

CONSTITUTION AND BY-LAWS

OF THE

FELLOWSHIP OF ORTHODOX CHRISTIANS IN AMERICA

CONSTITUTION

ARTICLE I – NAME, OBJECTS, AND MOTTO

SECTION 1.

The name of this organization shall be the FELLOWSHIP OF ORTHODOX CHRISTIANS IN AMERICA (abbreviated F.O.C.A.).

SECTION 2.

The objects of the F.O.C.A. shall be:

- a. To promote and advance the religious, educational, moral, social and athletic activities of the people of the Orthodox Christian Faith.
- b. To promote through its chapters practical means for its members to become acquainted and form enduring friendships.
- c. To inculcate primarily a sense of obligation to the Orthodox Christian Church, promote and work toward the unification of the Faith, learn the principles of the Faith and exemplify the Christian ideals as expressed by our Motto.
- d. The Motto of the F.O.C.A. is PRAY, STUDY, TOIL, AND BE TEMPERATE.

ARTICLE II – POWERS

SECTION 1.

The powers of the F.O.C.A. shall be:

- a. To direct, manage, supervise and control the business, property and funds of the F.O.C.A.
- b. To create, charter and supervise Chapters and Districts.

ARTICLE III – MEMBERSHIP

SECTION 1.

The F.O.C.A. shall consist of Orthodox Christian organizations which have been accepted by the Board of Executives and chartered in the manner provided in Article III of the By-Laws as adopted or amended. (Amended September 1999 in Albany).

SECTION 2.

Any member Chapter that fails to conform to the provisions of the Constitution or By-Laws may have its charter and membership suspended or revoked by action of the Board of Executives in the manner prescribed by Article IV of the By-Laws.

SECTION 3.

A charter designating the name and number of such Chapter in accordance with its entry into the F.O.C.A. shall be issued to each duly authorized Chapter meeting all requirements and obligations as outlined in Article III of the By-Laws.

SECTION 4.

Membership in a chartered Chapter shall be primarily of the active class as defined in Article II of the By-Laws

SECTION 5.

Honorary Membership may be granted by the Executive Board to persons who are not members of the F.O.C.A. who are deemed worthy based on significant efforts contributed to or on behalf of the F.O.C.A. and/or the Orthodox Church.

ARTICLE IV – OFFICIAL PUBLICATION

SECTION 1.

The Orthodox Christian Journal shall be the official publication of this organization.

SECTION 2.

The subscription price of the official publication shall be determined by the Board of Executives.

SECTION 3.

The individual member annual membership donation of each member includes a yearly subscription to the official publication.

ARTICLE V – DISTRICTS

SECTION 1.

For the purposes of promoting the best interests of the F.O.C.A., the Board of Executives shall create, supervise, and control Districts of chartered Chapters and individual members and shall establish the boundaries thereof. The Board of Executives shall have the power to change the said boundaries of Districts in such manner as may be deemed best.

SECTION 2.

To be considered an Active District of the F.O.C.A. any District must either:

A) meet the following requirements:

- i) There must be more than one Active Chapter within the geographical boundaries of said District.
- ii) The District must hold at least one Annual Meeting in order to conduct District business.
- iii) The District must have the financial resources to cover operating expenses including but not limited to Governor travel expenses, communications, etc.
- iv) All members/Chapters must be current with National F.O.C.A. financial obligations.

Or any District may:

- B) Request, due to special circumstances existing within the District, exemption from the requirements in Section 2 Subsection A Paragraphs i – iv above. The request must be in writing and contain the specific circumstances that warrant a special exemption. The Board of Executives will then consider the request for Active District status. The Board of Executives will inform said District of their decision and the reasoning for the decision in writing. Districts designated as Active Districts in this manner must meet the requirements as set forth in Section 2 Subsection A Paragraphs i – iv above within two years to remain an Active District.

SECTION 3.

Any F.O.C.A. District that meets the requirements as set forth in Section 2 of this Article shall at their request and upon recommendation of the Board of Executives be designated by National Board of Trustees as an Active District. The request must be made by no later than the Spring Board Meeting in the year in which the District wishes to be considered active.

SECTION 4.

Each Active District shall hold at least one Business Meeting each year.

SECTION 5.

Each Active District shall be entitled to representation on the National Board of Trustees as outlined in Article VI of this Constitution.

ARTICLE VI – OFFICERS

SECTION 1.

The Officers of the F.O.C.A. shall consist of the Spiritual Advisor, a President, the Immediate Past President, a Vice-President, a Recording Secretary, a Treasurer, the District Governors, the Editor of the Orthodox Christian Journal, and the Department Directors. The authority and duty of each shall be as defined in the Constitution and By-Laws.

SECTION 2.

Each officer shall be an active member in good standing of a chartered Chapter. He shall be a member of the F.O.C.A. for at least one (1) year before he may hold office.

SECTION 3.

All officers shall be elected at the annual convention in the manner prescribed in Article IX of the By-Laws, after which they shall take their office and serve for a period of one (1) convention year except:

- a. The Spiritual Advisor, the Editor of the Orthodox Christian Journal, and the Department Directors, who are appointed as set forth in Section 4, Article VII of the Constitution.
- b. The District Governors, who are elected as prescribed in Article V of the By-Laws.

SECTION 4.

All elected officers shall serve until their successors are elected and qualified.

SECTION 5.

A vacancy occurring in any elective office between conventions shall be filled in the manner prescribed in Article X of the By-Laws.

ARTICLE VII – THE OFFICIAL BOARDS

SECTION 1.

There shall be a Board of Executives composed of a Spiritual Advisor, President, Immediate Past President, Vice-President, Recording Secretary, and Treasurer, who shall define the policies and shall have full administrative authority in all matters involving the F.O.C.A.

SECTION 2.

The construction and interpretation of the Constitution and By-Laws by the National Board of Trustees shall be final and binding, unless such construction and interpretation by the said Board shall be rescinded at a subsequent convention of the F.O.C.A.

SECTION 3.

There shall be a Board of Trustees composed of the members of the Board of Executives and the District Governors who shall meet to decide national matters and policies of the F.O.C.A. involving and affecting the status of every member Chapter.

SECTION 4.

The Board of Executives shall appoint the Editor of the Orthodox Christian Journal, the Department Directors, and shall recommend to the Spiritual Leader the name of a clergy member to serve as Spiritual Advisor within sixty (60) days following the Convention. Upon final appointment by the Spiritual Leader, the Spiritual Advisor shall become a full member of the Board of Executives. Upon acceptance of appointment all Department Directors and the Editor of the Orthodox Christian Journal shall become full members of the Board of Trustees. In the event no appointment is made within stipulated time, the appointees in these offices shall remain in office for the ensuing convention

SECTION 5.

The Board of Executives shall employ the services of a paid Administrative Secretary with salary and status to be determined by the Board of Executives.

ARTICLE VIII – CONVENTIONS

SECTION 1.

A convention of the F.O.C.A. shall be held once each calendar year at such time and place as shall be determined at a preceding annual convention.

SECTION 2.

Special conventions of the F.O.C.A. shall be called by the National President upon the request of a two-thirds (2/3) majority of the chartered Chapters in good standing or upon the request of three-fourths (3/4) of the members of the National Board of Trustees.

SECTION 3.

In any convention of the F.O.C.A. each chartered Chapter in good standing shall be entitled to one (1) vote or delegate for each fifteen (15) active members and one (1) additional delegate in the event that eight (8) or more members remain over the prescribed ratio. Every Chapter in good standing shall be entitled to at least one (1) vote in the event there are less than fifteen (15) members.

SECTION 4.

Each accredited delegate present shall be entitled to vote on each question submitted in any convention. There shall be no voting by proxy.

SECTION 5.

No Chapter (new or old) shall be allowed voting power at an annual convention unless their dues were fully paid sixty (60) days prior to the convention.

SECTION 6.

All Past Presidents and Past National Spiritual Advisors of the F.O.C.A., in attendance at a National Convention, are deemed Delegates-at-Large and shall be permitted to cast a vote as a regular Delegate as set forth in Bylaw Article VIII, Sections 10 and 11.

ARTICLE IX – COMMITTEES

SECTION 1.

Special committees shall be appointed by the President, whenever it may be deemed necessary or advisable by a majority of the Board of Executives, and they shall perform such duties as may be authorized by the Board of Executives in their creation.

SECTION 2.

Regular committees, authorized for their creation by action of an annual convention, shall be appointed by the National President at the first meeting of the National Board of Trustees after the convention. The Board of Trustees shall approve the appointment of all regular Committees.

ARTICLE X – USE OF NAME AND EMBLEM

SECTION 1.

Any member, in good standing in a chartered Chapter shall be entitled to wear the emblem or other insignia, as may be adopted by the Board of Executives.

SECTION 2.

The name, emblem or insignia of the Fellowship of Orthodox Christians in America shall not be used as a trade name, trade mark or for any purpose other than that authorized by the Board of Trustees.

ARTICLE XI – BY-LAWS AND AMENDMENTS TO BY-LAWS

SECTION 1.

By-Laws for the government of the F.O.C.A. consistent with this Constitution, shall be enacted and may be amended from time to time as provided in Section 2 of this Article or, in an emergency, at a convention of the F.O.C.A. by a three-quarters (3/4) majority of the delegates present and voting.

SECTION 2.

Proposed amendments to the By-Laws to be voted on at a convention by a two-thirds (2/3) vote of the delegates present and voting being necessary for acceptance shall be received by the Administrative Secretary of the F.O.C.A. at least sixty (60) days prior to the date of the convention, except as set forth in Section 1 in this Article.

SECTION 3.

All proposed amendments must be approved by the Board of Directors of the chartered Chapter sponsoring such proposal, except as set forth in Section 1 in this Article.

SECTION 4.

The Administrative Secretary of F.O.C.A. shall send a copy of all proposed amendments to the Secretary of each chartered Chapter not later than thirty (30) days prior to the convention.

ARTICLE XII – AMENDMENTS TO THE CONSTITUTION

SECTION 1.

Amendments to this Constitution shall be presented only at a convention of the F.O.C.A. and accepted by two-thirds (2/3) vote of the delegates present and voting.

SECTION 2.

All proposed amendments must be approved by the Board of Directors of the chartered Chapter sponsoring such proposal.

SECTION 3.

Proposed amendments shall be formally submitted in writing to the Administrative Secretary of the F.O.C.A. at least sixty (60) days prior to the date of the convention (Amended Sept. 1999 Albany).

SECTION 4.

The Administrative Secretary of the F.O.C.A. shall send a copy of all proposed amendments to the Secretary of each chartered Chapter not later than thirty (30) days prior to the date of the convention.

End Constitution – continue to By-Laws

BY-LAWS

ARTICLE I – CHAPTERS

SECTION 1.

The officers of a Chapter shall be a President, the Immediate Past President, one or more Vice-Presidents, a Treasurer, a Secretary and a District Representative. These officers shall constitute the Board of Directors. They must be active members in good standing. The duties of the officers and the Board of Directors shall be prescribed in the Chapter By-Laws.

SECTION 2.

A chartered Chapter shall not use any name except that designated in its charter.

SECTION 3.

A chartered Chapter shall hold regular meetings at a frequency determined by the individual Chapter's members. A Chapter meeting may be called at any time by the Chapter Board of Directors or as directed by the District Governor.

SECTION 4.

A chartered Chapter shall hold its annual meeting and election of officers and directors in the month of November or December of each year. The Officers shall serve for one (1) year or until their successors are duly elected and qualified. The term of the officers shall begin on the first day of January.

SECTION 5.

The President and Secretary of each chartered Chapter shall, before January first of each year, certify to the Administrative Secretary of the F.O.C.A. the names of the officers elected to serve in the ensuing year.

SECTION 6.

The fiscal year of all chartered Chapters shall begin on the first day of January of each year.

ARTICLE II – MEMBERSHIP IN THE F.O.C.A.

SECTION 1 ACTIVE MEMBERSHIP

Any person of the Orthodox Christian Faith in good standing may become an Active Member of the F.O.C.A.

SECTION 2 ASSOCIATE MEMBERSHIP

Any person not of the Orthodox Christian Faith, nor a member of the Orthodox Christian Church, who, however, is of good character and community standing and has a strong relationship with the Orthodox Christian Faith may be granted Associate Membership status in the F.O.C.A. Associate Members may serve on committees and shall have all the privileges of active members except the power to vote and hold elective office.

SECTION 3

To be considered in good standing all Active and Associate Members must fulfill all yearly financial and other obligations of the F.O.C.A.

SECTION 4

The Board of Executives shall as deemed appropriate and following guidelines established by the

Board Trustees recommend distinguished individuals for Honorary Membership. An Honorary Member shall not be required to meet any financial obligations and shall be entitled to all privileges of membership except those of voting and holding office.

ARTICLE III – BUILDING AND CHARTERING OF CHAPTERS

SECTION 1.

Local Chapters may be built and chartered only in those communities that can insure the standards of personnel and fidelity to the membership as prescribed thereby by the F.O.C.A. for chartered Chapters, and also to give promise of additional membership resources to insure the future stability of the Chapter.

SECTION 2.

The Board of Executives shall determine the territorial limits of each Chapter.

SECTION 3.

The minimum number of charter members of a prospective Chapter shall be determined by the Board of Executives on the basis of size and conditions of the community in which the Chapter is to be created.

SECTION 4.

Application for the building of a Chapter shall be made on the standard petition form which shall be duly signed by those eligible for active membership within the territorial limits of the prospective Chapter and shall be approved by the District Board of Trustees in whose District the Chapter is to be built. The said petition shall be forwarded to the Administrative Secretary of the F.O.C.A. for action by the Board of Executives.

SECTION 5.

Upon the official approval of a petition for a new Chapter by the Board of Executives, the said Board shall direct, through its accredited Representative, the building and completion of said Chapter in cooperation with the District Governor.

SECTION 6.

Upon the completion of a Chapter under the direction of the accredited Representative as provided in Section 5 of this Article, there shall be issued to said Chapter a charter of the F.O.C.A. signed by the President and Recording Secretary under the seal of the organization, provided that said Chapter shall have complied with the following conditions:

- a. Adopted the standard Chapter By-Laws modified only as approved by the Board of Executives.
- b. Secured and maintained a charter membership of the required number as established by the Board of Executives.
- c. Elected officers, appointed committees, and completed Chapter organization as required by the By-Laws.
- d. Certified to the Administrative Secretary of the F.O.C.A. that the accredited Representative of the F.O.C.A. has instructed the officers, committees and members.
- e. Paid to the F.O.C.A. pro-rated annual dues per Article XII of the By-Laws.
- f. Maintained all standard practices and principles for Chapter as determined by the Board of Trustees.

SECTION 8.

The National Executive Board may create a District Chapter-at-Large within each

District.

- a. Officers: The District officers, comprising the District Board of Executives, shall be the officers of the District Chapter-at-Large.
- b. Members: Qualifications for membership shall be as outlined in Article II of the Fellowship of Orthodox Christians in America By-Laws. Application for membership in the District Chapter-at-Large may be made by persons located within that District where there is no local Chapter, and by other persons possessing the qualifications as set forth in Article II, who, in the discretion of the District Board of Executives, are deemed eligible for membership.
- c. Regulations, meetings and the conduct of the officers of the District Chapter-at-Large shall be governed by the District Board of Executives.
- d. The District Board of Executives shall encourage members of the District Chapter-at-Large to transfer to a local Chapter, should the conditions that brought these members into the District Chapter-at-Large change

SECTION 9.

Junior F.O.C.A. Chapters and Districts may be organized and administered by the F.O.C.A. Board of Executives. A Director of the Junior Department shall be appointed at the Post-Convention F.O.C.A. Board of Trustees meeting, whose duties it will be to administer the Junior Program according to the rules and regulations adopted at annual F.O.C.A. conventions or adopted by the F.O.C.A. Board of Executives or the F.O.C.A. Board of Trustees.

ARTICLE IV – REGULATION OF CHAPTERS

SECTION 1.

Any member Chapter more than sixty (60) days in arrears for any indebtedness to the F.O.C.A. shall be considered not in good standing and may have its charter and membership suspended or revoked by action of the Board of Executives, provided that notice of said indebtedness shall have been duly sent by registered mail to the Secretary of such Chapter. The Board of Executives may restore such Chapter membership in the F.O.C.A. upon the payment of its indebtedness.

SECTION 2.

Any member Chapter that fails for two (2) successive years to have present at least one (1) delegate to the Annual Convention of the F.O.C.A. and that fails to furnish a satisfactory excuse for such failure to the Board of Executives within thirty (30) days after an official request therefore shall be considered not in good standing and may have its charter and membership suspended or revoked by action of the Board of Executives. The said Board may restore any such Chapter to membership in the F.O.C.A.

SECTION 3.

Any member Chapter that fails to conform to the Constitution or By-Laws of the F.O.C.A. or that fails otherwise to conform to the accepted standards for chartered Chapters, may have its charter and membership suspended or revoked, or may otherwise be disciplined, by a two-thirds (2/3) vote of the entire Board of Executives, provided that a copy of the charges with a notice of the hearing thereon shall have been sent by registered mail by the Administrative Secretary of the F.O.C.A. to the last reported President and Secretary of the Chapter, thirty (30) days before the said hearing.

SECTION 4.

If the Board of Executives shall suspend or revoke the charter and membership of any chartered

Chapter, or shall otherwise discipline any such Chapter, the Administrative Secretary of the F.O.C.A. shall send by registered mail, within fifteen (15) days, a notice of such action to the last reported President and Secretary of such Chapter, and within sixty (60) days after such mailing, such Chapter may file with the Administrative Secretary of the F.O.C.A. an appeal, which shall be considered at the next convention of the F.O.C.A.

SECTION 5.

Any member Chapter may resign from the organization provided that all financial and other obligations of such Chapter to the F.O.C.A. shall have been fulfilled and upon resolution of resignation adopted and approved by a three-fourths (3/4) vote of the active membership of such Chapter, which resolution shall be certified by the Chapter's Secretary and forwarded to the Administrative Secretary of the F.O.C.A. Such resignation shall become effective when accepted by the Board of Executives and by such action the Chapter loses all rights to use of the name, emblem or other insignia of this organization. The Board of Executives may, upon written application of such Chapter, reinstate the Chapter to membership in the F.O.C.A.

ARTICLE V – DISTRICTS

SECTION 1.

The officers of the District shall be and consist of the Board of Executives composed of the District Spiritual Advisor, Governor, Lt. Governor, the Immediate Past Governor, Secretary and Treasurer, the Secretary and Treasurer may be one person.

SECTION 2.

The Board of Trustees of the District shall consist of the Spiritual Advisor, Governor, the Immediate Past Governor, Lt. Governor, the Treasurer, the Secretary, and the District Representative of each chartered Chapter in said District.

SECTION 3.

The Board of Executives shall be elected at the annual District Convention as provided in the District By-Laws.

SECTION 4.

The District Representatives may be elected by the chartered Chapter as provided in the Chapter By-Laws.

SECTION 5.

Each officer in the preceding paragraphs shall serve for the period from one convention to another or until a successor shall be elected, qualified and installed. The terms of all District officers shall commence immediately after election.

SECTION 6.

The duties of the respective officers shall be as prescribed by the District By-Laws.

SECTION 7.

The Board of Trustees of each District shall hold at least two (2) meetings during each year at such time and place as shall be determined by the said Board of Trustees.

SECTION 8.

The Convention of such District shall be held at such place and date as shall be decided at the prior

Convention or mutually agreed to by the Board of Trustees of the District and the Board of Executives of the F.O.C.A.

SECTION 9.

Each member Chapter of a District in good standing shall be entitled to at least one (1) vote or delegate at all District conventions. The delegates and number of delegates are to be selected and to have such powers as are prescribed in the District By-Laws.

SECTION 10.

The fiscal year of all Districts shall begin on the first day of January of each year.

ARTICLE VI – DUTIES OF OFFICERS

SECTION 1.

Spiritual Advisor: The Spiritual Advisor shall advise the Board and Officers on all religious and moral questions. He shall look after the spiritual benefit and welfare of the membership of the F.O.C.A. He shall be appointed for a term of one (1) year by the Executive Board.

SECTION 2.

President: The President shall preside at all conventions and at all meetings of the Board of Executives and Trustees. He shall be the Chief Executive Officer, exercising general supervision of the work and activities of the F.O.C.A. His signature shall appear on Senior and Junior membership cards. He may appoint Governors for newly created Districts and may in his discretion vacate any office appointed by him. He shall perform such other duties as usually pertain to the office of the President.

SECTION 3.

Vice-President: The Vice-President, in the event of the inability of the President to perform his duties, has the same authority as the President. The Vice-President shall also perform such other duties as pertain to the office or may be assigned to him by the President or the Board of Executives.

SECTION 4.

Recording Secretary:

- a. He shall be the official Secretary of all conventions, meetings of the Executive Board and the Board of Trustees and be responsible for the record and keeping of the minutes of above listed gatherings. The Recording Secretary shall also perform such other duties as pertain to the office, or as may be assigned by the President or the Board of Executives.
- b. He shall maintain an up-to-date copy of
 - (1) Standing rules
 - (2) Resolution as adopted
 - (3) History of the organization
 - (4) The official copy of the Constitution and By-Laws.

SECTION 5.

Treasurer:

- a. The Treasurer shall receive all funds paid to the F.O.C.A. and shall deposit the same in the official depositories designated by the Board of Executives and shall disburse the same by order of said Board of Executives. His accounts and books shall at all times be open to the inspection of the President, the Board of Executives and any other auditors named by the Board of Executives.
- b. He shall make a report at the annual convention of the F.O.C.A. and at such other times as the President or the Board of Executives may require. He shall give bond for the faithful discharge of his duties in a sum and with such sureties as are required by the Board of Executives.
- c. The Treasurer shall be responsible for preparing the annual budget. All Department Directors and others shall provide subsidiary budgets for incorporation as the Treasurer shall direct.
- d. The Treasurer shall make a report at the annual convention showing actual expenditures and receipts and same to be compared to the yearly budget.
- e. The Treasurer shall forward prepared reports as directed by the Executive Board.

SECTION 6.

Immediate Past President shall be an officer of the Board of Executives.

- a. He shall be subject to any duty imposed by the President.
- b. He shall be the advisor of the President and will act in his stead as the head of committees in his absence.

SECTION 7.

District Governors: Under the direction and supervision of the Board of Executives of the F.O.C.A. each District Governor shall have the duty of furthering the objects of the F.O.C.A. and of promoting the interests and exercising general supervision over each chartered Chapter in his District.

SECTION 8.

Editor: The Editor of the Orthodox Christian Journal shall be Chairman of a Board of Editors. The Board of Editors shall be composed of five (5) Associate Editors plus the Editor. The Editor shall be responsible to the Board of Executives for the functioning of the Board of Editors whose duties shall be to formulate the editorial policy and generally supervise the publication of the Orthodox Christian Journal. The Board of Editors shall appoint with the approval of the Board of Executives a Managing Editor who shall implement the editorial policy and shall be responsible to the Board of Editors for the publishing of the Orthodox Christian Journal.

SECTION 9.

Department Directors:

- a. Under the direction and supervision of the Board of Executives of the F.O.C.A. each Department Director shall have the responsibility of acting as administrator of the group of national committees assigned to his department. He shall provide the chairman of these committees and its members with the decisions made by the National Conventions, define the policy or policies which apply to the committee, and in general, supervise the work of the committee in his charge.
- b. The Board of Executives shall appoint as many Department Directors as it deems necessary.

ARTICLE VI-A – DUTIES OF ADMINISTRATIVE SECRETARY

SECTION 1.

The Administrative Secretary of the F.O.C.A. shall be under the supervision and direction of the Board of Executives and the President. He shall assist the President and the Board of Executives in the conduct of business affairs of the F.O.C.A. and shall perform such duties as are specified or implied in the Constitution and By-Laws, or as may be assigned to him by the Boards of Executives or Trustees.

SECTION 2.

He shall attend all meetings of the Boards and all Conventions of the F.O.C.A.

SECTION 3.

He shall sign all documents as he may be directed to sign by the F.O.C.A. President, Board of Executives or Board of Trustees and shall affix the corporation seal of the organization when required, shall keep the accounts which pertain to the duties of the Administrative Secretary as assigned by the Executive Board, shall receive such monies pertinent thereto and paid to the F.O.C.A. and shall turn the same over to the Treasurer within thirty (30) days thereof, taking the Treasurer's receipt thereof.

SECTION 4.

He shall make a report to the F.O.C.A. at the Annual Convention and such other reports as directed by the President or the Board of Executives. His records and books shall at all times be open to the inspection of the President, Board of Trustees, and any auditors named by the Board of Executives. He shall give bond for the faithful discharge of his duties, in a sum and with such sureties as required by the Board of Executives.

SECTION 5.

He shall be in executive charge of the Administrative Office of the F.O.C.A. and its several departments and shall be responsible for the selection and supervision of staff workers, subject to the direction and control of the Board of Executives.

ARTICLE VII – BOARDS OF EXECUTIVE AND TRUSTEES

SECTION 1.

The Board of Executives shall meet at such times and places as may be determined by action of the Boards, by call of the President, or by written request of a majority of the Board. A written notice of the time and place of all meetings of the Boards shall be mailed to each member by the Administrative Secretary of the F.O.C.A. not less than thirty (30) days prior to said meeting

- a. The National Board of Trustees shall hold the first meeting of each year no later than thirty (30) days prior to said meeting.

SECTION 2.

The Boards, may without meeting together, transact business by voting upon proposed

resolutions mailed to them by the Administrative Secretary with the approval of the President. If within twenty (20) days thereafter, a majority of the members of the Boards shall send in writing to the Administrative Secretary their vote in favor of any such resolutions, said resolutions shall be deemed carried; otherwise it shall fail provided, however, that no such affirmative action shall go into effect for ten (10) days after the Administrative Secretary F.O.C.A. by registered mail, shall have sent to each member a report of the tabulated result of such vote. The ballots of which are to be produced at the following meeting before being destroyed.

SECTION 3.

A Quorum for transaction of all business shall be at least four (4) members of the Board of Executives. In addition, District Governors or their representatives from a number of districts representing one-half (1/2) plus one (1) of the total active districts in the F.O.C.A., except in cases where a larger vote is required under the Constitution or these By-Laws.

ARTICLE VIII – CONVENTIONS

SECTION 1.

The Annual Convention of the F.O.C.A. shall be held at such time and place as shall be determined by a preceding Annual Convention.

SECTION 2.

The Administrative Secretary of the F.O.C.A. shall cause to be announced in the official publication an official call to the Annual Convention at least sixty (60) days prior to the date of the convention and an official call for any special convention at least thirty (30) days prior to the date of the same.

SECTION 3.

The Board of Executives, with the aid of the Convention Committee, shall supervise and manage all conventions of the F.O.C.A. and shall announce the official program and order of business of each convention. Changes in the program may be made by a majority vote of the delegates present and voting.

SECTION 4.

The Officers of each annual or special convention shall be the officers of the F.O.C.A. The President may appoint a Recording Secretary of the convention to assist the officers.

SECTION 5.

Any chartered Chapter in good standing, may and should, at the time of selecting its delegates for a convention as herein specified, choose an alternate for each delegate. The said delegates and their alternates shall be active members in good standing of the chartered Chapter they represent, and they shall be elected by such Chapters not less than thirty (30) days prior to the date of any Annual Convention and not less than fifteen (15) days prior to the date of any special convention, and their election shall be evidenced by a certificate duly authenticated by the President and the Secretary of the Chapter. In the event that any chartered Chapter shall fail to certify the election of its delegates and alternates as herein set forth, then the committee on credentials shall have the right to determine as to the seating of the delegates or alternates for such chartered Chapter. Alternates may act in the absence of the regular delegate. Each chartered Chapter shall pay a convention registration fee in an amount set by Board of Trustees for each delegate and alternate allowed per Article VIII, Section 3 of the F.O.C.A. Constitution.

SECTION 6.

All members of the Board of Trustees of the F.O.C.A., including sitting Department Directors, are deemed delegates at large and shall be permitted to cast a vote as a regular delegate.

SECTION 7.

Reports of committees, communications to the conventions, resolutions presented and all motions save such as are known to parliamentary practice as "undebatable" may be debated upon the floor of the convention unless by two-thirds (2/3) vote of the convention decides to dispose of them without debate

SECTION 8.

Any speeches on the convention floor shall be limited as provided by the order of the day or, in the absence of regulations, as determined by the chair.

SECTION 9.

The quorum for conducting official business at a National Convention shall consist of a majority of the delegates registered and attending.

SECTION 10.

Past Presidents of the F.O.C.A. who are active members in good standing of the F.O.C.A. may register as a Delegate-at-Large at any F.O.C.A. Convention per Article VIII, Section 7 of the F.O.C.A. Constitution. No Past President shall be permitted to serve as a Delegate or Alternate for their Chapter and as a National Officer and register as a Past President at the same convention. Their registration status may not be changed during the course on any single National Convention.

SECTION 11.

Past National Spiritual Advisors of the F.O.C.A. who are active members in good standing of the F.O.C.A. may register as a Delegate-at-Large at any F.O.C.A. Convention per Article VIII, Section 6 of the F.O.C.A. Constitution. No Past National Spiritual Advisor shall be permitted to serve as a Delegate or Alternate for their Chapter and as a National Officer and register as a Past National Spiritual Advisor at the same convention. Their registration status may not be changed during the course on any single National Convention.

ARTICLE IX – NOMINATION AND ELECTION OF OFFICERS

SECTION 1.

A nominating committee, shall consist of two (2) members selected from each District whose term shall expire on alternate years. Each member shall be elected for a term of two (2) years. Each District shall elect one (1) member each year to the nominating committee at its annual District Convention. In the event of a vacancy, the District Governor shall appoint a member to fill the unexpired terms. A chairman shall be appointed by the President from among the elected members of the nominating committee. The chairman shall be appointed for a term of one (1) year. The year to end at the final adjournment of the Annual Convention. The duties of the nominating committee shall be:

- a. To encourage qualified members to accept nominations as candidates for

- the office of President, Vice-President, Recording Secretary and Treasurer.
- b. To present to the Annual Convention a list of qualified candidates for the office of President, Vice-President, Recording Secretary and Treasurer. Candidates submitted by the nominating committee must be a delegate or alternate to the convention and must be present at election time.
 - c. To present to the Annual Convention a brief outline of the candidates histories and qualifications.
 - d. To announce to the F.O.C.A. membership, its list of candidates and qualifications before the Convention by mailing same to the Secretary of each Chapter or by publishing in the Journal.

SECTION 2.

The committee on Elections as appointed by the Chairman shall have general charge of the election, the distributing, and the counting of the ballots.

SECTION 3.

Additional nominations for the offices of President, Vice-President, Recording Secretary, and Treasurer may be made from the floor. Candidates nominated from the floor must be delegates or alternates.

SECTION 4.

The voting shall be by ballot. No delegate or delegate-at-large shall be allowed to vote unless his name appears on the delegate or alternate list as disclosed by the committee on credentials.

SECTION 5.

A majority (one (1) over one-half (1/2)) of all votes cast shall be necessary for the election of the President, Vice-President, Recording Secretary, and Treasurer. In the event that any ballot cast does not show a majority for any nominee for the foregoing offices and prior to the second ballot, the nominee having the lowest vote of the first ballot shall be dropped, and on each succeeding ballot, the same procedure shall be followed until some nominee shall have received a majority of all votes cast.

SECTION 6.

Cumulative voting shall not be permitted.

ARTICLE X – VACANCIES IN OFFICE BETWEEN CONVENTIONS

SECTION 1.

In the event of a vacancy in the office of President between conventions, the Vice-President becomes President for the unexpired term.

SECTION 2.

In the event of a vacancy in the office of Vice-President or Recording Secretary or Treasurer between conventions, the Board of Trustees shall elect a qualified member of a chartered Chapter to fill the office for the unexpired term.

SECTION 3.

In the event of a vacancy in the office of District Governor for any district between conventions, the Lt. Governor of said District shall fill the vacancy. In the event said Lt. Governor fails to fill the vacancy, the President may fill it by appointment.

SECTION 4.

In event of a vacancy in any appointive office, such vacancy shall be filled in the manner of the prior appointment.

ARTICLE XI – OFFICIAL PUBLICATION

SECTION 1.

The Board of Executives shall have full control of all questions of F.O.C.A. policy of the official publication.

SECTION 2.

The Business Manager shall have complete charge of and be responsible for the business department function such as advertising, circulation, mailing lists, and other revenue producing operations as may be added and approved by the Board of Executives. He shall also submit operating budgets for the business and editorial departments to the Board of Executives and shall be responsible for the operation of the official publication -- as well as other publishing duties as may be assigned to the official publication staff -- within the approved budget. He shall appoint, subject to the approval of the Board of Executives, the Advertising Manager and such other staff members as may be deemed necessary.

SECTION 3.

The Editor shall be responsible for the enforcement of the editorial policy which had been determined by the Board of Editors and for the publishing of the official publication. He shall be Chairman of a Board of Editors, composed of five (5) associate Editors approved by the Board of Executives. The Board of Editors shall appoint, subject to approval by the Board of Executives, a Managing Editor who shall be responsible for implementing the editorial policy and performing such other functions as are necessary or which may be assigned to him by the Board of Editors through the Editor for editing and publishing the official publication. The Board of Editors shall appoint subject to approval by the Board of Executives, an Art Director and such other editorial department staff members as may be deemed necessary.

SECTION 4.

The subscription price of the official publication of the F.O.C.A. to non-members shall be determined by the Board of Executives.

ARTICLE XII – REVENUE

SECTION 1.

Each member Chapter shall pay to the F.O.C.A. annual membership dues of \$30.00 for every Active, Honorary, and Associate Member in its Chapter. The sum is due on January first of each year and is payable not later than thirty days thereafter. For each new member accepted by the Chapter after the first of July, each Chapter shall pay to the F.O.C.A. the sum of \$15.00 for the remainder of the year.

SECTION 2.

The annual membership dues to be paid by each new Chapter, admitted to membership in the F.O.C.A. during any year, shall be \$30.00 for each non-student member. If said Chapter joins after July first of any year the dues shall be \$15.00 for all non-student members for the remainder of the year.

SECTION 3.

A Student membership rate of \$10.00 each is available to those attending college, trade school or seminary and including their spouses. The sum is due on January first of each year and is payable not later than thirty days thereafter. For each student and their spouse accepted after the first of July the sum shall be \$5.00 each. A full-time student shall be defined as taking at least 12 credit hours or the institutional equivalent.

ARTICLE XIII – FINANCE AND ACCOUNTING

SECTION 1.

The fiscal year of the F.O.C.A. shall begin on the first day of July each year.

SECTION 2.

The Board of Executives shall install and maintain an efficient system of accounts.

SECTION 3.

Prior to the end of the current fiscal year the Executive Board shall have prepared and tentatively approve an annual budget for the ensuing year. Each budget shall specify the purpose and amount of each appropriation and include the estimated revenue of the F.O.C.A. for the period and the sources thereof. The budget shall be presented to the Annual Convention for approval.

SECTION 4.

Disbursements shall not exceed the gross amount of the annual budget except by approval of the Executive Board.

SECTION 5.

All disbursements shall be made solely by voucher checks, which shall show the payee, the items of service rendered or material purchased and the amount of the payment.

SECTION 6.

The Board of Executives shall designate the depositories of all funds of the F.O.C.A.

SECTION 7.

The Board of Executives shall have power to authorize such officers, as its judgment may seem advisable, to execute and counter-sign the voucher checks aforesaid and to do and perform such other acts as will carry out the purposes and objects of this article.

ARTICLE XIV – AUDIT OF ACCOUNT

SECTION 1.

The Board of Executives shall provide for the audit of the books of accounts of the F.O.C.A. annually or at more frequent periods in its discretion. The Treasurer and Administrative Secretary shall submit their books and vouchers for audit whenever required by the Boards. Annual audit to take place August first.

SECTION 2.

On or before the first day of May in each year, the Board of Executives may cause to be mailed to the Secretary of each chartered Chapter the balance sheet and a statement of the receipts and the expenditures of the F.O.C.A. for the previous fiscal year, duly certified by the auditors.

ARTICLE XV – PARLIAMENTARY AUTHORITY

SECTION 1.

"Robert's Rules of Order Revised" shall be the parliamentary authority for all matters of procedure not specifically covered by the Constitution and By-Laws of the F.O.C.A.

ARTICLE XVI – AMENDMENTS

SECTION 1.

Amendment to these By-Laws may be made from time to time as provided in the Constitution of the F.O.C.A.

(RETYPE October 2015 with amendments approved at the 90th National F.O.C.A. Convention in Atlanta, GA)