

## **Brotherhood of St. Moses the Black Chapter Bylaws**

These Chapter Bylaws are intended for use in conjunction with and deference to St. Moses the Black Brotherhood Bylaws, Policies, Mission, Vision, and Values.

### **Statement of Purpose**

The local Chapter of the Brotherhood of St. Moses the Black is a body of Members of the Brotherhood of St. Moses the Black [henceforth known as the Brotherhood] comprised of such Members assigned to a chartered Chapter by the Dean of Chapters in a specific area. The Chapter and its members serve the Orthodox Christian Church as an educational and evangelical outreach, fulfilling the Mission and ministry of the Brotherhood and guided by its national Board of Directors. Chapters seek to introduce all people of North America, and especially people of minority groups, to the salvific work of the of our Lord, Jesus Christ as expressed in the Orthodox Christian faith and tradition. A Brotherhood Chapter seeks to communicate with clarity the spiritual life that the African slaves lived in America, its similarities with ancient Orthodox Christianity, and finally, the importance of reclaiming this heritage for all North Americans.

A Chapter is to actively support the ministry of the Brotherhood of St. Moses the Black in a given area. This support for the Brotherhood at the local level by Chapter Members is exemplified by the following:

- Praying diligently for the the Brotherhood, its members, mission and ministry
- Protecting the integrity and reputation of the Brotherhood of St. Moses the Black
- Encouraging members and others interested in the work of the Brotherhood
- Helping volunteers implement, maintain, and plan the ministry of the Brotherhood in the local area
- Working closely with regional clergy and those interested in the ministry of the Brotherhood
- Organizing a strong financial foundation for the Brotherhood locally
- Ensuring fiscal responsibility with regard to the Brotherhood nationally
- Sending Members of the Chapter to the Annual Brotherhood Conference

### ***Bylaw Article I Name***

**A. OFFICIAL NAME.** Once Chartered, a local Brotherhood Chapter shall bear the official name of the “[City or Region Name] Chapter of the Brotherhood of St. Moses the Black”.

### ***Bylaw Article II Relationship***

**A. RELATIONSHIP.** This Chapter shall be chartered by and remain connected but subordinate to the Brotherhood of St. Moses the Black, its Board of Directors, Board Committees, Officers and Designees. A Chapter is not an independent legal entity but is a gathering of Brotherhood

members in a particular area striving to incarnate and inculturate the Mission and ministry of the Brotherhood faithfully. The Members of a local Chapter thus have a duty to protect and preserve the reputation and integrity of the Brotherhood at all times and in all places both in their personal conduct and in their Chapter activities.

### **Bylaw Article III Chapter Formation**

1. A Chapter can only be formed and organized with the approval of a two -thirds majority of the national Board of the Brotherhood.
2. A Chapter must work with the Dean of Chapters to become prepared and then submit in writing to the Governance Committee for review a proposal to establish a Chapter of the Brotherhood.
3. The Governance Committee reviews and then submits the Chapter proposal to the national Board of Directors for final approval when it is ready to recommend Chapter formation.
4. A Chapter must have a minimum of five members.
5. A Chapter may be dissolved by two -thirds majority vote of the national Board of Directors at anytime and for any reason.
6. No Chapter may apply for its own 501(c)(3) or form any other legal entity or change its status without approval by the national Board of Directors with a two -thirds majority vote.
7. Local Chapters shall be required to re-certify every three years with the Dean of Chapters and the Governance Committee of the Brotherhood in accordance with Brotherhood policies.
8. Chapters have a duty to immediately report possible Chapter problems, conflicts of interest, significant conflicts within the Chapter and especially any known or alleged acts of impropriety or illegality with individual Members of the Brotherhood to the Dean of Chapters.
9. All Chapters must send at least one (1) Member to the annual Brotherhood conference and Annual General Assembly meeting of Members, unless financially or otherwise unable. Notice will be given in advance to the Dean of Chapters if no Member is able to attend.
10. Chapters must submit a written report of Chapter activities and a summary of the planned or proposed activities for the upcoming year to the Dean of Chapters sixty (60) days prior to the Annual Conference and General Assembly Meeting. These reports will be compiled by the Dean of Chapters who will make a report on the activities and health of the Chapters at the Annual General Assembly Meeting.

### **Bylaw Article IV Membership**

#### **A. Qualifications for Membership in the Brotherhood and full participation in a Chapter**

General Membership shall consist of Regular Members and Friends of the Brotherhood. Membership is with the national organization, not the local Chapter which is not a legal entity and has no members itself. No regular member shall be entitled to more than one vote at general assembly meetings of the Brotherhood or local chapter meetings. All members must have paid dues to the national Brotherhood and be in good standing in their local Church in order to vote.

**a. Regular member-** A Regular Member of the Brotherhood shall be defined as an adult individual who is a member of the Orthodox Christian Church who actively supports the purposes of the organization, and is current with Dues to the Brotherhood. Regular members are eligible to serve on and lead committees, vote in special and regular meetings, serve as a member of the Board and/or as an officer of the Brotherhood.

**b. Friend of the Brotherhood-** A Friend of the Brotherhood shall be an individual that actively supports and is interested in the work of the Brotherhood and is current with Dues to the Brotherhood but who does not wish to act as a Regular Member of the Brotherhood or does not qualify for membership. He or she is not eligible to serve on the national Board of the Brotherhood or to vote at the General Assembly or other Brotherhood meetings but may participate in the work of the Brotherhood and its local Chapter.

**c. Eligibility or Qualification of Membership** -Application and acceptance for membership shall be open to all adult individuals that support the stated purposes of the Brotherhood listed in Article I and as outlined in the Brotherhood Articles and Bylaws. Continuing active membership is contingent upon being current on membership dues. Members are expected to be law abiding citizens who are members in good standing with their Church. Members are encouraged to share their personal time, talents, and treasure with the Brotherhood and its the local Chapter. Adults may be members of the Brotherhood even if a local Chapter is not active in a given region.

**d. Chapter and Member Disciplinary Action**

The Brotherhood Board has the right to revoke the charter of Chapter or the membership of a Regular Member or Friend of the Brotherhood for any reason and at anytime by two thirds majority vote of the Board of the Brotherhood. Local Chapters may not take disciplinary actions against Members of any kind but concerns and/or complaints may be presented to the Dean of Chapters and/or the President of the Board in writing.

When disciplinary action is required the following procedure shall be followed by the Board if the Board deems such action is required:

1. First a Chapter or Member will be warned in writing of their misdeeds by the Board and a means of correction shall be given in an attempt to remedy the concern. This shall be done in writing by the Dean of Chapters and/or President of the Board.
2. The accused shall respond in writing within thirty (30) days by a written, verbal, or audio recorded statement in their defense; they may also afford other Members a brief time to speak on their behalf.

3. If satisfactory corrective action is not taken within ninety (90) days of the initial warning, a two-thirds majority vote of the Board shall determine the charter status of the Chapter(s) in question and/or Membership status of the offending individual(s).

### ***Bylaw Article V GOVERNANCE***

#### **A. MEETINGS**

There are two types of meetings: regular and special

1. *Regular* Regular meetings shall be monthly
2. *Special* Special meetings can be called upon the request of a majority of regular members for any special business appropriate to the Local Chapter. This could include special meetings for prayer, training, and/or a special event preparation meeting.
3. Regular Meeting Order of Business:
  - a. Opening Prayer and other such Orthodox spiritual activities (ie: akathist, canon, etc. from the Brotherhood Hymnal and Prayerbook)
  - b. Reading of the Minutes of the preceding meeting
  - c. Reports of Committees
  - d. Reports of Officers (with specific mention of how the Chapter has fulfilled the Mission and ministry of the Brotherhood since its last regular meeting)
  - e. Recently Closed and Open Business
  - f. New Business
  - g. Adjournment
  - h. Closing Prayer (may be led by Orthodox clergy or laity)

#### **B. QUORUM**

Fifty percent (50%) of the “active” regular Members in good standing, where “active” is defined as attending at least 60% of Chapter meetings in the last twelve (12) months, shall constitute a quorum at any regular or special meeting of a Chapter.

#### **C. VOTING**

Only regular members have voting privileges. All voted matters shall be carried by simple majority of a quorum except where otherwise noted.

### ***Bylaw Article VI Dues***

1. Chapter members pay annual membership dues to the National Brotherhood Treasurer at an amount and frequency established by the Brotherhood Board.
2. Chapters may raise additional locally designated funds through events, donations or other means provided all such funds are restricted for purposes that fulfill the mission and ministry of the Brotherhood exclusively. Accounting for such funds shall be reported to the Brotherhood in accordance with Brotherhood fiscal policies and procedures.
3. Chapters shall receive from the Brotherhood Treasurer annually a proportional allotment of the dues collected from Brotherhood members living in the Chapter area to support the Chapter’s accomplishment of the mission and ministry of the Brotherhood.

## **Bylaw Article VII Chapter Officers**

Each Chapter shall elect a President, Vice President, Secretary and Treasurer at an annual meeting of the Chapter on September 1st or within in 30 days proceeding September 1st. The vote shall be made by secret ballot by a simple majority. This slate must submitted to the Dean of Chapters by the Chapter's Spiritual Advisor and then be ratified by the Board of the Brotherhood at its September meeting. Once ratified the Chapter Officers, with the exception of the Spiritual Advisor (addressed below) shall serve for a one (1) year term. Officers may not serve more than three successive one (1) year terms in the same position without taking one (1) year off after three years in that position.

### **A. QUALIFICATIONS OF LOCAL CHAPTER OFFICERS**

Each Local Chapter shall be guided by five Chapter Officers

#### **President & Vice President**

The Chapter President and Vice President should be:

1. A member of the Brotherhood walking faithfully with Christ and in communion with an Orthodox Christian Church
2. Confident that God has called him/her to this role with the blessing of their spiritual father
3. A leader and a motivator
4. Known and respected in the community
5. A firm believer in the Mission and ministry of the Brotherhood
6. Experienced in the Brotherhood through attending at least one (1) Annual Conference and having read both *Wade in the River, An Unbroken Circle* and other talks, articles and books published by the Brotherhood members.
7. Able to lead and facilitate meetings effectively
8. In agreement with the Brotherhood's policies and procedures

#### **Secretary**

The Local Chapter Secretary should be:

1. A member of the Brotherhood walking faithfully with Christ and in communion with an Orthodox Christian Church
2. Confident that God has called him or her to this role with the blessing of their spiritual father
3. A firm believer in the Mission and ministry of the Brotherhood
4. Able to organize and summarize meeting discussions in a written format

#### **Treasurer**

The Local Chapter treasurer should be:

1. A Member of the Brotherhood walking faithfully with Christ and in communion with an Orthodox Christian Church
2. Confident that God has called him or her to this role with the blessing of their spiritual father

3. A firm believer in the Mission and ministry of the Brotherhood
4. Honest and trustworthy
5. Talented with finances, budgeting and/or accounting

### **Spiritual Advisor**

The Spiritual Advisory should be:

1. A canonical Orthodox priest appointed by the Board of the Brotherhood and with the blessing to act as Spiritual Advisor by the appointed Spiritual Advisor's bishop
2. A Member of the Brotherhood
3. A firm believer in the Mission and ministry of the Brotherhood

## **B. DUTIES OF CHAPTER OFFICERS**

### **President**

The Chapter President will:

1. Represent the Chapter to the Brotherhood of St. Moses the Black and its Board
2. Act as a liaison and advocate between the Brotherhood Board and the Chapter
3. Communicate issues of accountability from the Chapter's perspective to the Brotherhood Board
4. Build trust in the Brotherhood, its Board and the local work of the Chapter
5. Provide leadership in the recruitment and orientation of Local Chapter members
6. Encourage the placement of Chapter members in positions to utilize their talents
7. Lead in developing a vision for the Brotherhood's potential in the local community and work with the Spiritual Advisor and local Orthodox Clergy to develop, share and cultivate this vision
8. Call meetings to order and prepare a proposed agenda for meetings, and with the Spiritual Advisory, ensure Orthodox prayers and especially prayers to St. Moses are a regular part of all meetings.

### **Vice President**

The Vice President shall:

1. In the event of the absence, neglect, refusal, inability or death of the Chairman to exercise his or her office, become acting President of the Chapter for the remainder of the President's current term with all the rights, privileges and powers as if he or she had been the duly elected president
2. The Vice President will chair committees on special subjects as designated by the Chapter, and otherwise assist the President as needed.

### **Secretary**

The Chapter secretary will:

1. Records actions taken during the Chapter meetings in an official record to be permanently retained by the Chapter and available to members or the Brotherhood Board upon request
2. Keeps a legible record of all actions and motions

3. Reads the minutes at each meeting before approval
4. Conducts any regular correspondence of the Chapter
5. Keep a current list of Chapter “active” members (including names, email and mailing addresses, phone numbers and other contact information) and share such with the Secretary of the Board of the Brotherhood annually at least two (2) months before the Annual Conference and as needed to maintain a current Brotherhood Membership directory.

### **Treasurer**

The Chapter treasurer will:

1. Together with the president, assume administrative responsibility for funds collected or distributed by the Chapter and ensure transparency and integrity in all fiscal matters
2. Record and review income and expenditures for the Chapter monthly (accountability)
3. Submit annual financial report on the Chapter to the Treasurer of the Brotherhood Board of Directors
4. Collect & deposit money from area fundraisers or conferences
5. Maintain the local checking account as established by the Fiscal Policies and Procedures established by the Brotherhood

### **Spiritual Advisor**

1. The Spiritual Advisor is a non-elected voting member of the Chapter. He has the obligation to voice his objections to actions and policies that may be inconsistent with the mission and ministry of the Brotherhood, and especially the Faith, Canon Law, and the practices of the Holy Orthodox Church.
2. There shall be no time constraint on the tenure of the Spiritual Advisor; however, the Spiritual Advisor may be removed with a two-thirds majority vote by the national Board of Directors.
3. If the Chapter President of the Chapter is a priest, he will assume the position of Spiritual Advisor unless he deems contrary.
4. If the Chapter President be of the Laity, it is required that a priest act as the Spiritual Advisor.
5. The Spiritual Advisor leads services and prayers at Chapter meetings and encourages the Chapter members in maintaining active spiritual lives
6. He shall represent the Chapter and the Brotherhood of St. Moses the Black to the local clergy to promote the mission and ministry of the Brotherhood among the local parishes and in the region.

## **Bylaw Article VIII Chapter Committees**

### **A. CHAPTER COMMITTEE ASSIGNMENTS AND TERMS OF SERVICE**

Each Chapter will have two standing Committees with Committee Chairs appointed annually by the Chapter President from among the actively Regular members of the Chapter. The Chapter may establish other such committees as the Chapter President deems necessary to accomplish the Mission and ministry of the Brotherhood locally. Each Committee must have one (1) or more

regular Members in addition to the Chair. Friends of the Brotherhood may serve on Committees as the Committee Chair deems necessary. Committees may not take action on behalf of the Chapter or obligate it to any activity or liability outside of predefined parameters established at the formation of the Committee and reaffirmed annually by the Chapter.

## **B. CHAPTER COMMITTEES**

The following are the standing committees required for each Chapter:

1. ***EVENTS:*** The purpose of the Events committee is to recommend annual and occasional events to the Chapter, especially to promote the spiritual life of the Chapter members and to accomplish the mission and ministry of the Brotherhood in the local area. Once an event is approved by the Chapter this committee shall plan and organize successful events for the Chapter and communicate such with the Brotherhood Board. Events of Chapters are subject at all times to amendment or cancellation by the Dean of Chapters. This committee is encouraged to seek the assistance of the Dean of Chapters in formulating suitable events for a Chapter.
2. ***COMMUNICATIONS:*** The purpose of the Communications committee is to handle media contacts, publish newsletters/zines/etc, coordinate mailings, and photograph Chapter events. It also is charged with establishing a social media and web presence for the Chapter, such as a Facebook page and webpage, following any established Brotherhood guidelines. The committee will ensure that the Chapter always link such sites to the primary Brotherhood social media pages and website and mentions them in all other correspondence when possible. All logos and marks used by the Chapter must be the approved Logos and Marks of the Brotherhood Board Communications Committee. The committee is also charged with ensuring Chapter members only use media, including online forums, for positive and appropriate speech becoming of an Orthodox Christian and in line with the mission and ministry of the Brotherhood.