

Part I
The Constitution of the North American Knanaya Community

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PART I

THE CONSTITUTION OF THE NORTH AMERICAN KNANAYA COMMUNITY

PREAMBLE

The Knanaya people in India and outside are the descendants of Jewish Christians from the ancient "Land of Canaan" who immigrated to India in AD 345 under the leadership of Knai Thomas and Metropolitan Mor Joseph of Uraha (Edessa). The Knanaya Diocese (established in 1910) is a separate community in India and outside, under the Metropolitan of the Malankara Syrian Knanaya Samudhayam and follows the faith and practices of Universal Syriac Orthodox Church, under His Holiness the Patriarch of Antioch and all the East. They follow the ancient and unique traditions, customs and practices of the Knanaya Community.


In the recent past, large numbers of Knanaya people have come to North America and permanently settled down. In order to meet their spiritual, social, cultural and educational needs, it has become necessary to establish an administrative unit of the Malankara Syrian Knanaya Community in North America. Hence, We, Mar Clemis Abraham, Metropolitan of the Malankara Syrian Knanaya Diocese hereby establish an administrative unit of the Malankara Syrian Knanaya Samuhdayam in North America, hereinafter to be called THE NORTH AMERICAN KNANAYA COMMUNITY.

ARTICLE I - NAME

The name of this corporation shall be THE NORTH AMERICAN KNANAYA COMMUNITY, (incorporated as THE NORTH AMERICAN KNANAYA DIOCESE) hereinafter also referred to as "The Community". The Community is incorporated in the state of Massachusetts, as a not-for-profit corporation, having a seal registered with the Massachusetts Secretary of State which will appear as "THE NORTH AMERICAN KNANAYA DIOCESE".

ARTICLE II - OFFICE

The registered office of the Corporation shall be 182 Main Street, Maynard, MA 01754. The corporation may also have offices in other locations in USA or Canada, as the Board of Directors (the North American Knanaya Committee) may from time to time determine and/or as the needs of the Community may require.


Rev. Prof. A. P. JOSE
Administrator
M. E. Seminary, Chingava

PART I

THE CONSTITUTION

OF

THE NORTH AMERICAN KNANAYA COMMUNITY

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ARTICLE III - AFFILIATION

Section 1

The North American Knanaya Community is a regional administrative unit of the Malankara Syrian Knanaya Diocese, which is governed according to the Malankara Syrian Knanaya Samudhayam constitution. The Malankara Syrian Knanaya Diocese is under the Universal Syriac Orthodox Patriarchate of Antioch and all the East. The North American Knanaya Community shall be governed according to this Constitution and the Malankara Syrian Knanaya Samudhayam constitution.

Section 2

The Holy Episcopal Synods of the Universal Syriac Orthodox Church which met at Damascus, Syria on July 1, 1980 and November 17, 1981 had unanimously decided that the Knanaya Community shall continue, as before, directly under the Holy See of Antioch and that it shall be administered according to the Malankara Syrian Knanaya Samudhayam Constitution.

ARTICLE IV - SPIRITUAL LEADERSHIP

The Patriarch of the Universal Syriac Orthodox Church of Antioch and all the East (Patriarch); the Metropolitan of the Malankara Syrian Knanaya Diocese (Metropolitan) and the Administrator of the North American Knanaya Community (Administrator) and their duly elected successors shall be the spiritual leaders of the Community as envisaged in the Constitutions of the Malankara Suriyani Knanaya Samudhayam and the North American Knanaya Community.

ARTICLE V - OBJECTIVES

The objectives of the North American Knanaya Community shall be the following:

1. Promote the spiritual, religious, cultural, social and educational well-being of the members of the Community.
2. Organize and establish Parishes and Congregations in North America, in order to nurture the spiritual and social needs of its members.
3. Make provision for training future leaders of the Community, including candidates for the sacred ministry.
4. Initiate and establish Centers in North America to promote activities to help the members of the Community to lead creative and productive lives in the society in which they live.
5. Organize educational, recreational, and cultural centers for the benefit of all segments of the Community.
6. Provide help for the spiritual and social needs of the community in which the members live.
7. Render and receive assistance to and from the parent community in India in accomplishments of its various projects aimed at the overall development of the community.

8. Promote the rich and ancient heritage of the Knanaya Community, foster loyalty and affection for that heritage within the Community, and help members to keep their Knanaya identity, its unique customs and manners.
9. Keep an up-to-date record and register of all the members of the North American Knanaya Community, either centrally or through parishes and congregations. Make copies of such records available to the appropriate offices of the community in India as well as in North America.
10. Maintain close communication and affiliation with the parent community and its members, and participate in the administration of the parent community and its various organizations.
11. Conduct retreats, conventions or study groups, with provisions to meet the particular need of women, youth and children.
12. Bring priests, deacons and other leaders of the church, who may be, according to the wisdom of the Community, needed for the nurturing and shepherding of the Community.
13. Publish books, pamphlets, magazines, newsletters or any other materials that would enhance or enrich the Community.
14. To have power to receive grants, donations, gifts, bequests, to solicit and raise funds for general support of the Community.
15. Establish and administer various funds to help with the emergency, educational and developmental needs of the community.
16. To have power to acquire, maintain and improve real estate property to be used as a campsite for camping, and meetings of the members of the Community.

ARTICLE VI - OWNERSHIP AND DISSOLUTION

Section 1

All assets of the corporation shall be vested in North American Knanaya Community.

Section 2

In the event of dissolution, all net proceeds shall be donated to a charitable organization or organizations of the North American Knanaya Community as decided by the North American Knanaya Association.

ARTICLE VII - MEMBERS

All individuals, both male and female, who are born to Knanaya Parents and accepts both the Malankara Syrian Knanaya Samudhayam constitution and the constitution of the North American Knanaya Community, its ecclesiastical leadership and who follow the faith and traditions of the Malankara Syrian Knanaya Diocese and whose names are registered on the roles of an existing parish or congregation affiliated with the North American Knanaya Community shall be the members.

ARTICLE VIII - PARISH AND CONGREGATION

Section 1

Parish - Metropolitan of the Malankara Syrian Knanaya Diocese shall authorize the establishment of a Parish when deemed appropriate and shall appoint a vicar for the same. The Parish shall be registered with Part II of this constitution.

Section 2

Congregation - A group of Knanaya families in a region where there is no established Knanaya parish, may be recognized as a congregation by the Metropolitan and will be under the supervision of a Knanaya Priest as the Vicar. They shall follow both Part I and Part II of this constitution.

Section 3

Transfer of membership

Any member can transfer his/her membership, due to relocation or any other valid reason from one Parish or Congregation to another Parish or Congregation under the North American Knanaya Community, with the approval of the Administrator of the North American Knanaya Community. The member who wishes to change the membership shall apply to the Administrator of the North American Knanaya Community, and the Administrator of the North American Knanaya Community shall make a decision based on the reports from both vicars. The Administrator of the North American Knanaya Community may seek the advice of the North American Knanaya Clergy Council in such matters.

Section 4

Religious Services from another Parish/Congregation

Any member who wishes to receive religious services from another Parish or Congregation under the North American Knanaya Community, shall apply through the vicar of his/her home Parish/Congregation to the Administrator of the North American Knanaya Community and if the Administrator of the North American Knanaya Community approves, the vicar of the other Parish/Congregation, shall provide him/her the religious services requested, after receiving the customary fees for the church, set by the general body. For the wedding services, half the customary fees existing in each church shall be paid to the respective churches. No such permission is needed for the sacraments of Confession, Holy Communion, the Anointment of the Sick, House Blessing and Funeral.

ARTICLE IX-ADMINISTRATION

The administration of the Community shall be vested in the Metropolitan of the Malankara Syrian Knanaya Diocese and the following bodies shall assist the Metropolitan.

- (a) The Administrator of the North American Knanaya Community
- (b) The Vicar General
- (c) The Clergy Council
- (d) The North American Knanaya Committee
- (e) The North American Knanaya Association

ARTICLE X - DUTIES AND RESPONSIBILITIES OF THE OFFICERS

Section 1 - The Administrator of the North American Knanaya Community

The Metropolitan of the Syrian Knanaya Diocese may appoint an Administrator for the North American Knanaya Community from among the qualified priests of the Malankara Syrian Knanaya Diocese including the North American Knanaya Community. The Metropolitan may consult the North American Knanaya Committee and the North American Knanaya Clergy Council on such appointments.

The Administrator of the North American Knanaya Community shall have overall responsibilities for administration and leadership of the Community.

The Administrator of the North American Knanaya Community is responsible for sending notices to parishes for election of the new Association members from the parishes as well as for sending notices to the newly elected Association members to convene the first meeting of the newly constituted Association.

The Administrator of the North American Knanaya Community shall address and preside over the first meeting of the North American Knanaya Association until the President of the new Association is elected. In addition the Administrator of the North American Knanaya Community shall address the first meeting of the North American Knanaya Association every year.

From time to time the Administrator of the North American Knanaya Community shall visit Parishes and Congregations in order to help achieve the objectives of the Community and to enforce this constitution.

The Administrator of the North American Knanaya Community, with the assistance of the North American Knanaya Community Vicar General and Knanaya Association Secretary, shall send an annual report to the Metropolitan of the Malankara Syrian Knanaya Diocese.

The Metropolitan of the Malankara Syrian Knanaya Diocese in consultation with the Administrator, may appoint or transfer North American Knanaya priests to different North

American Knanaya parishes or congregations. The administrator shall consult the Clergy Council regarding transfers prior to his recommendation to the Metropolitan.

The Administrator may make interim/emergency appointments of priests so that regular services are not disrupted.

All official communications between the North American Knanaya Community and to the Parent Diocese shall be channeled through the Administrator of the North American Knanaya Community. Any complaints against the Administrator of the North American Knanaya Community may be sent directly to the Metropolitan of the Knanaya Diocese.

Section 2 - The Vicar General

The Vicar General shall be appointed from time to time by the Metropolitan of the Malankara Syrian Knanaya Diocese. The Vicar General shall visit each parish and congregation at least once a year and give spiritual and administrative guidance and submit a report to the Administrator of the North American Knanaya Community.

The Vicar General shall examine the records (baptismal register, marriage register, etc.) of the churches and congregations and shall report any irregularities to the Administrator of the North American Knanaya Community.

The Vicar General shall preside over the North American Knanaya Clergy Council.

The Vicar General shall be responsible for all administrative responsibilities of the Administrator of the North American Knanaya Community during the absence of the Administrator or when delegated. Any complaints against the Vicar General shall be forwarded to the Metropolitan.

Section 3- The North American Knanaya Association President

The North American Knanaya Association President shall be a priest elected for a term of three years by the North American Knanaya Association from its members who are priests in good standing. The election process shall be through secret ballot. The North American Knanaya Association President will preside over the North American Knanaya Association and the North American Knanaya Committee meetings

Section 4- The North American Knanaya Association Vice President

The North American Knanaya Association Vice President shall be a priest elected for a term of three years by the North American Knanaya Association from its members who are priests in good standing. The election process shall be through secret ballot. The North American Knanaya Association Vice President shall preside over the North American Knanaya Association and the North American Knanaya Committee meetings in the absence or with the authorization of the North American Knanaya Association President.

Section 5 - The Secretary

The Secretary elected for a term of three years by the North American Knanaya Association shall also be the Secretary of the North American Knanaya Committee, hereinafter to be called the Secretary. The election process shall be through secret ballot. the Secretary shall be responsible for calling the meetings of the North American Knanaya Association and the North American Knanaya Committee. The Secretary of the North American Knanaya Association being also the Secretary of the North American Knanaya Committee, may represent the Community at the direction of the Administrator of the North American Knanaya Community in general administration of the Community.

The Secretary shall keep proper records of the proceedings of the meetings of the North American Knanaya Association and the North American Knanaya Committee. He shall also keep a record of all the reports submitted by the committees and other bodies appointed or working under the direction of the Association.

Members of the North American Knanaya Association may send any questions they have with regard to the Community matters to the Secretary at least two (2) weeks prior to the announced date of any Association meeting.

Section 6 – Joint Secretary

The Joint Secretary, elected for a term of three years, shall perform all duties of the Secretary in his absence or upon the Secretary's direction. He shall also be responsible for the recording of the minutes of all Association and Knanaya Committee meetings.

Section 7 - The Treasurer

The Treasurer, elected for a term of three years by the North American Knanaya Association, shall have the responsibility to prepare and present a budget as well as an audited Balance Sheet and statement of Income and Expenditure, annually, to the North American Knanaya Committee and the North American Knanaya Association. The election process shall be through secret ballot The budget shall be prepared in consultation with the President and the Secretary.

The Treasurer shall receive all funds of the Community for and on behalf of the North American Knanaya Community with the exception of specially designated funds as noted below and shall deposit all amounts except the designated maximum petty cash account, in a bank in the USA, Canada or India as approved by the North American Knanaya Committee.

The Treasurer is authorized to maintain a petty cash account of no more than \$200 for incidental and unforeseen expenses. The Treasurer shall give proper receipts for all funds received, prepare bills for all funds expended and shall keep proper accounts for all financial transactions. All bank accounts shall be operated jointly by the Treasurer and the North American Knanaya Association President.

However, special trusts may be established with its own trustees under the supervision of the Administrator and the Association. All rules governing such special trusts will be established by the Association and accounts should be submitted to the Association annually for its approval

ARTICLE XI - THE CLERGY COUNCIL

The priests of the North American Knanaya Community, who are in good standing with the North American Knanaya Community will form a Clergy Council. The Council will be convened by the Vicar General of the North American Knanaya Community and a Secretary will be elected from the Priests for a three year term. The Council which shall meet at least once a year, will advise the Administrator of the North American Knanaya Community on clergy appointments, transfers etc., as well as church membership (when questions are raised about the membership of an individual or family in the parishes or congregations based on the constitution of the North American Knanaya Community and the constitution of the Malankara Syrian Knanaya Samudhayam).

Priests who have served the Community and have retired or are inactive and who continue to be in good standing with the Community may be nominated to membership in the Clergy Council by the Administrator. If the North American Knanaya Committee does not function, The Administrator of the North American Knanaya Community shall run the affairs of the North American Knanaya Community, with the help of the Clergy Council. The Council may elect an executive council if necessary. The Vicar General of the North American Knanaya Community shall be the President of the Clergy Council.

The clergy council may identify and recommend candidates for priesthood for the North American Knanaya Community from time to time.

ARTICLE XII - THE NORTH AMERICAN KNANAYA COMMITTEE

Section 1- Composition

The North American Knanaya Committee will be composed of the following nine (9) officials:

A President - The President of the North American Knanaya Association.

A Vice-President - The Vice President of the North American Knanaya Association.

A Secretary – The Secretary of the North American Knanaya Association.

A Joint Secretary - The Joint Secretary of the North American Association.

A Treasurer – The trasurer of the North American Knanaya Association.

Four (4) members elected by the North American Knanaya Association for a three year term, from its members.

The President, Vice President, Secretary, Joint Secretary and Treasurer shall not be elected for consecutive terms in their respective positions. A Knanaya Committee member shall not be elected for more than two consecutive terms.

Section 2 - General Responsibility

The Committee shall function as the Board of Trustees (Directors) as required under the laws of the State of Massachusetts for not-for-profit organizations. It shall also function as the Executive Committee of the North American Knanaya Association. In consultation with the Administrator of the North American Knanaya Community, it shall have the responsibilities, through its officers, to implement the decisions of the North American Knanaya Association.

It shall fulfill all necessary functions on behalf of the North American Knanaya Community, that are not specifically assigned or attributed to the parishes or congregations. It shall receive and act upon the budget as well as the audited Balance Sheet and Statement of Income and Expenditure as presented by its Treasurer and shall forward it to the North American Knanaya Association for its transaction.

Section 3 - Quorum and Notice

The presence of 5 members shall constitute the quorum for the regular meetings of the North American Knanaya Committee with a minimum of 14 days' notice; however, a lesser number may adjourn the meeting to another date at which no quorum is required. A minimum of one week's notice shall be given to all the members about the adjourned meeting. The original agenda shall be discussed and acted upon.

Section 4- Emergency Meetings

Emergency meetings of the North American Knanaya Committee shall be held with a minimum of 3 days' notice, if requested in writing by a minimum of 4 members stating the reason. The presence of 5 members shall constitute the quorum for such meetings.

ARTICLE XIII - THE DUTIES OF THE NORTH AMERICAN KNANAYA COMMITTEE

Section 1 - General Duties

To perform all duties imposed on them by the constitution and By-laws of the organization and according to the religious and not-for-profit corporation law, and to perform such other duties as are generally performed by the Trustees (Board of directors) under similar circumstances, among the said duties being the following:

(a) To be the Board of Trustees (Directors) of the North American Knanaya Community and to perform all the duties thereof.

(b) To collect all money due, from Parishes and Congregations from their assigned contributions based on total membership, which is approved by the North American Knanaya Association and from any other sources. The Committee may recommend to the Clergy Council and the Administrator to take appropriate actions to collect annual dues from member parishes and congregations in a timely manner.

(c) To pay all bills of the North American Knanaya Community.

(d) To hold regular meetings at such time and place as is convenient to them, the said meeting to be fixed by the Constitution or By-laws or to be at the call of the President or the Secretary of the North American Knanaya Committee; also to hold such other meetings as are required by the Constitution or By-laws of the Community or as shall be desirable or necessary.

(e) To make audited complete accounting of the income and expenses of the Community for every year. Said accounting shall be sent to all Vicars of the Parishes and Congregations in the Community and it should be available at the church offices for any member who request it.

(g) To purchase, lease or otherwise acquire real estate and to hold, own sell, mortgage, lease, or otherwise dispose of the same and to build, construct, maintain, alter, and manage any building or buildings or Church edifice for and on behalf of the Community through the Treasurer.

Section 2 - Removal

Any member of the Knanaya Committee who fails to attend three consecutive meetings of the Committee shall be relieved of his/her post as member of the Committee unless he/she proves that his/her failure to attend was due to unavoidable circumstances. If any member of the Committee is relieved of his/her post, the North American Knanaya Association shall be notified to that effect at their next meeting.

Section 3 Vacancy

Any vacancy, however caused in the North American Knanaya Committee shall be filled by the North American Knanaya Committee at their next meeting from within the members of the North American Knanaya Association. A member so elected shall hold office for the unexpired term of his/her predecessor.

ARTICLE XIV - THE NORTH AMERICAN KNaNAYA ASSOCIATION

Section 1- Composition

The North American Knanaya Association shall consist of:

(1) All the members of the North American Knanaya Clergy Council.

(2) Lay delegates from respective parishes or congregations as provided hereafter shall be elected for a three (3) year term by the general body of the parishes and congregations. The members who are 18 years and above are only eligible for the election process and for the membership count. Such election shall take place on or before January 15th of the year in which it is due.

(a) Each parish may send a minimum of two delegates, for the first thirty (30) members. The number shall be increased by two for every thirty members or fractions thereof. For example, a church with 76 members shall send 6 delegates the following way.

| | |
|-------------------------|-------------|
| First 30 members | 2 Delegates |
| For the next 30 members | 2 Delegates |
| For the next 16 members | 2 Delegates |

(b) Each congregation may send one delegate.

(c) If possible, each parish shall nominate at least two delegates from the younger generation (under 30).

(3) The Administrator may nominate five (5) delegates from the members of the parishes and congregation under the North American Knanaya Community who are known for good service to the Community, for the three (3) year term. The nomination shall be completed before the first meeting of the newly elected North American Knanaya Association.

Section 2 – Term

The term of the association shall be three years.

Section 3 - Meetings

The Association shall meet at least once a year on or before December 31st, to discuss the budget, the audited Balance Sheet and Statement of Income and Expenditure presented by the Treasurer and the report presented by the Secretary.

The newly elected Association shall meet on or before March 31st, on the respective election years to elect the members of the North American Knanaya Committee and to transact all pending matters with regard to the welfare of the Community.

Section 4 - Quorum and Notice

The presence of 1/3 of the total members shall constitute the quorum for the regular meetings of the North American Knanaya Association with a minimum of 21 days’ written notice; however, a lesser number may adjourn the meeting to another date at which no quorum is required. A

minimum of one week's notice shall be given to all the members about the adjourned meeting. The original agenda shall be discussed and acted upon.

Section 5- Emergency Meetings

Emergency meetings of the North American Knanaya Association shall be held with 7 days' notice, if requested in writing by 20 % of the members stating the reason. The presence of 1/3 of the total members shall constitute the quorum for such meetings.

Section 6- Matters Concerning Faith, Order and Discipline

All matters concerning faith, order, discipline, and the Holy Episcopacy of the Malankara Syrian Knanaya Diocese are outside the jurisdiction of this Association.

Section 7 - Agenda

The agenda of the Association meeting shall be prepared by the Knanaya Committee and any matters need to be brought before the Association need to be approved by the Committee.

Section 8 - Final Approval

All decisions of the Association shall become effective only with the approval of the Administrator of the North American Knanaya Community whose decision may be appealed to the Metropolitan of the Malankara Syrian Knanaya Diocese.

Section 9 - Fiscal Year

The fiscal year for the association shall be January 1 through December 31.

ARTICLE XV - OBTAINING SERVICE OF A KNANAYA PRIEST FROM OUTSIDE THE NORTH AMERICAN KNANAYA COMMUNITY/ BRINGING A KNANAYA PRIEST OR DEACON FROM OUTSIDE THE NORTH AMERICAN KNANAYA COMMUNITY FOR HIGHER EDUCATION

One or more North American Knanaya parishes individually or jointly may request the Community for the services of a Knanaya priest from outside the North American Knanaya Community. Such requests shall be presented to the North American Knanaya Committee. The North American Knanaya Committee should draw up guidelines under which priests may be brought and the Committee should evaluate the request using those criteria. Knanaya Committee may also consult the Clergy Council on this matter and a recommendation be submitted to the Administrator. If approved by the Administrator the request shall be presented to the Metropolitan of the Syrian Knanaya Diocese for approval and further action. The requesting parish shall guarantee that all expenses (living, transportation, health, etc.) of the arriving priest will be provided during his term in North America. The Knanaya Committee may also sponsor

priest or deacons for full time work in the Community using the above criteria. The above process shall be used for bringing priests or deacons from outside the North American Knanaya Community for higher education

ARTICLE XVI - ESTABLISHING A RELIGIOUS ORGANIZATION UNDER NORTH AMERICAN KNANAYA COMMUNITY

Churches, groups, or individuals can request to establish a religious organization under the North American Knanaya Community. Such requests shall be presented to the North American Knanaya Committee. If the request is approved by the Knanaya Committee, it shall be presented to the North American Knanaya Association. If necessary, a subcommittee shall be elected from the Association to establish a constitution or examine an existing constitution or by-laws for the organization using the guidelines of the constitution of the North American Knanaya Community and the constitution of the Malankara Syrian Knanaya Diocese. If the request (and the constitution) is (are) approved by the Knanaya Association, the request (and the constitution) shall be forwarded to the Administrator of the North American Knanaya Community for approval. If approved by the Administrator the request (and the constitution) shall be presented to the Metropolitan of the Syrian Knanaya Diocese for approval and further action. An organization established through this process, can use the name of the North American Knanaya Community, its logo, its publications and public forum for its promotion and fund raising.

ARTICLE XVII – REPRESENTATION IN MALANKARA SYRIAN KNANAYA ASSOCIATION

One (1) member from each parish shall be elected to represent his/her parish in the Malankara Syrian Knanaya Association. The election shall coincide with the term of the Malakara Syrian Knanaya Association. The vicar shall certify the election and forward the name of the elected member to the Metropolitan of the Malankar Syrian Knanaya Diocese through the Administrator of the North American Knanaya Community.

ARTICLE XVIII - LEGISLATION

Section 1-Amendments

Any amendments to THIS CONSTITUTION (The Articles of Incorporation - Articles (I to XX)) may be made only by the affirmative vote of the a two thirds majority of all members present at the North American Knanaya Association and approved by the Metropolitan of the Malankara Syrian Knanaya Diocese.

Section 2 - Initiation, Notices and Approval

Any proposal for amendments to this constitution shall be sent to the Secretary of the Association by the members of the Association at least two months prior to the announced date of the meeting of the Association. If the North American Knanaya Committee agrees that the

amendment should be considered, it shall be sent to all members of the Association at least one month prior to the meeting.

Section 3 - Conduct of the Meetings

The conduct of the meeting of the Association shall be in accordance with the Constitution and the by-laws as well as with the accepted general practice of parliamentary procedures.

ARTICLE XIX - BY-LAWS AND RULES

Section 1 - By-laws and Rules

The North American Knanaya Association may draw any number of by-laws or rules to guide the life of the Community and within the purview of this constitution (**Articles I to XIX**) as well as the stated laws of the State of Massachusetts applicable to not-for-profit religious organizations from time to time.

Section 2 - Initiation and Approval

The rule to amend, adopt or repeal the by-laws and rules shall not be the same as that of the constitution, and consequently the North American Knanaya Association on recommendation from the North American Knanaya Committee may recommend changes or additions to them, from time to time. A simple majority of the members of the Association present at the voting shall be sufficient to make such amendments. Association members can initiate amendments to by-laws and rules by sending it to the Association Secretary.

Section 3- Notices

The requirement for advance notice shall be the same for adopting, repealing and amending the by-laws and rules, two month's notice to the Secretary of the Association and one month notice to the members of the Association.

ARTICLE XX -CONSTRUCTION

If there be any conflict between the provisions of the Articles of Incorporation and this Constitution (**Articles I to XIX**), the provisions of the Articles of Incorporation shall govern unless otherwise amended by the North American Knanaya Association, according to Article **XVIII**, and approved by the Metropolitan of the Malankara Syrian Knanaya Diocese. **The Constitution of the Malankara Syrian Knanaya Diocese shall prevail if any articles of this constitution contradicts with the Constitution of the Malankara Syrian Knanaya Diocese.**

PART II

THE CONSTITUTION FOR THE KNANAYA PARISHES OF THE NORTH AMERICAN KNANAYA COMMUNITY

ARTICLE I-OFFICE

The principal office of the corporation (hereinafter "the Church" or "the Parish") shall be,,State Zip Code and the mailing address will be,,State Zip Code.

ARTICLE II - NAME OF THE PARISH

The name and. style of the parish shall be St. Knanaya Church, Inc. and it shall be a not-for-profit corporation having a seal registered with the Secretary of State.

ARTICLE III-AFFILIATION

St. Knanaya Church, Inc. is one of the Parish Churches of The North American Knanaya Community.

ARTICLE IV- SPIRITUAL LEADERSHIP

This parish is under the supreme jurisdiction of the Malankara Syrian Knanaya Diocese and the Metropolitan of the Malankara Syrian Knanaya Diocese and his successors as envisaged in the Malankara Syrian Knanaya Samudhayam Constitution.

ARTICLE V - OBJECTIVES

The purposes for which this not-for-profit corporation has been organized are as set forth In addition, the objectives of the church include, but are not limited to the following:

- (1) To conduct Holy Eucharist and other Sacraments and Services on Sundays and other feast days according to the faith and traditions of the Syrian Orthodox Church.
- (2) To promote fellowship and mutual concern among the members of the church so that they will make their resources available to meet the spiritual, social, cultural, and psychological needs of one another.
- (3) To initiate and conduct various religious social, cultural, educational and intellectual activities that will enrich the lives of the members and enable them to lead a true Christian life.
- (4) To organize and conduct religious instruction for children and youth, and others so that they may remain loyal to Knanaya Community and its traditions and faith.
- (5) To raise funds from members of the Church as well as from non-members in order to achieve the said objectives.

ARTICLE VI - MEMBERSHIP (The General Body)

(1) QUALIFICATION and MEMBERSHIP

All individuals both male and female, who are born to Knanaya parents, living in the area who accept the spiritual leadership of the North American Knanaya Community, who work faithfully to achieve the objectives of the parish and who are in good standing with the Malankara Syrian Knanaya Diocese, shall be members of the parish.

Each member in good standing eighteen (18) years of age or older shall have the right to express their opinion and to vote at meeting of the general membership, provided they paid all outstanding dues to the church.

(2) DUTIES OF MEMBERS

It shall be the duty of members of the parish to lead a truly Christian life and to attend all services of the church and other spiritual and social functions to the best of their ability.

Each family/member shall pay the monthly/yearly subscription, an amount decided by the general body. The members are also responsible to pay their yearly subscription for the North American Knanaya Community and for the Malankara Syrian Knanaya Diocese, an amount as decided by the North American Knanaya Association.

Every member of the parish is required to do everything his/her power to promote the welfare of the parish. The members must take active interest to bring their children in the habit of regular Church and Sunday School attendance. The youth of the parish are to be brought up and instructed to take active part in the affairs of the Parish and to uphold its Knanaya traditions.

ARTICLE VII - MEETINGS OF THE GENERAL BODY

(1) TIME AND PLACE

Meeting of the General Body shall be held at such time and place within the State of , as announced by the Vicar after the Sunday Services in the church.

(2) ANNUAL MEETING

The annual meeting of the General Body shall be held each year on or before December 31, unless otherwise designated by the Board of Directors herein after known as Church Committee, and the General Body shall then elect a Church Committee, including a Secretary, a Treasurer, Committee Members and any other officers to be elected by the CONSTITUTION OF THE NORTH AMERICAN KNANAYA COMMUNITY and transact such other business as may properly be brought before the meeting.

(3) NOTICE OF ANNUAL MEETING

The place, date and time of the annual meeting of the General Body shall be announced by the Vicar or the Priest authorized by the Vicar continuously for three (3) Sundays after the services, prior to the meeting. The secretary shall send copy of the proceedings of the annual general body meeting and the name, address and phone number of the members of the newly elected church committee members, certified by the Vicar, within four (4) weeks to the Administrator of the North American Knanaya Community.

(4) QUORUM

A simple majority of the members shall constitute the quorum for the General Body meeting of the church; however, a lesser number may adjourn the meeting to another date at which meeting no quorum is required. The place, time and date of the re-scheduled meeting shall be announced by the Vicar or the Priest authorized by the Vicar for one (1) Sunday, after the services prior to the meeting. At the adjourned meeting the original agenda may be discussed and acted upon.

(5) MEMBERSHIP ROLL

A membership roll showing the list of members as of the record date, certified by the secretary of the church shall be produced at any meeting of the members upon the request of any member who has given written notice to the secretary at least ten (10) days prior to such meeting. All persons, who are eighteen (18) years or older, appearing on such membership roll shall be entitled to vote at the meeting provided they have paid all their dues to the church.

(6) REGULAR MEETINGS

Regular meetings of the General Body may be convened by the Vicar, as required.

(7) NOTICE OF REGULAR MEETING

The place, date and time of the regular meeting of the General Body, and the purpose for which the meeting is called, shall be announced by the Vicar or the Priest authorized by the Vicar for two (2) Sunday, after the service prior, to the meeting.

(8) SPECIAL MEETING

Special meetings of the General Body may be convened by the Vicar, if a written request is made by at least 10 % of the membership stating the reasons.

(9) NOTICE OF SPECIAL MEETING

The place, date and time of the special meeting of the General Body, the purpose for which the meeting is called, shall be announced by the Vicar or the Priest authorized by the Vicar at least one (1) Sunday, after the service, prior to the meeting.

(10) VOTING

(a) At any meeting of the General Body every member having the right to vote shall be entitled to vote in person. Each member shall have one (1) vote for each item to be voted on.

(b) Except as otherwise provided by the Constitution or By-laws, all elections of Church Committee (Board of Directors) shall be decided by a simple majority of the votes cast.

ARTICLE VIII - GOVERNANCE OF THE PARISH

THE CHURCH COMMITTEE

The business and affairs of the Parish shall be managed by the Church Committee.

1. ELECTION AND TERM OF CHURCH COMMITTEE MEMBERS

At each annual meeting of members, the membership shall elect Church Committee members to hold office until the next annual meeting. Each Church Committee member shall hold office until the expiration of the term for which he/she was elected and until his/her successor has been elected and shall have qualified, or until his/her prior resignation or removal. The Church Committee shall consist of the Vicar, Assistant Vicar(s) and five to eleven elected members.

2. INCREASE OR DECREASE IN NUMBER OF CHURCH COMMITTEE MEMBERS

The number of Church Committee members may be increased or decreased by majority vote of the members of the General Body. No decrease in number of Church Committee members shall shorten the term of any incumbent committee member.

3. NEWLY CREATED CHURCH COMMITTEE MEMBER POSITION AND VACANCIES

Any vacancies occurring in the Church Committee by any reason shall be filled by the General Body. A Church Committee member elected to fill a vacancy caused by resignation, death or removal shall be elected to hold office for the unexpired term of his predecessor.

4. RESIGNATION

A Church Committee member may resign at any time by giving written notice to the Vicar or the Secretary. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by such officer, and the acceptance of the resignation shall not be necessary to make it effective.

5. REMOVAL

Any member of the Church Committee who fails to attend three consecutive meetings of the Church Committee shall be relieved of his/her post as Committee member unless he/she proves that his/her failure to attend was due to unavoidable circumstances. If any member of the Church Committee is relieved of his/her position, the General Body shall be notified to that effect at the next meeting. Any or all of the Committee members may be removed for cause by the General Body with simple majority except the President, who is the Vicar. The Committee member (s) may be removed without cause only by two-thirds vote of the members of the General Body.

6. QUORUM OF CHURCH COMMITTEE MEMBERS

The simple majority of the entire Church Committee shall constitute a quorum for the transaction of business or of any specific item of business.

7. ACTION OF THE CHURCH COMMITTEE

Unless otherwise required by law, the vote of a majority of the committee members present at the time of the vote, if a quorum is present at such time, shall be the act of the committee. Each member present shall have one vote.

8. PLACE AND TIME OF CHURCH COMMITTEE MEETING

The Committee may hold its meeting at the office of the corporation or at such other places within the state of _____, as it may from time to time determine.

9. REGULAR ANNUAL MEETING OF THE NEWLY ELECTED CHURCH COMMITTEE

A regular meeting of the newly elected Committee shall be held within one month after the annual meeting of the members (General Body).

10. NOTICE OF THE MEETING OF THE CHURCH COMMITTEE ADJOURNMENT

Regular meeting of the Church Committee may be held without notice at such time and place as it shall from time to time be determined. Special meeting of the Committee shall be held on notice to the committee members and may be called by the President upon three days' notice to each member either personally or by mail or by wire. Special meetings shall be called by the President or by the Secretary in a like manner on written request of two committee members. Notice of a meeting need not be given to any committee member who submits a waiver of notice whether before or after the meeting or who attends the meeting without protesting prior thereto or at its commencement, the lack of notice to him.

A majority of the committee members present, whether or not a quorum is present, may adjourn any meeting to another time and place. Notice of adjournment shall be given to all committee members who were absent at the time of the adjournment and, unless such time and place are announced at the meeting, to the other committee members.

11. EXECUTIVE AND OTHER COMMITTEES

The Church Committee, by resolution adopted by a majority of the entire committee, may designate from among its members an executive committee and other committees, each consisting of three or more committee members. Each such committee shall serve at the pleasure of the Church Committee.

12. DUTIES OF THE CHURCH COMMITTEE

(A) It shall be the duty of the Church Committee to promote the best interest of the church in every instance and for that purpose, they shall do the needful for raising funds for the Church and for the purpose of securing closer cooperation and friendship among the members of the parish. They shall in every instance exert themselves to the utmost to advance the best interests of the Church.

(B) The Church Committee should assist the Vicar, in all his duties as requested and they should, if necessary, appoint sub-committees from among their members to provide assistance (for collecting church dues, contributions, etc.) and be of assistance to Vicar and the Priests in their pastoral duties.

(C) The Church Committee shall perform all duties imposed on them by the constitution and bylaws of the organization, and the not-for-profit corporation law, and to perform such other duties as are generally performed by Church Committee under similar circumstances, among the said duties being the following:

(1) To administer the financial affairs of the parish.

(2) To secure the services of properly qualified Malayalam speaking priests from India with the recommendation of the Administrator North American Knanaya Community and the approval of the North American Knanaya Community and the Metropolitan of The Malankara Syrian Knanaya Church.

(3) To collect all money due to the Parish and to pay all the bills of the Parish.

(4) To hold monthly meetings at such time and place as is convenient to them, the said meeting to be fixed by the by-laws or to be at the call of the committee; also to hold such other meetings as are required by the constitution or by-laws of the Parish or as shall be desirable or necessary.

(5) To make complete annual accounting of the income and expense of the Parish for each year. Said accounting shall be submitted to the annual General Body meeting for approval.

(6) To recommend to the general body the fees to be charged for all the Church services.

(7) To make donations or gifts of any sort and to make purchases for or on behalf of the Church.

(8) To purchase, lease, or otherwise acquire real estate and to hold, own, sell, mortgage, lease, or otherwise dispose of the same to build, construct, maintain alter, and manage any building or buildings or church edifice for and or on behalf of the Church.

ARTICLE IX-OFFICERS

1. OFFICES, ELECTION, TERM

Unless otherwise provided for in the Articles of Organization, the General Body (Membership) during the annual meeting may elect a Secretary, a Treasurer, Committee Members and any other Officers to be elected by the General Body. They shall have such duties, powers and functions as hereinafter provided. All officers shall be elected or appointed to hold office until the annual meeting of the members (The General Body).

Each officer shall hold office for the term elected or appointed and until his/her successor has been elected or appointed and qualified.

The Vicar shall serve as the President all the time.

2. REMOVAL, RESIGNATION, SALARY

Any Officer elected or appointed by the General Body may be removed by the General Body with or without cause. In the event of the death, resignation or removal of an officer, the Church Committee in its discretion may elect or appoint an acting successor from the Church Committee or from the General Membership, until the General Body can elect a replacement for the unexpired term of that officer.

Any two or more offices may be held by the same person, except the office of the President and Secretary. The Administrator of the North American Knanaya Community with the approval the Metropolitan can remove the Vicar if the performance is not satisfactory. The salary for any appointed (by the Metropolitan or by the church committee), or elected officials of the church should be decided by the General Body in the absence the person, considering the financial position of the Church.

PRESIDENT

The Vicar shall be the President and the chief executive officer of the Parish; he shall preside at all meetings of the general body and of the Church Committee; he is responsible for the general management of the Church and shall see that all decisions of the General Body are enforced.

VICE PRESIDENT

The Assistant Vicar, if appointed, shall be the Vice President. If the Vicar or the Assistant Vicar is not locally available all the time, a Vice President shall be elected by the General Body and shall perform the administrative duties of the President in consultation with the President.

SECRETARY

(A) He or She shall keep a complete record of the minutes of all meetings of the Church Committee and all general body meeting of the Parish. Proceedings of all meetings shall be recorded by the Secretary and duly signed and certified by the President.

(B) He or She shall receive all official communications directed to the Parish or Church Committee. Any complaints, regarding any matter whatsoever, in connection with the Parish or the corporation thereof, shall be directed to the Secretary.

(C) He or She shall conduct all correspondence for the Pariah and act as the Secretary of the Parish.

(D) He or She shall be the custodian of the Seal of the Parish unless otherwise ordered by the Church Committee, and shall affix and attest the same to the documents when duly authorized by the Church Committee.

(E) He or She shall keep a membership roll containing the name and particulars of all persons who are members of the Parish

(F) He or She shall send notices for meetings.

TREASURER

(A) He or She shall receive, for and on behalf of the Parish, all money due to the Parish and all sources of financial income and he or she shall issue a proper receipt thereof and deposit the same as soon as possible in the bank to be selected by the Church Committee in the name of the Parish. All bank accounts shall be operated jointly by the Vicar and the Treasurer.

(B) All withdrawals from the bank shall by check.

(C) He or She shall maintain a petty cash book.

(D) He or She shall prepare bills for all funds expended and shall keep proper accounts of all financial transactions.

(E) He or She shall present the accounts of income, expenditure, and balances at each meeting of the Church Committee and the President shall endorse it.

(F) At the end of each year, he or she shall present a statement of accounts audited by the Auditor appointed by the General Body in annual meeting of the membership.

ARTICLE X - THE VICAR

The Vicar shall be a Priest appointed by the Metropolitan of the Malankara Syrian Knanaya Diocese, in consultation with the Administrator of the North American Knanaya Community. The Vicar, in the performance of the following duties, as well as those duties of the President, is responsible to the Metropolitan, the Administrator of the North American Knanaya Community and the Church Committee.

(A) He shall conduct necessary services and celebrate the prescribed liturgies and other services in accordance with the rules and regulations of Malankara Syrian Knanaya Church.

(B) He shall endeavor to encourage attendance at the Church services and shall see that every member is registered in the record of the Church.

(C) He shall form a Sunday School, Prayer Groups, and see that the Syrian Orthodox faith is taught by qualified teachers, properly selecting the religious materials used.

(D) He shall, as often as he is able to do so, visit the homes of the members of the parish.

(E) He shall visit the sick members of the parish as soon as possible.

(F) He shall perform all of the rites of the church, and shall issue baptismal and marriage certificates as soon as possible.

(G) He shall keep and preserve an official church records of all births, baptisms, marriage and funerals.

(H) He must take an active part and cooperate with the Church Committee in carrying out of the various activities designed for the spiritual, social, educational, and financial progress of the Parish.

(I) He shall abide by the religious corporation law applicable to the Parish.

(J) He shall not involve or act against the interest of the Parish.

(K) He shall abide by the constitution and by-laws of the Parish.

(L) He should uphold the Knanaya traditions, uphold the Malankara Syrian Knanaya Samudhayam Constitution, make known to the members of the communications from the Metropolitan of the Malankara Syrian Knanaya Diocese, the Administrator of the North American Knanaya Community, and the parent Diocese OFFICE located at Chingavanam, Kerala, India and maintain correspondence with the parent community, Malankara Syrian Knanaya Diocese.

(M) He shall preside at all meetings of the Church Committee and maintain order.

(N) He shall devote his time to the welfare and interest of the general work of the Parish.

(O) He shall sign the minutes of the meetings when they have been approved by the Committee.

(P) He shall have the deciding vote on questions of equal divisions.

(Q) He shall see that all orders and resolutions of the Committee are carried out.

(R) He shall set up committees for youth from the members of the parish and shall have full control over their activities.

ARTICLE XI - CONSTRUCTION

If there be any conflict between the provisions of the Articles of incorporation and this constitution, ARTICLES I to XIV, the provisions of the Articles of incorporation shall govern, unless otherwise amended according to ARTICLE XII which follows.

ARTICLE XII - AMENDMENTS TO THE CONSTITUTION

The Constitution (Articles I to XV - PART II) may be adopted, amended or repealed by the members at the annual general body meeting.

Any member in good standing can request in writing to the Church Committee, at least thirty days before the annual General Body meeting. The Church Committee shall, consider the same and take action at least 15 days before the annual general body meeting. If it is approved by three-fourths of the members of the Church Committee, the Church Committee shall give the proposed amendment(s) to the General Body at least 10 days prior to the scheduled meeting. The Secretary shall present the proposed amendment(s) at the annual General Body meeting.

If it is approved by three-fourths of the total valid voting membership, the amendment shall be in effect subject to the recommendation of the Administrator of the North American Knanaya Community to the Metropolitan of the Malankara Syrian Knanaya Diocese and the approval of the Metropolitan.

The Church Committee can recommend, with a three-fourths vote, to the general body for adopting, amending or repealing the Constitution (Articles I to XV - PART II). The Church

Committee, shall give the proposed amendment(s) to the General Body at least 10 days prior to the scheduled meeting. The Secretary shall present the proposed amendment(s) at the annual General Body meeting.

If it is then accepted by three-fourths of the total valid voting membership, the amendment shall be in effect subject to the recommendation of the Administrator of the North American Knanaya Community to the Metropolitan of the Malankara Syrian Knanaya Diocese and the approval of the Metropolitan.

If any by-law regulating the election of Church Committee members is adopted, amended or repealed by three-fourths of the total valid voting membership, the amendment shall be in effect only for the next year's election, subject to the recommendation of the Administrator of the North American Knanaya Community to the Metropolitan of the Malankara Syrian Knanaya Diocese and the approval of the Metropolitan.

The Secretary shall send copy of all accepted constitution changes by three-fourths of the total valid voting membership in the annual Parish general body meeting, certified by the Vicar, to the Administrator of the North American Knanaya Community, for recommendation to the Metropolitan of the Malankara Syrian Knanaya Diocese, for approval. If no written denial is received from the Metropolitan before the next annual general body meeting, the changes shall take place automatically.

ARTICLE XIII - BY-LAWS AND RULES

The General Body may draw any number of by-laws or rules to guide the administration of the parish and within the purview of this constitution(Articles I to XV - PART II) as well as the stated laws of the State of applicable to not-for-profit religious organizations from time to time.

The rule to amend, adopt or repeal the by-laws and rules shall not be the same as that of the constitution, and consequently from time to time the General Body on recommendation from the Church Committee may make changes or additions to them. A simple majority shall be sufficient for such amendments.

The Church Committee shall give the proposed amendments to the General Body at least 10 days prior to the scheduled meeting.

ARTICLE XIV - OWNERSHIP AND DISSOLUTION

All assets of this corporation shall be vested in St.'s Knanaya Church, Inc. In the event of dissolution, all net proceeds shall be donated to a charitable organization or organizations of the North American Knanaya Community as decided by the General Body of the St.'s Knanaya Church, Inc.

ARTICLE XV - ARBITRATION

Each member of the Parish agrees that any disputes or controversy of any kind or nature pertaining to the affairs, operations, and activities of the Parish SHALL NOT BE THE SUBJECT OF ANY JUDICIAL ACTION OR PROCEEDING, BUT SHALL BE SUBMITTED TO ARBITRATION, TO THE ADMINISTRATOR OF THE NORTH AMERICAN KNANAYA COMMUNITY AND THE METROPOLITAN OF THE MALANKARA SYRIAN KNANAYA DIOCESE, AND THEIR DECISION SHALL BE FINAL AND BINDING IN ALL RESPECTS, AND EACH MEMBER AGREES TO BE BOUND THEREBY.

PART III**THE NORTH AMERICAN KNANAYA COMMUNITY
BY-LAWS AND RULES****ORGANIZATIONS OF THE COMMUNITY**

I. At the first meeting of the newly elected North American Knanaya Association meeting, Chairpersons for the following Organizations of the North American Knanaya Community shall be elected. The Chairpersons elected, shall give the names of three Association members, if possible, representing different parts of North American Knanaya Community, to the Administrator of the North American Knanaya Community to nominate to form a subcommittee to function as the Advisory Committee for the Organizations. The subcommittees shall oversee all the activities of the Organizations and shall report to the North American Knanaya Association and the North American Knanaya Committee and work under the supervision of the Administrator of the North American Knanaya Community. All the activities of all the Organizations shall be approved by the North American Knanaya Association and the Administrator of the North American Knanaya Community.

- (1) The North American Knanaya Youth Organization with a youth director appointed by the Metropolitan of the Malankara Syrian Knanaya Diocese
- (2) The North American Knanaya Family Conference
- (3) The North American Knanaya Sunday School Organization
- (4) The North American Knanaya Evangelist Organization
- (5) The North American Knanaya Women's Organization
- (6) The North American Knanaya Publications
- 7) Very Rev. Dr. K.M. Simon Cor-Episcopa Memorial Clergy Education Fund

Amendment Approval

| No | Name | Title | Signature | Date |
|----|---|--|-----------------------------|----------|
| 1 | Mr. Mathew Putiyamadathil | Amendment Committee Convener | | |
| 2 | Rev. Dn. Monsy Jacob | Recording Secretary, North American. Knanaya Association | <i>Monsy Jacob</i> | 11/16/03 |
| 3 | Mr. Abraham V. Abraham | Secretary, North American. Knanaya Association | <i>Abraham V Abraham</i> | 11/16/03 |
| 4 | Rev. Fr. Punnoose Abraham | President, North American. Knanaya Association | <i>Fr. Punnoose Abraham</i> | 11/16/03 |
| 5 | Rev. Fr. C.A. Thomas | Administrator, North American. Knanaya Community | | |
| 6 | Very Rev. Prof. A. P. Joseph Corepiscopa | Administrator, Malankara Syrian Knanaya Diocese | | |