

Constitution of the National Association of the Holy Name Society

Preamble

The Holy Name Society traces its roots to the Council of Lyons in the year 1274. Pope Gregory X convened a special council of Bishops in Lyons, France. The Council prescribed that the faithful should have a special devotion to the Holy Names of God. The Dominican Order was asked to spread this devotion in a special letter from the Pope to John Garbella (Blessed John of Verecelli), Master General of the Dominican Order. The Dominicans fervently executed the Pope's command, preaching everywhere the power and glory of the Holy Name of Jesus. St. Bernardine of Siena (1380-1444) and St. John Capistran (1385-1456) also promoted devotion to the most Holy Name of Jesus to the lay faithful.

The Franciscan Order initiated Confraternities to the Holy Name of Jesus in the 16th century. Pope Julius II (1503-1513) granted two separate indulgences to this confraternity. Confraternities to the most Holy Name of God were instituted through the efforts of the Dominican Order. The Church formally recognized the Confraternity of the most Holy Names of God in 1571 when Pope Pius V gave the Dominican Order sole jurisdiction over this society in his *Bull Decet Romanum*.

Pope Pius V in the proclamation, Motu Proprio "Decet Romanum", 21 June, 1571, absolutely restricted the canonical erection of the Confraternity of the Holy Names of God and Jesus to the Order of Preachers (Dominican Order). Letters patent from the Master General of the Dominicans are required for the canonical establishment of the confraternity.

The two confraternities were merged under the name Confraternity of the Holy Names of God and Jesus by Pope Benedict XIII on 26 May, 1727 when he gave exclusive rights to both the Confraternity of the most Holy Name of God and the Confraternity of the most Holy Name of Jesus to the Orders of Friar Preachers – the Dominicans.

The proper foundation of the confraternity cannot be effected unless the confraternity is founded by the Roman Pontiff, or by the Authority delegated by him. The Roman Pontiff, has delegated his authority for the foundation of the Confraternity of the Holy Names of God and Jesus to the Master General of the Order of Preachers.

The National Association of Holy Name Societies was formed on 1 February, 1970 when the Dominican Order formally transferred governance and organization of the Confraternity to the lay members of the Holy Name Society in the United States and Canada. On 25 July, 1975 the National Association of the Holy Name Society promulgated its first Constitution.

Consent of the National Conference of Catholic Bishops has been previously given for the erection of confraternities of the Public Association of The Most Holy Names of God and Jesus (The Holy Name Society) in parishes in the United States.

In addition to approval granted from the Pope, permission from the local Ordinary and from the Pastor of the parish and a Charter issued by the Dominican Order, from the Province having jurisdiction over the area the parish is located, is required for establishment of the Confraternity.

Confraternities are erected by canonical authority and have a precise organization, with rights and duties regulated by ecclesiastical law. This document is the official Constitution of the National Association of the Holy Name Society a Confraternity of the Catholic Church. This Confraternity is a Public Association of Christ's Faithful as defined under the 1983 Code of Canon Law and is governed according to the norms of the Code of Canon Law and this Constitution and associated Bylaws.

ARTICLE I - Name

Section 1: The Holy Name Society is a confraternity of the Catholic Church with Canonical ties to the Dominican Order. The official Canonical Name of the Confraternity is "Confraternity of the Holy Names of God and Jesus".

Section 2: The name of this Corporation is "National Association of the Holy Name Society", also known as "National Association of Holy Name Societies", "National Holy Name Society", "NAHNS", "HNS", "Society of the Holy Name of Jesus", "Society of the Holy Name" and other abbreviations, acronyms and similar forms, hereafter referred to as Association.

ARTICLE II - Object

Section 1: This Association is established to assist its members in accomplishing all the purposes requested of Public Associations of Christ's Faithful as defined in Canon Law through prayer, frequent reception of the sacraments, fraternal cooperation in corporal and spiritual works of mercy, and finally, and with great vigor, by public demonstrations of Faith through the veneration of the Holy Names of God and Jesus Christ. This Association is fundamentally a spiritual organization for Catholics - lay and religious, whose purpose is to give honor to the Most Sacred Names of God and Jesus and to assist members to grow in holiness and achieve their personal salvation.

Section 2: This Association is organized to promote faithful observance of the promises in the Holy Name Pledge and to promote the founding and strengthening of Archdiocesan and Diocesan Holy Name Unions.

Section 3: This Association shall at all times be operated exclusively for Religious purposes within the meaning of Section 501(c)(3) of the United States Internal Revenue Service Code, as now enacted and hereafter amended. All funds, whether income or principal, and, whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE III - Membership

Section 1: Archdiocesan / Diocesan / Union / Association Membership:

- a) Any Archdiocesan and or Diocesan Union shall be eligible for voting membership in this Association, providing the existence of the Union can be attested in writing to the Executive Board by the Bishop of the Diocese, and the payment of the established dues for the current year have been paid in full.

Section 2: Parish / Deanery / Federation / Vicariate Membership:

- b) Parish, Deanery, Federation or Vicariate Societies may be granted voting membership in the Association for any Archdiocese or Diocese where there is not a formally recognized Archdiocesan or Diocesan Union; provided the non-existence of the Union can be attested in writing by the Bishop of the Diocese. The Society must pay the same annual dues that would be assessed for an Archdiocesan or Diocesan Union.
- c) The Society shall remain a voting member of the Association only until a Diocesan or Archdiocesan Union is established or the Executive Board terminates their membership.
- d) If more than one request is received by the Executive Board for this type of membership from the same Archdiocese or Diocese, the Society requesting voting membership shall be informed that they must unite before voting membership may be granted.

Section 3: Individual Membership:

- a) Individual membership in the Association is open to all Catholics, lay and religious. Mere consent of the applicant does not suffice for membership, they must be firm believers in all that the Catholic Church believes and teaches and put these teachings into practice in their daily lives.
- b) An Individual Member in the Association may be either a Novice or Professed Member.
- c) A Professed member is a person who has been properly inducted in a chartered Holy Name Society.

Section 4: Individual Membership in the Association presupposes qualifications that are clearly expressed in the Code of Canon Law.

- a) Non-Catholics, heretics, persons under censure, and in general, public sinners cannot be validly admitted to membership.
- b) Canonical prescription mandates that an accurate registration of the names of the Professed members is required for valid membership in the Association.
- c) Registration in the official registry can only be completed after the candidate has publicly made his promise to live up to the obligations of the Association in the Confraternities official Induction Ceremony.
- d) The reception of Professed members must be carried out by the Spiritual Director of the Association or by the Pastor of a properly chartered parish.

Section 5: Benefits of Membership:

- a) After the induction ceremony the candidates become Professed members in the Confraternity of the most Holy Names of God and Jesus and obtain the graces, indulgences, rights, privileges and spiritual benefits of membership.

Section 6: Novice Member:

- a) To become a Novice member requires the individual to believe and put into practice in their daily lives all of the promises specified in the Holy Name Pledge.
- b) The individual must also fulfill any and all of the obligations and duties for a Novice Member as prescribed by the Parish, Deanery, (Arch)diocesan Holy Name Society with jurisdiction over the area the Novice resides.
- c) Novice members may belong directly to the National Association if they reside in an area where there is no active Parish, Deanery or (Arch)diocesan Holy Name Society.
- d) Novice members, who have yet to be inducted, may attend the Society's meetings and functions, but they may not vote in issues of the Society.

Section 7: Professed Member:

- a) To become a Professed member of the Holy Name Society requires a public expression of faith by the Novice member in the official religious induction ceremony of this Association.
- b) The altar of the Church where the induction ceremony is held must be properly chartered with the Dominican Order for the member to share in all of the graces and indulgences of the Confraternity.
- c) Following the public expression of faith, the professed member must write his name in the official registry of names kept by the Association.

Section 8: Dismissal of a Member:

- a) Once a member is validly received into the Confraternity, their membership endures in perpetuity unless they are dismissed for a worthy reason according to requirements outlined within Canon Law, with modifications necessary for Public Associations of Christ's Faithful.
- b) While dismissal of members should be a rare event, there are valid occasions when official dismissal should be taken in order to avoid serious defamation or scandal to the Church.

ARTICLE IV - Officers

Section 1: The Association will be governed by the Officers of the Executive Board.

Section 2: The Officers of the Association shall be the Episcopal Moderator, National Spiritual Director, President, First Vice President, Second Vice President, Third Vice President, Secretary, Financial Secretary, and other Officers as named in Article II of the Bylaws.

Section 3: No member may hold more than one Executive Board Office at a time. Each Officer shall be elected for a term of two (2) years.

Section 4: The responsibilities, duties and activities of all Officers shall be as stated in the Bylaws.

Section 5: Any Member of the Association in good standing, at least eighteen (18) years of age, shall be eligible as an Officer of this Association. Written verification of eligibility by the Spiritual Director of the Diocesan or Archdiocesan Union where the member belongs is required before a candidate can be considered for a position as an Officer. If the candidate is from an area where an Archdiocesan or Diocesan Union does not exist, then written verification of eligibility from the Parish Spiritual Moderator where the member belongs is required.

Section 6: All resignations of Officers shall be made in written form and submitted to the Secretary. All resignations will become effective ten (10) days after receipt.

Section 7: In the event of a vacancy of the President due to resignation, death, disability or removal from office, the First Vice President shall immediately fill the office of President.

Section 8: If any Officer or Regional Vice President or any member of the Association ceases to meet the requirements required for a Professed Member, or if, for any other valid reason, removal from office shall be deemed desirable for the welfare of the Association, they shall be removed from office on the recommendation of the National Spiritual Director and a majority vote of the Executive Board.

Section 9: The Executive Board shall have the authority to fill a vacancy occurring in any of the Officers of the Association when such vacancy occurs by death, resignation or inactivity. The candidate for appointment must meet all membership requirements of the Association as specified in the Constitution and Bylaws.

Section 10: A decision, action, and/or policy enacted by the Executive Board may be overturned by a 3/5th vote of the voting members at an Annual Membership Meeting.

ARTICLE V - Meetings

Section 1: Annual Membership Meeting of the Association shall be held on a date, time and at a location designated by the Executive Board. The Annual Membership Meeting will be held to give appropriate reports of Officers and Committees, to conduct Biennial Elections, to conduct appropriate Association business, to vote on appropriate Resolutions, and/or to amend the Bylaws and/or the Constitution.

Section 2: Election of Officers to the Executive Board and the Regional Vice Presidents shall take place every other year during the Annual Membership Meeting.

Section 3: All Voting Members of record shall be notified at least ninety (90) days in advance of the Annual Membership Meeting.

Section 4: An Emergency Special Membership Meeting may be called by the Executive Board with fourteen (14) days official notice to all Executive Board Members and Voting Members.

Section 5: All Resolutions and Amendments to the Constitution or Bylaws officially and properly submitted in accordance with the specifications of the Bylaws shall be considered in the formal agenda of the Annual Membership Meeting.

Section 6: Quorum for the Annual Membership Meeting shall be a simple majority of all of the Voting Members of record for the Association. Voting Membership is defined in Section 7.

Section 7: Voting Membership:

- a) Each Archdiocesan and Diocesan Union shall be eligible for voting membership in this Association as defined in the Bylaws.
- b) Where there is not a formally recognized Archdiocesan or Diocesan Union; a Parish Holy Name Society, Deanery, Federation or Vicariate Union may be granted voting membership as defined in the Bylaws.
- c) Only one Voting Member is permitted in an Archdiocese or Diocese.
- d) Executive Board Officers are Voting Members and are considered separate from the Voting Member from the Archdiocesan or Diocesan Union where the Executive Board Officer is a member.
- e) In the event that any motion, resolution or Amendment to the Constitution or Bylaws is up for approval that creates a conflict of interest for the Executive Board Officer, the Executive Board Officer must declare a conflict of interest and cannot participate in the vote.
- f) Executive Officers are ineligible to vote due to conflict of interest on elections of Executive Board Officers, a motion or resolution at the Annual Membership Meeting to overturn a decision, action, and or policy previously enacted by the Executive Board, and on any Constitutional amendments which alter the governing authority between the Voting Members and the Executive Board.

Section 8: The Election process is as defined in the Bylaws.

Section 9: Executive Board Meetings of the Executive Board Officers shall meet regularly as determined by the Bylaws of the Association to carry out the business of the Association.

Section 10: Quorum for Executive Board meetings shall be a simple majority of all of the Executive Board positions as defined in this Constitution and the Bylaws of the Association.

ARTICLE VI - Committees

Section 1: The Standing Committees required to carry out the fundamental activities of the Association are the Religious and Spiritual Renewal Committee, Regional Vice President Committee, Executive Advisory Committee, Financial Advisory Committee, Marketing

Communications Committee, Constitution & Bylaws Committee and the Blessed John of Vercelli Committee. Roles, responsibilities, duties and activities of these committees are defined in the Bylaws.

Section 2: Special Committees are established to carry out specific activities or apostolates of the Association. A majority vote of the Executive Board Officers is required to establish or abolish a Special Committee.

Section 3:

- a) The Chairperson of each Standing Committee (with the exception of the Regional Vice President Committee and the Executive Advisory Committee) is to be nominated by the President
- b) The Chairperson of each Special Committee is to be nominated by the President.
- c) A simple majority vote of the Executive Board Officers is required for acceptance of the appointed Committee Chairperson.
- d) The term of office for each Standing Committee and Special Committee Chairperson is the same as the term for the President.
- e) The Chairperson for the Regional Vice President Committee shall be elected by a vote of the Regional Vice Presidents.
- f) The Chairperson for the Executive Advisory Committee shall be elected by a vote of the Executive Advisor Committee members.

Section 4: Roles, responsibilities, duties and activities of Special Committees are defined in the Bylaws of the Association.

ARTICLE VII - Parliamentary Authority

Section 1: Except where otherwise specified in the Bylaws, all meetings of the Executive Board and of the Annual Membership Meeting will be conducted according to Robert's Rules of Order, Newly Revised, recent Edition.

ARTICLE VIII – Amendments

Section 1: Amendments to this Constitution can be submitted by any Voting Member in good standing. Amendments must be sent in writing to the Chair of the Constitution and Bylaws Committee.

Section 2: The Chair of the Constitution and Bylaws Committee shall notify in writing all Voting Members of record of the proposed Amendments at least thirty (30) days before the Annual Membership Meeting.

Section 3: A two-thirds (2/3) vote of the Voting Members of record is required for adoption of any Amendment to the Constitution.

ARTICLE IX: Dissolution

Section 1: This Association may dissolve only at the Annual Membership Meeting.

Section 2: Dissolution shall require prior written approval from the Master General of the Dominican Order and a three-fourths (3/4) vote of all Voting Members of record.

Section 3: Notice of any proposed dissolution shall be given to each Voting Member of record by registered mail by the Secretary of the Executive Board at least ninety (90) days prior to the date of the Annual Membership Meeting.

ARTICLE X - Personal Liability

Section 1: No Member, Director or Officer of this Corporation or other private person shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of Members, Directors or Officers be subject to the payment of debts or obligations of this Corporation.

Section 2: Every member, officer and/or agent of this Association shall be indemnified by this Association against any and all expenses and liabilities including counsel fees, reasonably incurred or imposed in connection with any proceeding to which they may become or be made a party, or in which they may become involved, by reason of their being or having been a member, officer and/or agent of this Association, or any settlement thereof, whether or not the member, officer and/or agent is adjudged guilty of willful misfeasance or malfeasance, willful negligence and/or knowledgeable violation of law in the performance of their duties. The foregoing right to indemnification shall be in addition to and not exclusive of all other rights to which such member, officer and/or agent may be entitled as an associate of this Association.

ARTICLE XI - Internal Revenue Service Code Exemption

Section 1: At all times the following U. S. Internal Revenue Service Code Exemption Requirements, and additions and amendments thereto, shall operate as conditions restricting and governing the operations and activities of this Corporation.

Section 2: No part of the net earnings of this Corporation shall inure to the benefit of or be distributable to any Member, Director, Officer or other private person, except that reasonable compensation may be paid for services rendered to or for this Corporation affecting one or more of its purposes. Such net earnings, if any, of this Corporation shall be used to carry out the nonprofit corporate purposes set forth in Article II.

Section 3: No substantial part of the activities of this Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and this Corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

Section 4: Notwithstanding any other provision of these articles, this Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended.

Section 5: At the time of dissolution of this Corporation, the Board of Directors shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of this Corporation, dispose of all of the assets of this Corporation in such manner as the Board of Directors shall determine. In no case shall a disposition be made which would not qualify as a charitable contribution under Section 170(c)(1) or (2) of the Internal Revenue Code, as now enacted or hereafter amended.

ARTICLE XII - Corporate Powers

Section 1: The Corporate Powers of this Association, all of which shall only be exercised subject to the Constitution and Bylaws of the Association in that order of priority, shall be as follows:

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

- f) To adopt, alter or cancel an insignia and to register such insignia, alteration or cancellation thereof with the proper legal authorities as may be required;
- g) To adopt, use and at will, alter, a corporate seal, but failure to affix the seal shall not affect the validity of any instrument;
- h) To adopt, amend or repeal the Constitution in such manner as may be provided therein;
and
- i) Generally to have and exercise all of the rights and powers not conferred on the Association by law but which are necessary in the performance of its corporate tasks and which do not contravene the law or public policy of the United States.

Article XIII - Conclusion

In order to form a Non-profit Religious Corporation under United States (IRS) Internal Revenue Service Code, Section 501(c)(3) as now enacted and hereafter amended, we the National Association of the Holy Name Society do hereby adopt this Revised Constitution as the basis for our activities.

We humbly ask for God's blessings and graces on the members and activities of this Association.

Approved: 22 September, 2011
41st Annual Membership Meeting
Baltimore, Maryland

This supersedes the 1997 NAHNS Constitution and any subsequent Amendments.