

By-Laws of the Association of the Romanian Orthodox Ladies Auxiliary of the Americas

ARTICLE I NAME

The name of this organization shall be: Association of the Romanian Orthodox Ladies Auxiliary of the Americas (hereinafter the “AROLA”). Saint Anna is the protectress of the Association.

ARTICLE II AUTHORITY TO FUNCTION

The AROLA derives its authority to function pursuant to a charter issued in 1938 by His Grace, Bishop Policarp under the name of The Association of the Romanian Orthodox Ladies Auxiliary of North America.

ARTICLE III PURPOSES AND GOALS

The general mission of AROLA is to support and execute all manner of deeds and acts that contribute to the continual growth of the Romanian Orthodox Church in the Americas and encourage members to practice and live by the Christian principles as enunciated by the Romanian Orthodox Metropolia in the Americas. Our goals and objectives are:

1. To develop and promote among women throughout the Metropolia a spirit of Christian leadership, awareness and commitment as taught in the Holy Orthodox Church and be witnesses of the Orthodox Faith;
2. To foster among women throughout the Metropolia a genuine expression of love and service through deeds of charity such as but not limited to: helping the poor, the destitute, the hungry, the aged, the sick, the unemployed, the orphaned and widowed, the imprisoned, the handicapped, etc.;
3. To conduct and promote charitable, benevolent purposes of the Romanian Orthodox Metropolia in the Americas, through instructional programs, retreats, artistic and cultural activities;
4. To preserve, develop and nurture the Romanian Cultural heritage: religion, language, customs, and traditions;
5. To disseminate knowledge by publishing works of Romanian Orthodox women, and organizing presentations, lectures and social activities.
6. To support the education of the future ministers of the Metropolia through scholarships.

ARTICLE IV MEMBERSHIP

1. The AROLA shall consist of all Christian Orthodox women from all the parishes and missions of the Romanian Orthodox Metropolia in the Americas, organized in that parish (mission), or not, in a Ladies Auxiliary Association, hereinafter “LAA”.
2. LAA shall be organized into Deaneries established by the Metropolia (AROLA’s Deanery).
3. Each parish or mission of the Metropolia, with or without a Ladies Auxiliary Association, shall contribute to the AROLA organization a fixed sum of money annually and such sum shall be set by AROLA’s Conference.

4. If the eventuality that a parish or a mission does not pay its yearly dues until March 31st, it can not benefit from AROLA's projects.

ARTICLE V

OFFICERS AND DECISION MAKING

Section 1: The Conference

A. Composition

The Conference of the AROLA shall consist of :

1. The Chairman, the Metropolitan of the Metropolia;
2. The Officers as defined in Article VI of these By-Laws;
3. The Delegations of LAA [the president of LAA (or their representative with a mandate signed by the parish priest and the president of LAA), a delegate and the presbytera of that parish, a total of three (3) delegates from one parish] as in article VII, section 2 E;
4. Spiritual Advisors;
5. Members appointed by the Metropolitan, in recognition of their longstanding, honorable service to the AROLA.

B. Duties and Responsibilities

The Conference shall initiate, plan and execute such programs, projects and undertakings that are aligned with the purposes and goals set forth in Article III, Section 1 of these By-Laws. All decisions of the Conference of AROLA shall be binding upon AROLA Deaneries and the LAA. The Executive Committee shall propose the budget to the approval of AROLA's Conference.

C. Qualifications

Members of the Conference must be stewards, in good standing in their parishes and LAA, for a minimum of two years, who have fulfilled their current Christian Stewardship commitment (if the LAA requires this).

D. Meetings

The Conference of AROLA will be established biennially with the blessing or the Metropolitan, by the Executive Committee. Special meetings of the Conference of AROLA may be called by the President when such a meeting is deemed necessary, with the blessing of the Metropolitan. The President shall issue notices of such a meeting to all its members, setting the time and place for such meeting, together with the purpose(s) for which the meeting is called, at least thirty (30) days prior to the date of the meeting. No business may be transacted at a Special Meeting other than that for which the meeting was called.

E. Voting and Proxy voting

1. Unless otherwise specified at the beginning of the meeting, the decisions will be taken by a vote of majority through show of hands.
2. Proxy votes may be cast only on issues which have been submitted to the LAA in advance of a meeting of the Conference, by representatives of any LAA for which the full number of delegates permitted by the By-Laws are not present. Provided that the LAA has at least one (1) delegate present at the meeting with a written proxy authorization, signed by the delegates that could not be present and by the Parish Priest, that she submitted to the AROLA President and the AROLA Secretary at the beginning of the meeting, the proxy votes can be cast.

F. Election of the Officers and Special Committees

The election of deputies and members of the Special Committees shall take place every two (2) years at the AROLA's Conference and shall be done according to the following procedures:

1. Nominations will be made from the floor; attention shall be paid that the President and the Vice-president should be one from Canada and the other from USA.
2. Election shall be by a show of hands.
3. After the election the newly elected members will take the following oath of office:

"I do solemnly swear that I will fulfill my duties as a member of the Executive Committee of AROLA correctly, honestly and whole-heartedly, and that I will work at all times in accordance with the By-Laws of the Romanian Orthodox Metropolia from the Americas and the By-Laws of AROLA, with respect for and obedience to the Church authorities, so help me God!"

Section 2: The Executive Committee

A. General

1. The Executive Committee, comprised of the elected officers is the executive organ of the Conference is responsible for carrying out its policies.
2. The proceedings of the Executive Committee shall be based upon the will of the majority.
3. The Executive Committee shall invite to all its meetings the Spiritual Advisor(s) of AROLA and shall keep him(them) informed of the activities of the association.

B. Power and Duties

The Executive Committee has the following power and duties:

1. To propose amendments to the By-Laws.
2. To fill any vacancies in its membership as a result of death or resignation.
3. To call the Conference into session and to establish its Agenda.
4. To prepare a budget in which it is stipulated a sum of maximum two hundred and fifty (250) US dollars and respectively two hundred and fifty (250) Canadian dollars, for the expenses incurred by the President and the Vice President of AROLA in fulfillment of their official duties.

C. Meetings

1. The Executive Committee shall meet at such time and place, real or virtual (telephonic conference, Skype and such like), as deemed necessary (with a minimum of four regular meetings) by call of the President, by call of the Metropolitan or by written request of the majority of the members of the Executive Committee.
2. A written notice of the time and place of all meetings of the Executive Committee shall be emailed (or mailed) to each member by the Secretary not less than fifteen (15) days prior to said meeting.
3. A quorum for any meeting of the Committee shall consist of half plus one of its members.

D. Termination and Vacancies

1. **Absence** of a member from three consecutive meetings in one term for reasons other than illness or family emergency shall be equivalent to resignation.
2. **Resignation:** Any member of the Executive Committee of AROLA or of a Special Committee of AROLA may resign by serving written notice upon the President or/and Secretary. The resigning member shall surrender all books, records and property of the Association in her possession.
3. **Vacancies:** In the event of a vacancy in the office of President between elections, the Vice-President shall become the acting President for the unexpired term. In the event of a vacancy in

any other elective office between elections, a majority of the Executive Committee shall elect a qualified member to fill the vacancy.

ARTICLE VI

OFFICERS

Section 1. Elected Officers

- A. The elected officers of the Conference shall include a President, a Vice-President, Secretary, Treasurer USA, Treasurer Canada, Deanery Representatives, Auditor USA, Auditor Canada and Public Relations Director at which it can be added the Coordinator(s) of Special Committee(s).
 - B. Elected officers shall serve for a term of two (2) years and may succeed themselves for one (1) additional two (2) years term. They may succeed themselves for a third term of two (2) years only with the blessing of the Metropolitan.
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Section 2. Duties of Officers

Duties of the officers shall be:

A. The President

- a. Shall preside at all meetings of the Conference of AROLA and of the Executive Committee. She shall serve as an ex-officio, non-voting member for all Special Committees.
- b. Shall establish, if necessary, Special Committee(s), with the advice of the Executive Committee.
- c. May convene meetings of the Executive Committee as the necessity for such meeting may arise.
- d. When in the Chair, shall not have the right to make a motion, second a motion, engage in debate, or vote on a motion, except in the case of a tie in the voting, in which event the President shall cast the deciding vote.
- e. The President shall have the right to make a motion, second a motion, or engage in debate, provided that she first surrender the Chair to the Vice President or, in the absence of the Vice President, to any other available deputy.
- f. The President shall be a co-signatory with the Secretary all contracts, legal documents (excepting those drafts or obligations designated as the responsibility of the Treasurer in Article VI, Section 2 D of these By-Laws), or other documents necessary or proper to the conduct of business of the AROLA, in the name of AROLA when properly authorized by the Executive Committee;
- g. The President shall be a co-signatory with the Treasurer that lives in the same country as herself on all checks. She shall ensure that the Treasurer is bonded.
- h. The President shall attend such meetings of the Metropolitan Council of the Metropolia as directed by the Statutes of the Metropolia and of the Diocesan Council from the country in which she lives. The President may request, and the AROLA shall then provide up to \$250 per year, reimbursement of her reasonable transportation and up to two (2) nights lodging expenses for attending these meetings. She will provide the original receipts to the Treasurer along with a written request.
- i. The President shall refrain to enter into any contractual relationships on behalf of the AROLA, unless authorized in writing to do so by official action of the Executive Committee, within the scope of its powers as set forth in these By-Laws.
- j. The President shall present a report of AROLA activities to the Metropolitan Council, Diocesan Council and to the Conference of AROLA.
- k. The President will represent the AROLA at all meetings with other organizations such as AROLA from other sister Orthodox Churches, with the blessing of the Metropolitan.

B. The Vice-President

- a. The Vice-President shall act in the place of the President in the event of the absence or inability of the latter or when so delegated by the President.
- b. The Vice-President shall carry out any and all other duties that might be assigned to her from time to time by the President.
- c. The Vice-President shall attend the Diocesan Council in the country where she lives, where she shall present a report of AROLA activities. The Vice President may request, and the AROLA shall then provide up to \$250 per year, reimbursement of her reasonable transportation and up to two (2) nights lodging expenses for attending these meetings. She shall provide the original receipts to the Treasurer along with a written request.
- d. She shall be a co-signatory with the Treasurer from the country in which she lives, on all checks and drafts. She shall not sign any check not properly authorized by the Conference or the Executive Committee.

C. The Secretary

- a. Shall take minutes (in English) of all sessions of the Conference and the Executive Committee. Romanian translation of minutes shall be made available upon request.
- b. Shall sign with the President all contracts, legal documents (excepting those drafts or obligations designated as the responsibility of the Treasurer in Article VI, Section 2 D of these By-Laws), or other documents necessary or proper to the conduct of business of the AROLA, in the name of AROLA when properly authorized by the Executive Committee;
- c. Shall take a roll call at the Conference and at the Executive Committee meetings.
- d. Shall keep all records of the AROLA and maintain a current roster of all its members, LAA presidents, Presbyteras, Delegates to the Conference.
- e. Shall deposit the archives of AROLA at the Diocesan Center from Chicago.

D. The Treasurer (USA or Canada)

- a. The Treasurer shall:
 - (1) Receive all the money paid to the AROLA and shall issue receipts for same;
 - (2) Deposit such funds into an accredited banking institution which has been authorized by the Executive Committee;
 - (3) Keep an accurate balanced account of all receipts and disbursements, and shall give detailed reports of the same at each meeting of the Conference. The Treasurer shall also present a general report at the meeting of the Executive Committee;
 - (4) Keep the financial records at the disposal of the Auditor;
 - (5) Provide annual statements to the Subsidiary Organizations;
 - (6) Shall reimburse up to \$250 (two hundred fifty) per year the President, respectively the Vice President, for attending the Metropolitan Council meetings of the Metropolia and the Diocesan Council, provided that she receives a written request and the original receipts for reasonable transportation and up to two (2) nights of lodging;
 - (7) Within fourteen (14) days of the completion of her term, provide to the incoming Treasurer all books, records, ledgers and funds of the AROLA;
 - (8) Provide to the incoming Treasurer a transitional statement detailing the financial transactions of the AROLA and informing the incoming Treasurer of the sources and required disposition of funds;
 - (9) Deliver to the Diocesan Center from Chicago all old books, financial records and ledgers to be maintained.
- b. The Treasurer shall be a co-signatory with the President, respectively with the Vice-president , from the country in which she lives, on all checks and drafts. She shall not issue any check not properly authorized by the Conference or the Executive Committee. All payments shall be made by check or debit card. All checks shall be numbered and issued in numerical sequence. The receipts of payments made by debit card should be kept along with the invoices in the treasury's archive.

E. The AROLA Deanery Representative

- a. There will be one AROLA Deanery Representative for each Deanery: West Canada, East Canada, West USA, Central USA and East USA. In the eventuality that one Deanery shall split into other Deaneries, the Representative of the splitting Deanery will represent the new Deaneries until the next Conference of AROLA, when each AROLA Deanery can choose a Representative.
- b. Shall be responsible with the communication within the territorial LAA ;
- c. Shall represent the AROLA at the Deanery General Assembly;
- d. Shall be responsible for the implementation in the territory of the AROLA programs and projects.
- e. Shall fulfill the function of Auditor, if she shall be chosen.

F. The Auditor (USA and Canada)

The auditor shall examine and audit the financial records of the Treasurer from the country in which she lives, one month before the AROLA's Conference meeting. The auditor shall be chosen from among the AROLA Deanery Representatives.

G. The Public Relations Director

- a. The Public Relations Director shall promote and publicize the AROLA, its affairs, purposes, programs and projects. Periodically she shall prepare and send out informational newsletters to the Metropolia and to the LAA. She shall arrange for the submission of articles to "The Faith" magazine as often as space is made available by the editor of the "Faith". She shall also issue news releases as appropriate.
- b. The Public Relations Director shall work closely with all Deanery Representatives to assist in the proper publicity for any regular and special projects, events, etc.

H. Coordinator of Special Committee

Special Committee(s) may be established from time to time by the President of the AROLA in consultancy with the Executive Committee, for any specific purpose. The duties of such Special Committee(s) shall be as set forth by the President of AROLA and the Executive Committee, and any such Special Committee shall be deemed dissolved when the specific purpose for which it was created has been met. The Coordinator(s) of such Special Committee(s) shall be part of the Executive Committee. Members of the Special Committees are not officers of AROLA.

I. The Spiritual Advisors

- a. The Spiritual Advisors of AROLA are appointed by the Metropolitan of the Metropolia.
- b. The Spiritual Advisors shall be consulted by the Executive Committee, as necessary for any doubt/confusion in the appropriateness of reaching a decision.
- c. The Spiritual Advisors shall be invited to all the meetings of the Executive Committee of AROLA and they shall be kept informed of the activities of the organization.
- d. The Spiritual Advisors shall not have a vote.
- e. Their responsibilities shall be those assigned by the Metropolitan of the Metropolia.

ARTICLE VII

SUBSIDIARY ORGANIZATIONS

Section 1. The AROLA's Deanery

- A. The AROLA's Deanery shall be comprised of all LAA within its geographical boundaries, as described in Article IV, 2.
- B. Each AROLA's Deanery shall have a biennial meeting that coincides with the Deanery General Assembly.
- C. Shall supervise in its territory the execution of all projects, plans and policies determined by AROLA.

Section 2. The Ladies Auxiliary Association (LAA)

- A. The LAA is defined in the Article IV, 1.
- B. All LAA are under the guidance and supervision of the Parish Priest.
- C. If parishes have more than one (1) women's organization, the combined women's organizations shall be treated as one (1) LAA by the AROLA. The representation to AROLA's Conference and to the AROLA's Deanery Meeting of such LAA is to be apportioned among the local parish women's organizations by common agreement among themselves and with the advice and consent of the Parish Priest.
- D. Delegation: The President of each LAA (or her representative with proxy), the presbytera of that parish and one (1) delegate shall be the official delegation of that LAA (a total of three) to the AROLA's Conference and to the AROLA's Deanery Meeting, which takes place at the same time and location with the Deanery General Assembly.
- E. LAA shall be responsible to the Executive Committee of AROLA for the carrying out of all programs and projects initiated by the AROLA. The LAA may initiate any additional plans, programs and projects deemed necessary for the LAA and consistent with the goals and purposes of the AROLA. These local programs must be approved by the Parish Priest.
- F. The LAA shall pay a membership to AROLA from the LAA treasury, as established by the Conference of AROLA.

ARTICLE VIII

DISSOLUTION

In the event of the dissolution of the AROLA, all of its funds and assets of whatever nature, shall revert at once and forthwith to Metropolia. Anything to the contrary notwithstanding, the provisions of this Article cannot be amended, altered, changed, or modified.

ARTICLE IX

AMENDMENTS

These By-Laws may be revised or amended in the following manner:

A resolution duly passed by a majority vote of any Deanery General Assembly or of the Executive Committee shall be submitted to the President of the AROLA at least ninety (90) days before the next meeting of the AROLA Conference. The President of the AROLA shall e-mail copies of the proposed amendment to the presidents of all LAA at least sixty (60) days before the next meeting of the AROLA's Conference. On a vote of two-thirds (2/3) majority of the AROLA's Conference and with the approval of the Metropolitan, the amendment shall be adopted.

These By-Laws went into full effect on July 2, 2016 having been adopted by the Conference of AROLA, held in Hamilton, Ontario, Canada on July 1, 2016 and approved by the Archdiocesan Congress of the Romanian Orthodox Archdiocese in the Americas at its session of July 2, 2016. These now supersede all previous By-Laws of AROLA.