

# **2023 AHEPA Constitution**



2023-2024 Edition

## **TABLE OF CONTENTS**

PREAMBLE	
ARTICLE 1 MISSION STATEMENT	
ARTICLE 2 NAME & ESTABLISHMENT	
ARTICLE 3 NON-PARTISAN AND NON-SECTARIAN	
ARTICLE 4 JURISDICTION	
ARTICLE 5 AHEPA DOMAIN CONSTITUENT UNITS	
ARTICLE 6 ELIGIBILITY FOR FULL MEMBERSHIP	
SECTION A. CHARACTER, AGE, AND CITIZENSHIP	2
SECTION B. SPECIAL EXCEPTIONS AS TO AGE	2
ARTICLE 7 ENGLISH AS THE OFFICIAL LANGUAGE	2
ARTICLE 8 CHAPTERS	3
ARTICLE 9 CHAPTER OFFICERS	3
SECTION A. NUMBER, TITLES, AND QUALIFICATIONS OF CHAPTER OFFICERS	3
SECTION B. TERM OF OFFICE	4
ARTICLE 10 REGIONS AND DISTRICTS	1
SECTION A. REGIONS	
SECTION A. REGIONS	
SECTION C. REALIGNMENT OF SMALL DISTRICTS	
SECTION D. CHANGING DISTRICT BOUNDARIES	
SECTION E. CANADIAN DISTRICT BOUNDARIES	
SECTION F. CONTROL OF DISTRICT ASSETS	5
ARTICLE 11 DISTRICT CONVENTIONS	
SECTION A. TIMING OF CONVENTIONS	
SECTION B. MEMBERS OF DISTRICT CONVENTIONS	
SECTION C. POWERS OF DISTRICT CONVENTIONS	
ARTICLE 12 DISTRICT LODGE OFFICERS	
SECTION A. ELECTION OF DISTRICT OFFICERS	
SECTION B. APPOINTMENT OF DIRECTORS AND ADVISORS	
SECTION C. VOTING RIGHTS, TERM, SUCCESSION AND ELECTION	
ARTICLE 13 SUPREME CONVENTION	7
SECTION A. DEFINITION OF THE SUPREME CONVENTION	7
SECTION B. MEMBERSHIP OF THE SUPREME CONVENTION	8
SECTION C. ELECTION OF DELEGATES	8
SECTION D. DELEGATES' PRESENCE AND CREDENTIALS	10
ARTICLE 14 SUPREME CONVENTION ADMINISTRATION.	10
SECTION A. ELECTION OF CONVENTION OFFICERS	10
SECTION B. POWERS OF THE SUPREME CONVENTION	11
SECTION C. PARLIAMENTARY PROCEDURE	
SECTION D. CONVENTION RULES AND PROCEDURE	
SECTION E. VOTING PROCEDURE	
ARTICLE 15 SUPREME LODGE	
SECTION A. SUPREME LODGE OFFICERS	
SECTION A. SUPREME LODGE OFFICERS SECTION B. QUALIFICATIONS OF SUPREME LODGE	
SECTION C. ELECTION OF SUPREME LODGE	
	10

ARTICLE 16 DUTIES AND POWER OF SUPREME LODGE OFFICERS	13
SECTION A. SUPREME PRESIDENT.	13
SECTION B. SUPREME VICE-PRESIDENT AND OTHER VICE PRESIDENTS	14
SECTION C. SUPREME SECRETARY	14
SECTION D. SUPREME TREASURER	
SECTION E. SUPREME COUNSELOR	
SECTION F. SUPREME/REGIONAL GOVERNORS	15
SECTION G. SUPREME LODGE POWERS	
ARTICLE 17 CONFLICT OF INTEREST	17
ARTICLE 18 BOARD OF TRUSTEES	17
SECTION A. COMPOSITION OF BOARD OF TRUSTEES	17
SECTION B. ELECTION OF AHEPA BOARD MEMBERS	17
SECTION C. TERM OF OFFICE.	18
SECTION D. DUTIES OF THE AHEPA BOARD	18
SECTION E. FIDUCIARY STANDARDS	
SECTION F. AHEPA BOARD REPORTS TO THE SUPREME CONVENTION	
ARTICLE 19 BOARD OF AUDITORS	20
SECTION A. DUTIES	
SECTION B. MEMBERSHIP.	
SECTION C. INDEPENDENT AUDITOR SELECTION AND REVIEW	
ARTICLE 20 EXECUTIVE DIRECTOR AND CONTROLLER	
SECTION A. EXECUTIVE DIRECTOR	
SECTION B. CONTROLLER	20
SECTION C. EMPLOYEE BACKGROUND CHECKS	
ARTICLE 21 EDUCATIONAL FOUNDATION	
ARTICLE 22 SONS OF PERICLES	
SECTION A. JUNIOR ORGANIZATION OF THE AHEPA	
SECTION B. OBJECTIVES OF JUNIOR ORDER	
SECTION C. NATIONAL ADVISORY BOARD FOR SONS OF PERICLES	
ARTICLE 23 MAIDS OF ATHENA	
SECTION A. JUNIOR LADIES' AUXILIARY OF THE AHEPA	
SECTION B. OBJECTIVES OF JUNIOR LADIES' AUXILIARY	23
ARTICLE 24 ORGANIZATION, GOVERNANCE AND FUNCTION OF THE AHEPA FAMILY	23
SECTION A. CONSISTENCY IN GOVERNING RULES AMONG AHEPA FAMILY	
ORGANIZATIONS	23
SECTION B. PROXY VOTING PROHIBITED	
ARTICLE 25 SCOPE AND AMENDMENT OF AHEPA CONSTITUTION	24
SECTION A. SCOPE	
SECTION B. PERIODIC COMPILATION OF AMENDMENTS	
SECTION C. AMENDMENTS	
SECTION D. PROCEDURE	
ARTICLE 26 DEFINITION OF THE TERM SECRET BALLOT	
ARTICLE 26 DEFINITION OF THE TERM SECRET BALLOT ARTICLE 27 PAST SUPREME PRESIDENT'S ADVISORY COUNCIL	
ANTICLE 27 FAST SUFKEWIE FRESIDENT 5 ADVISORT COUNCIL	20

## **AHEPA CONSTITUTION**

Updated August 15, 2023 Including 2023 Supreme Convention 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 & ESTABLISHMENT

The American Hellenic Educational Progressive Association ("Order") was founded on July 26, 1922, as a Georgia nonprofit corporation. This Order shall be known as The Order of AHEPA or AHEPA. The Order shall be a U.S. based organization with its Headquarters in Washington, D.C., United States of America.

#### 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 worldwide (the "AHEPA Domain").

## ARTICLE 5 AHEPA DOMAIN CONSTITUENT UNITS

The Order of AHEPA and its auxiliary organizations ("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, including their members
- 2. Supreme Convention
- 3. Supreme Lodge

- 4. Board of Trustees
- 5. Board of Auditors
- 6. District Conventions
- 7. District and their District Lodges
- 8. Sons of Pericles, including their members
- 9. Daughters of Penelope, including their members
- 10. Maids of Athena, including their members

The membership, the agencies, the policies, and the acts and deeds of the respective organized units named in this article 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 ELIGIBILITY FOR FULL MEMBERSHIP

(See Bylaws Articles 1, 5 and 6)

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

Any individual who meets all of the following shall be eligible for membership in this Order:

- 1. Be a natural born male person eighteen (18) years of age and older.
- 2. Be of good moral character, and a believer in the existence of God and in the Divinity of Jesus Christ.
- 3. Believes in and advocates the maintenance and Promulgation of the Mission, Objectives, Principles and Ideals of the Order, as subscribed by the AHEPA CONSTITUTION, the AHEPA BYLAWS and the decrees and mandates of the Supreme Conventions.
- 4. Will obey the Order's authorities and revere its traditions.
- 5. Be a legal resident or has declared his intention to become a citizen of the country within the AHEPA Domain where the person's Chapter is located, or a U.S. citizen who is a legal resident of the country in which the person's Chapter is located.
- 6. Be able to read, write, and speak either the English language or the language of the country in which the chapter is located.

### 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. Any member of the Order of AHEPA who is eligible to join the Sons of Pericles pursuant to Article 22 of this AHEPA Constitution is a dual member of both the AHEPA and the Sons of Pericles.

## ARTICLE 7 ENGLISH AS THE OFFICIAL LANGUAGE

The official language of the Order of AHEPA is English.

## ARTICLE 8 CHAPTERS

#### (See Bylaws Articles 7 and 8)

A petition signed by no fewer than ten (10) individuals eligible for membership in the Order under Article 6 must be filed with the Supreme Lodge in order for a Charter to be issued by the Supreme Lodge to form a Chapter. Once a Charter is approved by the Supreme Lodge, the Chapter shall be deemed created and functioning under the name and style of the AHEPA, or its corporate name, and shall be subject to the jurisdiction of the Order as provided in this Constitution, its Bylaws, and all other rules.

## ARTICLE 9 CHAPTER OFFICERS

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

- 1. <u>NUMBER AND TITLES</u>: The Officers of an AHEPA Chapter shall be a:
  - a. President;
  - b. Vice President;
  - c. Secretary;
  - d. Treasurer;
  - e. Captain of the Guard;
  - f. Warden, Chaplain;
  - g. Inside Sentinel;
  - h. Outside Sentinel;
  - i. Athletic Director;
  - j. Immediate Past President; and
  - k. Board of Governors.
- 2. <u>IMMEDIATE PAST PRESIDENT</u>: The Immediate Past President of the Chapter shall automatically, upon his retirement from the Presidency, become a member of the Board of Governors. In chapters without a Board of Governors, the Immediate Past President shall hold the Chapter officer position as "Immediate Past President."
- 3. <u>COMPOSITION OF BOARD OF GOVERNORS</u>: The Board of Governors shall be composed of a Chairman 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 March 31st for the calendar year in which the Chapter elections of Officers are held as follows:

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-up Members	14 Governors

However, any Chapter may elect to designate a lesser number of Governors than what the Chapter is entitled to be elected under this Section.

- 4. <u>CHAIRMAN OF THE BOARD OF GOVERNORS</u>: The chairman of the Board of Governors shall be elected by the members of the Board of Governors, and in case of a tie, the Chairman shall be selected by the President of the Chapter. 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.
- 5. <u>APPOINTMENT OF DIRECTORS</u>: Each Chapter may appoint a member to serve in the following directorships:
  - a. Director of Hellenism;
  - b. Director of Education;
  - c. Director of Philanthropy;
  - d. Director of Civic Responsibility; and
  - e. Director of Family and Individual Excellence.

The Chapter may appoint one (1) Individual to serve in two (2) directorships or other positions at the same time when the circumstances require. Each member appointed to a directorship shall serve as a nonvoting chapter lodge officer.

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

The Officers of a Chapter shall serve for a term of one (1) year, or until their successors are elected qualified, and installed.

## ARTICLE 10 REGIONS AND DISTRICTS

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

The AHEPA Domain shall be divided into ten (10) Regions, whose geographic area shall be defined by the Order of AHEPA Bylaws. Each Region is empowered to establish Regional Conference/Conventions to hold meetings and social events of the Districts contained within the Region and to discuss regional projects. This section does not otherwise affect the ability of a District to hold its District Convention as required by Article 11.

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

The Chapters within the jurisdiction of this Order may be organized by the Supreme Lodge into twentyeight (28) Districts. Each District shall bear an individual name and number. Each District shall have a minimum of three (3) active Chapters. Membership for Chapter voting strength at the District Convention shall be determined as of December 31.

#### SECTION C. REALIGNMENT OF SMALL DISTRICTS

- 1. <u>REALIGNMENT</u>: The Chapters in a District with less than three (3) active Chapters shall be assigned by the Supreme Lodge to another District or Districts.
- 2. <u>ASSETS</u>: When the Supreme Lodge declares a District to have less than three (3) active chapters under its jurisdiction for one calendar year and the District has been deemed inactive or has been merged, this shall trigger a dissolution process. This declaration shall comply with any legal

process, regulation, or necessary to preserve an asset of any AHEPA entity. The Supreme Lodge shall initiate the following district dissolution and re-organization procedures within sixty (60) calendar days or as required by any government legal process, regulation, or law:

- a. Inform the Chapters within District that the District has been deemed inactive and/or has been merged.
- b. Notify all affected chapters of their new district designation.
- c. Notify the current District Governor, if any, of the inactive District of the effective date of dissolution and/or merger.
- d. All funds and assets shall be transferred to the newly created district, merged district, or in the absence of either, then the assets shall be transferred to the Supreme Lodge for appropriate disposition.
- e. The effective date of such transfer shall be with the consent of the Supreme Lodge.
- f. The Supreme Lodge shall publish those changes for consideration at the next Supreme Convention.
- g. This in no way shall affect the redistricting committee of the Supreme Convention.
- 3. <u>PAST DISTRICT GOVERNORS</u>: After a chapter is reassigned to a new District, any Past District Governor of the dissolved District who is a member in good standing shall exercise his rights and privileges as a Past District Governor in the new district.

#### SECTION D. CHANGING DISTRICT BOUNDARIES

The Supreme Lodge shall fix the boundaries of each District. Except as provided in Section C, 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).

#### SECTION E. CANADIAN DISTRICT

A Canadian Chapter shall be located only within a Canadian District.

#### SECTION F. CONTROL OF DISTRICT ASSETS

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.

### ARTICLE 11 DISTRICT CONVENTIONS

(See Bylaws Article 14)

#### 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, but not later than two (2) weeks before the first day of the next Supreme Convention. The specific time, date, and place for succeeding District Conventions may be chosen by the District. The Order of AHEPA in Canada may hold a District Conventions not later than the first week of August.

#### SECTION B. MEMBERS OF DISTRICT CONVENTIONS

Each District Convention shall be composed of duly elected delegates from each of the respective Chapters composing the District, the District Lodge Officers described in Article 12, Section A of this AHEPA Constitution, and all Past District Governors who are members of a Chapter in the District. 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 may be elected or serve as either a Delegate or Alternate to a District Convention:

- 1. any person who is otherwise entitled to vote in that District Convention as a District Officer or Past District Governor;
- 2. any person who-has not been a member of a Chapter in the District for at least three (3) months before the election of delegates to the District Convention.

#### SECTION C. POWERS OF DISTRICT CONVENTIONS

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

- 1. <u>ALL MATTERS</u>: Consider and discuss all matters affecting the affairs of the Order in the District;
- 2. <u>LEGISLATION</u>: 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, AHEPA BYLAWS, and decrees of the Supreme Convention of the Order;
- 3. <u>DECISIONS</u>: Decide any and matters necessary and proper for the advancement of the District;
- 4. <u>RESOLUTIONS</u>: Pass resolutions and transmit them to the Supreme Convention through the District Governor; and
- 5. <u>APPROPRIATE FUNDS</u>: Appropriate funds that are available or are to be available in the District Treasury, including the manner and purpose of the funds use, to be dispersed by the District Treasurer, based on a budget presented by the District Lodge.

## ARTICLE 12 DISTRICT LODGE OFFICERS

(See Bylaws Articles 12 and 13)

#### SECTION A. ELECTION OF DISTRICT OFFICERS

Each District Convention shall elect, by a majority vote of the delegates present and voting, a:

- 1. District Governor;
- 2. Lieutenant Governor;
- 3. District Secretary;
- 4. District Treasurer;
- 5. District Marshal & Membership Director;
- 6. District Warden & Communications Director; and
- 7. District Athletic Director

who collectively shall constitute the District Lodge. In the event of a tie vote, a second ballot shall be cast for the office. If, after the second ballot, there remains a tie, 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. APPOINTMENT OF DIRECTORS AND ADVISORS

Each District Lodge may appoint a member of the District to serve in the following directorships:

- 1. Director of Hellenism;
- 2. Director of Education;
- 3. Director of Philanthropy;
- 4. Director of Civic Responsibility;
- 5. Director of Family and Individual Excellence; and
- 6. Director of Communications and Technology.

The District Lodge may appoint one (1) Individual to serve in two (2) directorships or other positions at the same time when the circumstances require.

There shall be appointed by the District Lodge a District Sons Advisor.

Each member appointed to a directorship or advisor position shall serve as a non-voting district lodge officer.

#### SECTION C. VOTING RIGHTS, TERM, SUCCESSION AND ELECTION

- 1. <u>DISTRICT LODGE</u>: Only elected members of the District Lodge shall have a vote at the District Convention.
- 2. <u>TERM</u>: District Officers shall be elected for a term of one (1) year or until his successor is duly elected and qualified. District directorships and advisor appointed under Section B of this Article shall serve a term of one (1) year or until his successor is duly appointed, or the district lodge declares the directorship inactive.
- 3. <u>SUCCESSION LIMITS</u>: Any member may serve as District Governor for two (2) consecutive terms. Additionally, no member may serve as District Governor for more than two (2) years in a five (5) year period.
- 4. <u>SECRET BALLOT</u>: Any District Lodge office where two (2) or more individuals have been nominated shall be elected by secret ballot.

## ARTICLE 13 SUPREME CONVENTION

(See Bylaws Article 13)

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

- 1. 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.
- 2. The Supreme Convention shall consist of the "Voting Members of the Convention" as defined in Article 13 of the AHEPA Constitution.
- 3. The Supreme Convention shall remain in session until it is adjourned by a majority of its members.
- 4. The powers of the Supreme Convention must adhere to this AHEPA CONSTITUTION and the AHEPA BYLAWS.

- 5. The Supreme Convention shall have the sole power to amend this AHEPA Constitution, the AHEPA Bylaws, and any other rules governing this Order.
- 6. 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 the Voting Members of the Convention during a plenary session of the Convention. Any such decision of the Supreme Convention to overturn, overrule, reject, or rescind any decision of Supreme Counselor, Board of Trustees, or Supreme Lodge shall be by a majority vote of the Voting Members of the Convention, present and voting, 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. <u>THE INCUMBENT SUPREME LODGE</u>: The members of the Supreme Lodge who are serving at the start of the Supreme Convention.
- 2. <u>PAST SUPREME PRESIDENTS</u>: All past Supreme Presidents of the Order of AHEPA and all past Supreme Presidents of Canada.
- 3. <u>DISTRICT GOVERNORS</u>: The District Governor who is duly elected in accordance with this AHEPA Constitution at the time start of the Supreme Convention.
- 4. <u>CHAPTER DELEGATES</u>: The duly elected and qualified Delegates, who have been elected by the Chapters entitled to representation at the Supreme Conventions, as provided in this AHEPA Constitution.
- 5. <u>INCUMBENT AHEPA BOARD OF TRUSTEES AND INCUMBENT BOARD OF AUDITORS</u>: The members of the AHEPA Board of Trustees who are serving at the start of the Supreme Convention.

#### SECTION C. ELECTION OF DELEGATES

- 1. <u>ENTITLEMENT TO REPRESENTATION</u>: A 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 AHEPA Constitution and the AHEPA Bylaws.
- 2. <u>CHAPTER STATUS</u>: A Chapter of the Order, that has ten (10) or more members in good standing, and has paid all of its full per capita for the calendar year to AHEPA Headquarters, by postmarking said payment not later than December 31st of the year before the Supreme Convention, shall be entitled to full representation at the Supreme Convention. A Chapter that has been organized and qualified to receive its Charter, no later than December 31st of the year before the Supreme Convention falls on a Sunday or other legal holiday, then the following day which is not a holiday, shall be the deadline, or the date prescribed by the Supreme Lodge.

3. <u>CHAPTER REPRESENTATION</u>: Each Chapter in good standing with the Supreme Lodge, and has paid its full per capita as provided in this Section, shall be entitled to the following voting rights and representation at the Supreme Convention. 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 two (2) alternates shall be elected for each Delegate to which each Chapter is entitled for representation. A chapter with the following amount of members shall be entitled to corresponding amount of delegates:

from 10 through 25 members from 26 through 50 members from 51 through 100 members from 101 through 150 members from 201 through 200 members from 251 through 300 members from 301 through 350 members from 351 through 400 members from 401 through 450 members 2 delegates and 4 alternates;
3 delegates and 6 alternates;
4 delegates and 8 alternates;
5 delegates and 10 alternates;
6 delegates and 12 alternates;
7 delegates and 14 alternates;
8 delegates and 16 alternates;
9 delegates and 18 alternates;
10 delegates and 20 alternates; and
11 delegates and 22 alternates.

Any Chapter that has more than 450 members shall be entitled to one (1) additional delegate and two (2) additional alternates for each additional fifty (50) members that Chapter has in good standing.

The election of Chapter delegates and alternates to the Supreme Convention shall be by secret ballot.

- 4. <u>DELEGATE REQUIREMENTS</u>: All the following apply to any Chapter member in order to be elected to serve as a Chapter Delegate to the Supreme Convention:
  - a. No person shall be a Delegate for a Chapter who is otherwise entitled to a vote at the Supreme 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.
  - b. A member who transfers their members to another Chapter must have been a member of the Chapter for at least three (3) months following their transfer before the member is eligible to serve as a Delegate for the Chapter.
  - c. No one but a member of a Chapter may represent the Chapter at the Supreme Convention.
  - d. 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.
- <u>NO DUAL DELEGATE REGISTRATION</u>: 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.
- 6. <u>ALTERNATE SUCCEEDING DELEGATE</u>: 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 right of first refusal of the opportunity to substitute for and act in the place of the absent delegate.

#### SECTION D. DELEGATES' PRESENCE AND CREDENTIALS

- 1. <u>DELEGATE CREDENTIALS</u>: 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. <u>CREDENTIALS COMMITTEE</u>: 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. <u>REGISTRATION</u>: 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 6:00 p.m., and on the second official day of the Convention (as outlined in the official Convention schedule) from 12:00 p.m. to 9:00 p.m.
- 4. <u>DEADLINE</u>: 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.

## ARTICLE 14 SUPREME CONVENTION ADMINISTRATION

(See Bylaws Article 15)

#### SECTION A. ELECTION OF CONVENTION OFFICERS

1. <u>CONVENTION AND ELECTION PROCEDURE</u>: 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. <u>INSTALLATION</u>: The Supreme President shall install the Supreme Convention Officers and surrender the Chair and gavel to the Chairman.
- 3. <u>QUALIFICATION</u>: A member must be a delegate to the Supreme Convention to be selected 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. <u>LEGISLATE</u>: To legislate for the entire Order and amend this AHEPA CONSTITUTION and the AHEPA BYLAWS;
- 2. <u>PRESCRIBE FEES</u>: 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. <u>FIX PAYMENTS</u>: To fix the amount and manner of payment of per capita assessments for the entire membership;
- 4. <u>APPROPRIATIONS</u>: 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. <u>GROWTH AND EXPANSION</u>: To promote the progress of the Order by providing proper departments for its growth, expansion and increasing service, philanthropy, and usefulness;
- 6. <u>NATIONAL PROJECTS</u>: 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;
- 8. <u>CONVENTION PROCEDURES</u>: 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; and
- 9. <u>RECORDING OF CONVENTION PROCEEDINGS</u>: To furnish the necessary reporters to record all proceedings of the Supreme Convention sessions and to have the same printed. Copies of the Convention summary minutes shall be furnished to each Delegate within sixty (60) days from the adjournment of the Convention. The verbatim minutes to be prepared in duplicate, with the original to be forwarded to AHEPA Headquarters and a 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 Supreme Conventions, 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 SUPREME LODGE

(See Bylaws Articles 16 and 17)

#### SECTION A. SUPREME LODGE OFFICERS

The Supreme Lodge of this Order shall be comprised of the following Supreme Officers:

- 1. Supreme President;
- 2. Supreme Vice President, who shall be a citizen of the United States;
- 3. Canadian President, who shall be a citizen of Canada;
- 4. Supreme Secretary;
- 5. Supreme Treasurer,
- 6. Supreme Counselor;
- 7. Supreme Athletic Director, and
- 8. Nine (9) Supreme/Regional Governors.

The Supreme Regional Governor for Region 10 shall be appointed. The candidate for Region 10 Supreme Governor shall be nominated by the Supreme President and shall be with the advice and consent of the voting members of the Supreme Lodge.

The National Sons Advisor appointed under Article 22 of this Constitution shall also be a nonvoting member of the Supreme Lodge.

#### SECTION B. QUALIFICATIONS OF SUPREME LODGE

1. <u>CITIZENSHIP</u>: All Supreme Lodge Officers shall be citizens of the United States or Canada as provided in Section A of this Article, except for the Supreme/Regional Governor assigned to Region 10 (as defined in the AHEPA Bylaws) who shall be a citizen or legal resident of a country within that Region. 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.

 <u>SIMULTANEOUS OFFICES</u>: 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. <u>ELECTION</u>: The Supreme Convention shall elect the Officers of the Supreme Lodge.
- 2. <u>NOMINATIONS</u>: 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 in a contested election 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. <u>TIE VOTES</u>: 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. <u>TERMS OF OFFICE</u>: 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. However, given the unique nature of the AHEPA Athletic Department and its programs, the Supreme Athletic Director may be elected for up to ten (10) consecutive one year terms.
- 5. <u>SUPREME PRESIDENT TERM LIMITS</u>: 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. <u>INSTALLATION</u>: All Supreme Lodge Officers shall be inducted or installed in office immediately following their election and shall assume their duties immediately after their installation.
- <u>VACANCIES</u>: 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.

## ARTICLE 16 DUTIES AND POWER OF SUPREME LODGE OFFICERS

(See Bylaws Article 16)

#### SECTION A. SUPREME PRESIDENT

1. <u>DUTIES</u>: 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. <u>PUBLIC RELATIONS</u>: The Supreme President shall be the official spokesman for the Order throughout the AHEPA Domain. No other member or person may represent himself as the spokesman for the Order unless he has been duly appointed by the Supreme President for that purpose. The Supreme President may, from time to time, appoint one or more spokesmen for the Order to 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. <u>CHAPTER REPORTS</u>: The Supreme President shall be responsible for the good standing of all Chapters of the Order.
- 4. <u>MEETINGS</u>: The Supreme President shall preside at all meetings of the Supreme Lodge.
- 5. <u>SUCCESSION</u>: 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

- 1. <u>SUPREME VICE PRESIDENT</u>: 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. <u>CANADIAN PRESIDENT</u>: 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).

#### 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. <u>REQUIREMENTS</u>: 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. <u>INTERPRETATION</u>: 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. <u>PROSECUTION</u>: 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. <u>CODIFY INTERPRETATIONS</u>: All official interpretations of the Supreme Counselor shall be codified and retained at AHEPA Headquarters.
- 5. <u>OPINIONS</u>: 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:
  - a. The Supreme/Regional Governors shall be members of the Supreme Lodge and shall attend all Supreme Lodge meetings.
  - b. 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.

- c. Additionally duties include but not limited to physical travel and visitations to the various districts and chapters within their jurisdiction, attend electronic meetings of District Lodge and Chapters when available make regular timely reports of the status of the region, attend all supreme lodge meetings whether in person or electronic, represent the Order of AHEPA at public events, further programs established by the supreme president, further the projects and programs of the Order of AHEPA, advocate for the junior orders, and advance the mission statement of the Order of AHEPA.
- d. All Supreme Governors shall be cognizant of the role of the Supreme President as the voice of the order of AHEPA and shall conduct themselves in accordance with his positions.
- 2. ELECTION: The duly registered "Voting Members of the Convention" (as defined in Article 13 of this Constitution) a 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 candidate for the office of Supreme/Regional Governor must be domiciled in the Region he seeks to represent. 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. 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). No Supreme Governor may be elected to more than (2) consecutive terms of office from the same District within the zone. Should the other Districts within that zone fail to nominate a candidate for Supreme Governor, then any District within that zone may nominate a candidate for Supreme Governor.

#### 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:

- <u>ENFORCEMENT</u>: 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. <u>ADJUDICATION</u>: To prescribe the punishment for insubordination defined as rebellious conduct and/or failure to obey authority.
- 3. <u>DETERMINING JUSTICE</u>: To provide and establish a ways and means 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.

4. <u>THE NATIONAL PROJECTS PROGRAM</u>: 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 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 BOARD OF TRUSTEES

(See Bylaws Article 18)

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

The AHEPA Board of Trustees ("AHEPA Board") is established. The board shall consist of six (6) members and the Supreme President. For all elections of the AHEPA Board of Trustees, two (2) Trustees shall be newly elected at the Supreme Convention each year for a term of three (3) years, in addition to any Trustee election required to fill any vacancies on the AHEPA Board as described in this AHEPA CONSTITUTION. 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.

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 in good standing shall be eligible to be elected to the

AHEPA Board of Trustees by the Convention. Candidates for the AHEPA Board must be qualified to serve as described 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 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.

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

The AHEPA Board shall do all of the following:

- <u>GENERAL RESPONSIBILITIES</u>: 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. The Board of Trustees shall make two reports in writing on how they will raise money for the AHEPA, and will report once at the District Governors Conference on what the plan will be and once at the AHEPA National Convention on the results; and (d) review and provide financial analysis and input on budgets and the financial consequences of contracts and other obligations.
- 2. <u>BUDGET</u>: 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. <u>INVESTMENTS</u>: 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. <u>REAL PROPERTY TRANSACTIONS</u>: 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. <u>CONTRACTS</u>: 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.
- <u>CONGRESSIONAL BANQUET</u>: 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. <u>AHEPAN MAGAZINE</u>: 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. <u>BENEFITS PLANS</u>: Develop, implement, and manage the financial and budgetary aspects of benefit programs on behalf of the members of the Order.
- 10. <u>SUPREME CONVENTION</u>: 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. <u>CONTROLLER</u>: Annually hire a Controller.
- 12. <u>LIABILITY POLICIES AND BONDS</u>: 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 BOARD OF AUDITORS

(See Bylaws Article 19)

#### **SECTION A. DUTIES**

The Supreme Convention shall elect a Board of Auditors who shall supervise the annual financial audit of the Order of AHEPA, its Auxiliaries, and related foundations and corporations. A contested election for a position on the Board of Auditors shall be determined by secret ballot.

#### **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 EXECUTIVE DIRECTOR AND CONTROLLER

(See Bylaws Articles 20)

#### SECTION A. EXECUTIVE DIRECTOR

There is established the position of Executive Director in the Order of AHEPA. The Supreme President shall supervise the work of the Executive Director. The day-to-day administrative matters of the Order for the entire AHEPA Domain shall be under the jurisdiction of the Executive Director, subject to directives of the Supreme Lodge. 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 Lodge 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 a Controller. The Controller 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 EDUCATIONAL FOUNDATION

#### (See Bylaws Article 21)

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 SONS OF PERICLES

(See Bylaws Article 22)

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

- 1. <u>MEMBERSHIP</u>: 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. <u>AGE LIMIT</u>: Upon achieving the age of eighteen (18) all members of the Sons of Pericles in good standing shall become automatic members of the Order of AHEPA. All members of the Order of AHEPA in good standing who are less than twenty-seven (27) shall become automatic members of the Sons of Pericles.
  - a. A member who continuously maintains his AHEPA membership may also remain a member of the Order of Sons of Pericles until the thirty-first (31st) day of August after the attainment of his twenty-seventh (27th) birthday.

- b. Upon attaining his eighteenth (18th) birthday, the member will exclusively pay only AHEPA per capita assessment and upon attaining the age of twenty-seven (27), the member shall pay for all AHEPA dues. Any member elected to an office prior to the thirty-first (31st) day of August, following his twenty seventh (27th) 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 (26th) birthday.
- 3. <u>JOINT CHAPTERS</u>: 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 Supreme President shall appoint a National Sons Advisor for a term of one (1) year with the right of re-appointment. The National Sons Advisor shall be a permanent non-voting member of the AHEPA Supreme Lodge with the rights and privileges of participating in discussion of all matters pertaining to the Sons of Pericles and that his name be listed on all AHEPA literature.

A National Advisory Board for the Sons of Pericles is established. The National Advisory Board 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 30th following the Supreme Convention. The National Advisory Board shall be chaired by the National Sons Advisor.

### 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 (23rd) 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. <u>PATRIOTISM</u>: 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. <u>HELLENIC CULTURE</u>: 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. <u>BUILD CHARACTER</u>: 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. <u>RESPECT FOR ELDERS</u>: To further the ideals of obedience and respect towards Parents and elders;
- 5. <u>ASSIST AHEPA</u>: To assist the Chapters of the AHEPA to carry out the aims and purposes of the parent organization, the Order of AHEPA; and
- 6. <u>COOPERATE WITH THE DAUGHTERS OF PENELOPE</u>: 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

## SECTION A. CONSISTENCY IN GOVERNING RULES AMONG AHEPA FAMILY ORGANIZATIONS

The Sons of Pericles and Maids of Athena named and described in this AHEPA Constitution shall be organized, governed, and function under such rules regulations, and shall follow such policies as may be prescribed or approved <del>of</del> 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.

#### SECTION B. PROXY VOTING PROHIBITED

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.

## 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. A proposed Amendment to the Constitution may originate from any of the following: a Chapter Lodge, a District Lodge, a District Convention, the Supreme Lodge, the Board of Trustees, any Standing Committee appointed by the Supreme Lodge, any Supreme Convention Committee, or the delegates of the Supreme Convention, all as hereinafter set forth.
- 2. Any proposed Amendment to the Constitution shall be reviewed by the Standing Legislative Committee except for any proposed Amendment that originates from a Supreme Convention Committee, which shall be reviewed by the Supreme Convention Legislative Committee, as hereinafter set forth.
- 3. All proposed Amendments originating from a Chapter Lodge, a District Lodge, a District Convention, the Supreme Lodge, the Board of Trustees, or any Standing Committee must be received by AHEPA National Headquarters and the Standing Legislative Committee not later than thirty (30) calendar days before the date that the next Supreme Convention is to convene; and in the following format, in order to be duly considered at the Supreme Convention:
  - a. Typed-written;
  - b. Identifying the Article, Section, and Subsection, as the case may be, of the Constitution that would be amended;
  - c. With the current language of the Article, Section and Subsection, as the case may be;
  - d. With the proposed amended language of the particular Article, Section and Subsection, as the case may be;
  - e. With the reasoning and/or explanation behind or to the proposed Amendment; and
  - f. With the specific identification of the entity submitting the proposed Amendment, the official vote tally of any Chapter Lodge, District Lodge, or District Convention, if

applicable, and including an original signature of the Secretary of the entity or the corresponding Officer, as the case may be.

- 4. The Standing Legislative Committee shall review all submitted proposed Amendments and certify that any proposed Amendment conforms to the format requirements of Subsection 3 of this Section.
- 5. If a proposed Amendment conforms to the format requirements of Subsection 3 of this Section, the Standing Legislative Committee shall submit same to the Convention Legislative Committee for consideration, with or without comment or recommendation.
- 6. If, however, a proposed Amendment fails to conform to the format requirements of Subsection 3 of this Section, the Standing Legislative Committee shall, in a timely manner, return the proposed Amendment to the entity which submitted it, along with an explanation as to any findings of non-conformance. Any proposed Amendment found by the Standing Legislative Committee to have failed to conform with such format requirements may be resubmitted, with appropriate correction, to the Standing Legislative Committee, provided that such resubmitted proposal is received by AHEPA National Headquarters and the Standing Legislative Committee prior to the submission deadline set forth hereinabove.
- 7. Any proposed Amendment originating from a Supreme Convention Committee shall be submitted to the Convention Legislative Committee, for review, in accordance with the format requirements for submission set forth in Subsection 3 of this Section.
  - a. The Convention Legislative Committee shall consider all proposed Amendments, whether from the Standing Legislative Committee or a Supreme Convention Committee and shall issue a report of their findings to the Convention Delegation.
  - b. For a proposed Amendment to be included on the ballot of the Convention, the Convention delegates, by majority vote, must approve such inclusion to the ballot.
- 8. Any written Proposed Amendments presented by the Convention Legislative Committee in its report to the entire Convention Delegation, to be approved must receive a two-thirds (2/3) majority vote of approval, by secret ballot, of the Supreme Convention.

## 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, 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 the ballot his Chapter nor District. The 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. 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. All such ballots shall be destroyed after their tabulation. No secret ballot will be required for any specific election for a position that is not contested such that a candidate is running unopposed.

## ARTICLE 27 PAST SUPREME PRESIDENT'S ADVISORY COUNCIL

The Past Supreme Presidents of the AHEPA shall form an Advisory Council, chaired by the most immediate Past Supreme President, that can meet (at no expense to the AHEPA) to offer assistance as requested by the Supreme Lodge and offer other advice and suggestions as it deems to be in the best interests of the AHEPA.

ADDITIONS AND FORMATTING BY: Themistocles P. Frangos, Esq, Supreme Counselor APPROVED BY: Themistocles P. Frangos, Esq, Supreme Counselor DATED: August 15, 2023

#### 2023 Constitution Convention Amendments Explanations of Amendments

Amendment to Article 15, Section A, Article 15, Section C, Article 22, Section C of the AHEPA <u>Constitution</u> – During review of the AHEPA Constitution and AHEPA Bylaws it was discovered that there were various substantive matters that needed to be addressed under a separate amendment. The first matter is that the National Sons Advisor serves on the Supreme Lodge as an appointed, nonvoting member. But since the National Sons Advisor position is not mentioned in the makeup of the Supreme Lodge in Article 15 of the Constitution, the Advisor is not considered an automatic delegate to a Supreme Convention as a member of the Supreme Lodge. This proposed amendment makes clear that the National Sons Advisor is an automatic delegate to a Supreme Convention. It also moves the process for appointing a National Sons Advisor from the AHEPA Bylaws to the AHEPA Constitution. The Constitution is further clarified that the National Sons Advisor is chair of the Sons National Advisory Committee. This proposed amendment also extends the term limit for the office of Supreme Athletic Director from five consecutive years to ten consecutive years. Given the unique nature and business of the AHEPA athletic programs overseen by the Athletic Director, and the excellent work overseen by the incumbent Athletic Director, this amendment would allow that incumbent, if they so choose, to be a candidate for reelection for more terms in future years.

<u>Amendment to Article 9, Section A of the AHEPA Constitution</u> – Creates the position of Immediate Past President, allowing for better continuity, especially in those chapters without a Board of Governors, and to eliminate the automatic qualification that the Past President is the Chairman of the Board of Governors.

<u>Amendment to Article 12, Section A and B of the AHEPA Constitution</u> – Updates the responsibilities of the District Marshal and Warden officers, maintaining their current roles and enhancing their responsibilities. The titles of the officers could change to "District Marshal & Membership Director" and "District Warden & Communications Director," adding important responsibilities and focus on membership, technology, and communications. Eliminates the optional district director of communications and technology.