

CATHOLIC KOLPING SOCIETY

OF

AMERICA

NATIONAL BYLAWS

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Section 1

Name of the Society

The official name of the National Society is: CATHOLIC KOLPING SOCIETY OF AMERICA (United States), hereafter, referred to as the SOCIETY.

Section 2

Incorporation

The Society is incorporated as a Society with the Secretary of State of Illinois, Incorporated on October 21, 1930, Certificate #2396.

Section 3

Object of the National Society

The Catholic Kolping Society of America (United States) is a member of the world-wide Kolping Family and a part of the International Kolping Society.

The Kolping Society endeavors:

1. To enable its members to give a good account of themselves as Christians in the world and as such in their occupations, their marriages and families, in the Church, in society at large, and in the state.
2. To promote the general welfare and humanizing of society in the Christian spirit through the active participation and renewal of its individual members.

It has for its objectives the close cooperation of all the local branches in the United States for the safeguarding and promotion of the common principles. It is organized and operated exclusively for religious, educational, and charitable purposes.

Section 4

Means to the End

1. The Society is to be supported by the local branches and membership.
2. The **Kolping Banner**, official publication of the Society, is to be subscribed to by all local branches, for each member.
3. Uniform Bylaws in all branches.
4. Black and Orange and the Symbol "K" are the official colors and emblem as outlined in the International Bylaws of the Kolping Society.
5. Local branches are not to use any other name than Kolping, unless specifically authorized by the Executive Board.
6. The establishment of a Kolping Center is to be the primary means of the Kolping Society in functioning as a service organization to the individual, the family, the Church, and the community.

7. The Society shall not participate in, or intervene in, whether by the publication or distribution of statements or otherwise, any political campaign on behalf of any candidate for public office. The National Society shall not directly participate in lobbying for legislation.

Section 5

Structure of Organization

1. The Membership
2. The National Convention
3. The Executive Board
4. The Representatives

Section 6

The Membership

1. There will be two classes of membership, namely:
 - a. Branch membership - married couples and individual members
 - b. Members-at-Large
2. A Local Branch is admitted to membership by the Praeses.
3. Members-at-Large are individuals accepted into Membership to receive such benefits as specifically granted by the Society, including the receipt of the Kolping Banner. They pay dues as fixed by the Society and may or may not be affiliated or a member of a local branch.

Section 7

The National Convention

1. The National Convention is the determining voice of the Society. The constitution and the program of the International Organization, binding on all, empower the National Convention to adopt independent resolutions for the United States.
2. The resolutions of the National Convention are binding upon every local branch and upon every member.
3. The National Convention takes place every two years. The President has the right to call an extraordinary National Convention.
4. The National Convention is composed of:
 - a. The Executive Board
 - b. The Representatives.
5. Only branches having fulfilled their obligations to the National Headquarters have a seat and a voice at the National Convention.

6. Every member of the Society is entitled to make proposals to the National Convention. Such proposals must be in writing and submitted to the Executive Board at the appointed time.
7. Proposals made to the National Convention must be discussed at the Meeting of the Executive Board prior to the Convention.
8. All authorized attendees of the of the National Convention , are entitled to vote. Delegates are entitled to as many votes as the branch represented is entitled to delegates. A Praeses may not proxy his vote. A simple majority decides. When there is a tie, the President or his Representative has the deciding vote.

Section 8

The Executive Board

The Executive Board conducts the daily business of the Society.

1. The duties of the Executive Board are:
 - a. To prepare the National Convention and to carry out its resolutions.
 - b. The discharge of all tasks assumed by the National Convention.
 - c. To assist the President in the conduct of the daily business of the Society..
2. The Executive Board has the right to expel a local branch from the Society for neglecting its obligation toward the members of the Society, or for action contrary to the aims of the Catholic Kolping Society, upon a two-thirds vote of the Executive Board.
3. Members of the Executive Board are: the Praeses, the Associate Praeses, the President, the Vice President, the Secretary, the Treasurer, and five Trustees.
 - a. The Praeses
 - 1) The Praeses, as spiritual head of the Society, has the duty, in collaboration with the Executive Board, to preserve in the Society the living spirit of Blessed Adolph Kolping. The position of Praeses should be held by a Catholic Priest.
 - 2) The Praeses admits a local branch into the Society. The condition under which the local branch may be admitted is that it declares its willingness to observe the regulations of the International and National Society, and fulfill its duties toward the Office.
 - 3) In emergencies, the Praeses is empowered to issue decrees, but only with the consent of the Executive Board.
 - 4) Expenses incurred by the Praeses, by reason of his office made in the interests of the Society, are paid by the Treasurer.
 - 5) The Praeses is elected by the National Convention. He remains in office as long as he chooses or when a two-thirds majority vote of the National Convention requires his resignation.

b. The Associate Praeses

- 1) It is the duty of the Associate Praeses to assist the Praeses in the exercise of his office. During the absence or incapacity of the Praeses, the Associate Praeses assumes all the functions of the Praeses. The Associate Praeses should be a Catholic Priest.
- 2) Expenses incurred by the Associate Praeses, by reason of his office made in the interests of the Society, are paid by the Treasurer.
- 3) The method of election and tenure of office is the same for the Associate Praeses as it is for the Praeses.

c. The President

- 1) The President, as executive head of the Society, has the duty, in collaboration with the Executive Board, to preserve in the Society the living spirit of Adolph Kolping.
- 2) The President is responsible for the operation of the Administrator's Office and to coordinate the activities of the Officers.
- 3) The President is responsible for the implementation of the programs and recommendations decided upon by the National Convention and Executive Board.
- 4) In emergencies, the President is empowered to issue decrees, but only with the consent of the Executive Board.
- 5) The President conducts the National Convention and presides at all conferences and meetings. He may, however, appoint or designate a presiding Chairman to conduct any such conferences or meetings.
- 6) Expenses incurred by the President, by reason of his office made in the interests of the Society, are paid by the Treasurer as well as for other offices of the Society authorized by him.
- 7) The President is elected by the National Convention.
- 8) This position must be held by a Catholic.

d. The Vice President

- 1) It is the duty of the Vice President to assist the President in the exercise of his office. During the absence or incapacity of the President, the Vice President assumes all the functions of the President.
- 2) The method of election and tenure of office is the same for the Vice President as it is for the President.
- 3) This position must be held by a Catholic.

e. The Secretary

- 1) The Secretary attends to all correspondence of the Society.
- 2) It is the duty of the Secretary, at any time, to give an exact report on the status of the Society to the National Convention and the Executive Board.
- 3) The Secretary is nominated by the Executive Board, and voted for by the National Convention.
- 4) This position must be held by a Catholic.

f. The Treasurer

- 1) The Treasurer receives and deposits all funds and issues checks as required to maintain the operations of the Society.
- 2) The Treasurer shall keep an itemized account of all income and expenses of the Society.
- 3) The Treasurer is nominated by the Executive Board and voted for by the National Convention.
- 4) The Treasurer shall prepare an annual budget, to be approved by the Executive Board.
- 5) The Treasurer shall not issue a check for extraordinary items not included in the budget for over \$1,000.00, unless approved by the Executive Board.
- 6) This position must be held by a Catholic.

g. The Trustees

- 1) There shall be five Trustees elected by the Convention.
- 2) The five Trustees oversee the management of property.
- 3) The Trustees shall act as the selection committee for hiring the Administrator.
- 4) The Trustees shall act as the permanent audit committee.
- 5) Under the direction of the President, the Trustees may be assigned the responsibility to maintain and uphold the Kolping Program in the local branches.
- 6) The Trustees must be Catholic.

4. Nominations for Executive Board

Nominations for the Executive Board, other than Praeses and Associate Praeses, shall be made in the following manner:

- a. Prior to the National Convention, the President shall appoint a Nominating Committee composed of Branch Representatives from at least three branches.
- b. The Nominating Committee shall make its report to the National Convention. Additional nominations may be made from the floor by a delegate from any branch, which nomination must be seconded by at least two other delegates from two other branches represented at the National Convention and provided that prior thereto nominations have not been closed by a vote of two-thirds of the delegates in session.

5. Term of Office for the Executive Board

- a. The term of the Executive Board, except Praeses and Associate Praeses shall be from the current convention to the next national Convention.
- b. The President shall be elected to a two year term. After four successive two year terms, the President must sit out one term before qualifying for a new cycle of election and re-election.
- c. If for any reason an Executive Board position becomes vacant during the two-year term of office, the President and/or Praeses shall have the authority, with confirmation by the Executive Board, to appoint a replacement for the remainder of the uncompleted term.

Section 9

The Representatives

A. Branch Representatives

There are three groups of Representatives from each branch, namely the Branch Praeses or Associate Praeses, the National Representative and the Delegates to the National Conventions.

1. The Branch Praeses shall represent his respective branch at the conventions and assist the National Praeses in his duties.
2. The National Representative from each Branch is chosen by his/her respective Branch to be the liaison and contact person between National and the Branch. The duties include:
 - a. representing the Branch at the convention
 - b. maintaining the Branch membership list for Society records
 - c. presenting all communications to and from the Branch and the Society
 - d. preparing and submitting the Distinguished Service Award applications from the Branch,
 - e. presenting the Branch status report to the convention.
3. The Delegates to the National Convention are elected by each branch. Every branch with a hundred members or less is entitled to two delegates. For every additional fraction of a hundred members, the branches are entitled to an additional delegate. Membership is based on the number of members for whom dues have been paid to the Treasury for the current year. Each branch is required to elect delegates to the National Convention on the basis of its membership constituency so that all groups are fairly represented.

B. Special Representatives

Special Representatives are appointed or elected by the National Convention or by the Executive Board, for such purpose and authority, and with such direction as may be vested in them by the National Convention or Executive Board. In an emergency, the President may also appoint such Special Representatives.

1. Administrator

It is the duty of the Administrator to assist the President and the Officers in developing and implementing programs and activities that will advance the goals of the Society. The Administrator is a full-time, paid representative of the Society, appointed by the President with the concurrence of the Executive Board. The Administrator reports directly to the President and Praeses.

2. Editor

The Editor is responsible for the editing and the publishing of the official publication of the Society: **The Kolping Banner**. The Editor promotes the aims and objectives of the Society and the International Society. The position includes functions of public relations and publicity. The Editor shall also be an assistant, if required, to the Secretary. The Editor, if required, shall have the assistance of an Editorial Board. The Editor is appointed by and reports directly to the President and Praeses.

3. Historian

The Historian is responsible for keeping the records of the Society and all documents of a past nature not required by the Secretary and other officers. The position may also entail the compilation of historical information promoting the aims and objectives of both the National and International Society. The Historian shall also be an assistant, if required, to the Secretary. The Historian is appointed by and reports directly to the President and Praeses.

4. Legal Advisor

The Legal Advisor shall take care of all legal matters of the Society; the Legal Advisor shall pass upon all contracts and agreements as to their form and content; the Legal Advisor shall examine all letters of commitment which bind or obligate the Society and the Legal Advisor shall assist the President in carrying out technical or involved business questions. The Legal Advisor is appointed by the President and the Praeses, with the approval of the Executive Board. The Legal Advisor reports directly to the President and the Praeses.

5. Chairman of The National Endowment Fund

The Chairman of the National Endowment Fund is responsible for managing the National Endowment Fund in a manner designed to provide income for the current financial needs of the National Office as well as provide growth of principal to ensure that the future needs of the Office are met. He is to act in a financially prudent manner, balancing risk and reward, to achieve the dual objectives of current income and future growth. He reports to the Executive Board.

Section 10

Finances

1. The Society's sources of income for purposes of carrying out its aims are derived from:
 - a. Annual membership fees determined by the National Convention.
 - b. Funds derived from the publication of the **Kolping Banner**; net proceeds of sales of books, supplies and publication of other literature.
 - c. Voluntary donations and fund raisers.
 - d. The National Endowment Fund.
2. All branches shall submit an Annual Financial Report to the National Office.
3. The Society is not organized and its activities shall not be conducted for pecuniary profit or

financial gain, and no part of the assets, income or profit of the Society shall be distributable to, or inure to the benefit of, its directors, officers, members, or employees except reasonable compensation for personal services actually rendered in effecting one or more of its purposes.

4. All revenues that are generated by any and all sources or endeavors in the name of the Society shall be deposited with the Treasurer. The distribution of all funds shall be at the sole discretion of the Executive Board.

Section 11

Dissolution of the National Society

1. The Catholic Kolping Society of America can be dissolved only by a unanimous vote of the National Convention.
2. In the event of the dissolution of the Society, no director, officer, member or employee shall receive or be lawfully entitled to receive any of the Society's assets, but the Executive Board shall, after paying or making provision for the payment of all of the debts and liabilities of the Society, distribute all of the remaining assets of the Society to such organization or organizations, selected by the Executive Board, as are organized and operated exclusively for charitable or educational purposes and as shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, as the same shall then be in force, or under the corresponding provision of any future United States Internal Revenue Law, subject to any such approval or direction as may then be required by law, by a justice of the Supreme Court of the State of Illinois or by any other court or judge thereof having jurisdiction.

Section 12

Amendments

Amendments to these Bylaws can be made only at the National Convention by a two-thirds vote of all those entitled to vote.

Section 13

Adoption

By the adoption of these Bylaws all previous Bylaws are void. The present Bylaws shall be in force through their adoption by the National Convention. (Detroit, April 22, 1930, and with amendments made thereto by the National Conventions: Chicago, 1947; Los Angeles, 1955; New York, 1959; Buffalo, 1961; Cincinnati, 1963; Los Angeles, 1968; Chicago, 1972; Cincinnati, 1974; Rochester, 1976; Buffalo, 1978; San Francisco, 1982; Brooklyn, 1986; Los Angeles, 1990; Cincinnati, 1994; Chicago, 1996; San Antonio, 2000; and Saint Louis, 2004).