice of any meeting or the non-receipt of any notice by any member or members of the church shall not invalidate any resolution passed by or any proceedings taken at any meeting of members.
70. The signature to any notice may be written, stamped, typewritten or printed or partially written, stamped, typewritten or printed.
71. A certificate or affidavit of the president, vice-president, the secretary or the treasurer or any other office of the corporation in office at the time of the making of the certificate or affidavit as to facts in relation to the mailing or delivery of any notice to any member, director, officer or auditor or publication of any notice shall be conclusive evidence thereof and shall be binding on every member, director, officer or auditor of the corporation as the case may be.

### **VOTING OF MEMBERS AT MEETINGS**

72. The presence of one-third (1/3) of the members shall be necessary to constitute a

quorum at any meeting. No business shall be transacted at any meeting unless the requisite quorum shall be present at the commencement of such business.

73. No member shall be entitled to vote by proxy at any meeting.
74. Each member present at the meeting in person and entitled to vote shall have one vote.
75. Every question submitted to a meeting shall be decided by a majority of votes given on a show of hands.

At any meeting, a declaration by the chairman that a resolution has been carried or carried unanimously or by a particular majority or lost or not carried by a particular majority, shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

#### **ADJOURNMENT OF MEETINGS**

76. The chairman, may, with the consent of any meeting, adjourn the same from time to time and no notice of such adjournment need be given to the members. Any business may be brought before or dealt with at any adjourned meeting which may have been brought before or dealt with at the original meeting in accordance with the notice calling the same.

#### **CONDUCT OF MEETINGS**

77. The directors may make by-laws, governing the conduct of all meetings of the directors and of the members, subject to the following:-
  - (a) Any member desiring to propose a motion or amendment or to discuss any matter under consideration shall rise and address the chairman. The right to speak on any subject shall belong to the member who in the opinion of the chairman first rises to address him. No member shall speak more than once upon any motion or amendment without the consent of the meeting save for the purpose of replying subsequent to sub-clause (d) hereof.
  - (b) Any motion or amendment not seconded shall not be discussed and lapse.
  - (c) Each member shall be entitled to speak in succession either for or against any question and if, at the conclusion of one person's remarks, no member rises to speak, the motion or amendment shall be put to the meeting.

(d) The mover of any motion or amendment shall have the right to reply, and after he has replied, no further discussion shall be allowed.

(e) No member when speaking shall be interrupted unless called to order by the chairman when he shall sit down; the chairman may then permit that member to resume speaking.

(f) When the chairman rises during a debate the member then speaking shall sit down so that the chairman may be heard without interruption.

(g) No motion or amendment shall be considered unless the mover thereof is present when the motion or amendment is voted on.

(h) Any member whose right to vote is challenged shall not vote until he satisfies the chairman that he is entitled to vote.

### **DISSOLUTION**

78. Upon dissolution of the Corporation and after the payment of all debts and liabilities, its remaining assets shall devolve to the Archdiocese, as temporary trustee until the Archdiocese is able to turn over the assets of the corporation to the use of the nearest duly organized Parish or Parishes for the benefit of Greek Orthodox communicants in that area.
79. In the event that the by-laws or resolutions of the corporation herein do not deal with all matters which the needs of the Parish may require from time to time the Parish shall whenever necessary observe the legislation from time to time adopted by the Greek Archdiocese of North and South America by its Biennial Ecclesiastical Congresses of its Mixed Council of Clergy and Laity hereinbefore referred to as the Uniform Parish Regulations.

ENACTED by the Board of Directors this 5th day of October, A.D. 1965.

WITNESS the corporate seal of the church.

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Chairman

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Secretary

Approved at a meeting of the Members held at 585 Hillside Avenue East, in the City of Toronto on the 5th day of October, 1965.

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**BY-LAW NUMBER TWO**

**OF**

**NORTH TORONTO GREEK ORTHODOX PARISH**

being a by-law to authorize the acquisition of certain property

1. WHEREAS North Toronto Greek Orthodox Parish is by its Letters Patent and the act under which it is incorporated, empowered to acquire the property hereinafter mentioned.
2. AND WHEREAS there has been drawn and submitted to the Board of Directors

at or before the enactment of this by-law an indenture of agreement of purchase and sale which is dated the 11th day of June, 1965 which is hereinafter referred to as the "contract" and which is drawn between the Trustees of the corporation of the one part and Violet Gillies and Archibald Gillies of the other part.

3. NOW THEREFORE BE IT ENACTED and it is hereby enacted as By-Law Number 2 of North Toronto greek Orthodox Parish, Toronto, Canada as follows:-
4. The purchase by the corporation of the property on Bayview Avenue in the Township of North York i the County of York and more particularly described in the terms and conditions set out in an agreement dated the 11th day of June, 1965, made between the Trustees of the corporation and Violet Gillies and Archibald Gillies be and the same is hereby approved and authorized.
5. The entering into by the corporation of the said contract able and the same is hereby approved, ratified and confirmed and the actions of Frank George james, James Paul Letros, Ronald Brampton Cheeseman, and George Thomas Vlahakis of a mortgage on behalf of the corporation as set out in the said contract to Violet Gillies and Archibald Gillies and in affixing thereto the corporate seal and delivering the said mortgage be and the same is hereby approved, ratified and confirmed.
7. The directors and the proper officers of the corporation be and they are hereby authorized and directed to do all acts and things (including the execution of documents whether under the corporate seal of the corporation or otherwise) as in their opinion may be necessary or desirable in connection with the said contract and in connection with the sale and purchase of the property therein referred to.

ENACTED by the Board of Directors this 5th day of October, 1965.

WITNESS the Corporate seal of the Corporation.

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Approved at a meeting of the Members  
held at 585 Hillside Avenue East,  
in the City of Toronto on the 5th day  
of October, 1965.

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### **BY-LAW NUMBER THREE**

A By-law respecting the borrowing of money and the issue of securities by  
NORTH TORONTO GREEK ORTHODOX PARISH

BE IT ENACTED by the Directors of NORTH TORONTO GREEK  
ORTHODOX PARISH as a By-law of the said Company as follows:-

The Directors of the Company may with the approval of the members in a general  
meeting from time to time:-

- (a) borrow money upon the credit of the Company in such amounts  
and upon such terms as may be deemed necessary;
- (b) issue bonds, debentures, debenture stock or other like securities  
of the Company whether constituting a Charge on the property of

the Company or not, for such amounts and upon such terms as may be deemed expedient, and pledge or sell the same for such sums and at such prices as the Directors may determine;

(c) charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Company, present or future, including book debts and unpaid calls, rights, powers, franchises and undertaking to secure any such bonds, debentures, debenture stock or other like liabilities or any money borrowed or other debt or any other obligation or liability of the Company.

PASSED by the Directors and sealed with the Company's seal this 5th day of October, 1965.

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Chairman

Secretary

Approved at a meeting of the Members held at 585 Hillside Avenue East, in the City of Toronto, on the 5th day of October, 1965.

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#### **BY-LAW NUMBER FOUR**

A by-law respecting the banking of NORTH TORONTO GREEK ORTHODOX PARISH

BE IT ENACTED by the Directors of NORTH TORONTO GREEK ORTHODOX PARISH as a By-law of the said Company as follows:-

1. THAT any two of the President, Vice-President, Secretary and the Treasurer or any two of them are hereby authorized for and in the name of the organization from time to time and until further notice to the Canadian Imperial Bank of Commerce:
  - (a) To draw, accept, sign, make, endorse, negotiate and dispose of all or any bills of exchange, promissory notes, cheques, and orders for the payment of money, and
  - (b) To pay and receive all moneys and give acquittance for the same, and

(c) To borrow money (whether by ways of overdraft or otherwise, howsoever) from the Canadian Imperial Bank of Commerce and deposit with, convey, transfer, mortgage, pledge, hypothecate, assign, deliver, and/or give to the said Bank as security for any moneys borrowed or to be borrowed all or any of the present or future property and assets of the organization of every kind and whether real or personal, moveable or immoveable, and

(d) To receive from the said Bank any negotiable instruments or other property and assets of the organization of every kind and give receipts therefor, and

(e) To execute any agreement with or authority to the Bank relating to the banking business of the organization either generally or with regard to any particular transaction.

(f) To transact generally with the said Bank any business they may see fit:

2. Also that any two of the President, Vice-President, Secretary and the Treasurer or any two of them are hereby authorized for and in the name of the organization from time to time and until further notice to the said bank:

To rent safety deposit boxes and have access thereto and to surrender the same:

3. Also that any one of the President, Vice-President, Secretary and the treasurer or any one of them are hereby authorized for and in the name of the organization from time to time and until further notice to the said Bank:

(a) To discount, negotiate, deposit with or transfer to the said Bank \*but for credit of the account of the organization only) all or any bills of exchange, promissory notes, cheques or orders for the payment of money and other negotiable instruments and for the said purpose to endorse the same or any of them, and

(b) To receive all paid cheques and other debit vouchers charged to any account of the organization and give receipts therefor.

PASSED by the Directors and sealed with the Company's seal this  
5th day of October, 1965.

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Chairman

Secretary

Approved at a meeting of the Members  
held at 585 Hillside Avenue East, in  
the City of Toronto, on the 5th day of  
October, 1965.

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