

By-Laws

OTSEGO-SCHOHARIE AND DELAWARE MASONIC CHARITIES, INC.

Article 1

Section 101. The OTSEGO-SCHOHARIE AND DELAWARE MASONIC CHARITIES, INC. is primarily organized for a charitable purpose and its funds, in excess of the amounts reasonably required for expenses of operation, and other than those raised or contributed for other specific objects and dues collected from members, shall be used exclusively for charitable purposes. The association shall voluntarily extend relief and assistance to Lodges of worthy distressed masons who are members of the lodges in the Otsego-Schoharie and Delaware district and may also extend relief and assistance to their wives, widows and children, and to any other persons as authorized by the directors or the association. A budget shall be approved at the annual meeting.

Article 2

General Definitions

1. Association: OTSEGO-SCHOHARIE AND DELAWARE MASONIC CHARITIES, INC. (O-S&DMC or OSDMC).
2. Grand Lodge: Grand Lodge of Free and Accepted Masons of the State of New York.
3. District: Otsego-Schoharie and Delaware Districts as established by Grand Lodge.
4. Lodges: Lodges of Free and Accepted Masons which hold charters from the Grand Lodge.
5. Lodges in the Otsego-Schoharie and Delaware Masonic Districts: Except as otherwise expressly provided in these By-Laws, it includes all lodges which constituted the Districts on the 1st day of January in the current year and lodges thereafter incorporated and which may hereafter be incorporated in said District by Grand Lodge and whose members shall have been admitted to the benefits of the Association as provided in these By-Laws.
6. Elected Officers shall be President, Vice-President, Secretary, and Treasurer.
7. The meaning of any Masonic term, title or rank mentioned herein shall be in accordance with the Book of Constitutions and Rules of Order of Grand Lodge, and Masonic Law, and usage.

Article 3

Membership

Section 301. Master Masons in Good Standing of Lodges in the District who are members of such Lodges shall be eligible for membership while continuing to hold membership in good standing in such lodges.

Section 302. Unless the association on the recommendation of the Officers shall otherwise prescribe, brethren eligible to membership may become members at any regular meeting without election upon payment of the life or annual dues for the current year.

Section 303. Membership shall cease upon a) Resignation b) Termination of eligibility for membership c) Non-Payment of dues for two consecutive years, but in such event membership may be resumed at any regular meeting upon payment of arrears or such other amount as the association may fix; and d) approval of the Association after a hearing upon notice to the accused member as being deemed to be detrimental to the Association. Members who shall cease to be members as provided in this section shall not have any claim to or any rights in the funds or other property or benefits of the Association.

Section 304. Any Master Mason in good standing other than one who is eligible to membership who shall at any one time contribute to the Association property worth no less than one thousand dollars shall be eligible for Honorary Membership, and upon election by the Association, shall be entitled to all privileges of the Association, except the right to vote and the right to hold office. Honorary members shall be exempt from payment of dues.

Article 4

Dues

Section 401. Dues shall be three dollars per year, payable in advance at the first regular meeting in the calendar year, or twenty-five dollars for a life membership.

Article 5

Board of Directors

Section 501. The Directors shall consist of the District Deputy Grand Master of the Otsego-Schoharie Masonic District, the District Deputy Grand Master of the Delaware Masonic District, and the President of the Association.

Article 6

Meetings

Section 601. The regular meetings of the Association shall be held annually in the months of April and December. When possible these meeting shall coincide with other District Meetings.

Section 602. Regular meetings of the Association may be rescheduled by the Directors and shall not exceed four weeks from the scheduled date.

Section 603. All meetings of the Association shall be held at such place that is designated by the Directors.

Section 604. Special Meetings of the Association may be convened by the Directors.

Section 605. Notice of all meetings stating the time and place shall be, conveyed to all members not less than five days prior to the date of the meeting. No business other than that stated in the notice shall be transacted at a Special meeting. Notice of each meeting at which an election is to be held must contain a statement to that effect and must be provided to each member at least ten days before the meeting.

Section 606. Five members shall constitute a quorum, with at least one member being an officer. The concurring vote of a majority of the members present shall be necessary to transact any business Unless otherwise provided by law or in these by-laws. Only members present in person shall be entitled to vote at a meeting or at an election. No proxy to vote shall be valid. If no quorum is present, a meeting may be adjourned from day to day or to a specified date but not later than the date fixed for the succeeding meeting, upon the vote of a majority of the members present. Any meeting, regular or special, once called to order with a quorum present, may be continued by a majority vote of the members present to any other date not later than the next scheduled meeting to permit completion of business to be specified in the motion for such action.

Article 7

Officers and Elections

Section 701. The officers of the Association shall be the President, Vice-President, Treasurer, and Secretary. They shall be elected at each annual meeting in April by a majority of the votes at such election for the term of one year. If no candidate for any of said offices shall have a majority of the votes cast for such office, then, from the two candidates having the highest numbers of votes, the members shall choose immediately, by ballot, such officer.

Section 702. Election shall be by hand ballot, unless a secret ballot is requested. Members who consummated their membership within sixty days before an election or who resumed their membership within that time after their membership had ceased, shall not have the right to vote

at such election. The presiding officer shall, prior to the election, appoint a sufficient number of tellers.

Section 703. No person shall be eligible to any elective office unless they shall have been a member of the Association for period of one year preceding their election.

Section 704. A vacancy in an elective office, unless otherwise provided, shall be filled through appointment by the Directors until it can be filled at an election. A vacancy in the Directors shall be filled for the unexpired term by election by the Association at the next annual meeting which shall be held after such vacancy occurs; and the Directors may choose a successor to serve until such election. If a candidate elected to any office declines to accept the office, it shall be deemed vacant, and filled forthwith as specified herein.

Article 8

Duties of Officers

Section 801. In addition to the duties specified in any section of this article relating to a particular officer, each such officer may have additional duties, whether specified in these by-laws, or as may be assigned to him by the Directors, in order to carry out the business of the Association.

Section 802. The President shall be the chief executive of the Association. When present, he shall preside at all meetings of the Association. He shall be an ex-officio member of all committees appointed by him.

Section 803. The Vice-President, in the absence or during the disability of the President, shall perform the duties of the President.

Section 804. The Treasurer shall receive from the Secretary all monies of the Association which he shall deposit in a bank account of the Association approved by the Directors, as well as all property of any kind acquired by the Association, and which he shall hold subject to the further order of the Directors as to allocation and disposition; and shall keep full and itemized records of all monies received and disbursed by him and of all monies on deposit, and all property held by him. No such bank depository shall be designated unless it is insured by Federal Deposit insurance, nor shall the amount on deposit in any such institution exceed the amount of any such coverage by more than ten percent at any time. He shall pay out the funds of the Association only upon orders of the Association by vote of the members present, as long as there is a quorum. Payments shall be made by the Association's check signed by any two of the following: President, Vice-President, Treasurer, or Secretary. He shall report at each meeting the monies received and disbursed by him and the balances on hand and in bank, and he shall also

render a report of the financial condition of the Association at the annual meeting and at such other times as he may be requested by the Association or the Directors.

Section 805. The Secretary shall record the minutes of all meetings of the Association. He shall keep a roster of the members of the Association, and shall serve all notices required by law and by these by-laws. He shall collect all dues from the members, delivering the same to the Treasurer as soon as possible, and keep an account of the same to each member. He shall render a report of the proceedings of the Association at the annual meeting. He shall have available for ready reference at each meeting of the Association lists of the names of brethren who shall have become members in accordance with these by-laws, and the names of members who shall have failed to pay their dues for two consecutive years.

Section 806. The Treasurer and the Secretary shall each, upon the expiration of his term of office, and at such other times as he may be directed by the officers, deliver to his successor all monies and funds and all books, records and other property of the Association in his possession or under his control, and each shall well and truly account for all monies and other property of the Association that shall have come into his hands.

Section 807. In the case of the disability or absence of the Treasurer or the Secretary, the President may declare his office vacant, or may appoint a member to act in the place of such officer with all of his powers during his disability or absence.

Section 808. The Association on the recommendation of two-thirds of the members present may remove any officer from office for cause, after reasonable notice and an opportunity to be heard.

Article 9

Special Committees

Section 901. The President shall have the ability to appoint committees for the purpose of distribution of the funds of the Corporation.

Section 902. The Scholarship Program shall be conducted by committee. The purpose of the scholarship program is to enable young people to reach the highest level of education and training of which they are capable and to which they aspire. Assistance shall be based on financial need, the only scholastic requirement being that they make satisfactory progress toward the degree or other goal toward which they are working.

Section 903. It is the intention of the program to provide financial assistance to the extent that the student would otherwise have to settle for a less complete education because of his financial inability to attain his maximum potential. Assistance shall be provided as needed to students

accomplishing basic degrees or certificates or any higher degree which would make them more capable of reaching their maximum potential as contributing members of our society.

Section 904. Assistance shall be given for purposes such as tuition, room and board, text material or any other practical need directly related to their education.

Section 905. There shall be a thorough and searching review of other assistance available such as grants, loans, etc., to assure that every resource has been utilized and that such grant hereunder actually fulfills an essential financial need.

Section 906. Where an applicant is making an essential contribution to the support of his family and cannot afford to accept a scholarship without creating a hardship for the family, it shall be permissible to provide a grant equivalent to his contribution to the family in order to free him for the time required to acquire his education.

Article 10

Association Funds

Section 1001. All property of the Association of whatever kind shall be administered according to the provisions hereof as to investment, budget and method of disbursement. Such sums as are set forth in the budget for expenditure during a budget year shall be kept available for such purpose by the Treasurer in bank accounts established and maintained as herein provided. In addition to such budgeted sums, the Treasurer shall maintain from time to time such liquid reserve in the form of bank deposits as shall be necessary to carry on the ordinary business of the Association. In addition, special funds may from time to time be segregated and established by the Directors for special purposes, whether by reason of special contribution or otherwise, and reported accordingly to the Association at its next meeting.

Article 11

Withdrawal, Transfer, or Addition of Lodges; Dissolution

Section 1101. Members of the Association who are member of a Lodge which shall voluntarily withdraw or which, except as provided in Section 1102, shall be transferred from the District, shall cease to be members of this Association unless otherwise eligible; and such Lodge shall thereafter not be included in the term "Lodges in the Otsego-Schoharie and Delaware" Masonic Districts as used in these by-laws.

Section 1102. In the event that six or more of the Lodges in the District shall at one time be transferred from the District by Grand Lodge, upon a reorganization or a division thereof, or if

the District is entirely abolished by Grand Lodge and less than sixteen of the Lodges in the District shall be transferred to one other Masonic District. The Association, on the written request of the majority of the members of the Association who are members of such transferred Lodges on a list filed within sixty days after such transfer with the President of the Association shall appropriate out of the property of the Association such a part thereof as the total number of such Lodges so transferred from the district shall bear to the total membership of the whole number of Lodges in the District immediately prior to such transfer as such membership shall be reflected by the official figures obtaining at the last preceding Grand Lodge Convention; and the Association shall pay or distribute the same to the Lodges so transferred or to a Masonic organization or organizations dispensing relief to Masons, their wives or children, which the master and past masters of the transferred Lodges, whom are members of this Association, or a majority of them, may form or join and in such proportions and subject to such restrictions as to the uses thereof as may be recommended by all of the Directors and approved by the Association. Upon such payment or distribution being made as herein provided, the members of the Association who shall be members of the transferred Lodges shall cease to be members of this Association, unless otherwise eligible, or the Association on the recommendation of the Directors shall otherwise prescribe, and such Lodges shall not thereafter be included in the term "Lodges in the Otsego-Schoharie and Delaware Districts" as used in these by-laws. The Association may also make such further provisions for the equitable distribution of other funds of the Association as may be recommended by the Directors. Payment and distribution as provided in this section may be made in cash or other property of the Association as shall be determined by the Directors and at valuations fixed by it. If the District is entirely abolished by Grand Lodge, and sixteen or more Lodges in the two districts shall be transferred to one Masonic district, the members of the Association who are members of such Lodges shall continue thereafter to be members of the Association; and the members of the Association who are then members of the other Lodges in the district shall cease to be members of the Association unless otherwise eligible, and such other Lodges shall thereafter not be included in the term "Lodges in the Otsego-Schoharie and Delaware Districts" as used in these by-laws. Except as provided in this section, members of the Association who are members of Lodges transferred from the three Districts shall not have any claim to or any rights in the funds or other property or benefits of the Association.

Section 1103. Members of Lodges which may hereafter be incorporated in the Districts by Grand Lodge may be admitted to the benefits of the Association and the masters, past masters and wardens thereof may be declared eligible to membership in the Association only by a resolution adopted by the Directors and subject to such conditions, limitations and restrictions as may be specified in the resolution and provided that the Association shall ratify the resolution at a meeting, the notice of which shall specify such proposed action as an item of business. Members admitted to the Association pursuant to such resolution shall be deemed to have assented to the terms of the resolution by payment of dues. An amendment to this section may

be adopted only after the written approval of a majority of all Directors and the concurring vote of a majority of all the members present at the meeting.

Section 1104. This Association may not be dissolved without the written consent of all the Directors and the consent of two-thirds of all the members of the Association. In the case of the dissolution of the Association, all the funds and property of the Association, after the payment of its debts and other obligations, shall become the property of Grand Lodge. The Directors may specify the charitable purposes for which Grand Lodge shall use such funds and property. This section may be amended only with the written consent of two-thirds the Directors and the consent of two-thirds of all the members of the Association.

Article 12

Amendments

Section 1201. These by-laws may be amended as herein provided. Propositions to amend the by-laws must be submitted in writing at a regular meeting of the Association and if passed at such a meeting, shall be referred to the Officers. The Directors shall consider such amendments and render a report with recommendations thereon at a special meeting of the Association or at its regular meeting. Upon presentation of the report, or if no report be presented, the Association may alter or amend the proposed amendment, and if it shall be passed by the Association at such meeting shall set forth in full the amendment in its final form, and the section or sections of the by-laws as they will read if the amendment be adopted, together with the recommendations of the Officers and shall be mailed to each member at least ten days before the meeting. Where , however, the proposed amendment consist merely of re-numbering a section or article of the by-laws without change in the text thereof, or where the proposed amendment consists merely of a change in a reference contained in another section or article to such a re-numbered section or article, it shall be required only that the written notice of amendment shall clearly describe such proposed re-numbering without setting forth the text of the section or article to be re-numbered by such proposed amendment. In addition to the methods hereinabove provided for amendment of these by-laws, should a proposition to amend submitted by a Director in behalf of the Directors in the first instance at a meeting of the Association, it need not, if passed at the meeting at which introduced without substantial amendment changing the intention thereof, be referred to the Directors for further consideration and report, but may be considered, after publication and notice with favorable recommendation as hereinafter provided, final action at the next meeting without such further consideration and report; when any such amendment shall be proposed by the Directors, the full text of the section to be amended, both before and after the amendment, shall not be read in full at the meeting of final adoption, but need be only a clear and concise description of the change to be accomplished by the amendment; if, however, at the meeting of proposed final adoption, at least five members present shall object to consideration of the proposed amendment threat and shall so request , the same shall upon such request be laid over

again to the next meeting and printed in the notice thereof in full text both as then existent and as it would be after adoption of the proposed amendment. The Association may at any time before taking final action recommit any proposed amendment to the Directors for further consideration and report. The concurring vote of two-thirds of the members of the Association present at the meeting when final action is taken shall be necessary to adopt the amendment, except that (1) an amendment which shall not have the approval of the Directors may be adopted only by the concurring vote of a majority of all the members of the Association, and (2) an amendment to this section may be adopted only after the written approval of five-sixths of all the Directors, and by the concurring vote of two-thirds of the members of the Association present at the meeting. An amendment adopted in the manner provided in this section shall go into effect on the last day of January after such adoption unless the Association shall otherwise prescribe.

Article 13

Section 1301. The Officers of the Otsego-Schoharie and Delaware Masonic Charities, Inc. do hereby state in Article 14 of its by-laws that the Otsego-Schoharie and Delaware Masonic Charities, Inc. does not and will not in its employment practices discriminate on the basis of race, creed, color or national origin. It is the intention of the Board of Directors to continue this policy indefinitely in compliance with section 501(c) 3 of the Internal Revenue Code.

Article 14

Effective Date

Section 1401. These by-laws shall take effect immediately. Elected officers at the adoption of these by-laws shall continue in their respective offices until the expiration of their terms.

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