THE LIBERAL CATHOLIC CHURCH
PROVINCE OF THE UNITED STATES OF AMERICA

CONSTITUTION

PREAMBLE

For the purposes of the Corporation known in law as THE LIBERAL CATHOLIC CHURCH, PROVINCE OF THE UNITED STATES OF AMERICA, the term THE LIBERAL CATHOLIC CHURCH (hereinafter referred to as "The Said Church") shall denote that certain worldwide ecclesiastical movement originally styled THE OLD CATHOLIC CHURCH IN GREAT BRITAIN; which was reorganized in 1916 by Bishop James I. Wedgwood and his associates therein; which, in September, 1918, adopted the original and distinctive name, THE LIBERAL CATHOLIC CHURCH (and its equivalent Latin name ECCLESIA CATHOLICA LIBERA); which has since its inception maintained its principal office in London, England; which has, as of the date of filing of the certificate of the said Corporation, had, in succession, as its duly and canonically elected Presiding Bishops, the Rt. Rev. J. I. Wedgwood (1916-1923), the Rt. Rev. C. W. Leadbeater (1923-1934), the Rt. Rev. F. W. Pigott (1934-1956) and the Rt. Rev. A. G Vreede (1956 and currently); and which has been, is now, and shall hereafter be governed by The General Episcopal Synod of "The Said Church" composed of Bishops canonically on the active list thereof and in good standing therein who have been or shall hereafter be constitutionally and canonically elected and appointed to be Bishops in "The Said Church" by action of the said General Episcopal Synod and consecrated under the mandate of one or other of the aforesaid Presiding Bishops or their constitutionally and canonically elected successors in such office for the time being.

ARTICLE 1. INSTITUTION

SECTION 1. DERIVATION. The Liberal Catholic Church, Province of the United States of America, is organized by clergy and lay members of "The Said Church," residing in the United States of America, and incorporated under the General Laws of Maryland, pursuant to authority of the General Episcopal Synod of "The Said Church," as an agency of "The Said Church" and to constitute an integral part thereof in perpetuity.

SECTION 2. IDENTITY. The corporate name of this Organization shall be THE LIBERAL CATHOLIC CHURCH, PROVINCE OF THE UNITED STATES OF AMERICA (hereinafter called the Corporation), and the ecclesiastical area embraced thereby shall be that of the United States of America, including territories and dependencies, or as otherwise defined by the General Episcopal Synod.

SECTION 3. PROVINCIAL CORPORATION. The Province shall be incorporated under the laws of the State of Maryland, and this legal entity shall be referred to as the Corporation. The Corporation shall have power to create such subsidiary corporations under the laws of any State, Territory or Dependency of the United States as it shall deem to be proper and advisable in accordance with the purposes set forth in the Certificate of Incorporation of the Corporation, in order to promote the purposes so set forth therein and to hold title to real and
other properties in such State, Territory or Dependency in trust for the Corporation.

SECTION 4. CORPORATE BY-LAWS This Constitution, as from time to time lawfully amended, shall constitute the legal By-Laws of the Corporation.

SECTION 5. DEFINITION Whenever appropriate, the meaning to be understood by terms and expressions employed in the text of this Constitution and of the Provincial Canons shall be defined by Canon (1-5-1)*.

ARTICLE II. CANONICAL LAW

SECTION 1. AUTHORITY. The Corporation acknowledges the supreme authority of the General Episcopal Synod of “The Said Church,” of the Presiding Bishop as Executive Officer of such Synod, and of the General Constitution and Code of Canons of “The Said Church” in all matters spiritual, and in all matters of ecclesiastical government not specifically preempted by the applicable laws of the United States of America.

SECTION 2. CANON LAW. The General Constitution of “The Said Church” and the Code of Canons thereof, together with the Constitution and Canons of this Corporation, shall constitute the Canon Law of the Province; and any provision of this Corporation's Constitution, or of its Canons, which shall be found to be, or which shall hereafter come to be in conflict with the said General Constitution and Code of Canons, shall, within the limits of applicable civil law, be null and void to the extent of such conflict, and the Judiciary Committee of the General Episcopal Synod of “The Said Church” shall have power to determine the existence and extent of such conflict. The said General Constitution and Code of Canons of “The Said Church” in effect for the time being shall be considered to be incorporated as an integral part of this Corporation's Constitution.

SECTION 3. CORPORATION CANONS. Administrative Rules for implementing, interpreting in detail, and establishing methods for carrying out the provisions of this Constitution (including the General Constitution and Code of Canons of “The Said Church”) shall be instituted under the title of Corporation Canons, and shall have the same authority and effect as the provisions of this Constitution.

(*See Canon Number I-5-1, etc., hereinafter.)

SECTION 4. CORPORATION CANONS — ADOPTION. Corporation Canons may be adopted, added to, varied, amended or repealed by a two-thirds vote of the Provincial Assembly in session, by a two-thirds vote of the Bishops and of the Clerical Synod of the Corporation together with a majority vote of the Parishes and Missions thereof, conducted by mail or by a unanimous vote of the Corporation Board of Trustees; provided however, that any Canon so adopted by such Board of Trustees shall be published, and shall take effect ninety day after such publication; provided further, that requests for a vote by mail from a majority of the Bishops, or from the Chapter of the Clerical Synod, or from three Parishes or Missions, filed within such ninety days, shall operate to require such mail vote to be taken thereon. Canons shall become effective upon final adoption as above provided, except where ratification by the Presiding Bishop shall be specifically required by this Constitution.
SECTION 5. CANONICAL OBEDIENCE. In addition to such obedience to the Canon Law of the CHURCH as is required under the terms of the General Constitution and Code of Canons thereof, all clergy regularly assigned to or licensed in this Province, and all elected trustees of this Corporation or of any subsidiary organization thereof, and all appointed officers of the Corporation or of any subsidiary organization thereof, shall by acceptance of such assignment, license, election or appointment, be deemed to obligate themselves to obey the Canon Law of the Corporation.

ARTICLE III. GOVERNMENT

SECTION 1. DIOCESES AND PAROCHIAL BODIES. Diocesan areas shall, when desirable, be created and altered, and Bishops Ordinary appointed thereto, by action of the General Episcopal Synod on recommendation of the Regionary Bishop. Parochial bodies shall be created by Episcopal authority and admitted to the Corporation by the Board of Trustees of this Corporation.

SECTION 2. PROVINCIAL DIOCESE. All territory of the Province not regularly incorporated into a Diocese shall constitute the Provincial Diocese, and the Regionary Bishop shall be ex-officio Ordinary, and the Corporation Board of Trustees shall be ex-officio the Diocesan Board of Trustees, of such Provincial Diocese.

SECTION 3. ECCLESIASTICAL ADMINISTRATION. The administration of spiritual and ecclesiastical affairs and public relations for the Province shall reside in the Regionary Bishop; for the Diocese in the Ordinary, and for the Parish or Mission in the clergyman in charge thereof. (III-3-1).

SECTION 4. FISCAL AND BUSINESS ADMINISTRATION. The administration of fiscal and business affairs for the Province shall reside in the Board of Trustees of the Corporation; for the Diocese in the Diocesan Board of Trustees for the Parish in the Vestry or Board of Trustees thereof, and for the Mission or Church Center in an Administrator appointed by the Ordinary. (III-4-1).

SECTION 5. LAWFUL GOVERNMENT. The Government of the Corporation and of all subdivisions and agencies thereof shall be in accordance with the provisions of the Canon Law as herein defined, except in such matters as are preempted by applicable civil law, in which matters such civil law shall prevail.

SECTION 6. ABSTENTIONS. Whenever, in any voting conducted within the Province under the provisions of either Canon or Civil Law, any person or any subsidiary organization entitled to vote therein shall abstain from so voting, such person or such subsidiary organization shall be deemed to have waived the right to vote in such voting, and such abstention shall operate to reduce by one the number of votes entitled to be counted in computing the required majority. Failure to cast a vote by mail (or telegraph) within the time limit specified in the call for such vote shall constitute abstention.

SECTION 7. APPEALS. Appeals regarding the actions of any of the Clergy of a Parish
or Mission, shall be made to the Ordinary as provided by Canon. Appeals regarding the actions of a subordinate Bishop shall be made to the Regionary Bishop, as provided by Canon. Appeals regarding the actions of the Regionary Bishop shall be made to the Judiciary Committee of the General Episcopal Synod as provided by the Code of Canons of “The Said Church,” and shall be submitted to the Presiding Bishop. (III-7-1, III-7-2).

SECTION 8. RECORDS — ECCLESIASTICAL. Each Church Center, Mission and Parish shall maintain such records of services held, baptisms, admissions, confirmations, marriages, deaths, transfers and resignations as may be required by canon law or by civil law or by direction of the Ordinary, and shall furnish to the office of the Ordinary such reports pertaining to membership and parochial activities as the Ordinary may require.

SECTION 9. RECORDS — BUSINESS AND FINANCIAL. The Corporation Assembly, the Corporation Board of Trustees, and each subsidiary corporation, organization or administrative body or administrator of or within the Province, shall cause to be maintained such property and financial records as are commonly required of such organizations or persons, and shall maintain such minutes and records of its activities as may be required by canon law, by applicable civil law or by direction of the Corporation's Board of Trustees.

ARTICLE IV. PROVINCIAL EPISCOPATE

SECTION 1. EPISCOPAL PRIMACY The Corporation recognizes and upholds the Provincial Primacy of the Regionary Bishop in all matters spiritual and ecclesiastical, in accordance with the Canon Law, as inherent in and dependent upon the canonical license, appointment and pleasure of the General Episcopal Synod.

SECTION 2. ELECTION AND ASSIGNMENT OF BISHOPS. The General Episcopal Synod of “the CHURCH” has the sole power to elect, to consecrate, to assign, to transfer and to remove Bishops in accordance with the General Constitution and Code of Canons of the CHURCH.

SECTION 3. a. Nomination of Bishops
The Provincial Episcopal Synod shall have the sole right within the Province to nominate priests of the Province to the Episcopal Order, as provided by Canons of the Church.

b. Diocesan Bishops
The Regionary Bishop shall, with the advice and approval of the Provincial Episcopal Synod, appoint Bishops to Dioceses.

SECTION 4. THE REGIONARY BISHOP. The Regionary Bishop shall, by virtue of his canonical appointment as such, be a member and the chairman of the Corporation Board of Trustees and the President of the Corporation, and canonical termination of such appointment shall operate to terminate such Trusteeship, Chairmanship and Presidency.

SECTION 5. VICAR GENERAL. The Regionary Bishop shall appoint a Bishop or Priest of the Province to be his Vicar General, with powers as provided by, or delegated in accordance with, the General Constitution and Code of Canons.
SECTION 6. DEPUTY TO THE REGIONARY BISHOP. The Regionary Bishop shall have the power to appoint, in writing and over his official seal, another Bishop of the Province to serve as his deputy, with full powers in the premises, in any particular meeting of the Corporation Board of Trustees, or of the Provincial Assembly, or of the Provincial Episcopal Synod when such exists, should he himself be unable to attend such meeting in person.

SECTION 7. RIGHT OF VETO. The Provincial Episcopal Synod shall have the right of veto in any matter concerning the Provincial Chapter, the Provincial Clerical Synod, the Corporation Board of Trustees as provided by the laws of the state under which the corporation is formed, or the Provincial Assembly.

SECTION 8. PROCEDURE IN VACANCY.

a. When the office of Regionary Bishop becomes vacant, a successor shall be nominated by the Provincial Episcopal Synod within sixty days of the vacancy and the nominee shall assume office as provided in Canon law. But if the Provincial Episcopal Synod cannot agree upon a successor within sixty days, then the Provincial Clerical Synod shall elect a successor from the Provincial Episcopal Synod and submit the nominee to be appointed by the General Episcopal Synod as provided in Canon law. Such election by the Provincial Clerical Synod shall also constitute the Clerical approval vote as required by Church canon.

b. Interim Governance of the Province.

If there be an interim when a new Regionary is being selected, the Vicar-General shall act as legal and administrative head of the Province. During the interim, the Vicar General shall automatically succeed to all the legal, administrative, and constitutional duties of the Regionary Bishop’s office as described in this Constitution and who shall in all cases act with the advice and consent of the Provincial Episcopal Synod. But if there be no Vicar General, then the Provost of the Little Chapter of the Provincial Clerical Synod shall be the Interim Vicar General with the same duties.

SECTION 9. PROVINCIAL EPISCOPAL SYNOD. The powers of the Provincial Episcopal Synod shall be established by the Provincial Constitution and regulated by Canon Law.

ARTICLE V. BOARDS OF TRUSTEES

SECTION 1. CORPORATION BOARD OF TRUSTEES. There shall be a Corporation Board of Trustees (hereinafter called the Board) which shall constitute the Trustees at law for the Corporation, and which Board shall consist of the Regionary Bishop ex-officio and six elected members or more, if the Board of Trustees by amendment should decree, but in no event should the total membership of the Board of Trustees be less than four (4).

SECTION 2. TERM OF OFFICE. The elective members of the Board shall be chosen for a period of six years, in such manner that the terms of half of the elective members shall expire in each third year, provided however, that a trustee whose term expires shall continue in office until his successor shall have been elected. Postponement of a regular meeting of the Provincial Assembly shall automatically extend the term of office of each incumbent Trustee.
until the next regular meeting of the Provincial Assembly.

SECTION 3. ELIGIBILITY. Any elector of any duly constituted Parish or Mission of the Province shall be eligible to election to the Board of Trustees, and shall be eligible to re-election upon expiration of his term of office.

SECTION 4. METHOD OF ELECTION AND REMOVAL. The method of nomination, election, and removal from office for cause of elected members of the Board of Trustees shall be established by Canon. Such election shall be conducted at each Triennial Meeting of the Provincial Assembly when such meeting is held. (V-4-1, V-4-3).

SECTION 5. VACANCIES. A vacancy in the number of the elected members of the Board occurring other than by expiration of term shall be filled by an elector appointed by majority vote of the remaining Trustees. Such interim appointment shall expire at the next regular election of Trustees.

SECTION 6. AUTHORITY. The Corporation Board of Trustees shall have authority, within the provisions of the Canon Law of the Church, to activate and to conduct any or all of those certain Objects particularly set forth in the Certificate of Incorporation of the Corporation; to designate the location for the transaction of business of the Corporation for the time being; to establish a headquarters for the Province and to change the location of such headquarters as may from time to time be found expedient; to admit or to establish Parishes and Missions as integral units of the Provincial Corporation, and to perform such other functions as may be assigned by Canon.

SECTION 7. DUTIES AND RESPONSIBILITIES The Corporation Board of Trustees shall be charged with the duty of carrying out all policies established by the Provincial Assembly; of carrying out all applicable provisions of the Canon Law of the Church; of complying with all directives of the General Episcopal Synod pertaining to matters temporal and material affecting the conduct of the Church in this Province, insofar as such provisions and directives are compatible with the laws of the United States or of any particular State involved; and of complying with all the laws and regulations of the State of Maryland pertinent to this Corporation.

SECTION 8. CONDUCT OF BUSINESS. The Corporation Board of Trustees shall hold its meetings and conduct its business as prescribed by Canon. (V-8-1, V-8-2, V-8-3, V-8-4, V-8-5, V-8-6, V-8-7)

SECTION 9. OFFICERS. The Board shall elect a Vice-President from its own members, and shall appoint a Secretary and a Treasurer from among the electors of the Province, in case these two offices cannot be filled by members of the Board. These officers shall be the Vice-President, Secretary and Treasurer respectively of the Corporation.

SECTION 10. DIOCESAN BOARDS OF TRUSTEES. In each Diocese, when established, there shall be a Diocesan Board of Trustees who shall be the Trustees at law for the Diocesan Corporation; and the composition, election, tenure, duties and responsibilities of such Board shall be analogous to those of the Corporation Board of Trustees, as shall be set forth in the
ARTICLE VI. CLERICAL SYNODS

SECTION 1. CLERICAL SYNODS — INSTITUTION. A Clerical Synod shall exist in the Province, and in each Diocese therein, with composition, functions and duties as set forth in the General Constitution and Code of Canons; and further duties may be assigned by Canon.

SECTION 2. PROVINCIAL CHAPTER. The Provincial Clerical Synod shall elect a representative number of its members to constitute the Provincial Chapter with functions as provided in the Canon Law. Such Provincial Chapter shall represent the Provincial Clerical Synod in the Provincial Assembly.

SECTION 3. PROVINCIAL CLERICAL SYNOD PROCEDURE. The Provincial Clerical Synod shall govern its procedure as two-thirds of its members shall determine, and may adopt its own code of rules subject to the approval of the Regionary Bishop; provided however, that the number of members constituting the Chapter of the Provincial Clerical Synod shall be subject to approval by the Provincial Board of Trustees.

SECTION 4. DIOCESAN CLERICAL SYNODS AND CHAPTERS. Procedures in, and duties and functions of Diocesan Clerical Synods and Chapters shall be analogous to those in and of the Provincial Clerical Synod and Chapter.

ARTICLE VII. PROVINCIAL ASSEMBLY

SECTION 1. CONSTITUTION. There shall be a Provincial Assembly which shall consist of: The Bishops of the Province; the members of the Provincial Chapter; the elective members of the Corporation Board of Trustees, and one elected Representative for each regularly established Parish and Mission of the Province.

SECTION 2. PARISH AND MISSION REPRESENTATIVES. The election of Parish and Mission Representatives shall be as provided by Canon (VII-2-1).

SECTION 3. REGULAR AND SPECIAL SESSIONS. The Provincial Assembly shall, whenever practicable, be convened in regular session every third year at the call of the Corporation Board of Trustees. Special sessions may be convoked as provided by Canon. (VII-3-1, VII-3-2).

SECTION 4. PROXIES AND ALTERNATES. The use of proxies and the election of Alternative Representatives shall be permitted as provided by Canon and as limited by Canon. (VII-4-1, VII-4-2, VII-4-3, VII-4-4)

SECTION 5. QUORUM. The presence of those Bishops, Provincial Chapter Members, elective Corporation Trustees, and Representatives or Alternates of the collective Parishes and Missions of the Province, convened in response to a lawful call issued by the Corporation Board of Trustees for a Regular Triennial or Special Session of the Provincial Assembly,
shall, provided there be at least one representative present in person and not by proxy from each of the four foregoing categories of representation, and that there be present in person or by proxy or alternate not less than fifty per centum (50%) of the eligible voting strength of the foregoing categories, under the Presidency of the Regionary Bishop or his duly appointed Deputy, constitute a quorum to do business.

SECTION 6. SESSION AND VOTING. The Provincial Assembly shall meet as one body under the Presidency of the Regionary Bishop or his Deputy, and, within such restrictions as shall be prescribed by Canon, each member thereof shall be entitled to cast one vote for each membership, proxy or representativeship held by him. The Presiding Officer shall be entitled to cast an additional deciding vote in case of a tie in any ballot on any matter before the Assembly. (VII-4-4).

SECTION 7. DUTIES AND RESPONSIBILITIES. The Provincial Assembly shall have the following specific duties and responsibilities:

(a) To receive, consider, and where necessary to take appropriate action upon the reports and recommendations of the Regionary Bishop, of the responsible Officers of the Board, and of any Committees established by the Assembly.

(b) To consider and act upon such Resolutions as shall be submitted to the Assembly. (VII-7-1).

(c) To elect Trustees to replace those whose terms of office are about to expire or who are serving under interim appointments. (VII-7-2)

(d) To formulate policies for the Corporation in matters concerning finance and business. and in particular concerning the acquisition, tenure and disposition of real and other property by the Province, and such policies shall govern the actions of the Corporation Board of Trustees.

SECTION 8. POSTPONEMENT OF THE TRIENNIAL ASSEMBLY. The regular Triennial Session of the Provincial Assembly may be postponed from year to year for cause by action of the Board of Trustees with the consent of the constituent elements of the Provincial Assembly as provided by Canon. (VII-8-1).

SECTION 9. CONSULTATION BY MAIL. The Board of Trustees may at any time consult the Provincial Assembly by mail, and may conduct a ballot by mail upon any proposal, as provided by Canon, and such ballot so conducted shall have the same power and effect as a resolution adopted by the Assembly in Session. (VII-9-1).

ARTICLE VIII. PAROCHIAL BODIES AND MEMBERSHIP

SECTION 1. CHURCH CENTERS. Three or more members of the Church resident in any given locality in the Province may, on request to the Ordinary, be designated as a Church Center. The Ordinary shall designate one of such members to be Administrator of such Center. Such Centers shall be governed by the Ordinary who shall be the sole representative
of such Centers and of the members thereof.

SECTION 2. MISSIONS. Seven or more members of the Church resident in any given locality in the Province and conducting regular public worship under authorization from the Ordinary shall, on recommendation of such Ordinary, be constituted a Mission and admitted by the Board of Trustees into membership in the Corporation as such. The requirements for such admission shall be established by Canon. (VIII-2-1, VIII-3-3).

SECTION 3. PARISHES. Any Mission which shall have been holding regular public services in the same locality for a period of three (3) years and which shall have become legally incorporated as a Church by authority of the Ordinary and under the applicable provisions of the local laws, or which shall have been legally registered by such authority under Trusteeship provisions of such law enabling the holding of real and other property on behalf of such Mission, shall, with the approval of the Corporation Board of Trustees, be constituted a Parish.

SECTION 4. TENURE OF PROPERTY. Real and other property may be held and administered by the Diocesan Board of Trustees on behalf of a Parish, Mission or Church Center, or, with the approval of such Board, by any Parish of the Diocese on behalf of a Mission or Church Center located in the same State or Territory as such Parish.

SECTION 5. PARISH PROPERTY. A Parish shall be entitled to hold real or other property appropriate to Church use in its own name in accordance with the applicable laws of the State or Territory in which such Parish shall be located.

SECTION 6. BY-LAWS Each Parish shall adopt its own By-Laws, with the approval of the Ordinary, in accordance with the applicable laws of the State or Territory under which such Parish shall have been legally incorporated or registered. (VIII-6-1).

SECTION 7. MEMBERSHIP All persons who are members of THE LIBERAL CATHOLIC CHURCH in accordance with the General Constitution and Code of Canons and who reside in the Province, shall be de jure members of the Corporation, and shall be entitled to admission, on regular application, to membership in any Church Center, Mission or Parish therein. Termination of membership in "The Said Church," in accordance with the General Constitution and Code of Canons thereof, shall operate to terminate membership in the Corporation and in any parochial body thereof.

SECTION 8. DIOCESAN MEMBERS AT LARGE. Any member of "The Said Church" resident in the Province, who is not a member of a Church Center, Mission or Parish thereof, shall be entitled on request to be carried on the rolls of the Diocese in which such member resides as a Diocesan Member at Large. The Ordinary shall cause a record of the names and addresses of such Members at Large, so far as known, to be maintained by the Diocesan Secretary. The Ordinary shall be the sole representative of such Members at Large.

SECTION 9. Electors. All adult members on the active list, as defined by Canon, of any Mission or Parish of the Province, shall be known as Electors thereof, and shall be eligible to vote and to hold administrative office therein. (VIII-9-1).
SECTION 10. PAROCHIAL REGISTERS. Each Parish, Mission and Church Center shall maintain a Parochial Register comprising four sections:

(a) Adult Members on the Active List (Electors);
(b) Adult Members on the Inactive List
(c) Infants and Minors in membership;
(d) Former Members, as defined by Canon. (VIII-10-1).

SECTION 11. ASSIGNMENT OF CLERGY. Clergy shall be assigned to the several parochial bodies and appointed to ecclesiastical authority therein by direction of the Regionary Bishop in accordance with the provisions of the General Constitution and Code of Canons. (VIII-II-1, VIII-1-2).

SECTION 12. TITLES OF CLERGY. The titles of responsible clergy in charge of or assigned to Parishes or Missions shall be as defined by Canon. (VIII-12-1).

SECTION 13. TERMINATION OF STATUS.

(a) The Regionary Bishop shall have the power to disestablish a Church Center, subject to appeal to the General Episcopal Synod by three of the members thereof.

(b) The Provincial Board of Trustees may, by a two-thirds vote of the elected members thereof with the concurrence of the Regionary Bishop, terminate the membership in the Provincial Corporation of any Parish or Mission which, after due warning by the said Board, shall have been determined to be operating contrary to the Canon Law of the Province, or to have ceased to function as a Parochial Body. Such termination of membership shall be subject to appeal to the General Episcopal Synod as provided by Canon.

(c) Termination of status of any Parochial Body shall not of itself operate to alter the membership status in the Church of any member thereof. (VIII-13-1).

ARTICLE IX. CORPORATION CONSTITUTION

SECTION 1. AMENDMENT. An Amendment to this Constitution may be proposed by resolution presented by any voting member of the Corporation to the Provincial Assembly at its Triennial Session. If approved or modified by a majority vote in such Assembly, such proposed Amendment shall be submitted to the Bishops, Clerical Synod, Parishes, and Missions of the Province, and upon acceptance by a two-thirds majority of the Bishops and of the Clerical Synod and by a majority of the Parishes and Missions, such amendment immediately shall become effective.

SECTION 2. AMENDMENT BY INTERIM PROPOSAL. Whenever a regular Triennial or a Special Session of the Provincial Assembly is not to be held within one year of its regularly scheduled calendar date, a proposal to amend this Constitution may be originated by the Corporation Board of Trustees on its own motion, or submitted to such Board by action of two-thirds of the Bishops or of the Clerical Synod, or by a majority of the Parishes and
Missions, and when so originated or submitted the Board of Trustees shall submit such proposed Amendment to the Bishops, Clerical Synod, Parishes and Missions and upon acceptance by a two-thirds majority of the Bishops and of the Clerical Synod and by a majority of the Parishes and Missions, such amendment shall immediately become effective.

ARTICLE X. MEETING OF CORPORATION BOARD OF TRUSTEES

SECTION 1. TIME AND PEACE. The first meeting of the Corporation Board of Trustees shall be held at 300 East University Parkway, Baltimore, Maryland, and thereafter an Annual Meeting of the Corporation Board of Trustees shall be held on the First day of July in each year, if not a legal holiday, then on the first day following which is not a legal holiday at the Church of St. Francis, Chicago, Illinois, at which time the Board of Trustees shall transact any business within the provisions of the Corporation. Any business of the Corporation may be transacted at the Annual Meeting without being specially designated in the Notice, except such business as is specifically required by provisions otherwise contained herein or provided for specially in the Constitution or Code of Canons of this Corporation.

SECTION 2. STATEMENT OF AFFAIRS. The President or the Treasurer shall prepare or cause to be prepared, a full and correct statement of the affairs of the Corporation, including a balance sheet and a financial statement of operations for the preceding fiscal year, which shall be filed at that time.

SECTION 3. SPECIAL MEETINGS. At any time in the interval between Annual Meetings, Special Meetings of the Corporation Board of Trustees may be called by the President of the Corporation. No business shall be transacted at a Special Meeting of the Corporation Board of Trustees except that specially designated on the Notice.

SECTION 4. WAIVER OF NOTICE. Whenever any Notice of the time, place or purpose of any meeting of the Board of Trustees or other official or canonical meetings is required to be given under the provisions of the Constitution or Canons of this Corporation, a Waiver thereof, in writing, signed by the person or persons entitled to such Notice and filed with the records of the Meeting, shall be deemed equivalent to the giving of such Notice to such persons.

ARTICLE XI. OFFICERS

SECTION 1. THE PRESIDENT. The President shall be the chief executive officer of the Corporation; he shall preside at all meetings of the Corporation or Province, shall be ex-officio a member of the Board of Trustees, shall have general and active management of the business of the Corporation, and shall see that all orders and resolutions of the Board are carried into effect. He shall execute in the Corporate name all authorized deeds, mortgages, bonds, contracts or other instruments requiring a seal, under the seal of the Corporation except in cases in which the signing or execution thereof shall be expressly delegated by the Board of Trustees to some other officer or agent of the Corporation.

SECTION 2. THE VICE PRESIDENT. The Vice President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President, and
perform such other duties as the Board of Trustees shall prescribe.

SECTION 3. THE SECRETARY. The Secretary shall attend all sessions of the Board of Trustees and all meetings of the Assembly and record all votes and the minutes of all proceedings in a book to be kept for that purpose, and shall perform like duties for the executive committee or any other committee which may be constituted. He shall give, or cause to be given, notice of all meetings of the Assembly and special meetings of the Board of Trustees, and shall perform such other duties as may be prescribed by the Board of Trustees or President, under whose supervision he shall be.

SECTION 4. THE TREASURER. The Treasurer shall have the custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Corporation and shall deposit all moneys and other valuable effects in the name and to the credit of the Corporation in such depositories as may be designated by the Board of Trustees. He shall disburse the funds of the Corporation as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the President and Directors, at the annual meetings of the Board, or whenever they may require it, an account of all his transactions as Treasurer and of the financial condition of the Corporation.