



By-Law
OF
DEBRE MENKRAT ST GEORGE AND ST ABOUNE LIBANOS
INCORPORATED

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Melbourne, Australia

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I. DEFINITIONS

- ❖ *(This definition cannot be changed)* Eritrean Orthodox Tewahdo Church is defined as the one, holy, apostolic and universal orthodox Church that is a member of the oriental orthodox churches.
- ❖ The Eritrean Orthodox Tewahdo Church is an apostolic Church which believes that the head of the Church is 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 Eritrean Orthodox Tewahdo Church is a hierarchical Church.
- ❖ DEBRE MENKRAT ST GEORGE AND ST ABOUNE LIBANOS INCORPORATED is administered and overseeing by the patriarch of the union of Eritrean orthodox Tewahdo church abroad.

- ❖ “The Priest” is the first rank canonical Priest of Debre Menkrat St George and St Abune Libanos Incorporated, Melbourne. In an event where there is only one Priest, He will be referred to as the Priest.
- ❖ Church Board shall be the official board of the Debre Menkrat St George and St Abune Libanos Incorporated, Melbourne which manages the day-to-day Church affairs. The Board members are chosen from among the members of the church and shall embrace and lead by “The Priest”.
- ❖ Work-Stream teams are small committees established by the Church Board to facilitate and carry out various Church activities based on the needs of the Church. The members of the team could be full or associate members of the Church.
- ❖ General meeting is a meeting in which all members of Debre Menkrat St George and St Abune Libanos Incorporated, Melbourne meets together to discuss matters concerning the church.
- ❖ Special General meeting is a general meeting that is called by the Church Board to discuss urgent matters.
- ❖ Association means the church, society, body, or other entity formed, or carried on, for a lawful purpose.
- ❖ Tigrigna is one of the languages spoken in Eritrea and is used in Church liturgy and sermons along with Geez languages.

II. INTRODUCTION AND GENERAL PRINCIPLES

1. Interpretation

In these rules **Act** means the *Associations Incorporation Reform Act 2012 (the Act)*.

2. Name

The name of this religious Association shall be “*Debre Menkrat St George and St Abune Libanos Incorporated*”, Melbourne (DMSGASALI) (“the Association”).

3. Purpose of the Association

This Association is a religious association and is not organized for the private gain of any person. It is duly organized under the Victoria State of Nonprofit Association based on the Incorporated Association Act 2012 exclusively for religious purposes. It is free from any political affiliations and has four cardinal objectives.

“Go therefore and make disciples of all the nations, baptizing them in the name of the Father and of the Son and the Holy Spirit, teaching them to observe all things that I have commanded you; and lo, I am with you always, even to the end of the age.” Amen. (Matthew 28: 19-20)

4. Objectives

- 1) To do spiritual services in accordance with the Eritrean Orthodox Tewahdo Religious Doctrine, canon and Holy Tradition and carry out the spirit and practices of the Eritrean Orthodox Tewahdo Church belief, out of which the Church is evolved.
- 2) To maintain spiritual unity, coordinate religious work or activity, and promote collaboration and closer relations within the Eritrean community in Melbourne and its surroundings, who are believers of the Eritrean Orthodox Tewahdo Church, with the intent of propagating, practicing and forever perpetuating Orthodox Tewahdo Orthodox religious worship, ministrations, sacraments, and teachings in full accord and unity with the doctrine, rules (ሕጌ ኦርቶዶክስ ተዋህዶ ቤተክርስቲያን ኤርትራ 1987 ግዕዝ (1995)) , ritual, canon law, faith, practice, discipline, holy traditions and usage's of the Eritrean Orthodox Tewahdo Church.
- 3) Debre Menkrat St George and St Abune Libanos Incorporated will endeavor to build relationships with Eritrean Orthodox Tewahdo Churches, around the world, which are under HH Abune Antonios I, to strength and share the common vision of the Church
- 4) Our church endeavor to strengthen our ties and enhance the spiritual relationship that we have with the Coptic orthodox church, diocese of Melbourne and other Oriental orthodox churches in Australia.

- 5) To build its fixed and movable properties that are irrevocably dedicated to religious purposes and no part of the net income or assets of this association shall ever be used to the personal benefit of any bishop, priest, deacon, officer, or member thereof or to the benefit of any private person.

5. Powers

- 1) The Debre Menkrat St George and St Abune Libanos Incorporated Association which is designated to offer religious services complied by the Australian religious corporation has the right and the power of an individual entity.
- 2) The association may:
 - a) enter contracts.
 - b) acquire, hold deal with and dispose of property.
 - c) make charges for facilities it supplies; and
 - d) do other things necessary to be done in carrying out its affairs.

6. Affirmation of Governing Authority and Hierarchical Structure

Debre Menkrat St George and St Abune Libanos Incorporated derives its ecclesiastic authority to function from the Eritrean Orthodox Tewahdo Church, the holy synod and laws and Canons of apostolic Orthodox Tewahdo Patriarchate of Eritrea, which is led by the successor of the blessed memory HH Abune Antonios as the Apostolic Orthodox Tewahdo “Patriarch” of Eritrea following the canon laws and tradition of Orthodox Church.

HH Abune Antonios III was uncanonically and illegally deposited and put under house arrest, in violation of the Eritrean Orthodox Tewahdo Church rules, canon and tradition. HH Abune Antonios departed after 16 year of imprisonment and is recognised as “The Confessor”.

The Church shall be affiliated to the Patriarchate of Union of Eritrean Orthodox Tewahdo Church abroad.

As a result of such provision the separation of responsibly will be as follows:

- 1) The Priests who are officially, recognized to their titles by the holy synod and laws and Canons of Apostolic Orthodox Tewahdo Patriarchate of Eritrea, based on its long held apostolic Holy Tradition, are the religious leaders of the Church. They will have prime responsibility for the conduct and management of the religious decisions and spiritual affairs of the Church.
- 2) “The Priest” is the first rank priest who acts as the spiritual father for the members of the Church, gives advice and guidance to the members of the Church in the holy traditions of the Eritrean Orthodox Tewahdo Church.
- 3) The Deacon/s shall serve as an assistant to the Priest/s on both religious decisions and spiritual affairs of the Church.

- 4) The Church Board shall have the prime responsibility for the day-to-day non-spiritual administration of the Church. This includes finance of the Church, employing, fixing salary and compensation to Priest(s) or Deacon(s) and other employees if any (unless offering free service), and managing the properties of the Church.
- 5) Priest or Deacon who is not capable to give proper service or not sticking to the bylaw and canon, ritual, doctrine, faith, teaching, discipline, traditions and customs of the Eritrean Orthodox Tewahdo Church will be forbidden to serve in the Church.
- 6) The Board and other Work-Stream teams will always work under the spiritual guidance of “The Priest”.

III. MEMBERSHIP

7. Qualifying Criteria for Membership

Membership is open to anyone who:

- 1) Accepts, worships, and abides by the doctrine and holy tradition of the Eritrean Orthodox Tewahdo Church.
- 2) Accepts and abides by the Rules of Eritrean Orthodox Tewahdo Church, 1987 (1995 AD) and by the By-Law of the St George and St Libanos Orthodox Tewahdo Church.
- 3) Participates in the Liturgical and Sacramental life of the Church that are prerequisite for the salvation of the souls.
- 4) Registers with the Church by completing the required information as indicated in Article 16 and signs the membership register.

8. Classes of Members

The membership of the association consists of two classes:

- 1) Full member: A person who has met all the qualifying criteria stated in Article 7 either before or after the day the association was incorporated, pays monthly fee as stated in Article 9, and agrees to comply with the laws and rules of the association in writing is full member of the association. These are of two types:
 - a) Ordinary full member (over 18 years of age) who is either working or not, and
 - b) A full-time student over 18 years of age.
- 2) Associate member: Any individual who is not a ‘Full member’, i.e., an individual who worships in this Church regularly or irregularly but has not met the qualifying criteria (Article 7 is categorized under this class of membership).

9. Membership Fees and Charges

- 1) The membership fee is payable monthly.

- 2) Monthly fee for Ordinary Full member is \$50 AUD; and for a full-time student member is \$25 AUD.
- 3) If a member does not pay the outstanding membership fee for 3 months in arrears, the Church Board would instruct the secretary to send the member a reminder letter that advice him/her to pay the membership fee within 1 month.
- 4) If the person could not pay the outstanding membership fee within the specified time as in sub-rule 3 above, then the Church Board will meet the member and find out the cause of the delay and make necessary decisions, which could include putting penalty charges of \$5 AUD per month from the date the reminder letter is sent as in sub-rule 3 above.
- 5) The fees and charges shall be assessed and revised at each annual General meeting and:
 - a) are the amount decided by the members from time to time at a general meeting; unless he/she wants to pay more than the decided fee, and
 - b) are payable when, and in the legal way, the Church Board decides.

10. Membership Rights and Benefits

- 1) All members who have registered in the Association as Full members will have:
 - a) the right to elect the members of the Church Board as per article 20,
 - b) the right be elected as member of the Board,
 - c) the right to serve in the work-stream teams,
 - d) the right to represent the Church as per the Chairman's delegation,
 - e) free church services such as baptism, marriage, funeral etc,
- 2) All members who have registered in the Association as Associate members will have:
 - a) the right to attend Church services as appropriate,
 - b) the right to serve voluntarily in the work-stream teams (Article 18(7)),
 - c) the right to attend and observe during general meetings (article 27), election and voting (article 20 and 32) but will not have the right to elect or be elected.
- 3) A Full member or Associate member will have the right to obtain his/her membership card.
- 4) The number of the Full and Associate members is not limited.

11. New Membership

- 1) An applicant seeking membership must lodge an application.
- 2) The application must be:
 - a) in writing,
 - b) signed by the applicant, and
 - c) is submitted to the secretary for approval by the Church Board.

12. Decision on New Membership Application

- 1) The Church Board must consider and make a decision to the application at their next meeting.
- 2) If the Church Board finds the application to be controversial, then all members must discuss the application at their special General meeting with the guidance of “The Priest.”
- 3) The Church Board secretary must then give the applicant written notice of the decision.
- 4) The Church Board secretary has obligation to inform the new member of:
 - a) the internal policy and regulations of the association, and
 - b) the insurance and liabilities of the association.

13. Membership Termination

- 1) A member may resign from the membership of the church by giving a written notice of resignation to the secretary.
- 2) The resignation becomes effective two weeks from the time the notice is received by the secretary, unless otherwise stated for a later time.
- 3) The Church Board may terminate membership if a member:
 - a) is convicted of an indictable offence, or
 - b) does not comply with any of the provisions of these rules, or
 - c) conducts in a way considered to be injurious or prejudicial to the character or interests of the association, or
 - d) deliberately practice against Article 17.
- 4) Before membership is terminated, the Church Board must give the concerned person proper advice to abide by the rules of the association.
- 5) If all efforts fail, the Church Board will instruct the secretary to provide the members with a written notice of membership termination.

14. Appeal against Membership Termination

- 1) A member who resigned from the association on his/her own will by giving a written notice of resignation has the right to apply for restoring his/her membership by completing the application form and paying all outstanding fees and charges as determined by the Church Board.
- 2) A person whose application for new membership has been rejected or whose membership has been terminated does have the right to request a review of the decision.
 - a) A formal written application against the decision must be given to the secretary within 1 month of the Church Board decision.
 - b) The secretary must call a special General meeting to decide the appeal.

15. Making Decision on an Appeal

- 1) The special General meeting to decide an appeal must be held within 3 months after the secretary receives the formal letter of appeal.
- 2) At the meeting, the new applicant or ex-member must be given a full and fair opportunity to show why his/her application must not be rejected or his/her membership must not be terminated.
- 3) In the same way, the Church Board who is responsible for the termination decision must give reasons why the application was rejected, or the membership was terminated.
- 4) Then the appeal is decided fairly by a majority vote of the full members present at the meeting under the guidance of "The Priest".

16. Members Register

- 1) The Church Board must have a register to record details of each member.
- 2) The register is under the responsibility of the secretary.
- 3) The register must include the following particulars for each member:
 - a) full name of the member,
 - b) postal or residential address and telephone; (e-mail address if any are optional),
 - c) date of admission as a member,
 - d) date of resignation, termination, or reinstatement of the member,
 - e) details about the termination or reinstatement of membership,
 - f) Extra remarks or comments that are related to the member.

17. Confidentiality

A member of the association must not:

- 1) Disclose information discussed in any meetings of the association.
- 2) Use information obtained from the register (Article 15) of the association to share with others for political, religious, charitable, or commercial purposes unless authorized by the Church Board.
- 3) Disclose any information to a third party with the intention to obstruct the action or the stance of the association.
- 4) Defame the association or members of the association.

IV. CHURCH BOARD

18. Church Board members

- 1) The Church Board shall consist of seven (7) members.
- 2) A candidate is eligible to be elected as member of the Church Board if the person:
 - a) is full member of the association,
 - b) is a regular attendant of the church services and meetings,
 - c) has been actively contributing to the wellbeing of the association, and

- d) participates in the sacramental life of the Church – However this criterion will be in effect on the decision of the Priest when the Church has grown fully to observe and live its sacraments that are a prerequisite for the salvation of the souls.
- 3) The Church Board of the Association shall be:
 - a) Chairman
 - b) Vice-Chairman
 - c) Secretary
 - d) Treasurer
 - e) Dept. of Education
 - f) Dept. of Public Relations and Social Officer
 - g) Dept. of Documentations and Publications Officer
- 4) The Vice Chairman and Secretary shall have at least a high school education and must be able to read, write and speak both Tigrigna and English.
- 5) The secretary must be residing in Melbourne and its environment and is nominated:
 - a) either by a member of the association and supported by majority vote of the members, or
 - b) from within the members of the Church Board themselves, and
 - c) if a vacancy happens in the office of secretary, either one of the members of the Church Board must replace him/her or select one (1) from the members of the association within a month.
- 6) A member cannot be elected consecutively for more than two times in a row but can be elected again after an interval. Note that a single term of office is two years.
- 7) The Church Board shall establish different Work-Stream teams to facilitate and carry out various activities based on the needs of the Church. The members of the team shall be full or associate members of the Church.

19. Duties and Responsibilities of Church Board

The Church Board manages the day-to-day affairs of the association and shall actively be engaged in the Church's affairs to promote and strengthen the association. The Church Board may exercise its duties and responsibilities as follows:

- 1) Chairman:
 - a) "The Priest" is the Chairman of the Church and acts as the shepherd of the Church,
 - b) supervises and executes all spiritual matters of the Church according to the Holy traditions of the Eritrean Orthodox Tewahdo Church,
 - c) works with the Diocese and the parishes regarding all Church matters,
 - d) supervises the general wellbeing of the association and discusses any concerning issues with the rest of the Board members,
 - e) drives the planning and execution of activities,
 - f) leads meetings,
 - g) signs the resolutions passed by the board members by checking the minutes of the secretary at the end of the meeting or beginning of the next meeting,

h) delegates any Full member of the association to accomplish tasks as required, or to participate in a meeting, or to represent the Church in the best interest of the association.

2) Vice-Chairman:

- a) assists the Chairman in overseeing the accomplishment of all tasks except spiritual matters,
- b) in the absence of the Chairman, the vice Chairman would replace his position,
- c) until the Priest arrives and takes upon the responsibilities of his office, the Vice-Chairman shall sign all necessary documents bearing the title of the Chairman,
- d) approves payments and sign cheques in conjunction with the treasurer,
- e) liaises and builds partnerships with other organizations to help ensure the success of the Church activities.

3) Secretary

The functions and responsibilities of the secretary include, but are not limited to:

- a) calling meetings of the association, including preparing notices of a meeting and the agenda to be conducted at the meeting in consultation with the Chairman of the association,
- b) keeping minutes of each meeting,
- c) within three (3) days after conducting a meeting, circulates the minutes via email to all the Church Board members,
- d) ensures that all copies of all correspondence and other documents relating to the association are archived with the Documentation and Publication Officer,
- e) maintains the register and common seal of the association at a secure place,
- f) registers new members and issues membership cards.

4) Treasurer

The treasurer shall have the custody and charges on the fund of the association as stated in Article 35. Based on that the duties of the treasurer include:

- a) receives money and gives receipt to the payer,
- b) deposits money received into the bank account of the association within 2 working days,
- c) documents all financial accounting including but not limited to keeping receipt copies of membership fee and bank accounting,
- d) signs cheques in-conjunction with the vice Chairman and in the absence of the vice Chairman along with the secretary,
- e) Presents a detailed financial report in the Annual General meeting and other meetings,
- f) responsible for planning and executing all fundraising ideas,
- g) liaises and builds partnerships with other organizations to ensure the success of fundraising activities,
- h) ensures that all fundraising applications are completed on time.

5) Education

- a) Coordinate the education and activities of church youth
 - b) Coordinate Sunday school
 - c) Plan and coordinate necessary spiritual courses to youth and elders.
 - d) Produces contemporary orthodox messages and reminders in all means (including social media)
- 6) Public Relations and Social Officer
The public relations and social Officer tasks include:
- a) Assist new members of church congregation.
 - b) planning and organizing feast and social events,
 - c) liaising with other organizations to ensure the success of all the Church social events,
 - d) facilitates transport and other services to children commuting for Sunday school and/or to elders with limited capacity wishing to participate church services,
 - e) gathering youth at the Church for Sunday school,
 - f) organizing events of retreats, pilgrim, grief of church member.
 - g) organizing events to celebrate the achievements of the youth in various social and educational activities
- 7) Documentation and Publication Officer
The documentation and publication Officer requires guidance and advice from the Priest to ensure that the contents of any publications follow the Orthodox Tewahdo teachings and values and has the following duties and responsibilities:
- a) translating the constitution into Tigrigna language,
 - b) drafting and publishing forms and letters for use of the association,
 - c) drafting financial policy decree for managing the Church funds,
 - d) over-viewing the design and contents of St George and Abune Libanos Eritrean Orthodox Tewahdo Church pamphlet and/or Newsletter,
 - e) archives documents and historical records of the association,
 - f) distributes publications and newsletters to the Church members in a timely and orderly manner.

20. Election of Church Board members

The members of the Church Board are elected from the “Full members” of the association at a general meeting every two years. “The Priest” shall be nominated unanimously. If there are more than one priest, “The Priest” shall be elected by members of the Association. Voting for the Church Board will be conducted only in writing or by raising up-hands as the members of the existing Church Board decide:

- 1) Election by Writing
 - a) in a general meeting a member of the association nominates an eligible member of the association as a candidate and should be supported by another member,
 - b) three to four (3-4) candidates will be nominated for each office using this method (a) above. Then, members vote one (main officer) for each office.

- c) Election process can be either in a paper, drops in the ballot box, or by raising-up hands
- d) the other two be reserves.
- e) if a nominee is opposed by a member as a candidate for weaknesses identified and supported by another member the nominee is dropped out from the list of candidates and replaced by another candidate,

21. Meetings of Church Board

- 1) Subject to the above rules, the Church Board may meet and conduct its proceedings, as it considers appropriate.
- 2) The Church Board must meet at least once every 2 months to exercise its functions.
- 3) The Church Board must decide how a meeting is to be called.
- 4) Notice of a meeting is to be given in the way decided by the Church Board.
- 5) A member of the Church Board may participate in its meetings by using any technology that reasonably allows the member to hear and take part in discussions as it happens. Participation by such means shall constitute presence in person at a meeting.
- 6) A question arising at a Church Board meeting is to be decided by consensus, if not by majority vote of members of the Church Board present at the meeting and, if the votes are equal, the decision where the chairman stands is accepted.
- 7) The Chairman is to preside as chairperson at a Church Board meeting.
- 8) If the Chairman is not present within 30 minutes after the time fixed for the meeting or is unable to act, the vice-Chairman will preside as chairperson. On their absence the Church Board members present must elect one (1) of them to preside the meeting provided Article 24 is fulfilled.
- 9) The annual meeting of the Church Board is during the 2nd week of June each year to make preparations for the regular Annual General meeting of the association that takes place during the 2nd week of July each year.

22. Minutes of Church Board Meetings

- 1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions, and other proceedings at each Church Board meeting, and are entered in a minute book.
- 2) To ensure accuracy, the minutes of each Church Board meeting must be signed by the chairperson of the meeting, or the chairperson of the next Church Board meeting, verifying their accuracy.

23. Resignation, Removal or Vacation of Church Board Member

- 1) A member of the Church Board may resign from his/her position by giving written notice of resignation to the secretary. The resignation takes effect:
 - a) within two weeks from the time the notice is received by the secretary, or
 - b) if a later time is stated in the notice- the later time.

- 2) A member of the Church Board may be removed from office if:
 - a) found not committed to his/her work, or
 - b) found to be guilty of breaching the Article 17, or
 - c) does not follow the rules and policy of the association.
- 3) The member in sub-rule (2) above will be reminded of his/her duties and responsibilities and will be given three warning letters before bringing the issue to be discussed at a general or special General meeting of the association.
 - a) At a general or special general meeting, the member in sub-rule (2) should first be given an opportunity to explain why he/she should not be removed from office, and the board should explain why he/she be removed from office.
 - b) Then if a majority of the members present and eligible to vote at the meeting, vote in favor of removing the member, the member has no right of appeal.

24. Vacancy in Church Board

- 1) If a vacancy happens in the Church Board, the Chairman should:
 - a) call one from the reserves if any, or
 - b) call a special General meeting to fill the gap.

25. Quorum for, and Adjournment of, Church Board Meeting

- 1) At a Church Board meeting, the quorum or for the meeting to proceed is the total number of board members 50% plus (minimum 6 members).
- 2) For the important decision to make is the total number of board members, less 1
- 3) If there is no quorum within 30 minutes the meeting lapses.
- 4) For the second time if there is no quorum within 30 minutes:
 - a) the meeting is to be adjourned for at least one (1) week,
 - b) the members of the Church Board who are present are to decide the day, time, and place of the adjourned meeting.
- 5) If, for the third time at an adjourned meeting mentioned in sub rule (3b), there is no quorum within 30 minutes the existing members will call a special Church Board meeting as in Article 26 below.

26. Special Meeting of Church Board

- 1) If the secretary receives a written request letter signed by at least one-third (1/3) of the members of the Church Board (at least 3 of the 7 members), the secretary must call a special meeting within 7 days of the letter by giving notice for each member of the Church Board as in sub-rule 4 below.
- 2) If the secretary is unable to call the special meeting, the Chairman must call the meeting.
- 3) A request for a special meeting must state:
 - a) why the special meeting is called, and
 - b) the agenda to be conducted at the meeting.

- 4) A notice of a special meeting must state:
 - a) the date, time, and place of the meeting, and
 - b) the special meeting must be held within 14 days from the time the notification letter is issued.

V. GENERAL MEETING

27. General Meeting

- 1) A regular Annual General meeting must be held once a year and shall be in the month of July.
- 2) The Church Board, when finds it necessary, may call a special General meeting to be held at such place and such day and hour as it is deemed to be appropriate. It is preferable to limit special General meetings to 4 (four) times a year.

28. Regular General Meeting

- 1) The secretary may call the regular Annual General meeting of the association.
- 2) If the secretary is unable to call the meeting, the Chairman must call the meeting.
- 3) Notice of the meeting must be disclosed to all members of the association at least 14 days prior to the date of the meeting.
- 4) The Church Board may decide the way in which the notice needs to be given or disclosed to all the members of the association.
- 5) The notice must state the date and place of the meeting, and the agenda to be conducted at the meeting.
- 6) The quorum for the general meeting is 50 percent plus (50% Plus).

29. Special General Meeting

- 1) The secretary shall call a special General meeting within 14 days of being:
 - a) directed to call the meeting by the Church Board; or
 - b) given a written request signed by:
 - i) at least one-third (1/3) of the number of members of the Church Board when the request is signed, or
 - ii) at least one-fourth (1/4) of the number of members of the association.
- 2) If the secretary is unable to call the special meeting, the Chairman must call the meeting.
- 3) A written notice letter must be given to each member of the association at least 7 days prior to the date of the meeting.
- 4) The letter must state the date and place of the meeting, and the agenda to be conducted at the meeting.

30. Quorum for, and Adjournment of, General Meeting

- 1) The quorum for a general meeting is at least the number of members elected to the association's Church Board at the close of the association's last general meeting plus 1 (minimum of 8 members).
- 2) The General meeting must be conducted in the holidays, that is either on Saturday or Sunday, which is most convenient to the members of the association.
- 3) If there is no quorum within 30 minutes, the meeting lapses.
- 4) If for the second time, if there is no quorum within 30 minutes:
 - a) the meeting is to be adjourned for at least one (1) week; and
 - b) The Church Board is to decide the day, the time and place of the adjourned meeting.
- 5) If for the third time, there is no quorum within 30 minutes, the General meeting will go ahead with the attending members of the association.

31. Procedure at General Meeting

At General meeting:

- 1) the Chairman is to preside as chairperson; and
- 2) if for unknown reasons the Chairman could not be present at the meeting within 30 minutes of the specified time, the vice Chairman will preside as chairperson.
- 3) If both the Chairman and vice-Chairman can not avail themselves to the meeting for known reasons, they should delegate one of the Church Board to lead the meeting. However, this should be done with the full consent of all the members of the Church Board.
- 4) the chairperson must conduct the meeting in a proper and orderly way.

32. Voting at General Meeting

- 1) A "Full member" over 18 years old participating in the General meeting is eligible to vote.
- 2) At a general meeting, each question, matter, or resolution, must be decided by a majority of votes of the members present.
- 3) Each member present and eligible to vote is entitled to one (1) vote only and, if the votes are equal, the chairperson has a casting vote.
- 4) Voting is either in writing or by raising up hands as the Church Board or members of the association decides.

33. Minutes of General Meetings

- 1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions, and other proceedings of each General meeting are entered in a minute book.

- 2) The minutes entered in the minute book must be signed by the chairperson of the meeting or the chairperson of the next General meeting after verifying their accuracy.

VI. FINANCE AND MISCELLANEOUS

34. Assets and Liability of members

- 1) The association can receive funds and donations to further its objects, but no part of the finance and assets is divided among, or received by, any of the association's members.
- 2) Any member of the church or its board is not personally liable to contribute towards the payment of the debts and liabilities of the association or the costs, charges, and expenses of a winding up of the association.

35. Funds and Accounts

- 1) The funds of the association must be kept in an account in the name of the association in a financial institution decided by the Church Board.
- 2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
- 3) All amounts must be deposited in the financial institute account as soon as practicable within two (2) working days after receipt.
- 4) A payment by the association of \$100 AUD or more must be made by cheque or electronic money transfer.
- 5) If a payment of \$100 AUD or more is made by cheque, the cheque must be signed by 2 persons of the following:
 - a) the vice Chairman (and the secretary in the absence of the vice Chairman),
 - b) the treasurer
- 6) Cheques, other than cheques for wages, allowances or petty cash reimbursement must be crossed not negotiable.
- 7) Cheques, Drafts or other orders for payment of money that involves the association are written in the name of the association, i.e., "St George and Abune Libanos Eritrean Orthodox Tewahdo Church, Melbourne"
- 8) All expenditures must be approved or ratified by the Church Board before they are spent.

36. Inspection of Financial Documents and Auditing

- 1) If asked by a member of the association, the secretary must provide/avail copies of the association's financial documents for inspection by the member within 28 days after the request is made.

- 2) The Association may require the members to pay reasonable costs for providing the copies of the documents.
- 3) The annual audit of all the financial accounting and all other properties of the association will take place in the 3rd week of June of each year.

37. Financial Year

- 1) The Treasurer shall prepare financial statements for the last reportable financial year.
- 2) The income and property of the association must be used solely in promoting the association's objectives and exercising the association's powers.
- 3) The End of Financial year is 30th of June of each year.

38. Common Seal

- 1) The association shall use the common seal of the Eritrean Orthodox Tewahdo Church as below:
- 2) The seal will show the registered name of the association in legible characters as shown below:
3. The common seal must be:
 - a) kept with the secretary securely, and
 - b) used only under the authority of the Church Board.
4. Each instruction to which the seal is attached must be signed by the Chairman (or vice-Chairman) of the Church Board and countersigned by:
 - a) the secretary, or
 - b) the Treasurer aa
5. The Church Board must ensure the safe custody of the common seal and other documents including minute book of the association.

39. By- laws

- 1) The Church Board may request to amend or repeal the Act or by-law of the Association if it believes it is inconsistent with the rules of the association.
- 2) A by-law may be set aside by a vote of members at a general meeting of the association.
- 3) However, any amendments of the rules of the association must be within the parameters of the canon law and tradition of the Eritrean Orthodox Tewahdo Church.

40. Alteration of Rules

- 1) Subject to the Act 2012, these rules may be amended, repealed, or added to by a special resolution carried out at a general meeting except for the definition(s) above that (is) are marked as "*This definition cannot be changed*".

- 2) An amendment, repeal or addition is valid only if it is endorsed and signed by the Chairman.
- 3) The amended by-law document should then be re-lodged with the relevant authority.

41. Distribution of surplus assets to another entity

- 1) This rule applies if the association:
 - a) is wound-up, and
 - b) has surplus assets.
- 2) Surplus assets mean the assets after payment of the debts and liabilities remaining on a winding up of the association and the costs, charges and expenses of the winding up.
- 3) The surplus assets must not be distributed among the members of the association.
- 4) The surplus assets must be given to either one of the HH Abune Antonios non-for-profit foundation (which can be an existing or newly created foundation at that time) fulfilling the following conditions:
 - a) having objectives similar to the Debre Menkrat St George and St Abune Libanos Incorporated association's objects, and
 - b) the rules of which prohibit the distribution of the entity's income and assets to its members
- 4) A declaration to distribute of the surplus assets will be decided by special resolution at a general meeting by the votes of $\frac{3}{4}$ of the members who are present and entitled to vote on the resolution.