

ΕΘΝΙΚΟ ΤΑΜΕΙΟ ΟΜΟΓΕΝΩΝ

National Fund of Hellenes Abroad

CONSTITUTION

Of Legal Entity Non-Profit Organization
“National Fund of Solidarity and Mutual Support
of Hellenism Abroad / Omogeneia”

Composition

In Thessaloniki today, the following partners: Andrew A. Athens, President of the World Council of Hellenes Abroad, Konstantinos Pappas, Alternate SAE President, Chris Tomaras, SAE Vice-President, Coordinator of North & South America Region, Angelo Aslanidis, SAE Vice-President / Coordinator of Europe Region, Stefanos Tamvakis, SAE Vice-President/ Coordinator of Asia-Africa Region Vice-President/ Coordinator for N. & S. America, Angelo Aslanidis, SAE Vice President/ Coordinator for Europe, Stefanos Tamvakis, SAE Vice-President/ Coordinator for Asia-Africa, Costas Vertzayias, SAE Vice-President/ Coordinator for Oceania, Dimitris Konstantinidis, SAE Secretary, Eleni Konstantnidou, SAE Secretary, Alexandra Protsenko-Pitsatzi, SAE Secretary and Cos Georganas, SAE Secretary - Treasurer, compose a civic, non-profit company under the title “National Fund of Solidarity and Support for Hellenism Abroad/ Omogeneia”, with the distinctive title “National Fund of Hellenes Abroad”(ETO), according to the conditions and requirements foreseen in the articles of the present constitution.

CHAPTER A

NAME – HEADQUARTERS – BRANCHES

DURATION- GOALS – MEANS

ARTICLE 1 – Name

1. A non-profit civic company (private sector legal entity) is founded with the name “National Fund of Solidarity and Mutual Support of Hellenism Abroad/ Omogeneia” with the distinctive title “National Fund of Hellenism Abroad – ETO”
2. The name of the legal entity in English is interpreted as «National Fund of Hellenes Abroad».

ARTICLE 2 – Headquarters

The Headquarters of the non-profit organization «National Fund of Hellenes Abroad» is Thessaloniki, 2 Komotinis and Kidonion streets (Makridis Building), Postal Code 546 55. This address may change after a unanimous decision of the Board, an amendment of this Constitution is not required.

ARTICLE 3 – Branches

The civic non-profit organization «National Fund of Hellenes Abroad – ETO» may establish branches and other legal entities in the countries members of the EU and abroad in general. The establishment, organization and operation of the Branches and the other legal entities are governed under the legislation of each country that they are based in including those of the federal states.

ARTICLE 4 – Duration

The duration of the civic, non-profit company ETO is set at fifty (50) years unless the General Assembly decides the prolonging of its duration.

ARTICLE 5 – Goals & Objectives

The “National Fund of Hellenes Abroad” has the following objectives:

- 1.A. The strengthening of the relations of the Omogeneia with Greece and among Hellenes around the world.
- B. The improvement of the living conditions of Hellenes abroad and especially the protection and promotion of Hellenic-Orthodox ideals and the promotion of the educational, financial, working, cultural and other rights of Hellenes abroad.
- C. The financial support and solidarity of the Omogeneia for its organization and development through the Ecumenical Patriarchate of Constantinople and all other Orthodox Patriarchates and Metropolis, the independent Communities, the National-Local Organizations, the

Federations, the Organizations of Hellene Scientists, Businessmen, Youth, Reporters, etc.

D. The reinforcement of the financial, trade, cultural and educational relations among the host countries and Greece.

E. The reinstatement of the repatriated Hellenes within the Greek society.

F. The conservation and the further strengthening of relations among Hellenes abroad, as well as the development of solidarity and support among them, and the general social, financial, cultural and spiritual development in the host countries.

2. The gathering of the necessary, self-financed funds for SAE aiming at the implementation of its actions.

3. The development of actions and the taking of initiatives for the fullest realization of the activities of the Networks of Hellenism Abroad/ Omogeneia.

4. Any similar philanthropic action with the support of the Omogeneia.

ARTICLE 6 – Means

The **means** for the implementation of the above objectives are mainly the following:

i. The objectives are achieved especially with the transfer of the half of the funds of the company “National Fund of Hellenes Abroad” to the regional structures of Hellenism Abroad/ Omogeneia.

ii. The collection and utilization any kind of funds such are contributions, donations, sponsorships, etc., made by individuals, national or public organizations or countries.

iii. The availability of available funds for the implementation of actions and programs of the Central SAE, the Regional SAEs, the Networks and the rest Organizations of Hellenism Abroad/ Omogeneia.

iv. The purchase, leasing, etc. of space for the operation of the office of the “National Fund of Hellenes Abroad”.

v. The purchase, leasing, etc., of the necessary mobile equipment (furniture, offices, etc.) or of any other necessary material-technical infrastructure that appertain for the proper operation of the civic, non-profit company “National Fund of Hellenes Abroad”.

vi. Any other legal or material that is considered to be required by the relevant bodies for the achievement of SAE’s goals, its Regional structures and the linked

organizations and Networks of Hellenism Abroad/ Omogeneia.

ARTICLE 7 – Activities

i. The practice of any legal, non-profit and humanitarian activity in Greece, the EU and abroad, for the achievement and implementation of all above-mentioned areas in article 5 objectives.

ii. The preparation and implementation of contracts regarding purchases, sales, services and execution of projects required for the achievement and implementation of programs including the above-mentioned goals and objectives.

iii. The preparation and implementation of any type of contracts with credible, reliable and legally recognized financial organizations especially for the opening of bank accounts, loan guarantees, etc.

iv. The preparation and implementation of contracts regarding the insurance of the assets of the Central and Regional SAEs.

v. Any kind of investment and utilization of the financial sources that are acquired by in the company “National Fund of Hellenes Abroad”, the branches and the other linked with ETO legal entities, of non-profit, humanitarian and non-governmental nature, of the private sector that are founded abroad with the same objectives.

vi. The development of relations and cooperations with individuals or legal entities with social or collective agencies, public agencies, agencies of the Local Government, non-governmental and governmental organizations in Greece and abroad for the achievement and promotion of the goals and objectives of the company “National Fund of Hellenes Abroad”.

vii. Cooperation with agencies of countries abroad, national or international organizations for the implementation of the goals and objectives of the company “National Fund of Hellenes Abroad”.

viii. National and international business cooperation for the achievement of the objectives of the company “National Fund of Hellenes Abroad”

ix. Any action that contributes to the fulfillment of the goals and objectives of the company.

ARTICLE 8 – Capital

The capital of the company is set at the amount of 500.000 GRD for the coverage of which the founding

members will contribute equal and per percentage amounts for their participation.

ARTICLE 9 – Financial Resources

1. The **financial resources** of the civic, non-profit company “National Fund of Hellenes Abroad” are distinguished in regular and special. All resources are offered for the implementation of the objectives of the civic, non-profit company “National Fund of Hellenes Abroad”.

2. The regular resources are:

- i. The annual membership contributions (regular and simple members)
- ii. The funds from the membership registrations
- iii. Financial resources gathering from the Regional structures of SAE and the individuals or legal entities that are part of them.
- iv. Income from the assets of the civic, non-profit company “National Fund of Hellenes Abroad”.

The special resources are:

- i. The sponsorships, donations, inheritances, bequests and any kind of contributions of members and non-members, individuals or legal entities.
- ii. Income from events organized or/and implements the civic, non-profit company “National Fund of Hellenes Abroad” in Greece or abroad.

ARTICLE 10 – Legal entity

Obligations of the partners

1. The company is a civic, non-profit, non-governmental entity, and is governed by the clauses of the article 741 of the Civil Code.

The contactors are responsible for the company’s obligations up to the amount of the regular membership fees of the founding and regular members.

ARTICLE 11– Prohibition of distribution of capitals – profits and interest gained.

1. The company is a non-profit organization. The distribution of capital, profits and interest gained among the contractors is prohibited during the company’s operation as well as after its termination.

2. The profits of the company are available strictly only, for the implementation of its objectives, while any surplus from the proceeds–profits of the company are added to its capital aiming solely to the implementation of its goals and objectives.

CHAPTER B MEMBERS–RIGHTS–OBLIGATIONS

ARTICLE 12 – Members’ categories

Individuals or legal entities, who accept the objectives of the company, can become members of the company following their application or invitation.

Member’s categorization:

a. **Founding and regular members:**

Founding members are the individuals who found the company, sign the present founding constitution and contribute amounts as a registration right. The founding members have the same rights with the regular members, who become members during the operation of the company and are not differentiated as to the rights and obligations to the company.

b. Regular members are the individuals who are registered as members after the founding of the company and are members of the 11–member Board of the World Council of Hellenes Abroad based in Thessaloniki, Komotinis 2 and Kydonion 2, 54 655. Within the regular members are included the elected Coordinators of the Networks of Youth, Women, Business, Scientists and Culture. The Regular members pay an annual fee and contribute to the achievement of the objectives of the company, **stating that they unconditionally accept the clauses of the present Constitution.**

c. Simple members are the individuals or legal entities who wish to offer voluntarily, moral, financial, scientific or any other assistance to the company for the achievement of its objectives. **Simple members can be,** individuals or recognized Societies and Associations, companies and other legal, non–profit and non–governmental entities of private law, the objectives of which are similar to those of SAE and the National Fund of Hellenes Abroad. Also included are the recognized Church and other Communities, Hellenic Organizations Abroad, National–Local Associations and any other recognized agency operating under the auspices of SAE. The simple members pay an annual fee and contribute to the achievement of the objectives of the company, **stating that they unconditionally accept the clauses of the present Constitution.**

d. Honorary members are distinguished personalities for their scientific and personal prestige, Hellenes and

Philhellenes, who have offered important services and who are assigned specific roles and actions for the achievement of the company’s goals, and who actively contribute to the promotion of the company’s objectives, and especially to the reinforcement of relations between the members of the Hellenic Omogeneia, the development of relations of solidarity and assistance among them, as well as their socio–economic development.

ARTICLE 13 – Admission–registration procedure – Members’ obligations

1. In order for an individual to become a regular member at the company he/she must hold one of the positions mentioned in article 12, paragraph b., and to submit a written application to the Board with which he/she applies for his/her registration to the Record of Regular Members, stating that he/she unconditionally accepts and will keep to all clauses of the Constitution and the Regulation of Internal Operation. He/she is obliged to pay the amount set with the decision of the Board, as the membership registration fee. The application of his/her registration as a regular member of the company is done immediately with the acquisition of one of the above–mentioned positions (article 12, paragraph b) and covers the withdrawing member that has lost the position of the member of the 11–member Board of the World Council of Hellenes Abroad or the elected Coordinator of the Networks of Youth, Women, Business, Scientists and Culture. The withdrawn regular member of the company due to the loss of his/her position mentioned in article 12, paragraph b, is immediately included in the category of simple members.

2. In order for an individual to become a simple member of the company, he/she has to submit a written application to the Board with which he/she will apply for his/her registration at the Record of Simple Members, stating that he/she is willing to offer voluntarily any moral, financial, scientific or any other assistance to the company for the achievement of its objectives, and that he/she unconditionally accepts and will keep to all clauses of the Constitution and the Regulation of Internal Operation. He/she is also obliged to pay the amount set with the decision of the

Board as the membership registration fee and the relevant annual fee.

3. The application is immediately accepted during the first, following the submission of the relevant application, meeting of the Board. It is approved and registered at the Record of Members while it is validated by the Annual Regular General Assembly.

4. The rights and obligations of the members begin with the approval of their registration by the Board.

5. Saving clause on the pertinence of the 1st General Assembly, the members deposit as a registration right, and as an annual fee, amounts set on the decision of the Board at the end of the year and is valid for the next year.

6. The decision of the Board validates the temporary admission as a simple member of the individuals or legal entities who have submitted a written application, by the President who acts as a representative of the Board and then the applicant is notified in writing.

7. For the registration of legal entities as simple members of the company the following are required:

7.1. A written application accompanied by a copy of the decision of the Board or the General Assembly for his/her registration to the company, in which he/she is determined as the representative of the legal entity and that he/she unconditionally accepts all clauses of the Constitution and the Regulation of Internal Operation ETO.

7.2. A copy of the Constitution validated from the Court of First Instance, which should show that the company's objectives and activities do not come in contrast to the clauses of the Constitution of ETO.

8. The decision of the Board is notified in writing to the applicant as this is mentioned in article 13, paragraph 8.

9. The legal entities deposit the registration fee and the annual fee, the amount of which are determined by a decision of the Board at the end of the year for the year to follow.

10. For the registration of an Honorary Member to the company the following are required:

10.1. A proposal by at least half the number of the members of the Board to the Board of the company.

10.2. Through a decision of the Board which is taken with a plenum of two thirds of the members of the

Board and which is approved by the General Assembly of the company.

11. The honorary and simple members do not manage the company, but the honorary members could be awarded an *honorary position* similar to the positions of the members of the Board of the company.

12. The decision of the Board and the General Assembly for his/her registration as an Honorary Member to the company is notified to him/her in writing.

13. The simple and honorary members of the company have the ability to participate in the General Assemblies with the right of a consulting but not a decisive vote.

14. The title of the honorary member can be removed by the General Assembly of the company on an irreversible, justified decision, following the proposal of half the members of the Board of the company.

15. The decision of the General Assembly for the removal of the title of the Honorary member is notified in writing to the holder of the title.

16. The details for the issuing of special cards for every one of the above-mentioned categories are settled through a decision of the Board. The same decision sets the privileges accompanying the acquisition of the member card for each one of the above-mentioned categories.

ARTICLE 14 – Withdrawal and Cancellation of members

1. Each member holds the right to withdraw from the company and asks through a written statement his /her cancellation from the record of its members. The Board of the company is obliged within five (5) working days from the receipt of the member's written statement, to proceed to with its decision to the cancellation of the member from the company. This decision is notified to the member within five (5) working days from its receipt.

2. The Regular Members cease being members when:

2.1. Delay to deposit their membership fees after the end of the year with no cause.

2.2. Undertake activities that damage or undermine the prestige and objectives of the company or SAE.

2.3. When their behavior is incompatible or against the interest of the company or SAE.

2.4. If they are irreversibly convicted by a relevant court for crimes of deception, at least in the level of indictable offense.

2.5. When they no longer hold the position of the member of the 11-member Board of the World Council of Hellenes Abroad or the elected Coordinator of the Networks of Youth, Women, Business, Scientists and Culture.

3. The simple members cease being members when:

3.1. Delay to deposit their membership fees after the end of the year with no cause

3.2. For individuals, when the individual him/herself and for legal entities when their representative or member of their Board undertake activities that damage or undermine the prestige and objectives of the company of SAE.

3.3. For individuals, when the individual him/herself and for legal entities when their representative or member of their Board present behavior that is incompatible or against the interests of the company or SAE.

3.4. For individuals, when the individual him/herself and for legal entities when their representative or member of their Board is irreversibly convicted by a relevant court for crimes of deception, at least in the level of indictable offense.

3.5. Especially for legal entities, when these are dissolved on a court decision or the duration of their operation ends.

3.6. Especially for legal entities, when their Constitution is amended in such a way that comes in contrast to the objectives of the company or SAE.

4. The regular members that are to be cancelled are invited in any case to the meeting of the Board, in which the relevant proposal will be discussed. The simple members are notified of the Board's decision in writing.

5. The decisions of the Board regarding the cancellation of the regular members should be fully justified and are approved during the first, following their taking, General Assembly, which takes the final decision.

6. The Company is obliged to inform in writing the interest party for his/her cancellation within 15 working days from the date of the final decision.

ARTICLE 15 – Rights of the regular and simple members

The members who follow the clauses of the Constitution and have paid their annual fee hold the following rights:

1. The regular members:

1.1. To participate in the General Assemblies of the Company, to discuss and vote for all issues of the agenda, to propose issues for discussion, to request according to the constitution the convening of a special General Assembly and to get copies of the decisions of the General Assembly and the Board.

1.2. To elect and be elected at the bodies of management, according to the clauses of the present Constitution.

2. The simple members:

To participate at the General Assemblies of the Company holding the right of speech but not of voting and no right to elect and be elected.

ARTICLE 16 – Members' Obligations

1. The regular members have the following obligations:

1.1. To follow the constitution of the company and to comply with the Regulation of Internal Operation and the decisions of the General Assemblies.

1.2. To deposit the registration fee and to pay on time their annual membership fee (within January of each year)

1.3. To deposit the approved special fees that will be imposed by the decisions of the General Assembly, relevant to the achievement of the objectives of the company, which cannot exceed three times the total amount of the annual membership fee.

1.4. To participate at the General Assemblies

1.5. To follow the decisions of the Board and the General Assembly

1.6. To actively participate in all activities of the company and to contribute with all their powers to the implementation of the objectives of the company

1.7. To behave in the spirit of understanding and solidarity to the members of the company.

2. The simple members, individuals have the following obligations:

2.1. To follow the constitution of the company and to comply with the Regulation of Internal Operation and the decisions of the General Assemblies.

2.2. To deposit the registration fee and to pay on time their annual membership fee (within January of each year).

2.3. To participate at the General Assemblies without having the right to vote and without holding the right to elect and be elected.

2.4. To behave in the spirit of understanding and solidarity to the members of the company.

3. Simple members Legal Entities have the following obligations:

3.1. To inform the company of the windup or the end of the duration of their agency.

3.2. To inform immediately for the amendment of their Constitution regarding the objectives, means, activities and their probable joining with agencies having similar objectives with those of the company.

4. The honorary members do not have any obligations other than those resulting from their title as an Honorary Member.

ARTICLE 17 – Prohibition of transferring or substituting of the member’s status

During the duration of operation of the company, no one from its members is allowed to transfer to a third party, this status and his/her company’s (share) fee or to be substituted by a third party at his/her participation in activities of the company, as well as according to the Constitution to the acquisition of rights and obligations.

ARTICLE 18 – Honors

It is possible, following a Board’s decision, to honor Simple or Honorary Members whose contribution is very significant.

Individuals or Legal entities, whose contribution to the implementation of the company’s objectives is important, can be announced, following a Board’s decision, as Donors, Benefactors and Great Benefactors. The names of the Benefactors and the Great Benefactors are inscribed on a special plate at the offices of the company.

ARTICLE 19 – Donors– Benefactors– Great Benefactors– Sponsors’ Categories

1. On its decision the Board of the company announces as:

I) **Donors**, those who have contributed for the achievement of the objectives of the company funds or assets (property – estate) of important value.

II) **Benefactors**, those who have contributed for the objectives of the company amounts or assets (property – estate) of very important value.

III) **Great Benefactors**, those who have contributed for the objectives of the company, amounts or assets (property – estate) of an extremely significant value.

2. On a decision of the Board of the company, **sponsors** are announced the individuals or legal entities from the bodies of Donors, Benefactors or Great Benefactors, who offer on a regular basis, or offer once an amount that is equal or exceeds the amount determined by the General Assembly following a proposal of the Board. These sponsors are ex officio included in the Body of Sponsors of article 35 of the present constitution.

3. The titles important, very important and extremely significant values, are determined by the Board and depend on the amount of offer and the offering’s subjective value.

4. Scientists or other individuals or institutions, whose scientific or other contribution to the implementation of the objectives of the company is considered as extremely important, can be announced as Donors, Benefactors and Great Benefactors.

5. The names of the Donors, Benefactors, Great Benefactors and Sponsors are written in a special book and are edited or inscribed, within a reasonable time, with golden letters on frames placed at the offices of SAE’s company.

6. On a decision of the General Assembly, taken following a proposal of the Board, the amount of sponsorships or the value of donations to the company and the number of shares for the election of the Board of Trustees, are determined per annum, as this is mentioned in article 35, determining the participation of the sponsor in each one of the following categories:

a. Platinum Sponsors, who come from the Body of Great Benefactors of article 19.

b. Golden Sponsors, who come from the Body of Benefactors of article 19.

- c. Silver Sponsors, who come from the Body of Donors or article 19.
- d. Simple Sponsors, who come from the Body of Donors of article 19.
- 7. For the participation of sponsors in each one of the above categories, the total amount of their annual sponsorships and donations offered to the company for the achievement of its objectives is calculated.
- 8. A special sponsor card is given to the sponsors included in any of the above categories mentioned in paragraph 7 of the present article.
- 9. Following the proposal of the Board, the General Assembly decides on the privileges offered by the sponsor card, in any of the above three categories, as well as on the details regarding the type, form and context of the card.

**CHAPTER C
BODIES OF MANAGEMENT—BOARD—DUTIES**

ARTICLE 20 – Bodies of Management

- a. The General Assembly
- b. The Board
- c. Committee for Financial and Management Control

Other Bodies

- d. The Body of Sponsors
- e. Board of Trustees

ARTICLE 21 – General Assembly

Composition and Convergence

- 1. The General Assembly consists of the regular members of the company, according to the clauses of articles 12 and 13 or the present Constitution.
- 2. The General Assembly is in plenum when half plus 1 of the regular members of the company that have settled their financial obligations prior to the General Assembly, are present. If there is no plenum, the General Assembly is repeated the next day, on the same time and place and with the same issues, while plenum is considered any number of present members.
- 3. The regular General Assembly is done once a year during the months of December to February.
- 4. The General Assembly is converged following a written invitation published in newspapers of Athens or Thessaloniki at least 15 days prior to its

convergence. The invitations will include the place, time and issues suggested for discussion.

- 5. A special General Assembly is converged on a decision of the Board, or on a written request to the Board by at least 1/3 of the financially settled regular members, and which mentions the issues for discussion. A special General Assembly is also converged on a decision of the Board, when this is requested by the representatives of the Body of Sponsors who are represented to the Board, in order to discuss or take decision for any issue regarding the operation of the company.

6. For all three cases an invitation or a publication can be done as long as in case of a non-plenum to mention the new time, day and place of the repeated General Assembly.

7. An insert of new issues for discussion is not allowed apart from the case where there are issues of immediate and vital importance during the time between the two Assemblies. For the insert of similar issues the representatives of the Body of Sponsors can make proposals. In this case, the General Assembly can deny the discussion of the issues proposed by the Body of Sponsors, only with a majority of 2/3 of its present members.

8. A decision is taken also when the members or a part of them give the reply in writing and the demanding majority is acquired.

ARTICLE 22 – Procedures of Works

- 1. At the beginning of the meeting, the General Assembly elects a Presidium consisting of 3 members: The President, the Vice-President and the Secretary, who conduct the works of the meeting. Following that:
 - * The President of the company's Board reports on the works done last year. A copy of the report is submitted for the minutes
 - * The President of the company's Board presents the financial report
 - * A financial balance for the treasury management of last year and a budget for the present year are submitted for the minutes
 - * The President of the Committee of Financial and Management Control submits a written report of the financial control for the minutes

2. The General Assembly decides on the approval of the action report of the Board, the financial report and the treasury management.
3. The General Assembly assigns or discharges the Board from its possible duties, approves the new budget, discusses all issues in the agenda and decides accordingly.
4. The decisions of the General Assembly are taken by majority of the present members. In issues of reporting of the Board, its members do not hold the right to vote.
5. The three-member Presidium of the General Assembly keeps the minutes of the meeting through its Secretary in the Book of Minutes of the General Assemblies and signs them.

ARTICLE 23 – Elections

1. The elections take place according to the clauses of the present Constitution, parallel to the convergence of works of the World SAE Convention during the time period between December and February.
2. Only the regular members hold the right to vote for any decision taken by the General Assembly and for the election of the bodies of the company. The rest (simple & honorary) members of the company, can participate at the General Assembly without holding the right to vote, but holding the right to express their opinion unless a specific clause of the present constitution determines otherwise.
3. The special details for the conducting of elections are determined by the Regulation of Internal Operation, which is approved by the General Assembly of the company following a proposal by the Board.
4. The departing body, keeps its duties until the new one undertakes them. It also keeps its duties in case of cancellation of the elections, until a new body is elected.

ARTICLE 24 – Board

1. The members of the Board are 15. From them 11 are from the regular members and 4 are representatives of the Body of Sponsors, who are elected from the Body of Sponsors. The undertaking of responsibilities of the members of the Board should follow the election of the members of SAE Board.
2. A member of the company who has been ex officio, or following a decision, deprived from his/her political

rights is barred from the Board until the end of this deprivation.

3. The Board consists of the President, the Alternate President, 5 Vice-Presidents (4 Vice-Presidents/ Regional Coordinators and one from the 4 representatives of the Body of Sponsors), the Secretary, the Treasurer and six (6) members.
4. Until the composition of the new Board, the old one continues to manage the urgent issues of the company.
5. The Board converges and meets regularly at the headquarters of the company, while its special meetings can take place in any city of Greece or Abroad. The Board convenes by invitation of the President on a day and time determined by him, regularly once every trimester and especially when the President feels it is necessary or when this is requested by four (4) members of the Boards. On the latter case the President is obliged to converge the Board within five (5) days from the submission of the relevant petition, which should include the issues for discussion. The Executive Director of the company participates at the meetings of the Board, without though holding the right to vote. He/she also records the decisions of the Board that should be implemented by the company's staff.
6. The Board remains a legal entity even if some of its members resign, are written off or depart, as long as the number of the remaining members is not less than ten (10).
7. The member of the Board that is unjustifiably absent for four (4) consecutive meetings, he/she loses the status of the member of the Board and the procedure of his/her replacement begins. The replacement of the members of the Board is done by the members of the Boards of the Regional SAE organizations. The General Assembly elects every two years, five alternate members of the Board, based on the procedures of article 23 of the present constitution that are implemented proportionally.
8. The Board responsibly manages the Company, following the clauses of the laws, the Constitution and the Regulation of Internal Operation and decides for any issue regarding the fulfillment of the pursued objectives.

ARTICLE 25 – Duties of the Board

1. The Board manages the legal entity, as well as has the supervision of the various legal entities, branches and offices that are founded in countries abroad, according to article 3 of the present Constitution. The Board especially decides on the amount of membership fees to the Treasury, as well as on the use of these membership fees and the rest of the Treasury's funds, saving clause of the next paragraph of the present article. On a specially justified decision of the Board, the distribution and the offering of the financial sources that are gathered for the coverage of any kind of expenses, is determined. This decision of the Board is taken following a relevant annual decision for the approval of the budget, by the General Assembly regarding the level of funds to be used for the coverage of the above-mentioned expenses.
2. The Board can assign for its whole term, or for as long as it will determine, to the President of the Board, all or part of its duties.
3. The Board controls and validates the actions of the President.
4. The Board follows the Constitution and works and decides on the implementation of the company's objectives.
5. The Board decides on the Regulation of Internal Operation of the company and its organizational chart.
6. The Board selects and decides on the hiring and positions of the staff of any level in the company's hierarchy, based on its organizational chart.
7. The Board designs and decides on the annual, short-term, medium-term and long-term action plan.
8. The Board can form a Scientific Council and Scientific Committees that will have an advisory role, as well as Work Groups consisting of regular or simple members and non-members.
9. The Board plans the general strategy, the short-term and long-term planning of the company.
10. The Board supplies the directions and validates proposals for cooperation contracts with individuals and public or private legal entities, with research centers and institutes, with higher and highest educational institutions of Greece, European Union and abroad for the achievement of the company's objectives.
11. The Board decides on the convergence of the General Assembly and forms its Agenda.

12. The Board implements the decisions of the General Assembly within the frame of the company's objectives, decides or proposes to the General Assembly proposals for all issues relevant to the company.

13. The Board is responsible to decide on any case regarding the general management of the company or its assets.

14. The Board coordinates the action of all branches, offices and non-profit and non-governmental legal entities that are formed within the operational frame of the company. It approves their annual action plan and decides on any issue set by them regarding their operation.

15. The Board proposes to the General Assembly the approval of the Constitution and the Regulations of Internal Operation and organizational charts, as well as any amendment to them, the branches, offices and other legal entities formed within the company's frame and for the implementation of its goals.

16. The Board proposes to the General Assembly the alteration of the level of sponsorship for the inclusion of sponsorships and donors in any one of the categories mentioned in article 19 of the present Constitution. It also proposes the level of the minimum amount of sponsorship corresponding to one share of the company and which offers the right of one vote during the procedures described in article 37, paragraph 5. The Board also decides on the minimum amount of the annual simple membership fee.

17. The Board submits the annual financial and action reports of the Company to SAE, while at the same time this is copied to the most important Regional SAE organizations.

ARTICLE 26 – Board Decision Making

1. The Board is in plenum and can legally hold a meeting when at least ten (10) of its regular members are present.

2. If for any reason, an member's of the Board's position is vacant and until its substitution, the Board holds the right to take valid decisions with the rest of its members, if their number is not less than ten (10).

3. The absent member of the Board can be represented by another one determined by him in writing. Every member of the Board can represent

validly only one member of the Board. Representation at the Board cannot be assigned to anyone that is not a member of the Board.

4. The Board takes decisions in plenum of the present regular members, unless differently stated at the clauses of the present Constitution. In case of equal voting, the vote of the President prevails.

5. The decisions are recorded at the Book of Minutes.

ARTICLE 27 – Minutes of the Board

1. For the discussions and the decisions of the Board, Minutes are kept and recorded at a special book. These are signed following a careful reading from all present members.

2. No member of the Board holds the right to refuse the signing of the minutes of the meeting he/she attended. He/she though has the right to request the entry in the minutes of the opinion with which he/she disagrees, on any decision. In case any member of the Board refuses to sign the minutes of the meeting, this is recorded in the minutes.

3. The copies and excerpts of the minutes are signed by the President or the Alternate President.

ARTICLE 28 – Substitution of a Member of the Board

In case of death, withdrawal, sign off, etc., his/her position is taken by the first in line substitute member. In case there are no more substitute members a Special General Assembly is converged for an additional election of substitute members of the Board by the Presidiums of the Regional SAE organizations.

ARTICLE 29 – Term of the Members of the Board

In case of substitution– replacement of a member of the Board during his/her term for any reason, the term of the new member of the Board ends the same period with the term of the previous one.

2. The elected members of the Board can be reelected

3. The resignations of the members of the Board are submitted to the Board.

ARTICLE 30 – Duties of the President

1. The President is at the same time the manager. He assigns management and administrative duties to the Executive Director whom he supervises.

2. The President of the Board exercises all duties assigned to him by the Constitution of the company and the special decisions of the Board.

3. The President represents the company in all its relations and transactions, and acts according to its objectives, except in issues that are, according to the clauses of the constitution, the General Assembly's responsibility.

4. The President of the Board represents the company before the Administrative, Court or other agencies or before any individual or legal entity within the frame of the constitution and the decisions of the Board. The Board though holds the right to assign another individual, even a non-member, for representation before Courts and any other agency following its special order or authorization that determines the position, rights and obligations of this individual.

5. The President of the Board converges the Regular and Special meetings of the Board, prepares with the Secretary the Agenda, presides, directs, and leads the discussions.

6. The President of the Board cares and controls the executive director on the proper execution of the Board's and the General Assembly's decisions and reports at the General Assembly of the works of the Administration.

7. The President of the Board directs the works, has the highest supervision and control of the company's operation and informs accordingly the Board.

8. The President of the Board controls all directions, departments and offices of the company, which are developed based on the relevant organizational chart.

9. The President of the Board develops initiatives and activities for any issue that will result in the better and most effective fulfillment of the goals and objectives of the company, and informs accordingly the Board and the General Assembly when this is considered as necessary.

10. The President of the Board signs all documents and the minutes of the Board's meetings.

11. The President of the Board supervises the treasury's management in cooperation with the Treasurer and gives the order for every expense, based on the decisions of the Board, while he informs the Board for the treasury's book control.

12. The President of the Board supervises the book of assets of the company, where all of the company's assets, furniture, and all objects are recorded.

13. The President of the Board supervises the collection of the regular and special membership fees and all income of the company, accompanied with receipts including the stamp of the company and his signature.

14. The President of the Board is obliged to deposit at a bank in the name of the company the money he collects, apart from an amount (fixed down payment) that is determined by the Board every time, according to the foreseen running expenses.

15. The President of the Board is obliged to present an expense report to the Board within one month from the last expense of the fixed down payment.

16. The President of the Board is able, if it is allowed by the bank systems to pay in bank cheques.

17. The President of the Board is obliged to offer the members' of the Board the opportunity to control the company's treasury book.

18. The President of the Board controls all payments made on a decision and approval of the relevant expense by the Board, through triplicate orders of payment, signed by him or the Treasurer or the Executive Director and are stamped with the company's stamp. The orders of payment should always mention the number of the Board's decision on which the expense was approved.

19. The President of the Board looks after the annual balance, the report of incomes and expenses and the budget, which he first presents to the Board and then to the General Assembly for their approval.

20. Every three (3) months, or whenever this is requested, the President informs the Board of the financial state of the company and he presents for approval or validation the expenses made following a decision of the Board and are proved through the orders of payment.

21. The President of the Board looks after the keeping of the company's books determined by article 40 of the Constitution.

22. The President of the Board is responsible for the financial management of the company within the frame of the decisions of the Board and the General Assembly.

23. Every member of the Board holds the right to be informed by the President for the company's

management and the development of the general issues of the company.

24. The President of the Board can proceed to a withdrawal of money solely for the company's objectives up to the amount of approval of ten million drachmas (10.000.000 GRD) or the relevant amount in Euros, without the Board's approval. Over this amount, a decision of the Board is required. This amount can be re-adjusted according to the needs and requirements of the company following a relevant decision of the Board.

25. The President of the Board can assign to the Vice-Presidents responsibilities of areas of activities of the company.

26. The President of the Board can assign to the members of the Board part of his duties, following a Board's decision.

ARTICLE 31– Duties of the Alternate President– Vice–Presidents

1. The Alternate President substitutes the President when he is absent, following his assignment by the latter, exercising all of the President’s duties unless it is differently determined by the clauses of the present Constitution.
2. The President can assign to the Alternate President the temporary and non–temporary exercise of a part of his duties following a Board’s decision.
3. The President is able to assign, following an update of the Board, to the Vice–Presidents, specific duties or areas of activities of the company, the fulfillment of which are undertaken by the above–mentioned Vice–Presidents.

ARTICLE 32 – Duties of the Secretary

1. The Secretary of the Board is determined among its members, keeps all minutes of the meetings and looks after their editing and validation.
2. The Secretary of the Board prepares, following the directions of the Board, the agenda of the meetings of the Board.

ARTICLE 33 – Participation at the Presidium of the Board

One of the positions of the Alternate President or the Vice–Presidents of the Board, is taken by a representative of the Body of Sponsors that participate at the Board of the company for as long as this is a member of the Board. Following a justified proposal of the Board, which is taken at a special meeting of the body, without the participation of the interested member, the General Assembly can decide for the cease of the representative of the Body of Sponsors from the position of the Alternate President or the Vice–President, if this member exhibits behavior that is incompatible with the company’s and SAE’s objectives.

ARTICLE 34 – Duties of the Members of the Board

1. The duties of the members of the Board for the management of the company is limited to the fulfillment of their duties.
2. The members of the Board have no personal responsibility against third parties. They are responsible only for the order assigned to them against the company.

ARTICLE 35 – Executive Director

1. The Executive Director is determined on a decision of the 3/5 of the members of the Board.
2. He/she participates at the meetings of the Board without holding the right to vote, for the recording of the decisions of the Board regarding the executive works of the Administrative staff of the company.
3. He/she administers the execution of works of the departments and the offices of the company that are developed according to the relevant organizational chart.
4. He/she looks after and controls the company’s staff for the proper execution of the Board’s decisions and the proper implementation of the Regulation of Internal Operation.
5. He/she supervises the running correspondence of the company, keeping a protocol of incoming– out coming documents and informs the President of the Board.
6. He/she supervises the keeping and updating of the Members’ Record.
7. He/she looks after the regular collection of membership fees and informs the President on the course of fees’ collection.
8. He/she looks after for all payments done on the decision and approval of the relevant expense by the President and the Board.
9. He/she prepares the action plan, the annual balance and report on incomes–expenses and the budget, based on the books of the company, which are then proposed to the President.
10. He/she keeps the books of the company determined by article 40 of the Constitution.
11. He/she executes the orders of the President for the achievement of the company’s objectives and the implementation of the decisions of its bodies.

ARTICLE 36 – Body of Sponsors

The body of Sponsors consists of the sponsors of the National Fund, the branches and the rest legal entities that are founded according to the clauses of article 5 of the present Constitution. A requirement for the participation of the above sponsors is that the sponsorship should not exceed the level determined annually by the General Assembly.

1. The responsibility of the Body of Sponsors is the offering of a prior opinion, for the disposal of the funds of the National Fund of Hellenes Abroad, the branches and the rest legal entities, for the coverage of any expense resulting in the fulfillment of the objectives mentioned in article 5 of the present Constitution.

2. The Body of Sponsors holds the right to veto any decision of the Board regarding the disposal of funds, coming from the "Special Sponsorships' Account", which is founded and operates according to the clauses of the following article of the present Constitution.

3. The Body of Sponsors elects annually a 15-member representative body, which holds the right for an agreed opinion on any expense covered by the Sponsorships' Account.

4. At the headquarters of the National Fund of Hellenes Abroad, the rest of the branches and other legal entities founded based on article 3 of the present constitution, a Sponsorships' Account is opened, which includes the sponsorships deposited by the members of the Body of Sponsors of the above article.

5. The general management and disposal of these funds is done by the Board of the National Fund of Hellenes Abroad. On mutual decisions of the Representative Committee of Sponsors of article 37 and the Board of the company, the strategy and the goals of the collection and general use of the amount of this special account as well as the relevant time plan, are determined annually.

ARTICLE 37 – Board of Trustees–Duties

1. The Body of Sponsors elects a 15-member Board of Trustees for the representation of the Body of Sponsors, the exercise of the relevant duties and privileges, which are recognized at the present constitution, especially for the proper operation and use of the special account of article 36.

2. The Board of Trustees is elected by the Body of Sponsors, the members of which can be nominees for the Board of Trustees.

3. Any sponsor can be self proposed or propose only one individual or another sponsor as his/her representative for a nominee member of the Board of Trustees.

4. Any member of the Body of Sponsors holds the right of as many votes as the company's shares he/she holds according to paragraph 16 of article 25.

5. The Board of Trustees elects the 4 members that will participate at the Board of the company and 3 substitute members. One of the four members and one from the substitute ones should come from the nominated platinum sponsors. In case of impediment for one of the four to exercise his/her duties as member of the Board of ETO, he/she should be replaced by a substitute member.

6. The Board of Trustees holds the right to express a common opinion for any decision of the Board regarding the expense coming from the special account of article 36.

7. The Body of Sponsors adopts its Regulation of Internal Operation which determine in detail the procedure of election for the 15-member Board of Trustees and the 4 members–representatives at the Board of the company "National Fund of Hellenes Abroad".

ARTICLE 38 – Committee for the Financial and Management Control

At the headquarters of the "National Fund of Hellenes Abroad", the branches and the rest legal entities that are founded according to the clauses of article 3 of the present Constitution, a "Committee for the Financial and Management Control" is formed, consisting of at least three (3) members, one of which should be from the Body of Sponsors. The members of this Committee are selected by the Board for a term of two years and the relevant decision is validated by the General Assembly. The duty of the Committee is the proposal on the insurance, on the best possible way, of the company's assets, the continuing financial control of the company and the control of every financial report submitted for approval along with the budget and the balance sheet of the above-mentioned legal entities at the General Assembly. For this reason, the Committee prepares an annual report, which is submitted to the General Assembly, the Board and the Board of Trustees.

ARTICLE 39 – Windup of the civic, non-profit company "National Fund of Hellenes Abroad"

1. The company ceases to exist when:

1.1. Its duration comes to an end.

1.2. If there are reasons determined by the relevant clauses of the Civil Code and the laws pertaining Civic, Non-Profit Companies.

1.3. If the General Assembly decides to, during a special meeting for this purpose. The decision is taken in majority of the 3/5 of the members of the General Assembly.

2. In case of a windup of the company, all of its assets remaining after the clearance come to the SAE Foundation.

ARTICLE 40 – Book Keeping

The company keeps the following books:

1. Record of Founding and Regular members
2. Record of Simple members
3. Record of Honorary members
4. Book of Minutes of the General Assembly
5. Book of Minutes of the Board
6. Book of Minutes and Reports of the Committee for Financial and Management Control
7. Book of Minutes of the Body of Sponsors and the Board of Trustees
8. Book of Assets
9. Book of Incomes-Expenses
10. Any other necessary for a management that is characterized by absolute clarity. The books are numbered and are validated by the President and Manager of the Company or the relevant agencies.

ARTICLE 41 – Founding and operation of Branches Or other non-profit, non-governmental Legal Entities

1. The company can found Branches or other non-profit, non-governmental Legal Entities in all countries where there is an important number of Hellenes according to the clauses of article 3 of the present constitution.

2. The General Assembly approves, following a decision of the Board, the constitution of the Branches to be formed, or of other private, philanthropic and non-profit legal entities, that are founded on the initiative of the company, according to the previous paragraph. It also approves the Regulations of Internal Operation and the organizational charts of the bodies of these legal entities, following a relevant proposal of the Board of the company. In any case, the constitutional objectives of the branches and the rest of the legal entities should coincide with the objectives of article 5 of the present constitution.

3. The General Assembly approves, following a proposal of the Board, the action plans, the reports and the financial balance of the legal entities of paragraph 1 of the present article.

4. The branches and the rest of the legal entities of paragraph 1 keep a continuing link with the company and update on a regular basis the Board of the company. Following a proposal of the Board, the General Assembly can decide the windup of the above-mentioned branches and legal entities or the final or temporary company's cutoff from them.

ARTICLE 42 – Amendment of the Constitution

1. The constitution of the company can be amended following a decision of the General Assembly.

2. For such a decision to be taken, the General Assembly is converged especially for this purpose, in which the presence of the 2/3 of the financially settled founding members of the company is necessary, and who take the decision on simple majority. In case of a non-plenum of the first General Assembly, this is repeated after 10 days and not in more than 25 at the same place and with the same topic. It is considered then that there is a plenum with the presence of half plus one of the financially settled founding members of the company who then take a decision on a simple majority.

3. The amendment of clauses of the present constitution that are relevant to the composition, operation and duties of the Body of Sponsors, can take place according to what is determined at the two previous paragraphs of the present article and only after the agreed opinion of the Body of Sponsors.

ARTICLE 43 – Seal

The company has a round stamp consisting of the logo of National Fund of Hellenes Abroad and mentions in cycle the name of the National Fund of Hellenes Abroad, the headquarters and the year of its founding.

ARTICLE 44 – General Clauses

Anything that is not foreseen at the clauses of the present constitution and the Regulation of Internal Operation is determined according to the relevant Laws and clauses of the Civil Code for companies. Where the operation of the collective bodies regarding the procedure for decision taking is not generally

determined, then this is pertained by the general principles of the Administrative Laws.

ARTICLE 45 – Implementation

The proper implementation and the faithful keeping of the clauses of the present constitution, consists an obligation of the members of the company, who following their application are part of it.

ARTICLE 46 – Regulations of Internal Operation of the Bodies

1. The Regulations of Internal Operation of the bodies of the company are prepared by the Board and are approved by the General Assembly, unless this is differently foreseen by the present constitution.

2. Within six months the Regulations of Internal Operation and the organizational charts are approved by the General Assembly following a relevant proposal of the Board of the company.

FINAL ARTICLE

The present constitution includes 46 articles, which were agreed and were accepted by the above contractors who sign it and are the members of the temporary administration of the company.

1. Andrew A. Athens, SAE President
2. Konstantionos Pappas, Alternate President
3. Chris Tomaras, SAE Vice-President / Coordinator of N. & S. America
4. Angelo Aslanidis, SAE Vice-President / Coordinator of Europe
5. Stefanos Tamvakis, SAE Vice-President / Coordinator of Asia – Africa
6. Konstantinos Vertzayias, Vice-President / Coordinator of Oceania
7. Dimitris Konstantinidis, SAE Secretary
8. Eleni Konstantinidou, SAE Secretary
9. Alexandra Protsenko – Pitsatzi, SAE Secretary
10. Constantine Georganas, SAE Secretary – Treasurer