Chap:er 519 of the Laws of 1972, effective May 24, 1972

STATE OF NEW YORK

9915

IN SENATE

March 21, 1972

Introduced by COMMITTEE ON RULES--read twice and ordered printed, and when printed to be committed to the Committee on Corporations

AN ACT

to incorporate an unincorporated religious association known as
The Orthodox Church in America

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

1 The unincorporated religious association known as The Orthodox Church in America, an autocephalous Church of the
2 Eastern Orthodox faith more particularly described in section one
3 hundred five of the religious corporations law as amended by chapter
4 five hundred seventy-eight of the laws of nineteen hundred seventy-
5 one, is hereby created a body politic and corporate.
6 The name of the corporation hereby created shall be “The
7 Orthodox Church in America”.
8 The duration of the corporation shall be perpetual.

EXPLANATION--Similar in nature in new; matter in brackets [ ] is old law to be omitted.
The particular objects for which the corporation is formed are
the following exclusively religious, educational and charitable pur-
poses:

(a) To constitute the ecclesiastical governing body of that group of
churches, cathedrals, chapels, congregations, societies, parishes, com-
mittees and other religious agencies and organizations in the United
States of America and the Dominion of Canada which, immediately
prior to the passage of this act, were subject to the ecclesiastical gov-
ernance of the unincorporated religious association known as The
Orthodox Church in America, or which hereafter shall be created or
organized in the United States of America, the Dominion of Canada,
or elsewhere in North or South America, for the purpose of and with
the intent of adhering to and being subject to the ecclesiastical gov-
ernance of the corporation hereby created;

(b) To adhere to, practice, promulgate and disseminate the doc-
trine, discipline and worship of the One, Holy, Catholic and Apostolic
Church as taught by the Holy Scriptures, Holy Tradition, the Ecu-
menical and Provincial Councils and the Holy Fathers;

(c) To promote and advance the spiritual and temporal aims of the
Eastern Orthodox faith in the United States of America, the
Dominion of Canada, and elsewhere in North and South America by
all proper and lawful means, directly as well as through corporations
or other organizations, entities or agencies now existing or hereafter
created or organized;

(d) To support, maintain, aid, advise or cooperate with any corpo-
rations or other organizations, entities or agencies created or organized
and operated exclusively for religious, educational or charitable purposes, or two or more of such purposes, and now or hereafter existing within the United States of America, the Dominion of Canada, or elsewhere in North or South America.

The corporation shall have power to take by bequest, devise, gift, purchase or lease, and hold, either absolutely or in trust, for any of its purposes, any property, real or personal, without limitation as to amount or value; to sell, mortgage, lease or otherwise convey or transfer any such property without obtaining the approval of any court; to invest and reinvest any funds without limitation as to the type of investment; and to deal with, use, apply and expend any such property or funds and the income derived therefrom in such manner as will best promote its objects. It shall have all the powers and be subject to all the restrictions which now pertain by law to religious corporations created by special act, so far as the same are applicable to this corporation and are not inconsistent with the provisions of this act.

All property, real and personal, of the said unincorporated religious association known as The Orthodox Church in America shall be deemed to be transferred to and vested in and owned by this corporation without further act or deed. All claims, demands and every other interest, whether vested or contingent, shall be as effectually the property of this corporation as they were of said unincorporated religious association. Any bequest, devise, gift, transfer or assignment, in trust or otherwise, heretofore or hereafter made or given to said unincorporated religious association, in or by any of the names by which it
has been known prior to the passage of this act shall inure to the
benefit of and be vested in and owned by this corporation. This corporation shall be deemed to have assumed and shall be responsible for all
liabilities and obligations of said unincorporated religious associa-
tion in the same manner as if this corporation had incurred such li-
abilities or obligations.

The affairs of the corporation shall be conducted by a Holy
Synod, as its supreme canonical body, an All-American Council, as
its highest legislative and administrative body, and a Metropolitan
Council, as its permanent executive body. The corporation shall have
the power by the vote of two thirds of the members of its All-American
Council to make, alter, amend or repeal by-laws which may be denom-
ninated as the statute of the corporation, for the management of the
affairs of the corporation and the regulation of the affairs of its dio-
ceses, deaneries, parishes and other constituent bodies or agencies,
provided such by-laws are not inconsistent with the constitution and
laws of this state. Such by-laws may, among other things, provide for
the authority and powers of the corporation's Holy Synod, All-Amer-
ican Council and Metropolitan Council, and the number, qualifica-
tions and method of choosing the members and officers of said bodies,
and may from time to time change the title of any such body.

The statute of the unincorporated religious association known
as The Orthodox Church in America in effect immediately prior to the
passage of this act shall, to the extent applicable, become the by-laws
of the corporation until superseding by-laws of this corporation shall
have been adopted by its All-American Council.
The first members of the corporation's Holy Synod, All-American Council and Metropolitan Council, respectively, shall be those persons who immediately prior to the passage of this act were the members of the Holy Synod, All-American Council and the Metropolitan Council, respectively, of the unincorporated religious association known as The Orthodox Church in America, and they shall continue in their respective offices until the election, appointment or designation of their successors as provided by the by-laws of the corporation.

The corporation shall not sell, mortgage or lease any of its real property unless such sale, mortgage or lease is approved by its Metropolitan Council whose approval shall be evidenced by certificate of the secretary or an assistant secretary thereof.

The territory in which the operations of the corporation are principally to be conducted is the United States of America, the Dominion of Canada and elsewhere in North and South America.

The principal office of the corporation is to be located in the city, county and state of New York.

No part of the net earnings of the corporation shall inure to the benefit of any individual and no member, officer or employee of the corporation or of its Holy Synod, All-American Council, or Metropolitan Council, shall receive or be lawfully entitled to receive any pecuniary profit of any kind therefrom, except reasonable compensation for services rendered in effecting one or more of its purposes.

The corporation shall have and possess all the exemptions from taxation conferred by law upon a corporation organized and operated exclusively for religious, educational or charitable purposes, or for two or more of such purposes.
In the event that the corporation shall be dissolved or wound up at any time, then all the properties, moneys and assets of the corporation remaining after the payment of or provision for the debts and liabilities of the corporation shall be transferred to and become the property of such one or more corporations, trusts, foundations or other organizations organized and operated exclusively for religious, educational or charitable purposes, or two or more of such purposes, as shall be selected and designated by the corporation's All-American Council, subject to the approval of a justice of the supreme court or other court having jurisdiction.

In the judgment of the legislature, the objects of this corporation cannot be attained under general law, and the provisions of this act shall be liberally construed with a view to effecting its objects and promoting its purposes.

Nothing in this act contained shall affect any action or proceeding now pending or right accrued.

If any provision of this act shall be determined to be invalid for any reason, the remaining provisions hereof shall nevertheless continue in full force and effect.

This act shall take effect immediately.