JUNE 15, 2019

HIGH TWELVE INTERNATIONAL, INC.

UNIFORM CLUB BY-LAWS

ORIGINALLY APPROVED; JUNE 15, 2013
92nd International Convention, Philadelphia, Pennsylvania

1st AMENDED: JUNE 28, 2014
93rd International Convention, Springfield, Ohio

2nd AMENDENT: JUNE 28, 2015
94th International Convention, Philadelphia, Pennsylvania

3RD AMENDMENT: JUNE 15, 2019
97TH International Convention, Addison, Illinois

THOMAS A. BACHOCHIN, INTERNATIONAL SECCRETARY
HIGH TWELVE INTERNATIONAL, INC.
Avondale, Arizona

HIGH TWELVE INTERNATIONAL, INC. – UNIFORM CLUB BYLAWS

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ARTICLE I – STATEMENT OF OBJECTIVES

A. The name of this Club shall be _____ High Twelve Club, Number _____ (hereinafter "Club").
B. The term "Masonic" in the club title may be used in those jurisdictions where the Grand Lodge does not expressly prohibit it.
C. It shall be located at (or near) _____ (City) in _____ County, _____ (State).
D. It holds its Charter from, and owes fealty and allegiance to the High Twelve International, Inc. and shall act in accordance to the Constitution, Bylaws and Rules adopted by High Twelve International, Inc.
E. The principal objects of this Club shall be:
    a. To unite Masons in the happy bonds of a fraternal hour, enjoying a meal, fellowship and a program;
    b. to inculcate the ideals taught in Masonry during these fraternal hours;
    c. to support the Wolcott Foundation, the principal philanthropy of High Twelve International Inc.; and,
    d. To give support and attention to the youth of America, fostering, encouraging and enthusiastically supporting their moral, social and intellectual development.
F. This Club acknowledges the supreme authority of the Grand Lodge of _____ (state or jurisdiction) in all matters of Masonic law, tradition and ethics. It pledges never to interfere with or meddle in the affairs of any Masonic Lodge, nor to engage in, nor 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.

ARTICLE II – MEETINGS

The stated meetings of the Club shall be held on _____ of the _____. The _____ (insert month) meeting shall be the Annual meeting for election of officers. Special Meetings may be held at the time and place designated by the President or by two-thirds (2/3) of the Directors.

ARTICLE III – OFFICERS AND COMMITTEES

A. The following officers shall be elected at the Annual Meeting each year. Installation may be at the Annual Meeting or a subsequent meeting, and the officers shall serve until their successors are duly elected and installed: President, 1st Vice President, 2nd Vice President (optional) and 3rd Vice-President (optional), Secretary, Treasurer, and Masonic Representative.
B. President. It shall be the responsibility of the President: to supervise the affairs of the Club under the direction of the Board of Directors; to preside at all Membership Meetings; to appoint committees as necessary and appropriate; to be an ex-officio member of all committees and other delegations, whether temporary or permanent in character; and to serve as one of the Club's representatives on the State Association. The President shall preside over meetings of the Board of Directors and cast a vote only in the case of a tie vote among the other members of the Board of Directors.
C. The Vice-Presidents. The Vice-Presidents, at the direction of the President, shall have charge of Program Development, Membership Recruitment, Budget and Finance, Charity, and such additional responsibilities as the President may designate. The succession to the office of President for an

interim period, in the event of resignation or incapacity of the President, shall be the 1st Vice President.

D. Secretary. It shall be the responsibility of the Secretary: to keep true and accurate membership records, minutes and attendance at all Board of Directors meetings and such other meetings as designated by the President; to announce the call for Membership and Board of Directors meetings; to carry on all official correspondence as directed; reporting membership and other changes to the State Association Secretary or High Twelve International Secretary for Independent Clubs as required; and to serve as custodian of all official records and the corporate seal of the Club under the direction of the President and the Board of Directors.

E. Treasurer. It shall be the responsibility of the Treasurer: to prepare both a quarterly and an annual report of the finances of the Club to the Board of Directors and the membership; to keep accurate and complete records of all receipts and disbursements; to deposit the funds of the Club under the direction of the Board of Directors; and to file income tax returns as appropriate.

F. The separate offices of Secretary and Treasurer may be combined into one office of Secretary/Treasurer.

G. Masonic Representative. It shall be the responsibility of the Masonic Representative to represent the Club and to serve as a liaison to local Blue Lodges, indicating the purposes of High Twelve International, Inc., especially its role "In Service to Freemasonry."

H. The Chaplain and Sergeant-at-Arms shall be appointed by the President and shall serve at his will and pleasure during his term of office.

I. Election of Officers – The elected officers shall be elected by a majority vote of the membership present and voting.

J. Eligibility for Office - Any regular member in good standing shall be eligible for nomination. There shall be no limitation on successive terms unless the local club shall limit the same. *[Article IX – Local Regulations]*

ARTICLE IV - ADMINISTRATIVE BODY; BOARD OF DIRECTORS

A. How Constituted - The Board of Directors shall be composed of the President, Immediate Past President, 1st Vice-President, 2nd Vice-President (optional), 3rd Vice-President (optional), Secretary, Treasurer, and Masonic Representative.

B. Powers - The Board of Directors shall have supervision and charge of the Club's financial and business affairs, and shall authorize appropriations of its funds as it, by the majority vote of the members present, may deem necessary and proper. Such Board shall have authority to pass upon and determine any and all other questions pertaining to the Club.

C. Budget - The Board of Directors shall adopt and approve a proposed budget for the next year's annual expenses and submit the same to the membership for their information.

D. Quorum - A majority of the members of the Board shall constitute a quorum.

E. Meeting - The Board shall meet when called by the President.

F. Dissolution - The Board of Directors shall not have the authority to dissolve or terminate this Club without the concurrence of two thirds (2/3) of the total membership of the Club.

ARTICLE V - REMOVAL OF AN OFFICER (CLUB)

A. PURPOSE

   A) A High Twelve Officer may be removed for cause or for failure to perform his duties. If it is an appointed officer, he can be removed by the President, after conferring with his officers. If it is an elected officer, the following procedures will be followed.

B. REASON(S)

A) The reason(s) to remove an officer shall be put in writing and submitted to the appropriate Secretary. It needs to set forth the specific reason(s) against the alleged offending officer.

C. RIGHT TO RESPOND & APPEAL

A) Right to respond to the original accusations: The alleged offending officer shall have the right and given the opportunity to present a response to the reason(s) at the time the matter is to be reviewed. This can be in person, in writing, or by a representative of his choice. The response should be presented within 30 days of notification.

B) Right to Appeal: After a decision against the offending officer he shall have the "right to appeal" by making such request, in writing (by certified mail, return receipt), to the International President with a carbon copy to the International General Counsel. Such exercise to right of appeal shall be received within 28 days from date of the original judgement. In the case were the offending officer is the International President, such right of appeal shall be exercised to both the General Counsel, and to and through the Junior Member of Council of Past International Presidents (PIP's), who shall make final judgement with the Executive Board.

D. ABSENCE OF RESOLUTION

A) In the absence of a resolution of the matter, the President can remove an elected officer by a majority vote of the Executive Board. The President will notify the officer in person, by telephonic or electronic means. In the event the officer is removed, the President may appoint any qualified member to fill the vacancy for the remainder of the term or, he may call a Special Meeting for the purpose of electing a new officer to the vacant office.

E. IF THE OFFICER IS THE PRESIDENT

A) If the officer to be removed is the Club or Association President, the same procedures will be followed with the 1st Vice President presiding.

ARTICLE VI - AUDIT

The books and accounts of the Club shall be audited once a year by a committee or members(s) selected by the President. The report of such a committee or members shall be read at the Annual meeting and submitted to the State Treasurer as required by the State Association.

ARTICLE VII - GOVERNANCE

The rules contained in *Robert's Rule of Order Newly Revised* shall govern all meetings of this Club, its Board of Directors and all Committees, in all cases in which they are applicable and in which they are not inconsistent with either the Constitution and By-Laws of the High Twelve International, Inc. or of this Club.

ARTICLE VIII - MEMBERSHIP

A. Election to Regular membership in this Club shall be by majority vote of the members present. To be eligible for Regular membership, candidates must be a Master Mason of a regular Masonic Lodge in Good Standing.

B. Election to Masonic Home membership shall be by a majority of the members present. To be eligible for Masonic Home membership candidates must be a Master Mason of a regular Masonic Lodge in Good Standing and be a resident of a Masonic Home.

C. Honorary Membership in this Club shall be elected by a majority vote of the members present. To be eligible for membership candidates must be a Master Mason of a regular Masonic Lodge in Good Standing. Honorary members shall have all the privileges of membership except those of voting and

holding office and shall not be liable for any dues or fees. Honorary membership shall be for no more than one (1) year only, as it is intended to introduce honored, nonmember Masons, to High Twelve.

D. Membership shall be terminated of any Member upon:
    a. Failure to maintain membership in good standing in the Blue Lodge.
    b. Failure to pay dues or charges due to the Club after thirty (30) days written notice of delinquency;
    c. Conviction of a felony or other criminal charge which would bring disgrace or disrepute to Masonic principles; and/or
    d. Honorary membership shall terminate automatically on the first day after the one-year anniversary of membership. Thereafter, any honorary member may become a regular member.

E. Reinstatement: Regular and Masonic Home Membership - Such former Regular and Masonic Home Members, at the discretion of the Board of Directors, may be reinstated to the membership upon his petition, reinstatement fee, and upon the payment of all his indebtedness to the Club.

ARTICLE IX - FEES AND DUES

The initiation fee and dues shall be set by the membership at a membership meeting provided that written notice has been given to the membership at least thirty (30) days prior to the meeting where action is to be taken. Fees and Dues shall include but not limited to applicable International and State Per-Capita, New and Reinstatement Member Fees and Club operational costs.

ARTICLE X - LOCAL REGULATIONS

(Under this article the Club may provide laws for definitely exclusive local matters not in conflict with the State or High Twelve International By-Laws, Regulations, Edicts or Decrees. The Club may make as many sections under this article as may be required to meet the needs of such Club. Provisions to be included within this section must be set forth in an Addendum and approved by the International Secretary prior to taking effect. If this article is not used, then it should be left blank and marked NOT USED.)

ARTICLE XI – TERMINATION OR DISOLUTION

In the event this Club shall cease to exist, except for the purpose of consolidation or merger, the President, Secretary, and Treasurer shall, within 30 days thereafter, transmit to the State Association or any other person designated by the International President, all the property of the Club, including, without limitation, all the books, records, jewels, paraphernalia, and funds or assets thereof.

ARTICLE XII - CONFLICT DISCLAIMER

Anything contained in these By–Laws in conflict with the Constitution and By-Laws of the High Twelve International, Inc. is hereby declared null and void.

ARTICLE XIII - CLUB FUNDS

All Club funds shall be kept in the name of the Club in a financial institution in which the funds are federally insured (such as F.D.I.C. etc.).

It the responsibility of the Club to acquire an Employer Identification Number from the Internal Revenue Service and maintain and submit all documents (EIN and annual 990-N ePostcard filings) that may be required.

ARTICLE XIV – AMENDMENTS

These By–Laws may be amended at any meeting of the Club by a 2/3 majority vote of those members present if written notice has been given to the membership at least thirty (30) days prior to the meeting where action is to be taken. Such By–Laws shall become effective when signed by the Secretary of High Twelve International, Inc.

ADOPTED AND ATTESTED:

Date Approved: _____ _____

Club Name & Number

_____ _____

Club President Club Secretary

Date Approved: _____ _____

International Secretary