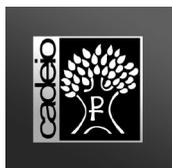


# THE CONSTITUTION

*of the CATHOLIC ASSOCIATION of DIOCESAN ECUMENICAL and INTERRELIGIOUS OFFICERS*



## ARTICLE I: NAME

The name of this organization shall be the Catholic Association of Diocesan Ecumenical & Interreligious Officers (CADEIO) or the "Association."

## ARTICLE II: PURPOSE

CADEIO is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. CADEIO shall not be operated for profit but shall be operated exclusively for charitable purposes. The specific purposes for which this Association is established are:

1. To stimulate an exchange of ideas, experiences and evaluations among Catholic ecumenical and interreligious officers.
2. To promote programs which further the work of Christian unity and interreligious cooperation.
3. To cooperate with the United States Conference of Catholic Bishops' Committee for Ecumenical and Interreligious Affairs and other ecumenical and interreligious agencies.

## ARTICLE III: MEMBERSHIP

1. Membership in this Association shall be open to ecumenical and interreligious officers of the Catholic arch/dioceses and eparchies of the

United States canonically united with the Holy See of Rome.

2. For the purposes of this Association, an ecumenical or interreligious officer shall be understood as that person within a Catholic diocese or eparchy who is:

- a. the duly appointed ecumenical officer; or
- b. the chairperson of the ecumenical commission; or
- c. a member of the ecumenical commission assigned to represent it.

3. Each diocese in union with Rome shall determine one (1) ecumenical or interreligious officer to represent it in the Association.

4. An indication of the intent to affiliate with the Association, and the payment of the dues assessed by the Association, shall be conditions of voting membership.

5. Recognized canonical Catholic religious communities which have a special apostolate in ecumenism are eligible for membership in this Association. These shall be members-at-large and shall be approved by the Board of Directors.

6. Associate Membership in CADEIO shall be open to any individual upon payment of an annual associate membership fee determined yearly by the General Assembly. The associate member shall be entitled to receive the CADEIO Newsletter and other general announcements. If the associate member is duly registered, he/she shall be entitled to attend the General Assembly with full voice but no vote.

#### ARTICLE IV: THE GENERAL ASSEMBLY

1. The final authority in this Association shall reside in the General Assembly of its members.
2. Each representative shall provide the president with a written report of the activities in his/her region during the preceding year one (1) month before the General Assembly.
3. There shall be at least one General Assembly held each year as the Annual Meeting of the Association.

#### ARTICLE V: THE BOARD OF DIRECTORS

1. The Board of Directors shall consist of fifteen (15) members who are ecumenical officers, or at least the delegate of a particular ecumenical officer, one elected by and from each of the fourteen ecclesiastical regions of the United States, and one for Eastern Catholic jurisdictions (and may be called *Regional Representatives*), along with the Executive Officers of the Association who are not regular representatives.
2. It is the duty of the regional representative to
  - a. attend the meetings of the Board of Directors;
  - b. post the dates of the Institutes and the annual meeting at the NWCU and promote participation;
  - c. contact members of his/her region once each year concerning membership;
  - d. and arrange for the election of the next regional representative.
3. When it is not possible to elect a representative from a particular region, the president may permit that region to be represented by a bordering region who will represent both regions with one vote. (previously referred to as "Provincial Representatives")
4. *Alternates*

When a Regional Representative to the Board of Directors cannot attend a meeting of the Board, that member may designate in writing an alternate from that Region to sit on the Board temporarily. When this alternate has presented creden-

tials to the president, he/she shall be accepted as a temporary voting member of the Board of Directors from that region.

5. If a Regional Representative leaves the Board of Directors, the President may appoint a person in that same Region to represent it until an election can be held in that region.
6. The chairs of standing committees may sit on meetings of the Board of Directors with voice, but no note.
7. The chairs of *ad hoc* committees may sit on meetings of the Board of Directors with voice, but no vote, as long as the work of that committee continues. Liaisons may be called to specific meetings of the Board of Directors by the president with voice but no vote.
8. The Board of Directors shall be accountable to the members of the Association convened in General Assembly. (The required additional annual meeting of the Board of Directors has been removed.)

#### ARTICLE VI: FINANCIAL SUPPORT

1. The financial support of the Association shall be provided by the payment of membership dues.
2. The amount of membership dues shall be determined each year at the Annual Meeting.

#### ARTICLE VII: THE EXECUTIVE COMMITTEE

##### 1. *The Officers*

The officers of the Association shall consist of a president, vice president, secretary and treasurer, and constitute the Executive Committee. The officers of the Association shall be elected by and from the members of the Association in the manner prescribed in the By-Laws.

##### 2. *Term of Office*

- a. The term for Officers shall be three years, beginning at the end of the Annual Meeting and continuing through the Annual Meeting three years thereafter.
- b. The president and vice-president may be

elected to the same office for only two consecutive terms. There is no term limit for the secretary and treasurer.

- c. Should an office be vacated due to resignation or death, the President, upon consultation with the other officers, appoints a replacement for that office until the next regular election.
- d. If there are two (2) candidates for a given office, the one receiving a simple majority of the votes is declared the new officer. In the event of a tie, a run-off ballot is taken.

### 3. *The President*

- a. If the person who is elected president of the Association is a member of the Board of Directors, he/she shall resign from the Board and a new member of the Board of Directors shall be elected from that Region to fill out the term of office.
- b. The president of the Association shall preside over the meetings of the Board of Directors with voice but no vote, except to break a tie.

4. The Executive Committee shall meet at least one (1) other time in the course of the year.

## ARTICLE VIII: COMMITTEES

1. The president may establish a committee with the approval of the membership. Such a standing committee may be dissolved only with the approval of the membership. The president shall appoint chairs for such Committees for a three year term, (renewable once), without prejudice to his/her right to remove a chair with the approval of the Directors.
2. The president, with the consent of the Board of Directors, may erect and dissolve ad-hoc committees. He/she shall specify precisely the purpose of that committee.
3. An individual no longer the chair of a committee may be appointed to membership on it.
4. Liaisons may be appointed by the president

with the consent of the Directors for six year terms renewable. He/she is encouraged to appoint an associate liaison.

## ARTICLE IX: THE BYLAWS

The Board of Directors shall be empowered to adopt Bylaws to implement the provisions of this Constitution and to provide detailed procedures for carrying out its purposes.

## ARTICLE X. AMENDMENT

This Constitution may be amended at any meeting of the General Assembly provided that the proposed amendment and its rationale, signed by its author(s),

- a. shall be in the possession of the president before that meeting of the General Assembly, and
- b. shall have been mailed to the members of the Association—either by surface mail or electronic mail—at least thirty (30) days before that meeting of the General Assembly,
- c. and shall receive a two-thirds (2/3) majority favorable vote from the voting members seated in the General Assembly at that meeting.

## ARTICLE XI: DISSOLUTION

Upon the dissolution of the Association, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Association, transfer the remaining assets of the Association to an organization(s) which at that time is organized and operated exclusively for charitable, educational, religious, or scientific purposes so as to qualify as an exempt organization(s) under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

# BYLAWS

of the CATHOLIC ASSOCIATION of DIOCESAN ECUMENICAL and INTERRELIGIOUS OFFICERS

## BYLAW I: THE GENERAL ASSEMBLY

### 1. *Composition*

The General Assembly of the Catholic Association of Diocesan Ecumenical and Interreligious Officers shall be composed of the ecumenical and interreligious officers of the arch/dioceses and eparchies who have indicated their will to join the Association and who have paid the membership dues assessed by the Association.

### 2. *Meetings*

- a. Meetings of the General Assembly shall be held at a time and place determined by the Board of Directors of the Association.
- b. The annual Meeting of the Association shall usually be held in conjunction with the National Workshop on Christian Unity.

### 3. *Agenda for the Meeting*

- a. The agenda for a meeting of the General Assembly shall be prepared by the Executive Committee and distributed to the membership of the Association at least fifteen (15) days before the opening of that meeting.
- b. Any voting member of the Association may propose an item to be placed on the Agenda, but such a proposal must be received by the president of the Association no later than thirty (30) days before the meeting of the General Assembly.
- c. The Executive Committee shall have the authority to accept or reject proposals presented for the agenda.
- d. Any item not listed on the agenda may be presented as new business at the meeting of the General Assembly, but before such an item is admitted for discussion it must receive a simple majority vote of the members seated in the General Assembly to consider it.

### 4. *Voting in the General Assembly*

- a. Each voting member of the Association who is present in the General Assembly shall have one vote.
- b. If a diocese/eparchy holds a full membership in the Association and no full member from that diocese/eparchy will be present at a meeting of the Association, one proxy vote may be vested in another full or associate member. A letter of delegation indicating the proxy is to be sent by the full member who is to be absent to the president before the general assembly begins. The delegated member must be present at the meeting to cast the proxy ballot.

### 5. *Quorum in the General Assembly*

The quorum in the General Assembly shall consist of the members present at a duly convened meeting of the General Assembly.

### 6. *Parliamentary Procedure*

In the absence of specific directives in the Constitution and Bylaws of this Association, or, in order to clarify them, the provisions of Robert's Rules of Order, Revised, shall prevail at all meetings of the General Assembly.

## BYLAW II: THE BOARD OF DIRECTORS

### 1. *Meetings of the Board of Directors:*

The time and place of the meetings of the Board of Directors shall be determined by the president in consultation with the Board of Directors.

### 2. *Quorum in Meetings of the Board of Directors:*

A majority of the members of the Board of Directors shall compose a quorum empowered to conduct the business of a duly convened meeting of the Board of Directors.

### 3. *Voting on the Board of Directors*

Each member of the Board of Directors (except the president) shall have one vote. In case of a tie, the president of the Association shall cast a vote to break it.

### 4. *Agenda for Meetings of the Board of Directors*

- a. The agenda for each meeting of the Board of Directors shall be prepared by the president in consultation with the other officers, and shall be distributed to each member of the Board at least fifteen (15) days before that meeting.
- b. The Board of Directors, when it convenes, shall have the power to amend the agenda as may be deemed desirable.

### 5. *Expenses of the Board Members*

- a. The expenses of the members of the Board of Directors shall be paid by the Association for meetings of the Board other than those held in conjunction with the Annual Meeting.
- b. The expenses of individual Board members to attend the National Workshop on Christian Unity are not the responsibility of the Association.
- c. The expenses of all specially ordered committees, including the Executive Committee, shall be paid by the Association, except for those meetings held in conjunction with the Annual Meeting.

6. For the purpose of preserving historical memory, any past president shall be invited to sit on the Board of Directors with voice but no vote.

## BYLAW III - THE OFFICERS

All four officers of CADEIO (President, Vice-President, Secretary and Treasurer) are to be elected by the entire dues-paying (i.e. full), members of the Association gathered at the Annual Meeting. Proxy votes, in accordance with established procedures, are permitted.

### 1 *The Nominating Committee.*

Before a regularly scheduled election, held every three (3) years, a nominating committee composed of two (2) members of the Board of Direc-

tors and two (2) other full members not seated on the Board of Directors shall be appointed by the president whose term is ending, with the approval of the Board of Directors, to serve as a nominating committee. The president shall appoint the chair of the Nominating Committee. Nominations shall be sought three months before the proposed date of the election and the slate finalized two months before the date of the proposed election, without prejudice to other provisions mentioned in the Constitution and Bylaws. Candidates who accept to run should have their profiles published in the Newsletter prior to the election.

### 2. *Nomination of the President*

- a. Nomination for the office of president may be made by any voting member of the Association, and it must be made in writing and presented to any member of the Board of Directors not later than 24 hours before the Annual Meeting of the General Assembly.
- b. For a valid nomination, the candidate must have served on the Board of Directors, and the nomination shall include the written consent of the person nominated for president.
- c. The Board of Directors shall present a list of nominees for the office of president to the membership as the first order of business at the Annual Meeting.

### 3. *Election of the President*

- a. The president shall be elected by the members of the Association at the Annual meeting of the General Assembly.
- b. The nominee who receives the highest number of votes shall be the president of the Association. In the event of a tie, a run-off ballot shall be held between the two tied candidates.

### 4. *Nomination and Election of Other Officers*

The Vice-president, who must have served on the Board of Directors, as well as the Secretary and Treasurer, who need not have served on the Board of Directors, and who may be Associate or Full Members, shall be nominated and elected in the same manner as the president.

## 5. *Duties of the President*

- a. The president of the Association shall preside at all meetings of the General Assembly and of the Board of Directors.
- b. The president of the Association shall call the meetings of the General Assembly and of the Board of Directors.
- c. The president shall supervise the preparation of the agenda for each meeting of the General Assembly and of the Board of Directors and shall see to it that the agenda is distributed to the members in accord with the directives of these By-laws.
- d. The president shall represent the Association on occasions when such representation shall be deemed proper.
- e. The president shall have all the rights and duties accorded his/her office in Robert's Rules of Order, Revised, except where these conflict with the Constitution or Bylaws of this Association.

## 6. *Duties of the Other Officers*

### a. *Vice-President*

The vice president automatically becomes president upon the death or resignation of the president; and a new vice president is elected by and from the Board of Directors to complete the unfinished term. The vice-president shall perform the duties of the president in his/her absence, and any other business which the president shall assign to him/her.

### b. *The Secretary shall*

- i. supervise the recording of the proceedings of the General Assembly;
- ii. supervise the recording of the minutes of meetings of the Board of Directors;
- iii. supervise the preparation and distribution of the proceedings and the minutes as the General Assembly or the Board of Directors shall direct;
- iv. assist the president in the preparation and distribution of the agenda for meetings of the General Assembly and the Board of Directors.
- v. assist the president in the preparation

and distribution of other correspondence as the Board shall direct.

- vi. insure the posting and updating on the website of all necessary communications, including—but not limited to—the Newsletter, etc. The calendar must be maintained, with due reminders of what is due by certain dates, such as nominations, motions, etc.

### c. *The Treasurer shall*

- i. serve as the custodian, without bond, of the funds of the Association;
- ii. prepare an annual report for presentation at the Annual Meeting;
- iii. prepare an annual budget for presentation at the Annual Meeting;
- iv. issue checks for payment of expenditures authorized by the Board of Directors or the General Assembly in accord with the Constitution and Bylaws of the Association;
- v. keep a record of the current membership who have paid the dues assessed and are therefore entitled to act as voting members, along with their contact information, and to provide an up-to-date copy to the president upon request.

### d. *Resignations*

The president may resign the office by submitting a written notice to the Executive Committee. Other officers may resign their office by submitting written notice to the president.

## 4. *The Executive Committee*

The officers shall serve as an Executive Committee and will conduct the business of the Association between meetings of the Board of Directors as necessary.

## BYLAW IV - FINANCES OF THE ASSOCIATION

1. The fiscal year of the Association shall begin on July 1<sup>st</sup> of the year, and end on the following June 30<sup>th</sup>.
2. The Board of Directors shall prepare and pres-

ent a yearly budget to the General Assembly at the Annual Meeting.

3. The General Assembly shall have the right to approve, amend or reject the proposed budget.

4. The Board of Directors shall
- a. present to the General Assembly a proposal to raise the money necessary to support the proposed annual budget by an equal assessment among the membership and, when the General Assembly has approved the assessment, it shall become the official membership dues of the Association for the next year, and
  - b. shall also recommend to the General Assembly the official associate membership dues for the next year.

5. Membership dues are payable at the beginning of the calendar year.

#### BYLAW V - AMENDMENT

1. These Bylaws may be amended by the General Assembly at any regularly convened meeting by a simple majority of those present and voting.

2. These Bylaws may also be amended by the Board of Directors, provided that the proposal to amend, with its rationale and signed by its author(s),

- a. shall be in the possession of the president at least sixty (60) days before the next meeting of the Board, and
- b. shall have been mailed or emailed to the members of the Board of Directors at least thirty (30) days before the next meeting of the Board, and
- c. shall have received a majority vote of the Board members present and voting.

