

**CONSTITUTION**  
**Coptic Orthodox Church**  
**Diocese of Sydney**  
**& its Affiliated Regions**



Constitution Adopted on (DRAFT 24.03.22)



## INDEX

RULE 1: INTRODUCTION AND GENERAL PRINCIPLES	3
RULE 2: THE BISHOP	4
RULE 3: THE PARISH COUNCIL	5
RULE 4: THE DIOCESAN TRUSTEES AND THE DIOCESAN GENERAL ADVISORY COUNCIL	13
RULE 5: COMMITTEES	20
RULE 6: AMENDMENTS TO THE CONSTITUTION	21
DEFINITIONS	22

DRAFT



## RULE 1: INTRODUCTION AND GENERAL PRINCIPLES

- (1) *(This rule cannot be changed)* The Coptic Orthodox Church is a Church founded by St Mark the Evangelist and Apostle in the city of Alexandria, Egypt, in the first century. The Coptic Orthodox Church is an Apostolic Church, which has as the head of the Church the successor of St Mark the Apostle and as such is entrusted by God and the Church to oversee it and to preside over its Holy Synod, which is the highest priestly, legislative and executive authority in the Church. Accordingly, the Coptic Orthodox Church is a hierarchical Church.
- (2) *(This rule cannot be changed)* The leader, overseer and shepherd of the Coptic Orthodox Church is the Pope of Alexandria and the Patriarch of the See of St Mark. The authority of the Pope and the Holy Synod of the Coptic Orthodox Church extends to the entire See of St Mark, both inside and outside Egypt. This includes all of the parishes, properties and regions designated by the Pope to fall within the Diocese of Sydney and its Affiliated Regions.
- (3) The Pope shall appoint the Bishop for the Diocese, who will have responsibility for the Diocese in accordance with the terms of this Constitution and the canons of the Coptic Orthodox Church.
- (4) The administrative and financial affairs of the Diocese, Parishes and Church Entities are administered by the Diocesan Trustees.
- (5) The objects of the Diocese of Sydney and its Affiliated Regions include but are not limited to:-
  - i) The advancement of religion in accordance with the tenets and practices of the Coptic Orthodox Church;
  - ii) Ancillary or incidental education activities; and
  - iii) Other associated activities for the benefit of the community



## **RULE 2: THE BISHOP**

- (1) According to the traditions of the Coptic Orthodox Church, a Diocese nominates its Bishop. The Pope has the ultimate right to either accept or refuse the nominee for the Diocese.
- (2) Once appointed, the Bishop of a Diocese is a member of the Holy Synod of the Coptic Orthodox Church is bound by the laws, decrees and canons of the Holy Synod headed by the Pope, and is accountable to it.
- (3) The boundaries of the Diocese shall be defined by the Pope and included in the official appointment (Canonical Praxis), which is to be signed by the Pope. The Pope has the ultimate authority to define the geographical boundaries of the Diocese, its parishes, properties and the religious organisations affiliated with it. During an episcopal vacancy, the Pope also has the right to redefine the boundaries of the Diocese, including partitioning the Diocese into a number of smaller Diocese if this is necessary for pastoral needs.
- (4) The removal, suspension, or restriction of any or all functions conducted by the Bishop from the Diocese is ultimately a decision for the Pope and shall be undertaken in accordance with the provisions of the Holy Synod.
- (5) In the event of an episcopal vacancy, or if the Bishop's functions cannot be discharged in part or in full, due to death, suspension, removal, restriction of functions or some other reason, the Pope may appoint a Papal Legate to discharge such functions as specified by the Pope. In the event that a Papal Legate is appointed whilst there continues to be the Bishop for the Diocese, the decisions of the Papal Legate will be determinative in respect of the functions specified and designated to them by the Pope.
- (6) Apart from the limitations set out in this Constitution, nothing prevents the Bishop, or the Papal Legate, if one is appointed, from conducting their religious, ecclesiastical and pastoral functions in the service of the Diocese.
- (7) At an annual general meeting of the Clergy Council, the clergy shall elect a Vicar General to assist the Bishop in their obligations. The term of the Vicar General's appointment shall be 3 years and can be renewed.



## **RULE 3: THE PARISH COUNCIL**

### **Objectives of the Parish**

- (1) The Parish shall promote a Christian way of life according to the faith and doctrines of the Coptic Orthodox Church through:
  - A. Administering the sacraments;
  - B. The pastoral work of the clergy;
  - C. Christian education, publication and Sunday Schools;
  - D. Spiritual meetings and Bible study;
  - E. Group activities such as spiritual camps, cultural clubs, sports, religious plays, social gatherings, trips, ethnic classes and similar activities;
  - F. Social services, and assisting those in need
  - G. Cooperate and assist other Coptic Orthodox Churches, Monasteries, and Convents;
  - H. Carry out evangelistic and missionary work;
  - I. Promote Christian unity guided by the work of the Holy Synod in this respect; and
  - J. Support the Mother Church in Egypt.

### **The Parish Council**

- (2) The Parish Council shall operate to further the Objectives of the Parish. It shall be constituted as follows:
  - A. Chairperson, being the Parish Priest, and if there is more than one Parish Priest, the most senior Parish Priest or the Parish Priest that he nominates;
  - B. Secretary, as elected by the Parish Council;
  - C. Treasurer, with suitable knowledge and experience, as elected by the Parish Council;
  - D. Other Parish Priests;
  - E. Other members elected at the Parish Annual General Meeting in accordance with this Rule 3;



F. The Parish Sunday School Superintendent shall be an ex-officio member;

G. The Parish Youth Representative shall be an ex-officio member;

- (3) The Parish Council shall cooperate to assist the Bishop, the Diocesan Trustees and the Diocesan General Advisory Council in carrying out their responsibilities.

### **Election and Appointment of Parish Council Members**

- (4) In a year which is an election year for Parish Council, the Parish Priest shall make an announcement that the Parish is accepting nominations for membership of the Parish Council at least four (4) weeks prior to the Parish Council Election Date .

- (5) Each Nomination must be endorsed by any of the Parish Priest(s) or at least seven (7) Coptic Orthodox Church members of that Parish. If endorsed, the Nomination is presented to the parishioners for voting.

- (6) On the Parish Council Election Date, the parishioners will vote for the nominees to serve as members of the Parish Council. Such members will sit on the Parish Council in addition to the Bishop, the Priest(s) and the ex officio positions.

A. A Parish with up to three (3) Parish Priests shall elect seven (7) members to serve as members on the Parish Council; and

B. A Parish with more than three (3) Parish Priest shall elect nine (9) members to serve as members of the Parish Council.

- (7) All members of the Parish Council should satisfy the following conditions on appointment and throughout the term:

A. A Coptic Orthodox Christian over eighteen (18) years old;

B. Adheres to the Coptic Orthodox Church faith, doctrine and practices;

C. A regular attendee of the Parish services; and

D. An active participant in the sacraments of the Church, including confession and the sacrament of the Eucharist.

- (8) Except for the Parish Priests and ex officio positions, each member of the Parish Council must retire from office at the conclusion of three (3) years from the date they were last appointed. A retiring member of the Parish Council may be eligible for re-election for one further term. Any member who has served two (2) consecutive terms or a member who has resigned from the Parish Council shall be eligible for re-election only after a three (3) year interval.



(9) It is prohibited for a person, other than the Bishop, to be a member of more than one Parish Council in the Diocese at the same time.

(10) If:

A. Two (2) weeks after the announcement seeking nominations as set out in Rule 3(4), no nominations have been received; or

B. The Diocesan Trustees agree that the proper conduct of the Parish Council election is prevented or materially affected by events which are beyond the control of the Parish Council,

The election for the Parish Council may be delayed until such time as the matters in rule 3(10)(A) or (B) have been rectified and approved by the Diocesan Trustees. If the delay is greater than 3 months, elections for the affected Parish will be postponed until the next Parish Council Election Date.

### **Meetings**

(11) The Parish Council may regulate their meetings and proceedings as it deems fit, provided that they do not conflict with this Constitution or any by-laws of the Diocese.

(12) A majority of the members of the Parish Council shall constitute a quorum for the transaction of business. Vacancies on the Parish Council shall not be used to establish a quorum.

(13) Minutes of Parish Council meetings shall be kept, including a record of those in attendance and any decisions taken.

(14) Decisions are to be made by a simple majority of the members present, physically or virtually, at the meeting. There shall be no proxy voting and in the case of even voting, the Chairperson shall have a casting vote.

(15) Decisions of the Parish Council may be appealed to the Diocesan Trustees in accordance with the relevant Diocese dispute resolution policy.

(16) The Parish Council may form and delegate any of their powers to a sub-committee of the Parish Council as they deem fit and may revoke such delegation from time to time.



### **Participation in virtual meetings by electronic means**

- (17) A Parish Council meeting may be held by suitable electronic means agreed by the Parish Council members in which some or all participants may communicate with all the other participants virtually.
- (18) Any Parish Council Member participating at a meeting by suitable electronic means in which a participant or participants may communicate with all the other participants shall qualify as being present at the meeting.
- (19) Meetings held by electronic means must comply with rules for meetings, including chairing and the taking of minutes.

### **Annual General Meetings of the Parishioners**

- (20) Annual General Meetings shall be held annually to inform parishioners of progress against Parish objectives and spiritual, financial, social or administrative matters that concern the Parish.
- (21) A notice shall be published physically within the Parish Church and on the Parish website/electronic platform(s) advertising the time, date and location of the Annual General Meeting at least four weeks prior to the date of the meeting.

### **Functions and Duties of the Parish Council**

- (22) It shall be the duty of the Parish Council to undertake their roles and responsibilities in accordance with the law, this Constitution and by-laws, Diocese policies and procedures, Church doctrines, teachings, traditions, rites and canons.
- (23) The Parish Council shall be responsible for:
  - A. Overseeing the administrative and financial affairs of the Parish;
  - B. Providing vision and planning for current and future services for the Parish, including establishing and delivering on objectives and priorities for the upcoming and future years;
  - C. Utilising and managing the resources of the Parish in a way that does not interfere with the Christian conscience and the law;
  - D. Applying the Diocese policies and procedures to manage the Parish's financial and administrative activities;
  - E. Appointing employees and volunteers in the Parish in administrative and





- managerial roles and determining their role and responsibilities;
- F. Discussing the suggestions and complaints and executing decisions to solve issues as they arise. The exception being if the complaint is related to a Parish Priest or a pastoral matter, in which case the matter is to be escalated to the senior Parish Priest or the Bishop;
  - G. Appointing subcommittees to benefit from the talent and abilities of the parishioners and to invest in the abilities that God has given to the parishioners;
  - H. Maintaining and supervising Parish property.
  - I. Opening bank accounts and obtaining any loan facility with the consent of the Diocesan Trustees .
  - J. Determining the acquisition or disposal or enhancement (as set out in the by-laws) of Parish property with the consent of the Diocesan Trustees;
  - K. Ensuring that all original documents relating to the Parish are safely stored;
  - L. Building a relationship with other Parishes across the Diocese and supporting a cooperative and collaborative relationship with the local community; and
  - M. fulfilling the aims and purposes of the Parish in accordance with this Constitution and by-laws, Diocese Policies and Church doctrines, teachings, traditions, rites and canons.
- (24) The Secretary shall ensure the effective and efficient functioning of the Parish Council, keeping records of all meetings, and in consultation with the other members of the Parish Council shall prepare the agenda before each meeting.
- (25) The Treasurer shall oversee the financial affairs of the Parish, undertake its management, ensure adherence to financial policy, and maintain proper financial records and procedures.
- (26) The Treasurer, Secretary and the Parish Priest (and if there is more than one Parish Priest, the most senior Parish Priest or the Parish Priest that he nominates) shall be the only signatories to the Parish bank accounts. The Treasurer, Secretary and the Parish Priest may establish special purpose bank accounts for specific services of their Parish and may nominate other Parish servants as signatories of these bank accounts with them.
- (27) Upon the expiration of its term, the Parish Council shall surrender all records and



functions to the succeeding Parish Council.

- (28) The Parish Council shall ensure that the assets and income of the Parish shall be applied solely in furtherance of its objects, and no portion shall be distributed directly or indirectly to the members of the Parish except as genuine compensation for services rendered or expenses incurred on behalf of the Parish.
- (29) In the event of the Parish being dissolved, subject to the direction of the Diocesan Trustees, all assets that remain after such dissolution and the satisfaction of all debts and liabilities, shall be transferred to another Parish(es) within the Diocese with similar purposes, which is charitable at law and which has rules prohibiting the distribution of its assets and income to its members.
- (30) If the Parish has been endorsed as a deductible gift recipient in relation to a fund or an institution that it operates, and if the Parish has its endorsement as a deductible gift recipient is revoked or the Parish is wound up or the fund or institution is wound up (whichever occurs first), any surplus of the following assets (after payment of all liabilities):
- A. Gifts of money or property for the principal purpose of the Parish; and
  - B. Contributions made in relation to an eligible fundraising event held for the principal purpose of the Parish,

must be transferred to one or more Parishes which comply with Rule 3(28) and is endorsed as a deductible gift recipient

### **Conflicts of interest and conflicts of loyalty**

- (31) Each member of the Parish Council must:
- A. Declare the nature and extent of any interest, direct or indirect, which they have in a proposed transaction or arrangement with the Parish or in any transaction or arrangement entered into by the Parish which has not previously been declared; and
  - B. Absent themselves from any discussions of the Parish Council members in which a conflict of interest may arise between their duty to act solely in the interests of the Parish and any personal interest (including but not limited to any financial interest).



- (32) Any Parish Council member absenting themselves from any discussions in accordance with the previous clause must not vote or be counted as part of the quorum in any decision of the trustees on the matter.

### **Retirement and removal of Parish Council members**

- (33) A Parish Council member ceases to hold office if they:
- A. retire by notifying the Bishop or other Diocesan Trustees in writing (but only if enough members will remain in office when the notice of resignation takes effect to form a quorum for meetings);
  - B. is absent without the permission of the other Parish Council Members from all their meetings held within a period of 6 months or three successive meetings (whichever is longer) , and the Parish Council resolve that their office be vacated;
  - C. passes away;
  - D. cease to hold the relevant office, in the case of an Ex-Officio trustee;
  - E. In a written opinion given of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a trustee and may remain so for more than three months;
  - F. no longer satisfy the conditions set out at Rule 3(7).
  - G. is no longer considered to be a fit and proper person as well as a person of good character/repute. This includes a person who:
    - i. is convicted of a criminal offence;
    - ii. becomes an insolvent under administration within the meaning of the *Corporations Act 2001* (Cth); or
    - iii. is disqualified by a court of competent jurisdiction or a regulator from acting as a director.

### **Suspension of Parish Council members**

- (34) A Parish Council Member may be suspended from serving on the Parish Council if:
- A. the Parish Council Member becomes the subject of any investigation, inquiry, prosecution or enforcement proceeding by any Governmental Authority; or



B. the Parish Council Member is the subject of any investigation, review or disciplinary action by the Diocese or by the Church.

(35) The Parish Council Member may only be reinstated if:

- A. the investigation, inquiry, prosecution or enforcement does not result in any conviction or disqualification by any Governmental Authority; or
- B. The investigation, review or disciplinary action by the Diocese or the Church does not lead to any further action being taken against the member: and
- C. The reinstatement of the Parish Council Member is approved by the Diocesan Trustees.

DRAFT



## **RULE 4: THE DIOCESAN TRUSTEES AND THE DIOCESAN GENERAL ADVISORY COUNCIL**

- (1) The Diocesan Trustees are responsible for matters of good governance and effectiveness of the Diocese and in particular the achievement of the Objectives of the Diocese.
- (2) The Diocesan General Advisory Council supports the Diocesan Trustees and is responsible for:
  - A. Overseeing the implementation and compliance of the by-laws of the Diocese, Parishes and Church Entities; and
  - B. Ensuring effective communication channels with the Diocesan Trustees, the Committees, Parishes and Church Entities.

### **Diocesan Trustees**

- (3) The Diocesan Trustees shall be constituted as follows:
  - A. The Chairperson, who shall be the Bishop, and if there is a Papal Legate then it shall be the Papal Legate even though the Bishop remains a Diocesan Trustee an ex officio member.
  - B. The Vicar-General of the Diocese, an ex officio member.
  - C. A Clergy Member of the Diocese elected by the Clergy Council.
  - D. Secretary as elected by the Diocesan Trustees
  - E. Treasurer with suitable knowledge and experience, as elected by the Diocesan Trustees.
  - F. Three (3) lay members elected from within the Diocese General Advisory Council, elected in accordance with the by-laws and made up of two (2) members representing New South Wales and one (1) member representing Queensland.
  - G. Four (4) lay members recommended to the Pope by the Nomination Committee in accordance with the by-laws, and who are appointed by the Pope or the Pope's delegate.



### **Nomination and Appointment of the Diocesan Trustees**

- (4) Every Diocesan Trustee must be a natural person.
- (5) All Diocesan Trustees should satisfy the following conditions on appointment and throughout the term:
  - A. Coptic Orthodox Christian over eighteen (18) years old;
  - B. Adhered to the Coptic Orthodox Church faith, doctrine and practice;
  - C. A regular attendee of Parish services;
  - D. An active participant in the sacraments of the Church, including the sacraments of confession and the Eucharist;
- (6) No one is entitled to act as a Diocesan Trustee whether on appointment or any re-appointment until they have expressly acknowledged in writing their acceptance of the office of Diocesan Trustee.
- (7) Except for the ex officio positions, each Diocesan Trustee must retire from office at the conclusion of three (3) years from the date they were last appointed. A retiring member may be eligible for re-election for one further term. Any member who has served two (2) consecutive terms or a member who has resigned shall be eligible for re-election only after a three (3) year interval.

### **Meetings**

- (8) The Diocesan Trustees may regulate their meetings and proceedings as it deems fit, provided that they do not conflict with the Constitution or the by-laws of the Diocese.
- (9) A majority of the Diocesan Trustees present shall constitute a quorum for the transaction of business. Vacancies shall not be used to establish a quorum.
- (10) Minutes of Diocesan Trustee meetings shall be kept, including a record of those in attendance and any decisions taken.
- (11) Decisions are to be made by vote of a simple majority of the members present, physically or virtually, at the meeting. There shall be no proxy voting and in the case of even voting, the Chairperson shall have a casting vote.
- (12) The Diocesan Trustees may by instrument in writing, delegate to a committee the exercise of certain functions of the Diocesan Trustees as are specified in the instrument but excluding:
  - A. This power of delegation; and
  - B. A function which is a duty imposed on the Diocesan Trustees by the Act or by any other law.



- (13) The committee may exercise the function which has been delegated under rule 4(13) from time to time by the committee, in accordance with the terms of the delegation, until the delegation is revoked.
- (14) Despite any delegation under rule 4(12), the Diocesan Trustees may continue to exercise any function delegated.
- (15) The Diocesan Trustees may, by instrument in writing, revoke wholly or in part any delegation under this rule.

#### **Participation in virtual meetings by electronic means**

- (16) A meeting of the Diocesan Trustees may be held by suitable electronic means agreed by the Diocesan Trustees in which some or all participants may communicate with all the other participants virtually.
- (17) Any Diocesan Trustee participating at a meeting by suitable electronic means in which a participant or participants may communicate with all the other participants shall qualify as being present at the meeting.
- (18) Meetings held by electronic means must comply with rules for meetings, including chairing and the taking of minutes.

#### **Diocesan Trustees Functions and Duties**

- (19) Subject to the terms of this Constitution and law, the Diocesan Trustees have the power to do anything to further the Objects of the Diocese or is conducive or incidental to doing so.
- (20) The Diocesan Trustees shall manage the affairs of the Diocese, and it is the duty of each trustee: -
  - A. To exercise their powers and to perform their functions in their capacity as a trustee in good faith and a manner which are likely to further the objects of the Diocese; and
  - B. To exercise, in the performance of those functions, such care and skill as is reasonable in the circumstances having regard in particular to any special knowledge or experience that they have or hold; and
  - C. If they act as a trustee of the Diocese in a business or profession, to exercise any special knowledge or experience that it is reasonable to expect of them to have in that business or profession.



### **Diocesan General Advisory Council**

- (21) The Diocesan General Advisory Council is formed to support the Diocesan Trustees in achieving the Objectives of the Diocese and reports to the Diocesan Trustees.
- (22) The Diocesan General Advisory Council shall be constituted as follows:
- A. The Chairperson who shall be the Bishop, and if there is a Papal Legate then it shall be the Papal Legate.
  - B. The Treasurer, being the Chairperson of the Diocesan Finance Committee;
  - C. Secretary who shall be elected by the members of the Diocesan General Advisory Council
  - D. The Vicar General of the Diocese;
  - E. The most senior Priest of each Parish or another Priest from the Parish who he nominates to replace him;
  - F. The General Superintendent of Sunday School for the Diocese;
  - G. The Treasurer and Secretary of each of the Parish Councils;
  - H. The Diocesan Youth Representative;
  - I. All Diocesan Trustees, ex officio members; and
  - J. Any other member(s) as appointed by the Pope or the Bishop.

### **Meetings**

- (23) The Diocesan General Advisory Council may regulate their meetings and proceedings as it deems fit, provided that they do not conflict with the by-laws of the Diocese.
- (24) A majority of the Diocesan General Advisory Council members present shall constitute a quorum for the transaction of business. Vacancies shall not be used to establish a quorum.
- (25) Minutes of meetings shall be kept, including a record of those in attendance and any decisions taken.
- (26) Recommendations to the Diocesan Trustees are to be made by a simple majority of the members present, physically or virtually, at the meeting. There shall be no proxy voting and in the case of even voting, the Chairperson shall have a casting vote.

### **Participation in virtual meetings by electronic means**

- (27) A meeting of the Diocesan General Advisory Council may be held by suitable electronic means agreed by the Diocesan Trustees in which some or all participants





may communicate with all the other participants virtually.

- (28) Any Diocesan General Advisory Council member participating at a meeting by suitable electronic means in which a participant or participants may communicate with all the other participants shall qualify as being present at the meeting.
- (29) Meetings held by electronic means must comply with rules for meetings, including chairing and the taking of minutes.

### **Conflicts of interest and conflicts of loyalty**

- (30) A Diocesan Trustee or a member of the Diocesan General Advisory Council must:
  - A. Declare the nature and extent of any interest, direct or indirect, which they have in a proposed transaction or arrangement with the Diocese or in any transaction or arrangement entered into by the Diocese which has not previously been declared; and
  - B. Absent themselves from any discussions of the charity trustees in which a conflict of interest may arise between their duty to act solely in the interests of the Diocese and any personal interest (including but not limited to any financial interest).
- (31) Any Diocesan trustee or Diocesan General Advisory Council Member absenting themselves from any discussions in accordance with the previous clause must not vote or be counted as part of the quorum in any decision of the trustees on the matter.

### **Retirement and removal of Diocesan trustees and Diocesan General Advisory Council**

- (32) A Diocesan Trustee or member of the Diocesan General Advisory Council, ceases to hold office if they:
  - A. Resign by notifying the Bishop or other Diocesan Trustees or Diocesan General Advisory Council (as applicable) in writing (but in the case of the Diocesan Trustees, only if enough Trustees will remain in office when the notice of resignation takes effect to form a quorum for meetings);
  - B. Are absent without the consent of the other Diocesan Trustees or other members of the Diocesan General Advisory Council (as applicable), from 6 consecutive meetings or a period of 6 months, whichever occurs first, and the



- Diocesan Trustees or Diocesan General Advisory Council (as applicable), resolve that their office be vacated;
- C. pass away;
  - D. cease to hold the relevant office, in the case of an Ex-Officio trustee;
  - E. In a written opinion given of a registered medical practitioner treating that person, have become physically or mentally incapable of acting as a trustee and may remain so for more than three months;
  - F. No longer satisfy the conditions set out at Rule 4(5);
  - G. Are no longer considered to be a fit and proper person as well as a person of good character/repute. This includes a person who:
    - i. is convicted of a criminal offence;
    - ii. becomes an insolvent under administration within the meaning of the Corporations Act 2001 (Cth)
    - iii. is disqualified by a court of competent jurisdiction or a regulator from acting as a director

### **Suspension of Diocesan Trustees and Diocesan General Advisory Council**

- (33) A Diocesan Trustee or member of the Diocesan General Advisory Council maybe suspended from their respective duties if the Diocesan Trustee or member of the Diocesan General Advisory Council:
- A. Becomes the subject of any investigation, inquiry, prosecution or enforcement proceeding by any Governmental Authority; or
  - B. Is the subject of any investigation, review or disciplinary action by the Diocese or the Church.
- (34) The Diocesan Trustee or member of the Diocesan General Advisory Council may only be reinstated if:
- A. The investigation, inquiry, prosecution or enforcement does not result in any conviction or disqualification by any Governmental Authority; or
  - B. The investigation, review or disciplinary action by the Diocese or the Church, does not lead to any further action against the Diocesan Trustee or the member of the Diocesan General Advisory Council; and



- C. In the case of a Diocesan Trustee, the reinstatement is approved by the Pope. In all other circumstances, the reinstatement must be approved by the Diocesan Trustees.

### **Diocesan By-Laws**

- (35) The Diocesan Trustees may formulate, issue, adopt, interpret and amend by-laws for the proper management and administration of the Objectives of the Diocese
- (36) The by-laws must be consistent with this Constitution.
- (37) The Diocesan Trustees may delegate the responsibility to make by-laws to the Diocesan General Advisory Council.
- (38) The by-laws, including any amendments to the by-laws are binding on the Diocese and each Parish.



## **RULE 5: COMMITTEES**

- (1) The Diocesan Trustees may appoint the following committees from time to time, and they shall report to the Diocesan Trustees: -
  - A. The Diocesan Finance Committee. This committee shall be concerned with ensuring financial transparency, accountability, and the financial good governance and effectiveness of the Diocese, Parishes and Church Entities.
  - B. The Diocesan Legal Committee. This committee shall provide any required legal support to the Diocesan Trustees and shall be responsible for ensuring compliance with all relevant laws and policies.
  - C. The Diocesan Property Committee. This committee shall advise the Diocesan Trustees on all Property matters.
- (2) The by-laws of the Diocese will make provisions regarding the operation of the Committees.



## **RULE 6: AMENDMENTS TO THE CONSTITUTION**

- (1) Subject to Rule 1(1) and Rule 1(2) this Constitution may be amended at any time subject to:
  - A. The Secretary of the Diocesan Trustees has provided written notice of any proposed amendment(s) to this Constitution to the Diocesan Trustees. The notice period prior to any vote on the proposed amendment(s) to this Constitution is to be a period of no less than four (4) weeks. At the expiry of the notice period, the members of the Diocesan Trustees are to vote on the proposed amendment(s). The proposed amendment(s) require the vote of seventy-five per cent (75%) of the members of the Diocesan Trustees; and
  - B. After the proposed amendment(s) to this Constitution have been approved by the Diocesan Trustees, the proposed amendment(s) are to be provided to the Pope. The Pope has the right to either accept or refuse the proposed amendment(s) to this Constitution.
- (2) Notwithstanding Rule 6(1), this Constitution may be amended at any time by the Pope.



## DEFINITIONS

- (1) **“Act”** means the *Coptic Orthodox Church (NSW) Property Trust Act 1990*.
- (2) **“Bishop”** means the Bishop of the Diocese or, in the Pope’s absolute discretion, the person appointed by the Pope for the time being entitled to perform the functions of the office of Bishop, known as the Papal Legate. If a Papal Legate is appointed and the Bishop remains in post, the decisions of the Papal Legate shall be determinative over the Bishop of the Diocese if there is no agreement between them.
- (3) **“Church”** means the Coptic Orthodox Church, a hierarchical Christian body whose leader, overseer and shepherd is the Pope of Alexandria and Patriarch of the See of St. Mark, and includes any Church entity.
- (4) **“Church Entity”** means a body, corporate or unincorporated, established by the Church which:
  - A. Has objectives not inconsistent with those of the Church as set out in the Constitution; and
  - B. Is certified in writing by the Diocesan Trustees to be a Church entity.
- (5) **“Clergy Council”** means council, of which all the clergy of the Diocese are members.
- (6) **“Diocese”** means the Coptic Orthodox Church, Diocese of Sydney and its Affiliated Regions that His Holiness Pope Shenouda III established, or as redefined by the Pope in his absolute discretion.
- (7) **“Diocesan Youth Representative”** means the person nominated by the youth of the Diocese in accordance with the by-laws.
- (8) **“General Superintendent of Sunday School”** means the representative of Sunday School for the Diocese who is chosen from the Parish Sunday School Superintendents in accordance with the by-laws.
- (9) **“Governmental Authority”** means any governmental, semi–governmental, municipal or statutory authority, instrumentality, organisation, body or delegate (including any development authority, public utility, environmental, building, health, safety or other body or authority) including any having jurisdiction, authority or power over or in respect of the Diocese and each member of the Diocese.



- (10) **“Objectives of the Diocese”** shall mean the Objectives set out in Rule 1
- (11) **“Nomination Committee”** means the committee selected by the Diocesan Trustees in accordance with the by-laws, who are responsible for conducting the nomination process for new members of the Diocesan Trustees, in accordance with this Constitution and the by-laws.
- (12) **“Papal Legate”** means the individual appointed by the Pope by decree, from time to time, in the Pope’s absolute discretion, to carry out or oversee some or all of the duties and responsibilities of the office of the Bishop as set out in the decree.
- (13) **“Parish”** means a community of the faithful within the Church, whose pastoral care has been entrusted to a Parish Priest under the authority of the Bishop.
- (14) **“Parish Council Election Date”** means the date on which all Parish Council Elections take place, unless any Parish Council election has been delayed in accordance with Rule 3(10).
- (15) **“Parishioners”** means any member of a Parish within the Diocese
- (16) **“Parish Sunday School Superintendent”** means the individual, appointed by the Parish Priest, who has responsibility for the effective operation of the Parish Sunday School
- (17) **“Pope”** means the Pope of Alexandria and Patriarch of the See of Saint Mark and leader, overseer and shepherd of the Coptic Orthodox Church.
- (18) **“Treasurers”** means the lay treasurers of the Parish Council of each Parish in the Diocese and the lay treasurers of each of the Church Entities.
- (19) **“Trust”** means the Coptic Orthodox Church (NSW) Property Trust constituted by the Act.
- (20) **“Trust Property”** means property vested in or acquired by the Trust.