

# **AHEPA CONSTITUTION**

## **Including 2007 Amendments**

### **PREAMBLE**

We American citizens of Hellenic descent, citizens of Hellenic descent and Philhellenes, desiring to form, institute and perpetuate a fraternal Order and promote its Mission, objectives and principles; to effect a perfect and harmonious understanding between ourselves and others; to inculcate loyalty and patriotism to and for the country in which we live; to stimulate the spirit of good and fraternal fellowship and co-operation and to aid in the solution of social and civic problems, do hereby establish and ordain this AHEPA CONSTITUTION.

### **ARTICLE 1**

#### **MISSION STATEMENT**

**The mission of the AHEPA Family is to promote Hellenism, Education, Philanthropy, Civic Responsibility, Family and Individual Excellence.**

### **ARTICLE 2**

#### **NAME**

The American-Hellenic Educational Progressive Association was founded in July 26, 1922 as a Georgia non-profit corporation. This Order shall be known as The Order of AHEPA or AHEPA.

### **ARTICLE 3**

#### **NON-PARTISAN AND NON-SECTARIAN**

This Order shall be non-partisan in politics and non-sectarian in religion. All partisan political and all sectarian religious discussions are strictly prohibited in any official deliberations thereof.

### **ARTICLE 4**

#### **JURISDICTION**

The jurisdiction of the Order of AHEPA extends over the States, Districts, Territories and Possessions of the United States of America, and over Canada, the Bahamas, Puerto Rico, the Commonwealth of Australia, New Zealand, Greece and Cyprus (the "AHEPA Domain").

## ARTICLE 5

### **AHEPA DOMAIN CONSTITUENT UNITS**

The Order of AHEPA and AHEPA Family, in its entirety, shall be composed of the following units, which shall be under its authority and shall function under its jurisdiction:

1. Chapters
2. Supreme Convention
3. Supreme Lodge
4. Board of Trustees
5. District Conventions
6. District Lodges
7. Sons of Pericles
8. Daughters of Penelope
9. Maids of Athena

The membership, the agencies, the policies and the acts and deeds of the respective organized units named in this ARTICLE 5 and hereinafter defined are under the jurisdiction of, and subject to be reviewed and revised by, the Supreme Convention of the Order of AHEPA, Or any Officer or Officers acting under its authority.

## ARTICLE 6

*(See Bylaws Articles 1, 5 and 6)*

### **ELIGIBILITY FOR FULL MEMBERSHIP**

#### **SECTION A. CHARACTER, AGE AND CITIZENSHIP**

Any male person over twenty-one (21 ) years of age, who is of good moral character, a believer in the existence of God and in the Divinity of Jesus Christ; who believes in and advocates the maintenance and Promulgation of the Mission, Objectives, Principles and Ideals of the Order, who is willing to subscribe by the AHEPA CONSTITUTION, the AHEPA BYLAWS and the decrees and mandates of the Supreme Conventions; to obey its authorities and revere its traditions; who is a resident and citizen, Or has declared his intention to become a citizen of the country within the AHEPA Domain in which the person resides, and who is able to read, write and speak the English language, shall be eligible for membership in t his Order.

#### **SECTION B. SPECIAL EXCEPTIONS AS TO AGE**

The Order of AHEPA Strongly encourages the establishment of Chapters of the Sons of Pericles throughout the AHEPA Domain; however, in locations where there are no active Chapters of the Sons of Pericles, young men between the ages of eighteen (18) and twenty-one (21), who are otherwise eligible, may become members of the Order of AHEPA.

**ARTICLE 7**

**Intentionally deleted and moved to Bylaws Articles 2 and 3**

*(See Bylaws Articles 2, 3 and 4)*

**ARTICLE 8**

*(See Bylaws Articles 7 and 8)*

**CHAPTERS**

Any organization of men, but no fewer than ten (10), which individually and collectively, shall have duly petitioned for and received a Charter from the Supreme Lodge and which, thus Chartered and authorized, is functioning under the name and style of AHEPA, or its corporate name, shall be deemed to be a Chapter of the Order of AHEPA, and subject to its jurisdiction.

**ARTICLE 9**

*(See Bylaws Articles)*

**CHAPTER OFFICERS**

**SECTION A. NUMBER, TITLES AND QUALIFICATIONS OF CHAPTER OFFICERS**

1. NUMBER AND TITLES: The Officers of an AHEPA Chapter shall be a President, Vice President, Vice President/Director of Hellenism, Vice President/Director of Education, Vice President/Director of Philanthropy, Vice President/Director of Civic Responsibility, Vice President/Director of Family and Individual Excellence, Secretary, Treasurer, Captain of the Guard, Warden, Chaplain, Inside Sentinel, Outside Sentinel, Athletic Director and a Board of Governors composed of a Chairman, selected as herein provided, and a number of Governors selected in accordance with the number of members for whom per capita assessment has been paid to AHEPA Headquarters as of June 30th for the calendar year in which the Chapter elections of Officers are held as follows; provided, however, that any Chapter may elect to designate a lesser number than the number of Governors to which it is entitled herein:

**Number of Governors Based on Chapter Size**

10-25 Members	2 Governors
26-100 Members	4 Governors
101-200 Members	6 Governors
201-300 Members	8 Governors
301-400 Members	10 Governors
401-500 Members	12 Governors
501 and up Members	14 Governors

While the goal is to elect different individuals for each of the Vice Presidential/Director positions so that they can each focus on their respective distinct duties, Chapters may elect one (1) individual to serve in two (2) Vice Presidential/Director or other positions at the same time

when the circumstances require. Additionally, at the Chapter' level, the title for these positions can either be Vice President or Director as determined by the Chapter.

2. **CHAIRMAN OF THE BOARD OF GOVERNORS:** The last retiring President of the Chapter shall automatically, upon his retirement from the Presidency, become Chairman of the Board of Governors and shall serve until his successor in the Presidency also retires and succeeds him as Chairman of the Board of Governors. If a vacancy shall occur in the office of the Chairman of the Board of Governors, the remaining Board of Governors may fill such vacancy, for the remainder of the unexpired term of such Chairman, from among any Chapter member in good standing, by majority vote of the other Board of Governors at a Board of Governors meeting where such Board of Governor members are informed in advance that a vote will be taken to fill such vacancy.

### **SECTION B. TERM OF OFFICE**

The Officers of a Chapter shall serve for a term of twelve (12) months, or until their successors are elected and qualified.

## **ARTICLE 10**

### **REGIONS AND DISTRICTS**

#### **SECTION A. REGIONS**

To better coordinate AHEPA initiatives across the expansive geographic areas of the AHEPA Domain, the nine (9) Regions as outlined in Section A-1 of the AHEPA Bylaws "AHEPA LAWS, ACTS AND TRADITIONS" are established. Regional Conferences/Conventions of all the Districts and AHEPANS within a Region are encouraged. Such Regional Conferences/Conventions may have combined meetings, social events and projects; however separate District Conferences/Conventions can still be held.

#### **SECTION B. DISTRICTS**

The Chapters within the jurisdiction of this Order may be organized by the Supreme Lodge into twenty-six (26) Districts. Each District shall bear an individual name and number. Each District shall have a minimum of three (3) active Chapters. The Chapters in a District with less than three (3) active Chapters will be assigned by the Supreme Lodge to another District or Districts. The Supreme Lodge shall fix the boundaries of each District. Except as provided above, no Chapter shall be relocated in another District without the prior consent and proper circularization of its members who shall pass upon this relocation by a two-thirds (2/3) vote at a special meeting called for that purpose (two-thirds (2/3) of those present and voting after due notice of the purpose of the meeting has been sent to the entire membership). A Canadian Chapter shall be located only within a Canadian District. The Supreme Lodge shall have jurisdiction over any money or other assets belonging to said Districts, and its decisions shall be binding on the constituent Chapters of the District and Districts affected thereby. Membership for Chapter voting strength at the District Convention shall be determined as of December 31.

**ARTICLE 11**  
*(See Bylaws Article 14)*

**DISTRICT CONVENTIONS**

**SECTION A. TIMING OF CONVENTIONS**

Each and every District of the Order shall hold a District Convention annually during the months of May, June, or July. The specific time, date and place for succeeding District Conventions may be chosen by the District Convention not more than two (2) years in advance. The Order of AHEPA in Canada may hold the District Conventions not later than the first week in August.

**SECTION B. MEMBERS OF DISTRICT CONVENTIONS**

The Conventions of each District shall be composed of duly elected Delegates of the respective Chapters composing the District and the District Officers thereof, and the immediate retiring District Governor. All Past District Governors of any District in the AHEPA Domain may vote and have a sovereign vote provided that they are members in good standing of a Chapter of that District. None of the following persons shall be either elected or registered or permitted to serve as either a Delegate or Alternate to a District Convention: (1) any person who is otherwise entitled to vote in that District Convention; (2) any person who when so elected not being a bona fide member whether by initiation, reinstatement or transfer of that Chapter in which he is elected for at least three (3) months; or (3) any person who has been elected as either a Delegate or Alternate to a Sons of Pericles District Convention being held at the same place as the subject AHEPA District Convention.

**SECTION C. POWERS OF DISTRICT CONVENTIONS**

The District Conventions of the Order of AHEPA shall have power and authority to:

1. ALL MATTERS: Consider and discuss all matters affecting the affairs of the Order in the District;
2. LEGISLATION: Adopt such legislation as the Delegates may deem necessary and proper for the welfare of the District, provided that such legislation does not in any way conflict with the AHEPA CONSTITUTION and AHEPA BYLAWS and decrees of the Supreme Convention of the Order;
3. DECISIONS: Decide any and all things necessary and proper for the advancement of the District;
4. RESOLUTIONS: Pass resolutions and transmit them to the Supreme Convention through the District Governor; and

5. **APPROPRIATE FUNDS:** To appropriate monies had or to be had in the District Treasury, prescribe the manner and purposes of and for which such appropriations shall be used and designate the Officer or Officers who are to disburse the same.

## **ARTICLE 12**

*(See Bylaws Articles 12 and 13)*

### **DISTRICT LODGE OFFICERS**

#### **SECTION A. ELECTION OF DISTRICT OFFICERS**

Each District Convention shall elect by a majority vote of those present, a District Governor, Lieutenant Governor, a Vice President/Director of Hellenism, Vice President/Director of Education, Vice President/Director of Philanthropy, Vice President/Director of Civic Responsibility, Vice President/Director of Family and Individual Excellence, District Secretary, District Treasurer, District Marshal, District Warden, and a District Athletic Director, who collectively shall constitute the District Lodge. While the goal is to elect different individuals for each of the Vice Presidential/Director positions so that they can each focus on their respective distinct duties, Districts may elect one (1) individual to serve in two (2) Vice Presidential/Director or other positions at the same time when the circumstances require. Additionally, at the District level, the title for these positions can either be Vice President or Director as determined by the District. In the event of a tie vote, the Convention Chairman or Presiding Officer of the District Convention shall cast a second vote, but only after a second ballot has been cast and the vote for these offices is still tied.

#### **SECTION B. VOTING RIGHTS, TERM, SUCCESSION AND ELECTION**

1. **DISTRICT LODGE:** All members of the District Lodge shall have a vote at District Conventions.
2. **TERM:** District Officers shall be elected for a term of one (1) year or until his successor is duly elected and qualified.
3. **SUCCESSION LIMITS:** Any member may serve as District Governor for two (2) years consecutively or otherwise, provided a five (5) year period has elapsed at the expiration of the second term. The same five (5) year provision will apply for additional terms.
4. **SECRET BALLOT:** All District Lodge Officers in a contested election will be elected by secret ballot.

**ARTICLE 13**  
*(See Bylaws Article 13)*

**SUPREME CONVENTION**

**SECTION A. DEFINITION OF THE SUPREME CONVENTION**

In accordance with the provisions of this AHEPA CONSTITUTION, the Supreme Convention of the Order of AHEPA shall be the highest constituted body of the entire AHEPA; it shall remain in session until it is adjourned by a majority of its members; its powers over the entire Order shall be limited only by this AHEPA CONSTITUTION and the AHEPA BYLAWS, over which it shall have the exclusive power to alter; and it shall consist, in its composite whole, of the "Voting Members of the Convention" (as defined in the following SECTION B of this ARTICLE 13). The Supreme Convention has the authority to overturn, overrule, reject or rescind decisions of the Supreme Counselor, Board of Trustees or Supreme Lodge, including the authority to reject, rescind or terminate contracts after the consequences of such action is explained to them. Any such decision of the Supreme Convention to overturn, overrule, reject or rescind any decision of Supreme Counselor, Board of Trustees or Supreme Lodge can be made by a majority vote of the registered Voting Members of the Convention then present and voting at the time as long as those voting in favor represent at least a majority of the Voting Members of the Convention duly registered at such Convention.

**SECTION B. MEMBERSHIP OF THE SUPREME CONVENTION**

The "Voting Members of the Convention" for the Supreme Convention who shall have a vote at the Supreme Convention and be permitted to participate in its deliberations shall be composed of all of the following:

1. THE INCUMBENT SUPREME LODGE: The members of the "Supreme Lodge" (as defined in Article 15, Section A of this Constitution) who were elected at the immediately previous Supreme Convention (the "Incumbent Supreme Lodge") and the Supreme Athletic Director elected at the immediately previous Supreme Convention;
2. PAST SUPREME PRESIDENTS: All past Supreme Presidents of the Order of AHEPA;
3. DISTRICT GOVERNORS: The twenty-six (26) District Governors elected in accordance with ARTICLE 12, SECTION A of this AHEPA CONSTITUTION;
4. CHAPTER DELEGATES: The duly elected and qualified Delegates, who have been elected for that purpose by the several Chapters entitled to representations in the Supreme Conventions, as provided in SECTION H of this ARTICLE 13;
5. INCUMBENT AHEPA BOARD OF TRUSTEES AND INCUMBENT BOARD OF AUDITORS: The members of the AHEPA "Board of Trustees" (as defined in Article 18, Section A of this Constitution) and the "Board of Auditors" (as defined in Article 19, Section A

of this Constitution) who were elected at the immediately previous Supreme Conventions (the "Incumbent Board of Trustees" and the "Incumbent Board of Auditors," respectively); and

6. **NEWLY ELECTED OFFICERS:** The newly elected "Supreme Lodge," "Board of Trustees" and "Board of Auditors" who were elected pursuant to this Constitution immediately preceding the current Supreme Convention to serve for the year following the current Supreme Convention (the "Newly Elected Supreme Lodge," the "Newly Elected Board of Trustees" and the "Newly Elected Board of Auditors," respectively), and the newly elected Supreme Athletic Director; provided, however, that a person is only entitled to one (1) vote at a Supreme Convention regardless of how many different positions a person holds which would otherwise entitle him to a vote at the Supreme Convention.

7. **NO PROXY VOTING:** There shall be no voting by proxy within the AHEPA or its Auxiliaries, and no member thereof shall transfer his vote to any other member.

### **SECTION C. ELECTION OF DELEGATES**

Every Chapter is entitled to representation at the Supreme Convention of the Order of AHEPA. The time, the manner, and the number of Delegates and Alternates a Chapter may elect are prescribed in the Constitution and the Bylaws.

### **SECTION D. ALTERNATES SHALL ALSO BE ELECTED**

1. **SELECTION OF ALTERNATES:** A Chapter shall also elect Alternates who shall stand ready to serve in the capacity of Delegates, in case the latter, for any reason, absent themselves from the Supreme Convention; provided, however, that no more than one (1) Alternate shall be elected for each Delegate to which each Chapter is entitled for representation. Election shall be by secret ballot.

2. **DELEGATE SUCCESSION:** If a Chapter elects Delegates and Alternates, and one (1) of the Delegates is unable to attend the Supreme Convention, the Alternate who received the higher number of votes at the election shall have the first refusal of the opportunity to substitute for and act in the place of the absent Delegate.

### **SECTION E. DELEGATIONS' NUMBER AND VOTING POWER**

1. **CHAPTER REPRESENTATION:** Each Chapter in good standing with the Supreme Lodge of the Order shall be entitled to the following voting rights and representation at the Supreme Convention. Said representation to be based on each Chapter's membership as herein provided in SECTION H of this ARTICLE 13.

#### **CHAPTER MEMBERSHIP REPRESENTATION**

From 10 through 25 members	1 vote
From 26 through 50 members	2 votes
From 51 through 100 members	3 votes

From 101 through 150 members	4 votes
From 151 through 200 members	5 votes
From 201 through 250 members	6 votes
From 251 through 300 members	7 votes
From 301 through 350 members	8 votes
From 351 through 400 members	9 votes
From 401 through 450 members	10 votes
Plus an additional vote for each additional 50 members	

2. ONE VOTE: No Delegate shall be entitled to more than or less than one (1) vote.

## **SECTION F. DELEGATES' PRESENCE AND CREDENTIALS**

1. DELEGATE CREDENTIALS: The duly elected Delegates of each Chapter shall attend the regular Supreme Convention of the Order and shall represent their Chapter at the same. No Delegate shall be admitted to the Supreme Convention unless he has written Credentials issued by AHEPA Headquarters and signed by the Supreme Secretary.

2. CREDENTIALS COMMITTEE: The Supreme President shall appoint a Committee consisting of nine (9) members, five (5) of whom shall be selected by the Supreme President, and four (4) by the candidate for Supreme President at the last preceding Supreme Convention who received the second highest number of votes, who shall receive and examine the credentials of the Delegates as early as is possible to do so. Before the first session of the Supreme Convention is called to order, all Delegates, upon their arrival to the Headquarters of the Supreme Convention, shall submit their credentials to the Credentials Committee. This Committee shall report to the Supreme Convention the name and representative vote of each person who has qualified to participate in its proceedings.

3. VOTING FOR CONVENTION OFFICERS: A Chapter Delegate and District Governor, or his Alternate in the absence of the Delegate or District Governor, who registers by the close of registration at 9:00 p.m. on the first official day of the Supreme Convention (as outlined in the official Supreme Convention schedule) shall vote for Convention Officers at the time he registers. Voting shall be by secret ballot. An Alternate who registers shall seal his ballot in an envelope and sign the envelope. In the event a Delegate or District Governor does not register and vote after his Alternate, the ballot of the Alternate shall be removed from the envelope and placed with the ballots to be counted, and the envelope destroyed. In the event a Delegate or District Governor registers and votes after his Alternate, the ballot of the Alternate shall be destroyed without opening the envelope. The voting strength of the Convention shall be compiled and certified by the Credentials Committee upon the close of registration at 6:00 p.m. on the second official day of the Convention (as outlined in the official Convention schedule). The counting of ballots for Convention Officers shall take place following certification of voting strength by the Credentials Committee.

4. REGISTRATION: The official registration hours shall be on the first official day of the Supreme Convention (as outlined in the official Supreme Convention schedule) from 9:00 a.m.

to 9:00 p.m., and on the second official day of the Convention (as outlined in the official Convention schedule) from 9:00 a.m. to 6:00 p.m.

5. **DEADLINE:** Only a Chapter Delegate and District Governor, or his Alternate in the absence of the Delegate or District Governor, who is registered with the Credentials Committee by 6:00 p.m. of the second official day of the Supreme Convention (as outlined in the official Convention schedule) shall participate in or vote at the Supreme Convention.

## **SECTION G. QUALIFICATIONS OF DELEGATES**

1. **DELEGATE REQUIREMENTS:** No person shall be a Delegate who is otherwise entitled to a vote in the Convention. Additionally, no person shall be a Delegate who is not, when elected, a bona fide member in good standing of the Chapter from which he is chosen for at least three (3) months; provided, however, that if he be a member by transfer, then he shall have been transferred for three (3) months before he is eligible to serve as a Delegate. No one but a member of a Chapter may represent it at the Supreme Convention. Furthermore, no one who is not a citizen of the country in which the Chapter to which he belongs is located may be a Delegate from that Chapter, except that any member of Canadian citizenship who takes up residence in the United States may be a Delegate representing a United States Chapter, and a member of United States citizenship who takes up residence in Canada may be a Delegate representing a Canadian Chapter.

2. **NO DUAL DELEGATE REGISTRATION:** No person shall be elected or registered as a Delegate to the Sons of Pericles Supreme Convention and to the AHEPA Supreme Convention at the same time and place.

## **SECTION H. REQUIREMENTS OF CHAPTERS FOR REPRESENTATION**

1. **CHAPTER STATUS:** Every Chapter of the Order, that has ten (10) or more members in good standing and has paid all of its obligations to AHEPA Headquarters, not later than December 31st postmarked, shall be entitled to full representation at the Supreme Convention; provided, however, that such a Chapter shall have been organized and qualified to receive its Charter, no later than December 31<sup>st</sup> of the year preceding the year that the Supreme Convention is being convened. However, if the date of December 31st falls on a Sunday, or other legal holiday, then the following day which is not a holiday, will be accepted.

2. **REPORTING DEADLINE:** For the determination of Chapter voting strength at Supreme Convention, Chapters must report their good standing membership, and pay all per capita assessment to AHEPA Headquarters not later than December 31<sup>st</sup> postmarked.

3. **ALTERNATIVE DATE:** However, if the date of December 31<sup>st</sup> falls on a Sunday, or other legal holiday, then the following day which is not a holiday, will be accepted.

**ARTICLE 14**  
*(See Bylaws Article 15)*

**SUPREME CONVENTION ADMINISTRATION**

**SECTION A. ELECTION OF CONVENTION OFFICERS**

1. **CONVENTION AND ELECTION PROCEDURE:** The Supreme President shall call the Supreme Convention to order and shall announce the results of the balloting for the Convention offices of Chairman, Vice Chairman and Secretary. A member shall be nominated for Convention office by filing a petition signed by fifty (50) members in good standing with AHEPA Headquarters not later than 12:00 p.m. on Saturday preceding the first official day of the Supreme Convention (as outlined in the official Supreme Convention schedule). A member who files his nominating petition with AHEPA Headquarters by April 15th shall have his resume published in The AHEPAN magazine and circulated in writing to Chapter Delegates and District Governors, and their Alternates, prior to the Supreme Convention. Supreme Convention Officers shall be elected by a majority vote of the qualified members of the Supreme Convention who are present and voting. In the case of a tie vote for any Supreme Convention Officer, the then-current Supreme President shall cast a second ballot to break the tie.

2. **INSTALLATION:** The Supreme President shall install the Supreme Convention Officers and surrender the Chair and gavel to the Chairman.

3. **QUALIFICATION:** No person who is not a member of the Supreme Convention may serve as a Supreme Convention Officer. No person who is a current member of the Supreme Lodge or Board of Trustees may serve as a Supreme Convention Officer.

**SECTION B. POWERS OF THE SUPREME CONVENTION**

The Supreme Convention of the Order of AHEPA shall have the exclusive power, and it shall be its high privilege and duty:

1. **LEGISLATE:** To legislate for the entire Order and amend this AHEPA CONSTITUTION and the AHEPA BYLAWS;

2. **PRESCRIBE FEES:** To prescribe the fees to be paid by applicants seeking membership in this Order, the manner in which same shall be paid, and what portion thereof shall be remitted to AHEPA Headquarters;

3. **FIX PAYMENTS:** To fix the amount and manner of payment of per capita assessments for the entire membership;

4. **APPROPRIATIONS:** To approve the final annual AHEPA budget after receiving a budget recommended jointly by the Supreme Lodge and AHEPA Board of Trustees, and to authorize, by making an appropriation, the expenditure of monies had or to be had in the

AHEPA Supreme Treasury, and to designate the objectives, purposes and manner for and in which the same shall be expended, and the person who shall be responsible for the proper application thereof,

5. **GROWTH AND EXPANSION:** To Promote the progress of the Order by Providing proper departments for its growth, expansion and increasing service, philanthropy and usefulness;

6. **NATIONAL PROJECTS:** To adopt new projects of a national character only with the approval of a two-thirds (2/3) majority of the Delegates present and voting of the Order of AHEPA, or by approval of the majority of the Chapters of the Order of AHEPA taken in the interim between Supreme Conventions, only upon the recommendation of the National Projects Committee which will include as members the District Governors of the AHEPA in attendance at the Supreme Convention;

7. **ELECT OFFICERS:** To choose the Supreme Lodge Officers and the AHEPA Board of Trustees of the Order; and

8. **CONVENTION PROCEDURES:** To prescribe such instructions to each Convention City of each Supreme Convention as may be deemed necessary and proper for the appropriate and successful conduct and operation of the annual Supreme Conventions; to furnish the necessary reporters to record all proceedings of the Supreme Convention sessions; to have the same printed and copies of the Convention summary minutes be furnished to each Delegate within sixty (60) days from the adjournment of the Convention; the verbatim minutes to be prepared in duplicate, the original to be forwarded to AHEPA Headquarters and the copy to the Supreme Counselor.

### **SECTION C. PARLIAMENTARY PROCEDURE**

The Convention Chairman shall preside over the Supreme Convention and shall rule on all questions of parliamentary procedure. The duly appointed Parliamentarian shall advise the Convention Chairman on all questions of parliamentary law and procedure. The rulings and decisions of the Convention Chairman may be appealed by the members of the Supreme Convention.

### **SECTION D. CONVENTION RULES AND PROCEDURE**

All proceedings of the Supreme Convention shall be governed by the provisions of this AHEPA CONSTITUTION, the AHEPA BYLAWS, by the precedents set at prior sessions thereof and by any rules and regulations which may be adopted by the majority vote of its members. However, in the event of a question or problem arising for the answer or solution of which there is neither a provision nor a precedent, then in such an event, the case shall be governed, if possible, by Demeter's Manual of Parliamentary Law and Procedure. A copy of the verbatim minutes of the Supreme Conventions shall be immediately sent to the Supreme Counselor.

## **SECTION E. VOTING PROCEDURE**

All elections for Supreme Lodge Officers, when contested, shall be by secret ballot.

### **ARTICLE 15**

*(See Bylaws Articles 16 and 17)*

## **SUPREME LODGE**

### **SECTION A. SUPREME LODGE OFFICERS**

The "Supreme Lodge" of this Order shall be comprised of the following Supreme Officers: Supreme President; Supreme Vice President, who shall be a citizen of the United States; Canadian President, who shall be a citizen of Canada; Vice President/Director of Hellenism; Vice President/Director of Education; Vice President/Director of Philanthropy; Vice President/Director of Civic Responsibility; Vice President/Director of Family and Individual Excellence; Supreme Secretary; Supreme Treasurer, Supreme Counselor; and eight (8) Supreme/Regional Governors who shall be citizens of the United States. While the goal is to elect different individuals for each of the Vice Presidential/Director positions so that they can each focus on their respective distinct duties, the National level may elect one (1) individual to serve in two (2) Vice Presidential/Director or other positions at the same time when the circumstances require. Additionally, at the National level, the title for these positions can either be Vice President or Director as determined by the National level.

### **SECTION B. QUALIFICATIONS OF SUPREME LODGE**

1. **CITIZENSHIP:** All Supreme Lodge Officers shall be citizens of the United States or Canada. No person shall be eligible to hold office in the Supreme Lodge unless he shall have served in some elective office, either of Chapter or District, for at least one (1) full year.
2. **SIMULTANEOUS OFFICES:** No person shall hold an office in the Supreme Lodge while holding at the same time an elective office in a Chapter or District Lodge. Before assuming his office in the Supreme Lodge it shall be required of him to resign the office he holds in the Chapter or District Lodge. A Delegate to a District or Supreme Convention shall not be considered as serving in an elective office within the meaning of this provision.

### **SECTION C. ELECTION OF SUPREME LODGE**

1. **ELECTION:** The Supreme Convention shall elect the Officers of the Supreme Lodge.
2. **NOMINATIONS:** Candidates for Supreme Lodge Officers shall be nominated from the floor of the Supreme Convention and shall be voted upon by the Delegates of the Convention. The candidates receiving a majority of the votes cast shall be declared to have been elected. The election of Supreme Lodge Officers shall be the last order of Convention business, and all Supreme Lodge Officers shall not be salaried.

3. **TIE VOTES:** In an election at Supreme Conventions of Supreme Lodge Officers, the Convention Chairman or presiding Officer thereof shall cast a second vote in the event of a tie vote, but only after a second ballot has been cast and the vote for these Officers is still tied.
4. **TERMS OF OFFICE:** The respective members of the Supreme Lodge shall serve for one(1) full year or until their successors are elected and qualified. No member of the Supreme Lodge shall be eligible to hold the same office in the Supreme Lodge for more than two (2) terms in succession.
5. **SUPREME PRESIDENT TERM LIMITS:** No person who has held the office of the Supreme President for two (2) terms either consecutively or otherwise, shall be eligible to be elected to the office of Supreme President of the Order of AHEPA.
6. **INSTALLATION:** All Supreme Lodge Officers shall be inducted or installed in office immediately following their election, and shall assume their duties immediately after their installation.
7. **VACANCIES:** In the event of the death, resignation or removal of a Supreme Lodge Officer, other than the Supreme President, the vacancy shall be filled by the Supreme Lodge. In the event of a vacancy in the office of Supreme President, the Supreme Vice President shall automatically become the Supreme President.

#### **SECTION D. THE NATIONAL PROJECTS PROGRAM**

A National Projects Program is hereby established to sponsor, authorize and promote national projects to fulfill the principles and goals of the American Hellenic Educational Progressive Association. The National Projects Program shall be governed by a Standing Committee and administered in accordance with the provisions prescribed in the AHEPA Bylaws and in the Rules and Regulations of the Standing Committee as approved or amended by the Supreme Lodge and Board of Trustees. The Standing Committee shall operate under the supervision of the Supreme Lodge in selecting national projects and under the oversight of the Board of Trustees with regard to all financial matters. All national projects created as a result of, or in response to, an emergency shall require the immediate response of the Supreme Lodge and the Board of Trustees.

#### **ARTICLE 16** *(See Bylaws Article 16)*

#### **DUTIES AND POWER OF SUPREME LODGE OFFICERS**

##### **SECTION A. SUPREME PRESIDENT**

1. **DUTIES:** The Supreme President shall be the chief executive and chief administrative Officer of the Order. He shall supervise the work of the Executive Director. The Supreme President shall make all appointments, including the Congressional Banquet Chairman, except as limited by this AHEPA CONSTITUTION, the AHEPA BYLAWS and the Articles of

Incorporation and Bylaws of the Order's Foundations, Corporations, and Political Action Committee. The Supreme President shall sign all contracts on behalf of the AHEPA after they have been approved by: (a) the Supreme Convention; or (b) a Chapter referendum pursuant to Article 18 Section D Paragraph 3 of the AHEPA Constitution; or (c) by the Supreme Lodge following the review, analysis and input from the AHEPA Board of Trustees as to the financial and budgetary aspects thereof.

2. PUBLIC RELATIONS: The Supreme President or his designee shall be the spokesman for the Order and shall be responsible for the Order's public relations consistent with the policies and positions of the Supreme Convention and Supreme Lodge. He shall promote the Mission and objectives of the Order. He shall direct AHEPA Headquarters in the development and coordination of public statements, visitations and other matters which may affect international relations. The Supreme President shall direct AHEPA Headquarters in preparing official AHEPA statements presented in or before Congress and its committees.

3. CHAPTER REPORTS: The Supreme President shall be responsible for the good standing of all Chapters of the Order.

4. MEETINGS: The Supreme President shall preside at all meetings of the Supreme Lodge.

5. SUCCESSION: In the event of removal, resignation, absence, incapacitation, death, or disqualification of the Supreme President, the Supreme Vice President shall assume the duties of the Supreme President.

## **SECTION B. SUPREME VICE-PRESIDENT AND OTHER VICE PRESIDENTS/DIRECTORS**

1. SUPREME VICE PRESIDENT: It shall be the duty of the Supreme Vice President to assist and cooperate with the Supreme President in the promotion of the Mission and Objectives of the Order. He shall perform any and all duties delegated to him either by the Supreme President, the Supreme Lodge or the Supreme Convention. In addition, the Supreme Vice President shall be assigned the responsibility to develop, maintain and promote a membership program.

2. CANADIAN PRESIDENT: It shall be the duty of the Canadian President to assist the Supreme President in the promotion of the objectives of the Order within the Canadian jurisdiction. He shall perform any and all duties delegated. The Canadian President shall also represent Region 9 (Canada).

3. VICE PRESIDENT/DIRECTOR OF HELLENISM: The Vice President/Director of Hellenism shall be primarily responsible for initiating, implementing and coordinating all types of programs, activities and initiatives which serve to promote Hellenism. These responsibilities will include coordinating programs with all other Vice Presidents/Directors of Hellenism, or similar officers or committee chairpersons, at the Chapter, District and National levels, including working with the Cyprus and Hellenic Affairs Committee, Greek and Cypriot

Consulates, and any Hellenic, cultural or international foundations, funds, committees, corporations or other similar organizations.

4. **VICE PRESIDENT/DIRECTOR OF EDUCATION:** The Vice President/Director of Education shall be primarily responsible for initiating, implementing and coordinating all types of programs, activities and initiatives which serve to promote the Hellenic ideal of education. These responsibilities will include coordinating programs with all other Vice Presidents/Directors of Education, or similar officers or committee chairpersons, at the Chapter, District and National levels, including working with the AHEPA National Educational Corporation and any educational or scholarship foundations, funds, committees, corporations or other similar organizations. In addition, the Vice President/Director of Education could serve as the Chairperson of any Educational Foundation or Fund.

5. **VICE PRESIDENT/DIRECTOR OF PHILANTHROPY:** The Vice President/Director of Philanthropy shall be primarily responsible for initiating, implementing and coordinating all types of programs, activities and initiatives which serve to promote the Hellenic ideal of philanthropy. These responsibilities will include coordinating programs with all other Vice Presidents/Director of Philanthropy, or similar officers or committee chairpersons, at the Chapter, District and National levels, including working with the AHEPA Charitable and Philanthropic Corporation, Penelopean Foundation and any philanthropic foundations, funds, committees, corporations or other similar organizations.

6. **VICE PRESIDENT/DIRECTOR OF CIVIC RESPONSIBILITY:** The Vice President/Director of Civic Responsibility shall be primarily responsible for initiating, implementing and coordinating all types of programs, activities and initiatives which serve to promote the Hellenic ideal of civic responsibility. These responsibilities will include coordinating programs with all other Vice Presidents/Directors of Civic Responsibility, or similar officers or committee chairpersons, at the Chapter, District and National levels, including working with Cooley's Anemia Foundation, the AHEPA Bone Marrow Registry Program, AHEPA National Housing Corporation, Papanicolaou Cancer Fund, Penelope House and any civic responsibility foundations, funds, committees, corporations or other similar organizations.

7. **VICE PRESIDENT/DIRECTOR OF FAMILY AND INDIVIDUAL EXCELLENCE:** The Vice President/Director of Family and Individual Excellence shall be primarily responsible for initiating, implementing and coordinating all types of programs, activities and initiatives which serve to promote the Hellenic ideal of family and individual excellence. These responsibilities will include coordinating programs with all other Vice Presidents/Directors of Family and Individual Excellence, or similar officers or committee chairpersons, at the Chapter, District and the National levels, including working with all other affiliates, divisions or auxiliaries of the AHEPA Family, the AHEPA Family National Sports Programs, the Sons of Pericles, Maids of Athena, all affiliated youth organizations and any foundations, funds, committees, corporations or other similar organizations which focus on promoting family and individual excellence.

## **SECTION C. SUPREME SECRETARY**

The Supreme Secretary shall be a member of the Supreme Lodge, shall attend all its meetings, perform all the duties delegated to him by the Supreme President, shall be the custodian of the Great Seal of the AHEPA and do all things incidental to his office.

## **SECTION D. SUPREME TREASURER**

The Supreme Treasurer shall be responsible for the receipt of all monies belonging to the Order and for providing a receipt for same, and he shall sign all checks, except as provided below, drawn against the funds of the AHEPA Supreme Treasury with either the Supreme President, the Supreme Vice President, the Supreme Secretary or the Executive Director. All monies collected on behalf of the national treasury or a national project from whatever source, including monies collected as a result of drives for charitable or benevolent institutions or other purposes whatsoever, shall be deposited to the order of the AHEPA Supreme Treasury. The funds shall be drawn upon by check or warrant signed by the Supreme Treasurer, and either the Supreme President, Supreme Vice President, or Supreme Secretary. The Executive Director shall have the authority to sign checks on the following: (1) payroll checks of ordinary Course, except the Executive Director's payroll check; and (2) checks in the ordinary course in the aggregate amount under Two Thousand Five Hundred Dollars (\$2,500.00) per check. The Supreme Treasurer shall visit the National Headquarters at least once quarterly in order to review the cash receipts, cash disbursements, inventory the stock of blank checks, review the check register and signed checks.

## **SECTION E. SUPREME COUNSELOR**

1. **REQUIREMENTS:** The Supreme Counselor shall be an attorney-at-law and shall be the Legal Advisor of the Order of AHEPA, its auxiliaries, the Board of Trustees, the Supreme Lodge, the Board of Auditors, and all committees, and he shall continue to serve in such capacity until his successor is duly elected and qualified. The Board of Trustees shall be responsible and is authorized to hire outside counsel with the advice of the Supreme Counselor.
2. **INTERPRETATION:** It shall be his duty to interpret the meaning of the AHEPA CONSTITUTION, AHEPA BYLAWS and the mandates of the Supreme Convention. Requests for interpretation to the Supreme Counselor shall be made by the Chapters, the District Lodges and the members of the Supreme Lodge or the AHEPA Board of Trustees, through the office of the Executive Director.
3. **PROSECUTION:** It shall be the duty of the Supreme Counselor to file charges with the Supreme Lodge or with the District Lodge or the Chapter having jurisdiction over the member or members charged with any violation of this AHEPA CONSTITUTION or the AHEPA BYLAWS, and to act, either in person or by his duly authorized representative, as prosecuting attorney against such member or members charged with violations.
4. **CODIFY INTERPRETATIONS:** All official interpretations of the Supreme Counselor shall be codified and retained at AHEPA Headquarters.

5. OPINIONS: All opinions and decisions of the Supreme Counselor shall be final and binding upon the entire membership of the AHEPA, unless reversed by two thirds (2/3) vote of the Supreme Lodge at the Supreme Lodge meeting immediately following the rendering of the decision.

## **SECTION F. SUPREME/REGIONAL GOVERNORS**

1. DUTIES OF SUPREME/REGIONAL GOVERNORS: The Supreme/Regional Governors shall be members of the Supreme Lodge and shall attend all Supreme Lodge meetings. They shall serve as liaison Officers with the Districts and Chapters within their respective Regions. They shall coordinate AHEPA initiatives throughout their Region, including new member recruitment and service programs. They shall also perform all duties delegated to them by the Supreme President and Supreme Lodge.

2. ELECTION: Immediately following the 2006 Supreme Convention, the nine (9) Regions will be organized, and for this year only (until the 2007 Supreme Convention) the eight (8) elected Supreme Governors will be assigned by the Supreme President to "represent" a Region (even if they are not from a Chapter in that Region) and the Canadian President shall represent Region 9 (Canada). Beginning with the elections at the 2007 Supreme Convention, and for each Supreme Convention thereafter, the duly registered "Voting Members of the Convention" (which is defined in Article 13, Section B of this Constitution to include members of the Supreme Lodge, Past Supreme Presidents, District Governors, Chapter Delegates (or their Alternates), Board of Trustees members and Board of Auditors members) to that Supreme Convention from each Region will vote on who will be their elected Supreme/Regional Governor for their Region at the same time as the elections take place for the other Supreme Lodge positions. A Supreme/Regional Governor has to be a member of a Chapter located within the Region he seeks to represent and from which he is elected. Each duly registered Voting Member of the Convention can only vote for one (1) Regional/Supreme Governor who will represent the Region which includes the Chapter to which such Voting Member of the Convention belongs. Thus, Supreme/Regional Governors will be elected only by duly registered Voting Members of the Convention who belong to Chapters within his Region, and no duly registered Voting Member of the Convention shall be permitted to vote for a Supreme/Regional Governor from a Region other than the Region which includes such Voting Member of the Convention's Chapter. In the event of any vacancy in a Supreme/Regional Governor position, the Supreme President shall appoint a replacement Supreme/Regional Governor who is a member of a Chapter in the Region with the vacancy. As previously provided herein, the Canadian President shall also represent Region 9 (Canada).

## **SECTION G. SUPREME LODGE POWERS**

In addition to those duties and powers set forth in ARTICLE 16 of the AHEPA BYLAWS, it shall be the duty of the Supreme Lodge and it shall have the power and authority:

1. ENFORCEMENT: To enforce the AHEPA CONSTITUTION, AHEPA BYLAWS, measures, mandates and decrees of the Supreme Convention of the Order and to carry out the

plans and policies approved and adopted hereby, except as limited by this AHEPA CONSTITUTION, the AHEPA BYLAWS and the Articles of Incorporation and Bylaws-of the Order's Foundations, Corporations and Political Action Committee;

2. ADJUDICATION: To define "insubordination" of a Supreme, District and Chapter Officer, or member, and to prescribe the punishment therefor,

3. DETERMINING JUSTICE: To provide and establish a method or methods for determining justice between members of the same Chapter, or between a member and an Officer or Officers of his Chapter; or between a Chapter, or its Officers, or the District Lodge, or member thereof, or between a Chapter, or its Officers, and the District Lodge, or members thereof, or between a Chapter, or its Officers, and the Supreme Lodge, or members thereof; and to make, prescribe and pass all such laws, rules and regulations as may be deemed necessary and proper for carrying into execution the foregoing powers;

## **ARTICLE 17**

### **CONFLICT OF INTEREST**

All elected or appointed Officers or officials of the Order of AHEPA and its various Auxiliaries, Foundations, Corporations and Political Action Committee are disqualified to vote or act on any matter in which they have a direct or indirect personal or financial interest. They shall disclose any such interest. None of the AHEPA Board of Trustees, Executive Director or Supreme Lodge can hire, or vote to hire, any employee or contractor to work in any capacity for the National AHEPA or Headquarters who is related to any of the National AHEPA employees or elected officers.

## **ARTICLE 18**

*(See Bylaws Article 18)*

### **BOARD OF TRUSTEES**

#### **SECTION A. COMPOSITION OF BOARD OF TRUSTEES**

There is established the AHEPA "Board of Trustees" (also sometimes referred to herein as the "AHEPA Board"). From the end of the 2005 Supreme Convention through the 2006 Supreme Convention, the AHEPA Board of Trustees shall consist of ten (10) members, nine (9) of whom are full voting members and have been elected by the Delegates to the Supreme Convention, and one (1) of whom is the current Supreme President who will be a non-voting "ex-officio" member of the Board of Trustees who can only vote to break any tie vote of the AHEPA Board. There shall be no elections of full voting members of the Board of Trustees at the 2006 Supreme Convention. For all elections of the AHEPA Board of Trustees after the 2006 Supreme Convention, two (2) Trustees shall be newly elected at the Supreme Convention each year (in addition to any Trustee election required to fill any vacancies on the AHEPA Board as described in Article 18, Section C of this AHEPA CONSTITUTION). Solely for purposes of the State of Georgia corporate law, the Board of Trustees shall be deemed to be the Board of

Directors required by applicable corporate law, but shall instead be limited as to its duties and responsibilities as set forth in this AHEPA CONSTITUTION and the AHEPA BYLAWS

## **SECTION B. ELECTION OF AHEPA BOARD MEMBERS**

The election of AHEPA Board members shall be conducted in conjunction with the election of Supreme Lodge Officers. Any member of the Order of AHEPA, present and registered at a Supreme Convention, shall be eligible to be elected to the AHEPA Board of Trustees at that Convention. Candidates for the AHEPA Board must be qualified to serve as described in Article 18, Section C of the AHEPA Bylaws and they shall be nominated either by the “Board Nominating Committee” (described below) or from the floor of the Supreme Convention, and in either case they shall be voted upon by secret ballot. The Board of Trustees shall annually appoint a nominating committee (the “Board Nominating Committee”) to seek out, recruit and review the credentials of qualified candidates who can be nominated to serve on the Board of Trustees, along with any qualified Board of Trustees candidates nominated from the floor of the Supreme Convention. Each Delegate shall be permitted to vote for only one (1) of the candidates running for the AHEPA Board. The AHEPA Board candidates who receive the highest number of votes shall be elected to fill all positions on the AHEPA Board which need to be filled at such election.

## **SECTION C. TERM OF OFFICE**

The term of office of the elected voting AHEPA Board members shall be three (3) years. An AHEPA Board member may serve no more than two (2) consecutive terms. In the event of a vacancy, the Supreme President shall appoint a qualified member of the Order (as described in Article 18, Section C of the AHEPA Bylaws) to fill the vacancy through the next Supreme Convention. The person appointed to fill the vacancy shall be nominated by the chairman of the same group as the person creating the vacancy. The Delegates to that Convention shall elect a member to complete any unexpired balance of the term. The Supreme President shall serve on the AHEPA Board as an ex-officio non-voting member during each year of their term of office, except that the Supreme President may only vote to break a tie vote of the AHEPA Board.

## **SECTION D. DUTIES OF THE AHEPA BOARD**

The AHEPA Board shall do all of the following:

1. **GENERAL RESPONSIBILITIES:** The AHEPA Board shall, among other things, (a) prepare and propose a balanced budget for the AHEPA, the Congressional Banquet and the Supreme Convention; (b) ensure that National expenses are in line with the approved National budgets and do not exceed income, and that National AHEPA incur no losses; (c) raise money for the AHEPA from sources other than merely membership dues and special events, including soliciting contributions, grants and legislative earmarks; and (d) review and provide financial analysis and input on budgets and the financial consequences of contracts and other obligations.
2. **BUDGET:** Serve as the standing Budget Committee during and between Supreme Conventions. The AHEPA Board shall prepare and submit an annual balanced budget prior to

the Supreme Convention to the Supreme Lodge for approval. To the extent the Supreme Lodge and AHEPA Board disagree on the preliminary annual budget, they shall work cooperatively and in good faith to establish and present a mutually agreeable budget and financial plan to the Supreme Convention for action and ultimate approval by the Supreme Convention Delegates. After approval of the annual balanced budget by the Supreme Convention, the Supreme Lodge shall be accountable for managing and performing its duties in accordance with such final budget; however, the AHEPA Board shall work closely and cooperatively with the Supreme Lodge to review all revenues realized and expenditures made pursuant to the balanced budget approved by the Supreme Convention. In the event actual revenues are lower than the revenues approved by the Supreme Convention, or actual expenses are greater than the expenses approved by the Supreme Convention, the AHEPA Board shall work closely and cooperatively with the Supreme Lodge to identify possible reductions in expenditures, or increases in revenues, for the Supreme Lodge to implement so that expenditures do not exceed actual revenues. If a surplus is realized at the end of a fiscal year, ninety percent (90%) of the surplus shall be deposited in the Order of AHEPA Trust Fund.

3. INVESTMENTS: Manage and invest all funds of the Order over which the Supreme Convention has jurisdiction, including operating funds and monies in the Order of AHEPA Trust Fund.

4. REAL PROPERTY TRANSACTIONS: Provide to the Supreme Lodge and Supreme Convention input on the financial and budgetary impact of any recommendation to buy, sell, mortgage, hypothecate or transfer real property; provided that any such transaction can only be consummated if it is approved by either: (a) at least two-thirds (2/3) of: (i) the entire membership of the AHEPA Board; and (ii) all Delegates present and voting at the Supreme Convention, provided that such two-thirds (2/3) vote must also constitute at least a majority of all Delegates registered at a Supreme Convention; or (b) the majority of the Chapters of the Order taken in the interim between Conventions. The AHEPA Board may lease and manage all property of the Order over which the Supreme Convention has jurisdiction only when the transaction has been approved by at least two thirds (2/3) of the entire membership of the AHEPA Board.

5. CONTRACTS: Provide authority to ensure adherence to the budget approved by the Supreme Convention with respect to solely the financial and budgetary aspects of contracts approved by the Supreme Lodge or Supreme Convention which are to be executed by the Supreme President, including the contract of the Executive Director.

6. FOUNDATION AND COMMITTEE FINANCIAL OVERSIGHT: Provide authority to ensure adherence to the budget approved by the Supreme Convention with respect to solely the financial and budgetary aspects of the Order's Foundations, Corporations and Committees and any endowment fund maintained by the Sons of Pericles.

7. CONGRESSIONAL BANQUET: Provide authority to ensure adherence to the budget approved by the Supreme Convention with respect to solely the financial and budgetary aspects of the Congressional Banquet. The Supreme President shall appoint the Congressional Banquet chairman.

8. AHEPAN MAGAZINE: Provide authority to ensure adherence to the budget approved by the Supreme Convention with respect to solely the financial and budgetary aspects of the AHEPAN magazine.

9. BENEFITS PLANS: Develop, implement, and manage the financial and budgetary aspects of benefit programs on behalf of the members of the Order.

10. SUPREME CONVENTION: Provide authority to ensure adherence to the budget approved by the Supreme Convention with respect to solely the financial and budgetary aspects of the Supreme Conventions.

11. CONTROLLER: Annually hire a Controller.

12. LIABILITY POLICIES AND BONDS: Develop standards for and purchase Officer's and Director's liability policies and bonds affecting National, District, and Chapter Officers.

#### **SECTION E. FIDUCIARY STANDARDS**

The members of the AHEPA Board and its committees shall execute their duties in accordance with strict fiduciary standards and shall be covered by an Officers and Directors' liability policy.

#### **SECTION F. AHEPA BOARD REPORTS TO THE SUPREME CONVENTION**

The AHEPA Board shall report to the Supreme Lodge and Supreme Convention concerning the activities and recommendations of the AHEPA Board.

### **ARTICLE 19**

*(See Bylaws Article 19)*

## **BOARD OF AUDITORS**

### **SECTION A. DUTIES**

The Supreme Convention shall elect by secret ballot a Board of Auditors who shall supervise the annual financial audit of the Order of AHEPA, its Auxiliaries, and related foundations and corporations.

### **SECTION B. MEMBERSHIP**

The Board of Auditors shall consist of three (3) members, each of whom shall be elected for a term of three (3) years. Not more than two (2) members shall be of the same interested group. A current member of the Supreme Lodge, AHEPA Board of Trustees, or a Director, Trustee, or Officer of any AHEPA Auxiliary, foundation, or corporation, or any person who served in such capacity in the prior two (2) years, may not serve on the Board of Auditors.

## **SECTION C. INDEPENDENT AUDITOR SELECTION AND REVIEW**

The Board of Auditors shall select the independent accounting firm which shall perform the annual financial audit of the Order of AHEPA and all Auxiliaries, Foundations, Committees and Corporations. The Board of Auditors is authorized to conduct its own review of the books and records of the Order of AHEPA, and all Auxiliaries, Foundations, Committees and Corporations.

### **ARTICLE 20**

*(See Bylaws Articles 20)*

## **EXECUTIVE DIRECTOR AND CONTROLLER**

### **SECTION A. EXECUTIVE DIRECTOR**

The Supreme President shall supervise the work of the Executive Director. The Supreme Lodge shall hire, fire or appoint the Executive Director at AHEPA Headquarters, and shall supervise and manage the Executive Director. The AHEPA Board of Trustees shall review and provide input to the Supreme Lodge and Supreme Convention on solely the financial and budgetary aspects of the Executive Director's salary and benefits. The Executive Director shall attend Supreme Conventions to answer questions, but he shall not be eligible to be elected or act as a Delegate or Alternate in a Supreme Convention, nor shall he be eligible during his service as Executive Director to hold any elective office in the AHEPA. A search committee consisting of two (2) representatives of the Supreme Lodge and one (1) representative of the Board of Trustees (the "Search Committee") shall establish search criteria and a process for the recruitment of future Executive Directors through a national search, including using the Hellenic media. The Search Committee shall seek the most qualified candidates and shall screen and evaluate all candidates and present its evaluation of all candidates to the Supreme Lodge so that the Supreme Lodges may make the most informed hiring decision. An Executive Director candidate shall have a complete background check performed on him before he is hired, and, in addition, the Executive Director shall submit personal financial information for a hiring evaluation and annual audit and evaluation by the Supreme Lodge.

### **SECTION B. CONTROLLER**

The AHEPA Board of Trustees shall hire annually the controller. He or she shall be the Financial Officer of the Order. A Controller candidate shall have a complete background check performed on him or her before he or she is hired, and in addition the Controller shall submit personal financial information for a hiring evaluation and annual audit and evaluation by the Board of Trustees.

### **SECTION C. EMPLOYEE BACKGROUND CHECKS**

All employees at AHEPA Headquarters shall have a complete background check performed on them before they are hired.

**ARTICLE 21**  
*(See Bylaws Article 21)*

**EDUCATIONAL FOUNDATION**

There is established an AHEPA Educational Foundation for the perpetuation, study and advancement of Hellenic culture and traditions in the United States and throughout the world.

**ARTICLE 22**  
*(See Bylaws Article 22)*

**SONS OF PERICLES**

**SECTION A. JUNIOR ORGANIZATION OF THE AHEPA**

1. **MEMBERSHIP:** The Order of Sons of Pericles shall be the junior Auxiliary organization of the Order of AHEPA. Its membership shall consist of young men who have reached their fourteenth (14th) birthday, who are of Hellenic descent from either parent, or are the sons of a member in good standing of the Order of AHEPA or the Daughters of Penelope, provided that he is a believer in God and in the Divinity of Jesus Christ.

2. **AGE LIMIT:** Membership shall automatically terminate upon a member attaining his twenty-first (21<sup>st</sup>) birthday, a member who elects to become a member of the Order of AHEPA not later than his twenty-first (21<sup>st</sup>) birthday and who continuously maintains his AHEPA membership may also remain a member of the Order of Sons of Pericles until the thirty-first (31<sup>st</sup>) day of August, after the attainment of his twenty-seventh (27th) birthday. Upon attaining his twenty-first (21<sup>st</sup>) birthday, the member will pay only AHEPA per capita assessment and upon attaining the age of twenty-three (23), the member shall pay for all AHEPA dues. Any member elected to an office prior to the thirty-first (31<sup>st</sup>) day of August, following his twenty-seventh (27<sup>th</sup>) birthday, may complete his term of office. No one shall be either initiated or reinstated in the Sons of Pericles after he attains his twenty-sixth (26<sup>th</sup>) birthday. Any person over the age of twenty-one (21), and who has not yet attained the age of twenty-six (26), wishing to join the Sons of Pericles must first become a member of the Order of AHEPA and demonstrate proof of his membership to the Sons of Pericles National Headquarters as a portion of his application.

3. **JOINT CHAPTERS:** Joint Sons of Pericles and Maids of Athena Chapters may be formed with both young men and young women on college campuses and in cities where independent Sons and Maids Chapters may not be viable.

**SECTION B. OBJECTIVES OF JUNIOR ORDER**

The aims, objectives and purposes of the Order of the Sons of Pericles shall be to: (1) teach and train its members in the fundamental principles of organized society; (2) create bonds of friendship and brotherhood among them; (3) awaken and develop in them a high sense of justice, fidelity and sportsmanship; and (4) endow them with the culture, learning and patriotic

virtues of their Hellenic ancestors, all to the end that they may, in the fullness of time, contribute in the largest possible measure to the honor, happiness, progress and safety of America.

## **SECTION C. NATIONAL ADVISORY BOARD FOR SONS OF PERICLES**

The National Advisory Board for the Sons of Pericles, shall comprise seven (7) members of the Order of AHEPA, including six (6) to be appointed by the Supreme President of the Order of AHEPA, two (2) annually, from a list of not less than six (6) qualified AHEPANS submitted to him by the Supreme Convention of the Sons of Pericles; and one (1) to be appointed by the Canadian President for a term of three (3) years. The vacancies shall be filled by September 30<sup>th</sup> following the Supreme Convention.

### **ARTICLE 23**

#### **MAIDS OF ATHENA**

##### **SECTION A. JUNIOR LADIES' AUXILIARY OF THE AHEPA**

The Order of the Maids of Athena is the Junior Order of the Daughters of Penelope as the Order of Sons of Pericles is to the Order of AHEPA. Membership shall be open to any unmarried girl either of Hellenic descent from either parent or a daughter of any member in good standing of the AHEPA family, who has passed her fourteenth (14th) year of age, and has not yet reached the twenty-third (23<sup>rd</sup>) year, and who is of good moral character and a believer in the existence of a Supreme Being and in the Divinity of Jesus Christ. Any unmarried girl whose adopted or foster parent or parents are of Hellenic descent shall be deemed qualified for membership in the Maids of Athena if she comes within the age limits as designated in this SECTION. Joint Sons of Pericles and Maids of Athena Chapters may be formed with both young men and young women on college campuses and in cities where independent Sons and Maids Chapters may not be viable.

##### **SECTION B. OBJECTIVES OF JUNIOR LADIES' AUXILIARY**

The aims, objectives and purposes of the Order of Maids of Athena shall be:

1. **PATRIOTISM:** To promote and instill the spirit of American patriotism, allegiance to the flag, support to the Constitution, obedience to the laws and reverence for the history and traditions of the United States of America;
2. **HELLENIC CULTURE:** To stimulate love for and appreciation of Hellenic Culture, traditions-, and ideals; to promote a better and more comprehensive understanding of the Hellenic People; to encourage the study of Hellenic letters, arts, and sciences;
3. **BUILD CHARACTER:** To build up character by promoting in every manner possible a high standard of ethics and good fellowship amongst its members; to develop the spirit of human understanding, mutual benevolence and helpfulness; to stimulate and encourage

education; and to make possible for its members the full enjoyment of educational facilities; and to point out to them the beauties of sacrifice and the deformities of selfishness;

4. RESPECT FOR ELDERS: To further the ideals of obedience and respect towards parents and elders;

5. ASSIST AHEPA: To assist the Chapters of the AHEPA to carry out the alms and purposes of the parent organization, the Order of AHEPA; and

6. COOPERATE WITH THE DAUGHTERS OF PENELOPE: To cooperate with and assist the Chapters of the Daughters of Penelope in promoting the progress and welfare of both the Senior and Junior Ladies' Auxiliaries and Affiliates; and to prepare its member for admission into the Order of the Daughters of Penelope.

## **ARTICLE 24**

### **ORGANIZATION, GOVERNANCE AND FUNCTION OF THE AHEPA FAMILY**

The Sons of Pericles and Maids of Athena named and described in the foregoing ARTICLES 22 and 23 shall be organized and governed, and the same shall function, under such rules and regulations, and shall follow such policies as may be prescribed or approved of by the Supreme Lodge or by the Supreme Convention of the Order of AHEPA. Amendments to the Daughters of Penelope Constitution shall be reasonably consistent with the AHEPA CONSTITUTION' and AHEPA BYLAWS.

## **ARTICLE 25**

### **SCOPE AND AMENDMENT OF AHEPA CONSTITUTION**

#### **SECTION A. SCOPE**

The provisions of this AHEPA CONSTITUTION, together with the AHEPA BYLAWS, decisions, decrees, rules, regulation and mandates made pursuant to and under its authority, shall be the law by which the Order of AHEPA and any unit thereof shall be ruled and governed.

#### **SECTION B. PERIODIC COMPILATION OF AMENDMENTS**

All amendments, revisions, changes or modifications to this AHEPA CONSTITUTION adopted, approved or passed by the Supreme Convention shall be compiled and edited by a committee composed of the Supreme President, Supreme Secretary and Supreme Counselor of the Order. There shall be a periodic compilation of the AHEPA CONSTITUTION as needed. When compiling this AHEPA CONSTITUTION, the Supreme Counselor is authorized to

eliminate any references to dates which have expired and are no longer relevant to the applicable provision.

### **SECTION C. AMENDMENTS**

This AHEPA CONSTITUTION may be amended by secret ballot by a two-thirds (2/3) vote of those present and voting at a Supreme Convention of the Order of AHEPA.

### **SECTION D. PROCEDURE**

1. **CHAPTER PROPOSALS:** On or before July 15<sup>th</sup>, the respective Chapters shall transmit to the Supreme Lodge Headquarters any AHEPA CONSTITUTION amendments they plan to propose at the Supreme Convention. A compilation of the same shall be furnished to the Delegates and Alternates by being included in their Credentials forwarded from Headquarters,
2. **COMMITTEE PROPOSALS:** All other amendments shall originate from the various Committees of the Convention, or the Officers of the Supreme Lodge or Chairmen of Standing Committees.
3. **DEADLINE:** All amendments shall be presented to the Legislative Committee of the Convention not later than 9:00 a.m. on the second full day after the Supreme Convention convenes unless referred to the Legislative Committee by the Convention itself.
4. **REQUIRED VOTE: AHEPA CONSTITUTION:** Amendments presented by the Legislative Committee must receive a two-thirds (2/3) vote by secret ballot of those present and voting at the Supreme Convention of the Order of AHEPA.

## **ARTICLE 26**

### **DEFINITION OF THE TERM SECRET BALLOT**

Whenever a secret ballot is called for anywhere in this AHEPA CONSTITUTION or is otherwise approved for any vote, including, without limitation, ARTICLE 12, SECTION B, Paragraph 4; ARTICLE 13, SECTION C; ARTICLE 13, SECTION D, Paragraph 1; ARTICLE 13, SECTION F, Paragraph 3; ARTICLE 14, SECTION B; ARTICLE 14, SECTION G; ARTICLE 18, SECTION B; ARTICLE 19, SECTION A; ARTICLE 25, SECTION C; and ARTICLE 25. SECTION D, Paragraph 4, and all ARTICLES, SECTIONS and Paragraphs specifically enumerated in ARTICLE 26 of the AHEPA BYLAWS, the vote or election shall take place using some type of identical written, electronic or computerized ballot which is not marked or identified in any way to indicate the person submitting same, nor his Chapter nor District and said ballot shall be completed confidentially and deposited by that individual into a secure, single receptacle into which all such ballots are inserted and in such a manner so that each person's identity and vote cannot be ascertained, identified, disclosed, discovered or determined in any way. All such ballots shall be destroyed after their intended purposes have been fully realized. By example, without limitation, this requirement will not be satisfied by each person inserting their ballot into separate receptacles by District, State, Chapter, region,

affiliation, office or in any other receptacle or receptacles which could in any way identify the vote of any individual. No secret ballot will be required for any specific election for a position that is not contested such that a candidate is running unopposed.

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