

**THE NATIONAL ASSOCIATION OF THE
HOLY NAME SOCIETY
CONSTITUTION**

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CONSTITUTION

THE NATIONAL ASSOCIATION OF THE HOLY NAME SOCIETY

PREAMBLE

Following the Second Vatican Council and being fully aware of the Council documents promulgated by His Holiness Pope Paul VI, the members of the Confraternity of the Most Holy Name of Jesus in the United States have met to adopt a constitution.

It is the intention of the framers of this Constitution to preserve the 700-year-old purposes of the Confraternity, reverence for the Sacred Name of God and that of Jesus Christ, and the salvation of the souls of the members of the Confraternity.

The framers of this Constitution also realize that the "laity carry out their own part in the mission of the whole Christian people with respect to the Church and the world" and "seek the Kingdom of God by engaging in temporal affairs and by ordering them according to the plan of God." (Dogmatic Constitution on the Church).

Similarly, the Fathers wrote (in Decree on the Apostolate of the Laity) of their desire to "intensify the apostolic activity of the People of God" and noted that "The member of the Church who fails to make his proper contribution to the development of the Church must be said to be useful neither to the Church nor to himself."

Humbly asking God's blessings on their endeavors, the following representatives do hereby ordain and establish this Constitution.

ARTICLE I: NAME

Section 1. ORGANIZATION NAME.

The name of this organization shall be The National Association of the Holy Name Society.

Section 2. NONPROFIT STATUS.

This Association is a nonprofit religious organization under the Nonprofit Corporate Law of 1972, filed and approved on the 25th day of July 1975, with the Corporation Bureau of the Department of State of the Commonwealth of Pennsylvania, in Harrisburg, Pennsylvania.

Section 3. REGISTERED ADDRESS.

The registered address of this Association shall be 516 North Front Street, Minersville, Pennsylvania, 17954, unless changed by the Executive Board.

ARTICLE II: PURPOSES AND CORPORATE POWERS

Section 1. PURPOSES

The purposes of this organization shall be:

- a) To promote reverence for the Name of the Most Holy Trinity, the Father, the Son, and the Holy Spirit, and to praise and venerate the Most Holy Name of God;
- b) To promote sanctification of Holy Name Members by the frequent reception of the sacraments and by faithful correspondence with the grace of their state of life;
- c) To foster observance of the promises in the Holy Name Pledge;

- d) To cooperate with the hierarchy of the Holy Catholic Church in its collegiate unity with our Holy Father, the Pope;
- e) To cooperate with the National Spiritual Director and the Archdiocesan and Diocesan Unions in the United States, Canada and Mexico;
- f) To strengthen the unity and participation of all Catholics in all structures of the Catholic Church - parochial, diocesan and universal - in accordance with the letter and spirit of the Second Vatican Council;
- g) To promote the founding and strengthening of Archdiocesan and Diocesan Unions in areas where they are non-existent or weak;
- h) To provide a means of effective communications and coordination among Archdiocesan and Diocesan Unions throughout the United States, Canada and Mexico;
- i) To maintain and operate a central Headquarters Office on a sound financial nonprofit basis, with a volunteer and/or salaried staff to coordinate and administer all Holy Name Society activities within the jurisdiction of this Association;
- j) To own, operate, publish, manage and distribute any publication deemed advisable and particularly a newsletter under the direction of an editor, volunteer and/or salaried, in accordance with the laws governing such publications;
- k) To do anything necessary and proper for the accomplishment of any purposes set forth in this statement of purposes and adopted by this Association;
- l) To publicly proclaim Jesus Christ as Lord and Savior and the Power of His Most Holy Name and in His Name foster meaningful spiritual and temporal programs and perform spiritual and corporal works of mercy.

Section 2. CORPORATE POWERS

The Corporate Powers of this Association, all of which shall only be exercised subject to the Charter and this Constitution in that order of priority, shall be as follows:

- a) To sue and be sued in its own name;
- b) To enter and perform contracts in its own name provided, however, that no member of the Association shall be individually or personally liable for the debts or liabilities contracted or incurred by the Association in the acquisition of land or leases or the purchase, leasing, designing, planning or architectural supervision, erection, construction, repair or furnishing of buildings or other structures to be used for the purposes of this Association, unless such member in a writing signed by him or by his agent assumes such debt or liability, and provided further, there is no presumption or inference that any member of this Association has consented or agreed to the incurring of any obligation by the Association from the mere fact of joining or being a member of this Association;
- c) To enter into commercial transactions including, without limitation, the right to be a party to negotiable paper, to the issuance or transfer of warehouse receipts, bills of lading and other documents of title, and to the issuance or transfer of investment securities, subject to the conditions or requirements imposed by law;
- d) To acquire lands or leases and to purchase, lease, design, plan, erect, construct, repair and furnish buildings and other structures to be used for the purposes of the Association, and to purchase or otherwise acquire, own, hold, use, exchange, sell or otherwise dispose of personal property of every kind, nature or description, necessary or convenient for carrying out the lawful purposes of the Association;

- e) To receive gifts of real or personal property in trust or otherwise, and to take real or personal property by testimony or disposition for its own use or interest to the same extent as a natural person, subject, however, to the laws regarding the transfer of property by wills;
 - f) To adopt, alter or cancel an insignia and to register such insignia, alteration or cancellation thereof with the proper legal authorities as may be required;
 - g) To adopt, use and at will, alter, a corporate seal, but failure to affix the seal shall not affect the validity of any instrument;
 - h) To adopt, amend or repeal the Constitution in such manner as may be provided therein; and
 - i) Generally to have and exercise all of the rights and powers not conferred on the Association by law but which are necessary in the performance of its corporate tasks and which do not contravene the law or public policy of the United States.
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ARTICLE III: MEMBERSHIP

Section 1. VOTING MEMBERSHIP

- a) Each Archdiocesan and Diocesan Union of the Holy Name Society in the United States, Canada and Mexico shall be eligible for voting membership in this Association, providing the existence of the Union be attested by the Bishop of the Diocese, and shall remain a voting member in good standing if the payment of the established dues for the current year is met.
- b) Parish Holy Name Societies, Associations of Holy Name Members or Individual Holy Name Members in Archdiocese or Dioceses where no Archdiocesan or Diocesan Holy Name Union exist may be granted voting membership for the non-existing Union by the Executive Board provided the non-existence of the Union be attested by the Bishop of the Diocese, and payment of the established annual dues for an Archdiocesan or Diocesan Union is met. They shall remain a voting member only until a Union is established or the Executive Board terminates their membership. If more than one request is received by the Executive Board for this type of membership from the same Archdiocese or Diocese, the Parish Holy Name Societies, Associations of Holy Name Members, or Individual Holy Name Members requesting voting membership shall be informed that they must unite before voting membership may be granted.
- c) Only one voting membership is permitted in an Archdiocese or Diocese.

Section 2. SUSTAINING MEMBERSHIP.

Sustaining Membership is available where Archdiocesan or Diocesan Unions exist, for Parish Holy Name Societies, Associations of Holy Name Members and Individuals through the following:

- a) Ambassador Club Membership.
- b) Associate Membership.
- c) I Stand for the Holy Name.
- d) Loyal Support for the Canonization of Blessed John of Vercelli.

The Executive Board shall set forth the conditions for Sustaining Membership with the exception that no voting privileges may be granted.

ARTICLE IV: OFFICERS

Section 1. EPISCOPAL MODERATOR

The Episcopal Moderator shall be selected by the Association and shall be an *ex officio* officer of this Association. The term of office of the Episcopal Moderator shall be five (5) years.

Section 2. NATIONAL SPIRITUAL DIRECTOR

The National Spiritual Director shall be selected by the Clergy Committee and shall serve as National Spiritual Director of this Association. The term of office of the National Spiritual Director shall be five (5) years.

Section 3. DOMINICAN PROMOTERS OF THE HOLY NAME

The Dominican Promoters of the Holy Name, who may be appointed from time to time by their respective Dominican Provincials, shall be members of the Executive Board in a non-voting capacity, and shall serve as liaisons between their respective provinces and the National Association of the Holy Name Society.

Section 4. NATIONAL REGIONAL SPIRITUAL MODERATORS

The National Spiritual Director, along with the National President, shall appoint National Regional Spiritual Moderators corresponding in number with the Regional Vice Presidents. They may, however, appoint more than one to a region where it is deemed necessary. Their terms of office shall correspond with the National Regional Vice President, and they may be reappointed.

Section 5. ELECTED OFFICERS

The elected officers of this Association shall be: a President, a First Vice President, a Second Vice President, a Third Vice Presidents, a Recording Secretary, a Financial Secretary, Regional Vice Presidents, the number corresponding with the Regions established by the National Conference of Catholic Bishops in the United States. In addition, a number of regions will be added as Canada becomes more numerous, and as Mexico begins to affiliate with the National Association. Each officer shall be elected for a term of two (2) years and shall not be eligible for reelection to the same office in successive terms with the exception of Regional Vice Presidents, the Financial Secretary and the Recording Secretary, who shall be eligible for reelection.

Section 6. SUPPLY OFFICER

The Supply Officer shall be appointed by the President, with the approval of the Executive Board, for a term of two (2) years, and shall be eligible for reappointment by the incoming President and new Board.

Section 7. LEGAL COUNSEL

The Legal Counsel shall be appointed by the President with the approval of the Executive Board for a term of two (2) years and shall be eligible for reappointment by the incoming President and new Board.

Section 8. NEWSLETTER EDITOR

The Newsletter Editor shall be appointed by the President with the approval of the Executive Board for a term of two (2) years and shall be eligible for reappointment by the incoming President and new Board.

Section 9. TREASURER

The Treasurer or Treasurers shall be appointed by the Financial Secretary, with the approval of the President, and receiving the approval of the Executive Board, for a term of two (2) years, and shall be eligible for reappointment by the incoming Financial Secretary, subject to the same approval process.

Section 10. REGIONAL ASSISTANT VICE PRESIDENTS.

Regional Assistant Vice Presidents shall be appointed by the Regional Vice Presidents of their respective regions for a term of two (2) years, and shall be eligible for reappointment by their incoming Regional Vice Presidents.

ARTICLE V: COMMITTEES

Section 1. PERMANENT COMMITTEES

- a) The permanent committees of this Association shall be: Associate Services; Blessed John of Vercelli Canonization Cause; Constitution; Convention; Public Affairs; Publicity; Religious Activities; Youth; and such additional permanent committees as the welfare and progress of this Association demands or requires.
- b) All permanent committees to be formed by the President who shall appoint the chair. The chair's term of office shall correspond with the term of office of the appointing President, and they shall be eligible for reappointment by the incoming President.
- c) The formation of each additional permanent committee shall be approved by a majority vote of the Executive Board and voting members at the Annual Meeting.
- d) Each committee chair shall be responsible for the reporting of any funds received, and for the submission of such reports to the Financial Secretary on a regular basis. Unless specifically authorized by the Executive Board to retain funds for its own use, each committee shall remit all such funds received to the Financial Secretary within thirty (30) days.

Section 2. SPECIAL COMMITTEES

The President, who shall appoint the Chair, shall form all special committees. The special committees shall be dissolved upon completion of the assignment.

ARTICLE VI: EXECUTIVE BOARD

Section 1. MEMBERSHIP

The Executive Board shall consist of the Episcopal Moderator, National Spiritual Director, National Regional Spiritual Moderators, the Chairman of the Clergy Committee, the duly elected National Officers, Legal Counsel, Treasurer or Treasurers, Newsletter Editor, Supply Officer and Chairs of Permanent and Special Committees and Chair of the Advisory Board. Dominican Promoters of the Holy Name shall be members of the Executive Board in a non-voting capacity. All Past Presidents shall serve on the Executive Board.

Section 2. DUTIES

- a) The Executive Board shall, by a majority vote of its members present, decide all matters coming before the Association when the voting membership is not in session. All such decisions shall be submitted to the voting membership at the next regular Annual Meeting.

- b) The Executive Board shall, from time to time, and at each Annual Meeting, review and determine the annual honorarium and/or remuneration, if any, to be given the Supply Officer, Publications Editor and Central Headquarters Office Staff.
- c) The Executive Board shall fill any vacancies occurring among the Elective Officers.
- d) A quorum at any regular or properly called meeting shall consist of those who attend.
- e) The Executive Board shall promulgate the conditions under which voting membership can be granted in Archdioceses and Dioceses where no Holy Name Union exist.
- f) The Executive Board shall promulgate the conditions under which sustaining membership is governed except no voting privileges may be granted.
- g) The Executive Board shall recommend the application fees and the annual dues of the members.
- h) All decisions of the Executive Board shall remain in full force and effect until the next Annual Meeting/Convention, at which such decisions shall be approved, modified or nullified.
- i) The Board Members as a whole may vote on matters by mail, but no proxy will be recognized.
- j) The Executive Board on the recommendation of the President and the approval of the National Spiritual Director may remove any officer or transfer the powers and duties of any officer to any other person.

Section 3. EMERGENCY BOARD

- a) The Emergency Board shall consist of the Episcopal Moderator, National Spiritual Director, President, First Vice President, Second Vice President, Third Vice President, Recording Secretary, Financial Secretary, Legal Counsel and the Immediate Past President. Dominican Promoters of the Holy Name shall serve on the Emergency Board in a non-voting capacity.
- b) The Emergency Board shall operate between regularly scheduled meetings to consider any emergencies that might arise and at the discretion of the President a meeting or conference telephone vote may be taken.

Section 4. RESIGNATIONS

All resignations shall be made in written form, by submission to the President. All resignations will become effective ten (10) days after receipt.

ARTICLE VII: ADVISORY BOARD

Section 1. MEMBERSHIP AND DUTIES.

- a) All Past Presidents of this Association shall be members of this Board for life. The Immediate Past President shall be its Chair.
 - b) This Board shall act in an advisory capacity to the Executive Board of this Association, with particular responsibility to advise on issues of long-range planning.
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ARTICLE VIII: NOMINATIONS AND ELECTIONS

Section 1. NOMINATING COMMITTEE.

- a) The President shall appoint a Nominating Committee at least ninety (90) days prior to the Biennial Meeting, composed of one member from each Region, provided however, if the number of Regions is even in number, that an additional member be appointed from any one of the Regions. The President shall designate the Chair of this Committee who may be a priest or one of the said Committee members, to preside over the meetings. Members of the Nominating Committee are not barred from becoming nominees for office, provided however, that when the said Committee member is nominated for office, they shall be disqualified as a member of this Committee for the vote concerning the nomination. The President shall have three (3) alternates available for immediate service, in the event of the unavailability of any *bona fide* member, but they shall not be present at any committee meeting unless they are directed to sit as a *bona fide* member. The committee shall select the nominees for each office separately and the approval of the majority of those present shall prevail.
- b) The Secretary shall notify each voting member in good standing of the names and addresses of the members of the Nominating Committee and the offices to be filled, together with the duties of said offices, not less than fifteen (15) days from appointment of the Nominating Committee.

Section 2. ELIGIBILITY.

Any member of the Catholic Church, at least eighteen (18) years of age, whose name is entered on a Holy Name Society Parish Register, shall be eligible as an officer of this Association.

Section 3. NOMINATIONS.

- a) Nominations for the elected officers shall be made by mail from a duly authorized representative of a voting member in good standing at least thirty (30) days prior to the Biennial Meeting, together with a complete biography of the candidate and a written certification by the Spiritual Moderator or Bishop of the Diocese that the candidate has been approved for office in this Association.
- b) Nominations for the elected officers may also be made from the floor at the Biennial Meeting by a duly authorized representative of a voting member in good standing with the approval of the nominee and the written certification of the candidate's Spiritual Moderator or Bishop of the Diocese that the candidate has been approved for office in this Association.
- c) Any nominations not accompanied by certification will not be accepted or considered.

Section 4. ELECTION.

- a) Each voting member delegate (or alternate in the absence of the delegate) to the Biennial Meeting shall be entitled to cast one (1) vote for a candidate for each office. They shall vote for each office separately. Nothing shall prevent an unsuccessful nominee from being considered for another office; therefore, the nominations shall not be closed until immediately preceding the election for the respective office. The nominee receiving the majority of votes cast shall be elected. If no nominee receives a majority vote, the members will vote in a run-off election between the two nominees receiving the most votes. The newly elected officers shall be formally installed during the Convention but shall not take office until the closing of the Convention.

- b) The President, or, in the event of the President's absence, the presiding chair, shall at the Biennial Meeting/Convention appoint tellers from among the Past Presidents, Dominican Promoters of the Holy Name or Spiritual Moderators for the collecting and counting of the ballots.
- c) The Archdioceses and Dioceses in the particular region that the Regional Vice President will serve shall elect the Regional Vice President. Elections will take place at the same time as the other Executive Officers are elected. No Archdiocese or Diocese outside of their particular region will be eligible to cast a vote.

Section 5. VACANCIES.

- a) In the event of a vacancy due to resignation, death, disability or removal from office, the First Vice President shall fill the office of President. Any other vacancies occurring for the above stated reasons in any other elective office, the office shall be filled by appointment by a majority vote of the Executive Board.
- b) If any officer ceases to be a practicing Catholic, or if, for any valid reason, removal from office shall be deemed desirable for the welfare of the Association, they shall be removed from office on the recommendation of the President, with the approval of the National Spiritual Director and majority vote approval of the Executive Board.

ARTICLE IX: DUTIES OF OFFICERS AND COMMITTEE CHAIRS

Only the basic duties of the elected officers, National Spiritual Director, Dominican Promoters of the Holy Name, National Regional Spiritual Moderators and Regional Assistant Vice Presidents shall be listed in this Constitution/or By-Laws. The specific duties governing the activities of the officers and chairs of this organization are covered in the "National Association of The Holy Name Society Policy Manual".

Section 1. EPISCOPAL MODERATOR.

- a) He shall serve as this Association's liaison with the National Conference of Catholic Bishops.
- b) He shall notify the President and General Secretary of the National Conference of Catholic Bishops of his selection and his acceptance of the duties of Episcopal Moderator of this Association.
- c) He shall provide spiritual advice to the officers of this Association.
- d) He shall participate in all decisions on spiritual matters being considered by this Association.

Section 2. NATIONAL SPIRITUAL DIRECTOR.

- a) He shall be consulted on all spiritual matters being considered and be informed on all temporal matters, assisting in the decision making when it is deemed necessary.
- b) He shall provide spiritual advice to the officers of this Association.
- c) He shall direct the activities of the National Regional Spiritual Moderators appointed by him and the President, and make such replacements thereof as deemed best for the Association. He shall co-operate with the Dominican Promoters of the Holy Name, in furtherance of the objectives of the Association.

Section 3. DOMINICAN PROMOTERS OF THE HOLY NAME.

- a) They shall act as liaisons between the National Association of the Holy Name Society and the Dominican Order in their respective provinces.

- b) They shall consult with the National Association of the Holy Name Society as to all activities undertaken on behalf of the Cause for the Canonization of Blessed John of Vercelli.

Section 4. NATIONAL REGIONAL SPIRITUAL MODERATORS.

- a) They shall provide spiritual advice to the officers of this Association.
- b) They shall work closely with the Regional Vice Presidents and the appointed State Chairs and shall be consulted on all spiritual and temporal matters being considered by them.
- c) They shall keep the National Spiritual Director informed of any activities and problems that may occur and make recommendations for the betterment of the Association in the Region.

Section 5. PRESIDENT.

The President is the Chief Executive Officer of the Association, and shall preside at all meetings of this Association and of the Executive Board. The President shall *ex officio* be a member of all committees and shall assume duties normally developing upon this office, including:

- a) Seeing that the Association functions in accordance with the Charter and the Constitution.
- b) Executing the policies, plans and directives of the Executive Board.
- c) Presenting all decisions of the Executive Board to the Annual Meeting/Convention for ratification or disapproval.
- d) Appointing all Chairs of all Committees, the Supply Officer, the Newsletter Editor and the Treasurer, with the approval of the Executive Board.
- e) Planning the meetings and activities of the Association, and shall see that all officers and Chairs perform the duties and activities assigned to them.
- f) Presenting a written report of the administration at the Annual Meeting/Convention.

Section 6. FIRST VICE PRESIDENT.

- a) The First Vice President, in the absence of the President, shall have all the powers and duties of the President.
- b) This officer shall perform such other duties as are assigned by the President and normally devolving upon the Office.

Section 7. SECOND VICE PRESIDENT.

- a) The Second Vice President, in the absence of the President and the First Vice President, shall have all the powers and duties of the President.
- b) This officer shall directly supervise the activities of the Regional Vice Presidents.
- c) In addition, shall perform such other duties as are assigned by the President and normally devolving upon the Office.

Section 8. THIRD VICE PRESIDENT

- a) In the absence of superior officers, the Third Vice President shall have all the powers and duties of the President.
- b) This officer shall directly supervise the arrangements for the Annual Meeting/Convention.
- c) In addition, shall perform such other duties as are assigned by the President and normally devolving upon the Office.

Section 9. RECORDING SECRETARY

- a) The Recording Secretary shall be responsible for recording the minutes of all meetings, and deliver same when called upon by the Presiding Officer. Within a reasonable time after each meeting, see to the distribution of the typed minutes to all members of the Executive Board and Voting Members.
- b) This officer shall prepare and send all notices of all meetings, with special emphasis on the Annual Meeting/Convention, which must be sent ninety (90) days in advance thereof.
- c) In addition, shall certify all documents on behalf of the Association.
- d) In addition, shall keep a record of all correspondence sent by this Association.
- e) In addition, shall perform all other duties, as directed, usually pertaining to the Office of Secretary.

Section 10. FINANCIAL SECRETARY

- a) The Financial Secretary shall notify all members of the time for paying dues and/or assessments.
- b) This officer shall be responsible for the depositing of all funds coming to the Association and the keeping of an accurate record thereof.
- c) In addition, shall supervise the timely filing of all tax and corporate forms required by all governmental agencies.
- d) In addition, shall supervise the paying of all obligations of the Association, keeping an accurate record thereof with vouchers therefore.
- e) In addition, shall be prepared to render a report of the financial condition of the Association at any meeting.
- f) In addition, shall present a financial report at the Annual Meeting/Convention.
- g) In addition, shall see to the deposit of all funds in an insured financial institution or invested as directed by the Executive Board.
- h) And shall set up a checking account with three (3) authorized signatures - Treasurer, President, and one (1) of the three (3) Vice Presidents, as designated by the President and the Executive Board. Only one signature being necessary for check authorization.
- i) In addition, shall certify that the Voting Members' current dues have been paid preceding the Annual Meeting/Convention.
- j) In addition, shall chair a committee set up to prepare a budget for this Association for the upcoming fiscal year.
- k) In the event of sickness or other temporary incapacity for a period not longer than three (3) months, the President shall appoint a temporary replacement to carry out the duties of the Financial Secretary.
- l) In addition, shall oversee the Office of Treasurer of this organization.
- m) In addition, shall appoint with the approval of the President, the Treasurer or Treasurers for a term of two (2) years.
- n) In addition, shall set up a separate bank account for all funds relating to the Cause for the Canonization of Blessed John of Vercelli.

Section 11. REGIONAL VICE PRESIDENTS

- a) The Regional Vice Presidents shall promote the founding, strengthening and welfare of the Holy Name Society on the Archdiocesan, Diocesan and Parish level.
- b) They shall appoint Regional Assistant Vice Presidents for each state in their regions, except that appointment of an Assistant in their own states of residence shall be discretionary. They may appoint more than one Assistant Vice President in a state, if the state's size or number of dioceses would make such additional nominations prudent.

- c) They shall keep informed of the various projects and works being accomplished in the Archdioceses and Dioceses throughout their Region and are to make themselves available to aid them when needed.
- d) They shall submit monthly reports to the Second Vice President with a copy to the President, of activities in their Region.
- e) They shall work closely with the National Regional Spiritual Moderator(s) in their Region and shall keep him (them) advised on all spiritual and temporal matters being considered.

Section 12 TREASURER

The Office of Treasurer is an appointed office of this organization. Specific duties of this office are set forth in the National Association of The Holy Name Society Policy Manual.

- a) As directed by the Financial Secretary, this officer shall see to the depositing of all funds coming to the Association and the keeping of an accurate record thereof.
- b) Also as directed by the Financial Secretary, shall see to the paying of all obligations of the Association, keeping an accurate record thereof with vouchers therefore.

Section 13. NEWSLETTER EDITOR, SUPPLY OFFICER, ALL OTHER PERMANENT, AND SPECIAL COMMITTEE CHAIRS

- a) All duties of the Newsletter Editor, Supply Officer and all other permanent and special committee chairs are specified in the NAHNS Policy Manual.
- b) They shall be required to fulfill their duties and responsibilities as specified in the Policy Manual and as otherwise directed.

Section 14. REGIONAL ASSISTANT VICE PRESIDENTS

- a) The Regional Assistant Vice Presidents shall attend at least one Holy Name Event annually in each Archdiocese or Diocese in their states or areas of geographic responsibility.
- b) Regional Assistant Vice Presidents shall report on their activities monthly, either personally, in writing, or by telephone to their Regional Vice Presidents.
- c) Regional Assistant Vice Presidents shall perform such other duties as may be assigned to them by their Regional Vice Presidents.

Section 15. REPORTS OF ALL OFFICERS AND COMMITTEE CHAIRS

All officers and committee chairs and any other member of the Executive Board shall submit a written report recapping their activities to date, approximately five hundred (500) words (one sheet if possible), to be submitted to the President and the Communications Office, no later than thirty (30) days prior to the Spring Board Meeting, and the Annual Meeting/Convention.

ARTICLE X: MEETINGS AND VOTING

Section 1: ANNUAL MEETINGS

- a) This Association shall meet annually at a time and place designated by the Executive Board.
- b) The elections of officers shall take place at every second Annual Meeting/Convention.
- c) The Annual Meeting may be limited to a business session or may take the form of a National Convention as may be decided by the Executive Board each year.
- d) The membership shall be notified at least ninety (90) days in advance of the Annual Meeting/Conventions as to the time and place.

- e) All Voting Members shall be notified at least ninety (90) days in advance of the scheduled Annual Meeting/Convention certifying the status of their dues. At the Annual Meeting/Convention, no Voting Member will be permitted to vote unless all dues are paid-in-full on the date the vote is called for.
- f) The Executive Board shall consider all matters within the jurisdiction of this Association.
- g) All amendments to the Constitution that have been properly submitted shall be considered.

Section 2. VOTING

- a) Each Voting Member shall be entitled to one (1) vote on all matters presented for consideration by the Association. All matters proposed for consideration shall be decided by a majority vote except as otherwise stated.
- b) Each Voting Member shall name one (1) Delegate and one (1) Alternate Delegate to the Annual Meeting/Convention. The Meeting shall be open to any Holy Name Member, but only a Delegate, and in the Delegate's absence, an Alternate Delegate, may make a motion.
- c) Each Voting Member shall have one (1) vote, which must be cast in person by the Delegate or the Alternate Delegate. No proxy will be recognized.
- d) Voting Members may vote by mail on matters that the Secretary knows in advance will come before the Annual Meeting/Convention.
- e) No quorum will be required. A majority of those Voting Members present shall decide any issue except as otherwise provided for in this Constitution.

Section 3. EXECUTIVE BOARD MEETING

- a) The Executive Board shall meet at least twice a year, time and place to be the decision of the President.
- b) A quorum at any regular or properly called meeting shall consist of those who attend.

ARTICLE XI: RESOLUTIONS

Section 1. APPOINTMENT OF COMMITTEE

At least ninety (90) days prior to the Annual Meeting/Convention, the President shall request in writing from each of the Regional Vice Presidents, the names of two (2) appointees from their Region, as possible members for the Resolutions Committee, together with a biographical resume of each. The names shall be submitted to the President no later than sixty (60) days prior to the Annual Meeting/Convention. From the submitted names, the President shall immediately appoint the members of the Resolutions Committee. The Resolutions Committee will consist of at least 7 members. Notice of the appointment of the Committee shall be mailed to all Voting Members no more than 10 days from date of appointment.

Section 2. SUBMISSION

- a) All paid members may submit properly worded resolutions (as defined in Item d) to the Resolutions Committee no less than thirty (30) days prior to the date of the Annual Meeting/Convention of this Association. The resolutions shall be signed by the President and Spiritual Director of the member Diocese.
- b) The Resolutions Committee shall approve or disapprove all properly submitted resolutions as written. Resolutions shall be changed only with the approval of a voting member from that submitting Diocese.

- c) The Resolutions Committee with their recommendation of approval or rejection shall bring all resolutions before the Annual Meeting/Convention. The member dioceses must vote to support the Resolutions Committee in their approval or rejection.
- d) The following pattern should be followed in submitting resolutions:
 WHEREAS: (Use a title, short, yet explanatory)
 (Give reasons why such and such is so)
 And
 WHEREAS (Use as many reasons as necessary to explain what is desired to be accomplished)
 And
 WHEREAS (Continue to explain, if necessary)
 And
 RESOLVED: That the National Association of the Holy Name Society Annual Meeting/Convention Assembled on the (date and city) go on record to do such urge our National Officers to do make a direct stand to commend such people any suitable phrase that will direct thinking.
 PRESENTED BY: _____ Diocese
 PASSED AT REGULAR MEETING ON (date and city)
 SIGNED BY: President, Secretary and Spiritual Director of the Member Diocese

Section 3. ADOPTION

Resolutions on current issues, goals and objectives of this Association shall be adopted at the Annual Meeting/Convention and shall be published and implemented.

ARTICLE XII: FINANCES

Section 1. DUES

- a) Each Voting Member of this Association shall make an annual contribution to this Association in the amount as determined and approved at each Annual Meeting/Convention.
- b) The dues for sustaining membership such as Ambassador Club Membership, Associate Membership, "I Stand for Holy Name" and Loyal Support for the Canonization of Blessed John of Vercelli shall be recommended by the Associate Services Chair and approved by the Executive Board.

Section 2. PAYMENT DATE

The annual contribution shall be payable no later than August Thirty-First (31st) of each year.

Section 3. FISCAL YEAR

The fiscal year of this Association shall be September First (1st) to August Thirty-First (31st).

Section 4. BOND

The Executive Board shall require a faithful performance bond in any amount they see fit on any person(s) so designated by them, who have the power to receive and withdraw funds of the Association.

Section 5. INSURANCE

- a) Fire insurance and extended coverage shall be required on all materials and supplies, office equipment and any other Association material stored or used in the Central Headquarters Office in the amount deemed necessary to cover the items.
- b) Liability insurance in the amount of One Hundred Thousand (\$100,000) Dollars shall be provided for all Meetings and/or Conventions in event of personal injury or damage to any building or premises owned or leased by this Association.

Section 6. TENURE AND SALARY

The Tenure of Office and salary of any employee staff member shall be specified in a written employment agreement. All employee staff members shall be given fifteen (15) days written notice of any salary reduction. Termination of Office shall be subject to a thirty (30) day written notice, unless otherwise agreed, with a majority vote approval of the Executive Board.

ARTICLE XIII: DISSOLUTION

Section 1. PROCEDURE

This Association may dissolve only at the Annual Meeting. Such dissolution shall require a three-fourths (3/4) vote of all members attending the Annual Meeting. Notice of any proposed dissolution shall be given to each Voting Member by registered mail by the Secretary at least ninety (90) days prior to the date for the opening of the Annual Meeting.

ARTICLE XIV: AMENDMENTS

Section 1. SUBMITTING

Amendments to this Constitution shall be submitted by any Voting Member in good standing to the Chair of the Constitution Committee at least sixty (60) days in advance of the Annual Meeting. The Chair of the Constitution Committee shall notify in writing all Voting Members of the proposed Amendments at least thirty (30) days before the Meeting.

Section 2. VOTING

A two-thirds (2/3) vote of the members voting on any amendment to the Constitution shall be required for its adoption.

ARTICLE XV: LIABILITIES AND INDEMNIFICATION

Section 1. LIABILITIES

Nothing within the provisions of the Charter or this Constitution shall constitute members of this Association as partners for any purpose. No member, officer or agent shall be individually or jointly liable for acts or failure to act of any other member, officer or agent of this Association. Nor shall any member, officer or agent be liable for their own acts or failure to act under the Charter or this Constitution, excepting only acts or omissions arising out of individual willful misfeasance, willful negligence and/or knowledgeable violations of the law.

Section 2. INDEMNIFICATION

Every member, officer and/or agent of this Association shall be indemnified by this Association against any and all expenses and liabilities including counsel fees, reasonably incurred or imposed in connection with any proceeding to which they may become or be made a party, or in which they may become involved, by reason of their being or having been a member, officer and/or agent of this Association, or any settlement thereof, whether or not the member, officer and/or agent is adjudged guilty of willful misfeasance or malfeasance, willful negligence and/or knowledgeable violation of law in the performance of their duties. The foregoing right to indemnification shall be in addition to and not exclusive of all other rights to which such member, officer and/or agent may be entitled as an associate of this Association.

ARTICLE XVI: PARLIAMENTARY AUTHORITY

Section 1. RULES OF PROCEDURE

The Parliamentary Rules of Procedure set forth in ROBERT'S RULES OF ORDER NEWLY REVISED shall regulate and govern the procedures and discussions in all matters not specifically covered in the Constitution of the National Association of The Holy Name Society, by present rules, and by any other special rules which the Executive Board at an Annual Meeting may accept.

DATE: September 21, 1997

APPROVED:

September 23, 1978, by the Delegates at the National Association of the Holy Name Society Convention held in Baltimore, Maryland.

And as further amended: 1979, in Pittsburgh, Pennsylvania; 1980, in Cherry Hill, New Jersey; 1981, in Honolulu, Hawaii; 1982, in Philadelphia, Pennsylvania; 1983, in New Orleans, Louisiana; 1984, in Cleveland, Ohio; 1985, in Greensburg, Pennsylvania; 1986, in Houston, Texas; 1987, in Buffalo, New York; 1988, in St. Louis, Missouri; 1989, in Orlando, Florida; 1990, in Milwaukee, Wisconsin; 1991, in San Antonio, Texas; 1992, in Baltimore, Maryland; 1993, in Cleveland, Ohio; 1994, in San Francisco, California; 1995, in New Orleans, Louisiana, 1996, in Milwaukee, Wisconsin, and in 1997, in Buffalo, New York.

NOTE: The foregoing paragraph is not intended to indicate that constitutional amendments were actually adopted at each Convention since 1978, but rather that this current copy of the Constitution is inclusive of all such amendments as have been adopted at any of the aforesaid Conventions.

JOHN F. BRADLEY, President*

*There is no separate signature by the Chair of the Constitution Committee, because the incumbent President was Chair of the said Committee during the 1997 Convention in Buffalo. The current Chair, Robert Taylor, was appointed when the Constitution, as most recently amended, was already in full force and effect.