

# BY-LAWS

## ARTICLE I - MEMBERSHIP

### SECTION 1 - INTERNATIONAL

The membership of High Twelve International, Inc. shall be as the **CONSTITUTION, ARTICLE III - MEMBERSHIP** provides.

### SECTION 2 - LOCAL CLUBS

#### A. Classes

1. Active - Master Masons in good standing are eligible to active membership in Clubs. Clubs may elect any member as a life member of that Club provided that the Club shall pay all required international and state per capita dues.

2. Honorary - Clubs, may elect any Master Mason to Honorary Membership in its Club. The number of honorary members shall not exceed four (4) at any time. Honorary members shall have all the privileges of membership except those of voting and holding office. Honorary membership shall be for no more than one (1) year only, as it is intended to introduce honored, nonmember Masons to High Twelve.

#### B. Location

Clubs may be organized wherever there are at least fifteen (15) Master Masons desirous of forming a club.

#### C. Charters

1. Application - Charters shall be created and issued in the manner and form prescribed by the International Governing Board, hereinafter referred to as the "Governing Board".

2. Validation - All charters granted to Clubs by International Association of High Twelve Clubs (predecessor of High Twelve International, Inc.) if not heretofore revoked, are hereby declared to be true and valid charters of this organization.

#### D. Discipline Against Local Clubs

1. Authority - At the discretion of the Governing Board, a Club may be censured by a majority vote, suspended by a two-thirds vote, or expelled by a three-fourths vote for any of the following causes:

a. Unseemly conduct that may reflect adversely upon the institution of Freemasonry.

b. Nonpayment of per capita dues. any Club delinquent in payment of its per capita dues beyond the third billing cycle shall automatically be dropped from the rolls. If the State Association desires to retain the delinquent Club on the active rolls beyond the 3rd billing cycle, then the State Association shall assume and pay in full all delinquent per capita dues to High Twelve International, Inc.

c. Failure to function.

2. Notice - No disciplinary action shall be taken unless due notice of the charges and the time and place of the hearing has been sent to the President and the Secretary of the Club. Such hearing shall be held not less than ninety (90) days subsequent to the receipt of such notice. The Club shall be notified of the decision by the Governing Board.

3. Appeal - The Club may file a written notice of appeal of such decision with the International Secretary which must be actually received within thirty (30) days subsequent to its receipt of notice of the decision of the Governing Board. Then it shall be entitled to a Hearing on its perfected appeal before the next annual Convention. The appeal shall be heard and

decided by a majority of the delegates present at the next annual convention of High Twelve International, Inc. The Club shall be entitled to be represented by its counsel at any hearing provided by this section.

#### **E. Resignation and Surrender**

Any Club may resign from High Twelve International, Inc. provided that said Club has fulfilled all of its obligations to High Twelve International. Such resignation shall be effective upon return of the Club's charter to the Secretary of High Twelve International, Inc. Any Club which, for any cause, shall cease to be a member of High Twelve International, Inc., must relinquish the name "High Twelve" in its Club name, emblem or badge, as well as the use of the insignia of High Twelve International, Inc. The former Club shall immediately surrender its funds, property and charter. The Secretary of High Twelve International, Inc. shall be charged with the enforcement of this section, and shall report to the Governing Board on the action taken.

#### **F. Reorganization**

The terms and conditions under which a former Club shall be at the discretion of the Governing Board.

#### **G. Transfer**

A member in good standing of a Club shall have the right to transfer his membership to another Club without payment of any fee, except the subsequent annual dues, provided that he is accepted as a member of the latter Club.

#### **H. Independent Clubs**

It shall be the responsibility of the International President to regularly maintain contact with and guidance of all independent High Twelve Clubs not affiliated with a State or Provincial Association. The International President may delegate these duties to any person or persons as he may deem appropriate. Effective responsibility, however, shall remain with the International President.

## ARTICLE II - OFFICERS

### **SECTION 1 - TITLES**

The officers of High Twelve International, Inc. shall be those listed in the **CONSTITUTION, ARTICLE IV - OFFICERS.**

### **SECTION 2 - ELIGIBILITY**

Any member of a Club in good standing shall be eligible to hold office in High Twelve International, Inc.

### **SECTION 3 - SELECTION**

**A. Elective** - The President, Vice Presidents and Treasurer shall be elected at each annual convention of High Twelve International, Inc.

**B. Appointive** - The Secretary and the General Counsel shall be appointed annually by a majority of the Governing Board.

**C. Immediate Past President** - At the completion of his term of office, the retiring President shall continue as an officer of High Twelve International, Inc. with the title of Immediate Past President until the retirement of his successor's term of office, see also **ARTICLE II - OFFICERS, Section Eight, Paragraph E.**

### **SECTION 4 - NOMINATION**

**A. By whom** - Nomination for officers may be made only by the nominee's own Club and must be endorsed by the

nominee's state association, if any.

**B. Statement** - All such nominations shall be accompanied by a background statement of each nominee and by his written agreement to serve.

**C. Filing Date** - The names of all nominees shall be filed with the Secretary of High Twelve International, Inc. not later than the first day of April of each year.

**D. Notices**

1. The Secretary shall transmit to all Clubs, not later than the thirtieth day of April, the names of all nominees and their stated background.

2. The names and stated backgrounds of each nominee for elective office shall be published in the official publication of High Twelve International, Inc. within the time as prescribed in Subdivision D 1 above and shall be deemed sufficient notice.

**E. Committee on Nominations** - Each year, not later than January 15, the President shall appoint a Committee on Nominations to whom all such filed nominations shall be referred. The Committee shall consider the backgrounds of each candidate and report thereon to the convention and from the list of the proposed nominees, the Committee shall place in nomination one or more names for each elective office to be filled.

**F. Other Nominations** - Candidates for office may be nominated from the floor, provided that such nominees are a member of a High Twelve Club in good standing, endorsed by his State Association, if any, and cosponsored by a minimum of fifteen (15) authorized voting delegates at such convention, and also agrees to serve.

**G. Advocates** - Permission shall be granted to not more than two delegates to speak in support of each nominee, and each shall speak not to exceed three (3) Minutes.

## SECTION 5 -ELECTION

**A. Procedure**

1. Roll Call - Voting for the election of officers shall be by roll call of the Clubs and then of the delegates-at-large.

2. One Nominee Only - If there be but one nominee for an office, he may be elected by voice vote.

3. More than Two Nominees - If there are more than two candidates placed in nomination for any office and if, after the first roll call no candidate shall have received a majority vote, then on the second roll call only the names of the candidates who received the highest and next highest number of votes on the first roll call shall be considered for that office.

**B. Decision** - A majority of all votes cast (including proxies as authorized by **ARTICLE IV - MEETINGS, Section 5 Proxies, A.**, hereof) shall be necessary for election.

## SECTION 6 - TERM

**A. Elected**

The terms of the elected officers shall begin immediately upon adjournment of the annual convention at which they were elected and shall end immediately upon adjournment of the succeeding annual convention or when their successors are duly vested. The International President and other officers shall assume their respective offices and titles during the international governing board meeting, customarily held between the hour of the election and the formal installation ceremony.

**B. Appointed**

The terms of appointive officers shall begin immediately upon the ratification of the Governing Board and shall end at the pleasure of a majority of the Governing Board or upon appointment of their successors.

**SECTION 7 - DUTIES**

**A. President** - The International President shall preside at all meetings and perform such duties as these By-Laws provide and shall supervise and direct the activities of all officers and committees of High Twelve International, Inc., subject to ratification of the Governing Board.

**B. Vice Presidents** - The International Vice Presidents, commencing with the most senior Vice President present, shall preside in the absence of the President and shall perform the duties of the President in his absence.

**C. Immediate Past President** - The immediate Past International President, in addition to such duties as these By-Laws provide, shall render such other services as may be assigned by the International President.

**D. Secretary** - The International Secretary, beside such duties as these By-Laws prescribe, shall perform such other duties as may be assigned to him by the International President.

**E. Treasurer** - The International Treasurer shall keep the funds of High Twelve International, Inc. in federally insured depositories or in investment grade securities [AAA-BAA] as authorized by the Governing Board and shall disburse them only in such manner pursuant to the budget. He shall render such financial reports as the Governing Board shall require and shall submit his annual financial report at each annual convention. He shall give bond for the faithful performance of his duties in such amount and with such sureties as the Governing Board shall prescribe.

**F. General Counsel** - In addition to the specific duties assigned to him by the By-Laws, the International General Counsel shall be the legal adviser to the Governing Board.

**SECTION 8 - VACANCIES**

**A.** In the event of a vacancy occurring among the elective officers by death or resignation, with the exception of the Treasurer, the next succeeding ranking officer elected at the last International Convention shall automatically advance to the next higher office, thus creating a vacancy in the office of Third International Vice President.

**B.** In the event of a vacancy in any elective office because of physical or mental incapacity, misconduct, or upon the refusal of any officer to perform the duties of his office, the Governing Board shall be invested with authority to declare, by resolution, the office vacant upon the occurrence of any of the above conditions.

**C.** In the event of a vacancy occurring in the office of Third International Vice President or Treasurer, the same shall be filled by a majority vote of the Governing Board appointing a qualified High Twelvian to serve the unexpired term or period of time the officer is unable to perform his duties.

**D.** In the event of a vacancy in the office of International Secretary or International General Counsel, the Governing Board shall appoint a qualified High Twelvian to fill the office for the unexpired term or period of time the officer is unable to perform his duties.

**E.** In the event of a vacancy in the office of immediate Past International President, the office shall remain vacant until the incumbent International President completes his term and becomes the immediate Past International President.

**F.** In the event of a vacancy occurring among the trustees of the International Endowment Fund and the Clifford W. Jex Memorial Youth Fund, the Governing Board shall, by majority vote, appoint a qualified High Twelvian to serve as trustee until the next annual convention at which an election shall be held for the unexpired term.

## **SECTION 9 - COMPENSATION**

**A.** All officers of High Twelve International, Inc. (other than the International Secretary) shall serve without compensation, but the Intentional President, International Vice Presidents, International Treasurer, International General Counsel, International Parliamentarian, and International Chaplain may be reimbursed for actual and reasonable expenses incurred in the discharge of their duties subject to the budget as approved by the Governing Board. The compensation of the International Secretary, if any, shall be fixed by the Governing Board from time to time.

## **ARTICLE III - ADMINISTRATION**

### **SECTION 1 - INTERNATIONAL GOVERNING BOARD**

#### **A. Composition**

The administrative body of High Twelve International, Inc. shall be the International Governing Board. It shall consist of the officers of High Twelve International, Inc. together with the President of each State or Multi-State Association or an alternate person, designated by him in writing, who shall serve for the term of such officer.

#### **B. Powers and Duties**

Subject to any limitations imposed by the Constitution, these By-Laws, or action of an International Convention, the Governing Board shall have power to exercise general supervision and control over the officers and committees of High Twelve International, Inc.; to supervise and direct its financial and business affairs; and to make such appropriation of its funds as it may deem necessary and proper. It shall decide all questions of International, State or Local jurisdiction, subject to the right of appeal to the next International Convention as provided in **ARTICLE I - MEMBERSHIP, Section 2. D. 3.**

#### **C. Title and Insignia**

The Governing Board is empowered to take any action it deems necessary and advisable to protect and preserve the rights of High Twelve International, Inc. and the members thereof to the exclusive use of the High Twelve title, emblem, badge and other insignia now in use or hereafter adopted. The use of any of the above for commercial or business purposes by any person or persons is strictly prohibited.

#### **D. Meetings**

**1. Regular** - The Governing Board shall hold three regular meetings in each calendar year, viz, the pre-convention meeting held immediately before each annual convention; the post convention meeting held immediately after the close of each annual convention; and the mid-year meeting held as nearly as possible midway between annual conventions.

**2. Special** - special meetings of the Governing Board shall be held at the call of the President of High Twelve International, Inc. or at the request of twenty percent (20%) of the Governing Board's membership.

**3. Chairman** - The International President of High Twelve International, Inc. shall be chairman of the Governing Board. In his absence or inability to act, the Vice Presidents, in the order of their rank, shall act as chairman.

**4. Secretary** - The International Secretary of High Twelve International, Inc. shall be the Secretary of the Governing Board.

5. Quorum - Forty percent (40%) of the membership shall constitute a quorum at any meeting of the Governing Board.

6. Decisions - Except as may be otherwise provided in these By-Laws, a majority vote of the members present shall decide all questions.

**E. Mail Vote**

The members of the Governing Board may vote by mail, or other means of communication, on any matter it has under consideration. On any matter decided by mail, or other means of communication, a majority vote of the membership shall be necessary for a decision.

**F. Delegation of Power**

The Governing Board may assign to any officer or officers of High Twelve International, Inc. authority to exercise various duties on its behalf. Provided, however, that such duties be delegated by specific action of the Governing Board for the designated purposes. The officer or officer's actions are subject to the review and ratification at the next Governing Board's meeting.

**G. Executive Committee**

There shall be an Executive Committee composed of the officers listed in the **CONSTITUTION, ARTICLE IV - OFFICERS, Section 1**. The Executive Committee shall meet at the call of the President and shall perform such duties as are specified in these By-Laws. Between meetings of the Governing Board, the Executive Committee may perform all necessary acts with the same power as the Governing Board, provided, however, that all such acts shall be reported to and ratified by the Governing Board at its next regular meeting. A majority vote of the Executive Committee shall be necessary for any action taken.

**H. Budget**

The Budget and Finance Committee shall prepare and recommend an annual budget to the annual convention for consideration and adoption.

**I. Liability Insurance**

1. High Twelve International, Inc. shall provide liability insurance coverage in the amount of One Million Dollars (\$1,000,000.00) for High Twelve International, Inc., constituent State Associations, Clubs and members.

2. The Insurance Committee shall present to the Budget and Finance Committee a premium proposal for the ensuing year thirty (30) days prior to commencement of the annual convention.

3. In no case shall the liability insurance coverage protecting High Twelve International, Inc., the constituent State Associations, Clubs or members be canceled or otherwise dismissed without sixty (60) days written notice to the membership of High Twelve International, Inc. and written concurrence of the International Governing Board.

**SECTION 2 - LOCAL CLUBS**

**A. Constitution and/or By-laws**

1. Approval - Each Club shall adopt By-Laws and may adopt a Constitution, if required, all of which shall be submitted to the International office for processing, with the original being forwarded by the International Secretary to the International General Counsel. Corrections required by the International General Counsel shall be processed through the International office. The document(s) will become effective the date and time approved by the International General Counsel. The International Secretary will forward the approved document(s) to the Club.

2. Mandatory Provision - The Constitution and/or By-Laws shall contain the following provision.

*"This High Twelve Club acknowledges the supreme jurisdiction wherein it is situated, in all matters of Masonic Law, Tradition and Ethics. It pledges never to interfere with or intrude in the affairs of any Masonic Lodge; nor to engage in or sponsor any activity prohibited by said Grand Lodge; nor to permit its members to engage in unseemly conduct which might reflect adversely upon the institution of Masonry."*

#### **B. Supervision**

*Clubs shall be under the general supervision of the Governing Board. Clubs affiliated with a State Association shall be under the direct supervision of the State Association. Clubs not affiliated with a State Association shall be under the direct supervision of the International President.*

#### **C. Reports**

*Promptly after the last meeting in each month, but not later than the 5th of each month, the Secretary of each Club shall send to the State Secretary an official monthly report containing such information and data as the Governing Board may prescribe. Not later than the 15th of each month, the State Secretaries shall compile a summary of these reports and forward the summary to the International Secretary. Independent Clubs not associated with a State Association or Multi-State Association shall send their reports, but not later than the 5th of each month, directly to the International Secretary.*

### **SECTION 3 - STATE ASSOCIATIONS**

#### **A. Authorization**

*1. Membership - In any state within which there may be located five (5) or more Clubs, there may be established with the approval of the Governing Board, a State Association of High Twelve Clubs (herein referred to as State Associations).*

*2. Clubs in states where no State Association has been established may elect (with the approval of the Governing Board) to combine with Clubs in another state to form a Multiple-State Association, or to affiliate with an established State Association in another state.*

*3. Definition - The term "State" as used herein shall be understood to mean any state, territory, province, or other political subdivision thereof in any Country.*

#### **B. Membership Required**

*All Clubs situated in a state or country in which a State Association has been established, shall be members of that Association.*

#### **C. By-Laws and/or Constitution**

*Each State Association shall adopt By-Laws and may adopt a Constitution, if required, all of which shall be submitted to the International office for processing. The original being forwarded to the International General Counsel by the International Secretary. Corrections required by the International General Counsel shall be processed through the International office. The document(s) will become effective the date and time approved by the International General Counsel. The International Secretary will forward the approved document(s) to the State Association.*

*Such Constitution and/or By-Laws, as amended, must contain the following provisions:*

*"The Association acknowledges the supreme authority of the Grand Lodge of the grand jurisdiction wherein it is situated, in all matters of Masonic Law, Tradition and Ethics. It pledges never to interfere with or intrude in the affairs of any Masonic Lodge; nor to engage in, or sponsor, any activity prohibited by said Grand Lodge; nor to permit its members to engage in unseemly conduct which might reflect adversely upon the institution of Masonry."*

#### **D. Revenue**

*State Associations shall have the power to collect from Clubs reasonable fees for the admission of new Clubs, admission of new or reinstated members, and per capita dues provided that the amounts of such fees and dues are set forth in the Constitution and/or By-Laws of such State Association.*

***E. Projects - Prohibition***

*No project shall be adopted, maintained or undertaken by a State Association which entails the compulsory payment of any assessment, contribution or additional per capita dues to the State Association.*

***SECTION 4 - COUNCIL***

***A. Composition***

*All the Past Presidents of High Twelve International, Inc. shall constitute the Council of Past International Presidents (hereinafter referred to as the Council).*

***B. Officers***

*The Council may elect from its membership a Vice Chairman and a Secretary. The Chairman shall be the Junior Past International President.*

***C. Duties***

*The Council shall act in an advisory capacity to the Governing Board on matters of its own choice and on specific matters referred to it. The Council along with the International General Counsel, who shall serve as its Chairman, shall be the Jurisprudence Committee of High Twelve International, Inc.*

***D. Meetings***

*The Council shall meet at the call of its Chairman. At any meeting of the Council, five (5) members shall constitute a quorum. A majority vote of those present shall decide all questions.*

***E. Mail Vote***

*The members of the Council may vote by mail, or other means of communication, on any matter it has under consideration. On any matter decided by mail or other means of communication, a majority vote of the membership shall be necessary for a decision.*

***F. Reports***

*The Council's recommendations shall be reported immediately to the Governing Board.*

***ARTICLE IV - MEETINGS***

***SECTION 1 - CONVENTIONS***

*The meetings of High Twelve International, Inc. shall be held as provided in the **CONSTITUTION, ARTICLE V, MEETINGS.***

***SECTION 2 -NOTICES***

***A.*** *Notice of the time and place of holding conventions shall be mailed to the Secretary of each Club at least sixty (60) days before the annual convention and at least thirty (30) days before a special convention.*

***B.*** *Publication of such notice in the official publication of High Twelve International, Inc. within the time prescribed in paragraph **A** above shall be deemed sufficient compliance as to annual conventions.*

***SECTION 3 - ATTENDANCE***

*A. It shall be the duty of each Club to be represented at all conventions either by delegate or by proxy.*

## **SECTION 4 - DELEGATES**

### **A. Masonic Representatives**

*Each Club shall be entitled to one Masonic Representative who shall be a delegate.*

### **B. Other Delegates**

*Each Club, in addition to the Masonic Representative, shall be entitled to one (1) delegate for each twenty-five (25) active members or a major fraction thereof based on the total number of active members shown on its monthly report for the month of March preceding the convention.*

### **C. Delegates-at-Large**

*Any active member of a Club who may qualify under any of the following classifications shall be a Delegate-at-Large, viz,*

- 1. An officer of High Twelve International, Inc.*
- 2. A Past President, Past Secretary, Past Treasurer, or Past General Counsel of High Twelve International, Inc.*
- 3. The President of each State Association or an alternate designated by him.*
- 4. No person shall be a delegate-at-large under more than one of the above classifications.*

### **D. Credentials**

*The right of each delegate (other than delegate-at-large) to participate in any convention shall be attested by a certificate signed by the President and Secretary of his Club and certified by the Secretary of the State Association, if any. In the event that the credential fails to have a certification by the Secretary of the State Association, if any, then it must be certified by an International Officer. This certificate shall be filed with the Committee on Credentials at the time of registration. The right of a delegate-at-large to participate at the Convention shall be established by personally reporting his presence to the Credential Committee. The Credential Committee shall be responsible for enforcement of Section 4 above in conjunction with the International Secretary.*

## **SECTION 5 - PROXIES**

### **A. Authorized**

Any Club may designate any member of any Club its proxy to personally cast its entire vote or any part thereof. The designation of such proxy shall be attested by a certificate signed by the President and the Secretary of the Club and certified by the Secretary of the State Association, if any, or an International Officer, it shall name the proxy and designate the number of proxy votes that only he is authorized to cast. This certificate shall be filed with the Committee on Credentials before 5:00 P.M. local time on the day of the first business session of the Convention.

## **SECTION 6 - QUORUM**

**A.** Delegates representing one-fourth (1/4) of the Clubs in good standing shall constitute a quorum at each session of every meeting of High Twelve International, Inc.

## **SECTION 7 - COMMITTEE ON CREDENTIALS**

**A.** Prior to the opening session of the annual Convention, the International President shall appoint a Committee on Credentials. The Committee shall be in attendance at the opening of registration and shall determine the validity of credentials and proxy certificates, keeping an accurate record thereof. The Committee shall certify the voting rights of each delegate to the Convention and report to the body the total number of votes that are duly registered.

## **SECTION 8 - ORDER OF BUSINESS**

**A.** The order of business for any convention shall be recommended by the Governing Board at the pre-convention meeting. It shall be adopted at the opening business session of the Convention. It may not be changed except by a two-thirds (2/3) vote of qualified delegates.

## **SECTION 9 - VOTE**

### **A. Voting Power**

**1.** Each delegate present when a vote is taken, shall be entitled to personally cast the certified proxies that he holds as provided in **Section 5** of this **ARTICLE**.

**2.** Any Club delinquent in payment of per capita dues for any billing cycle to International shall not be entitled to vote on any matter coming before the International Convention and its proxies are void.

### **B. Decision**

All questions shall be decided by a majority vote of the delegates present except by specific provision of these By-Laws which may require a different percentage.

## **SECTION 10 - RULES OF ORDER**

**A.** The rules contained in *Robert's Rules of Order Newly Revised* shall govern all meetings of High Twelve International, Inc., including the Governing Board, the Council and International Committees in all cases in which they are applicable and in which they are not inconsistent with the By-Laws or any special rules of High Twelve International, Inc.

## **SECTION 11 - ARRANGEMENTS**

**A.** The 1st International Vice President shall make all necessary arrangements and assignment of committees for the annual Convention as he deems advisable, subject to approval of the Governing Board.

# **ARTICLE V - COMMITTEES**

## **SECTION 1 - STANDING**

The International President shall appoint, as soon as possible after assuming office, the following standing committees:

Budget and Finance	Credentials
Constitution and By-laws	Insurance
Nomination (See <b>ARTICLE II- OFFICERS, Section 4, Subsection E</b> )	

## **SECTION 2 - OTHER**

The President may appoint, at the appropriate time, the following committees:

- Resolutions
- Necrology
- Expansion and Retention
- Convention
- Future Site Selection
- George Washington National Masonic Memorial

Jewelry and Regalia  
Long Range Planning  
Masonic Activities  
Patriotism  
Publications and Public Relations  
Youth Activities

### **SECTION 3 - SPECIAL**

The President may appoint such special committees as he deems advisable.

### **SECTION 4 - CHAIRMAN AND VACANCIES**

The President shall designate the chairman of each committee and shall fill all vacancies.

### **SECTION 5 - EX-OFFICIO MEMBER**

The President shall be an ex-officio member of all committees, except the Nominating Committee.

### **SECTION 6 - PROHIBITIONS**

The establishment of any new committee, award system or special project fund program intended to become a permanent policy of High Twelve International, Inc. is prohibited without prior approval of the Governing Board.

## **ARTICLE VI - REVENUE**

### **SECTION 1 - CHARTER FEES**

Every application for a charter of a Club shall be accompanied by a remittance of a charter fee of ten dollars (\$10.00) for each name that is to appear on the charter.

### **SECTION 2 - PER CAPITA DUES**

#### **A. Amount**

1. Each Club shall pay to High Twelve International, Inc. annual dues of Eight Dollars and Fifty Cents (\$8.50) for each active member. Per capita dues are billed in advance in January of each year based on the Club's previous December 31 membership report.

2. The per capita dues for members of High Twelve Clubs that are located at various Masonic Homes sponsored by Masonic Grand Lodges shall be \$2.00 annually for the members who are residents of those Masonic Homes. The full per capita dues shall be due for any member of such Club who is not a resident of the Masonic Home. The residents of the Masonic Home must maintain their membership in that High Twelve Club located in that Masonic Home, or if there is not a High Twelve Club located at that Masonic Home, in a High Twelve Club located in that community where the Masonic Home is located.

#### **B. Statements - Dates**

On or before February 1, the International Office shall send to the Secretary of the State Association, if any, a statement of the Club's amount payable of per capita due for the number of active members shown on the Club's report for the immediately preceding December. Payment shall be made on or before March 1.

#### **C. New Clubs**

A newly chartered Club shall not be liable for per capita dues until the expiration of the annual period subsequent to

the date of the Club's charter.

**D. Method of Payment**

Payment of all monies due High Twelve International, Inc. shall be made in the amount due in United States of America Dollars based upon the current exchange rate in the currency of the Country in which the Club resides.

**SECTION 3 - NEW MEMBER FEES**

For each new active member, the Club shall pay to High Twelve International, Inc. a fee of Three Dollars (\$3.00).

**SECTION 4 - REINSTATEMENT FEES**

For each former member reinstated as an active member, the Club shall pay to High Twelve International, Inc. a fee of Three Dollars. (\$3.00).

**SECTION 5 - TRANSFERS**

No charge shall be made against a Club by High Twelve International, Inc. for members admitted by transfer, except for subsequent per capita dues.

**ARTICLE VII - MAGAZINE**

**SECTION 1 - AUTHORIZATION**

The official publication of High Twelve International, Inc. shall be the magazine known as **THE HIGH TWELVIAN**. Its purpose shall be to promote all the objectives of High Twelve International, Inc.; to give notices to the membership; and to develop and promote relationships among all Clubs, and State Associations and all its members.

**SECTION 2 - CONTROL**

The Governing Board shall be responsible for and have control of the editing, publishing and mailing of the official publication.

**SECTION 3 - EDITOR**

The Governing Board shall appoint an editor, assigning to him such duties as it may deem necessary.

**SECTION 4 - ADVERTISING**

**A.** High Twelve International, Inc. may permit advertising in its publications as a means of offsetting all costs of publishing and distribution provided that:

1. The advertisements are in good taste and within the bounds of propriety;
2. Advertisements for controlled substances, alcohol, or tobacco are not accepted;
3. Advertisements for religious or political groups are not accepted;
4. Club mailing lists or rosters are not furnished to advertisers;
5. No representation is made to Masons that it is their duty to advertise; and

**6.** Any excess over the expenses of publishing and distribution of such publication shall be donated to a recognized Masonic Charity as designated by the Governing Board.

## ARTICLE VIII

### THE WOLCOTT FOUNDATION, INC.

#### SECTION 1 - NAME

The Wolcott Foundation, Inc. (herein known as the Foundation), is a corporation duly organized and existing under the laws of the State of Missouri under its "General Not for Profit Corporation Act", and its affairs are administered by an elected Board of Trustees. It is the successor to the former "The Wolcott Foundation of High Twelve International".

#### SECTION 2 - MEMBERSHIP

Each individual member of High Twelve International, Inc., is a member of said Foundation and is entitled to participate in the conduct of its affairs in accordance with the By-Laws of said Foundation.

#### SECTION 3 - MEETINGS

Annual meetings of the Foundation shall be held in conjunction with the annual meetings of High Twelve International, Inc.

## ARTICLE IX - AMENDMENTS

#### SECTION 1 - WHO MAY PROPOSE

Amendments to these By-Laws may be proposed only by a Club, a State Association or by the Governing Board.

#### SECTION 2 - PROCEDURE

##### A. Filing

1. Each proposed amendment must be accompanied by a statement of reason(s) for its adoption, the phrasing of the amendment, and by whom presented.

2. Each proposed amendment submitted by a Club must be accompanied by a statement of ratification by its State Association, if any.

3. All such proposed amendments intended for consideration at an annual Convention of High Twelve International, Inc. must be received by the International office no later than 30 days prior to the Governing Board's mid-year meeting.

##### B. Board Consideration

1. All such proposed amendments shall be received and considered by the Governing Board at mid-year meeting.

2. The Governing Board shall, at said mid-year meeting, make its recommendation(s) for acceptance or rejection, review and/or rewrite by the appropriate committee(s), or forward it "as is" to the next subsequent Convention for consideration. The report of the Governing Board on all proposed amendments shall be presented to the next annual Convention.

##### C. Referred to Committee

All proposed amendments shall be promptly referred to the appropriate Committee(s), which shall present a report to the Executive Committee and to the Governing Board at the pre-convention meeting(s) for the recommendations of both, if

any, and then presented to the General Assembly for appropriate action.

**D. Notice**

Not later than April 30, all Clubs shall be notified of all proposed amendments, by whom proposed, the phrasing of the amendments, the reasons given for adoption and the recommendation of the Governing Board, if any. Publication of all such proposed amendments with supportive data in the official publication of High Twelve International, Inc., within the time prescribed herein shall be construed as sufficient notice.

**E. Vote Procedure**

The method of voting on adoption of amendments shall be by roll call of the Clubs, and then the delegates-at-large.

**F. Decision**

A two-thirds (2/3) majority of all votes cast shall be required for the adoption of any amendment.

**SECTION 3 - WHEN EFFECTIVE**

An amendment shall be effective immediately upon its adoption, unless otherwise provided by the wording of the amendment or the motion for adoption. \* \* \*