

2003 Bylaws changes from USGL

1. Corresponding to IHQ changes:

a. "1," "2," and "3" are identical with IHQ amendments "1," "2," and "5a" respectively, pertaining to Associate Membership, ADV Status, and Parliamentary Authority.

b. Corresponding to "4" in agenda-- Consolidation of defined powers

Delete:

Section 5.03. The Electoral College.

G. The National Grand Master General shall have the power to veto any action taken by the Electoral College, within ten (10) days of notification of such action.

and

Section 6.19. Action by the Executive.

B. The National Grand Master General shall have the power to veto any action by the Executive, within ten (10) days of that action.

Replace with:

Section 3.06. Duties of National Grand Master General

D. The National Grand Master General shall have the power to veto any action taken by the Executive or the Electoral College, within ten (10) days of notification of such action.

(Prompted by rewrite of Article VI)

c. Article VI rewrite (redlined copy attached)

2. Finance committee

Current wording:

2.10.B. Pursuant to Articles III, VI and XIII, the Grand Treasurer General may form a Finance Committee composed of the Grand Treasurer General, with a representative from the Electoral College, Grand Tribunal, Supreme Grand Council and the Secret Areopagus of the VIII°, with authority to levy additional fees and assessments, subject to the approval of the Executive and the International Supreme Council.

3.10.A.xi. Preside over a Finance Committee comprised of treasury representatives from each of the Governing Bodies of O.T.O. U.S.A. These representatives may or may not be Assistant Treasurers pursuant to Section 3.11.

Proposed wording:

~~2.10.B. Pursuant to Articles III, VI and XIII, the Grand Treasurer General may form a Finance Committee whose membership shall include the Grand Treasurer General and a treasury representative from the Electoral College, Grand Tribunal and Supreme Grand Council, with authority to levy additional fees and assessments, subject to the approval of the Executive and the International Supreme Council.~~ Delete entire section.

3.10.A.xi. ~~-appoint and Pp~~preside over a Finance Committee whose membership ~~shall may~~ include treasury representatives from each of the Governing Bodies of O.T.O. ~~U.S.A. These representatives may or may not be Assistant Treasurers pursuant to Section 3.11.~~

Justification from Liber 194:

34. The Grand Treasurer General is appointed by the Supreme and Most Holy King; he may be a member of any grade whatever; but he must, on accepting office, take the vow of poverty. His authority is absolute in all financial matters; but he is responsible to, and may be removed at will by, the Supreme and Most Holy King. He will appoint a committee to assist him and advise him in his work; and he will usually select one person from each of the governing bodies of the Order.

Article VI: Administrative Bodies (Directors and the Executive)

Section 6.01. Use of Terms.

The words "Executive", "Directors" and "Board", as used in the Articles of Incorporation of this corporation or in these Bylaws in relation to any power or duty requiring collective action, mean "Board of Directors".

Section 6.02. Powers.

Subject to the limitations contained in the Articles of Incorporation and these Bylaws, the Directors shall exercise the powers of O.T.O. U.S.A., control its property, and conduct its affairs, except as otherwise provided by law.

Section 6.03. Duties of Directors.

A. It shall be the duty of the Directors to:

- i. Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation of this corporation, or by these Bylaws, or by the Bylaws of O.T.O. (International).
- ii. Appoint and remove, employ and discharge, and, except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any, of all officers, agents, and employees of O.T.O. U.S.A.
- iii. Supervise all officers, agents, governing bodies, and employees of O.T.O. U.S.A. to assure that their duties are properly performed.
- iv. Meet at such times and places as required by these Bylaws.
- v. Require that special meetings of members be called whenever and as often as they deem necessary and whenever demanded by the required number of members as in these Bylaws provided.
- vi. Assure that new members shall continue to be admitted to the Initiate class of membership of O.T.O. U.S.A.

Section 6.04. Duties of the Executive.

A. The powers, responsibilities and duties of the Executive shall be to:

- i. Carry out the day-to-day administration of O.T.O. U.S.A.
- ii. Conduct the Order's business management, legal affairs and public relations.
- iii. Coordinate the joint or separate meetings of the Governing Bodies of the Order, except the Secret Areopagus.
- iv. Meet to act upon specified business normally appropriate to another Governing Body of the Order no less than thirty-one (31) days after receipt of a written request from the secretary of the body, who must simultaneously mail copies of the request to all members of the concerned body.
- v. Meet to act to assume the official functions and transact any business normally delegated to a Governing Body of the Order should said body chronically fail in its delegated responsibilities. Such action requires thirty-one (31) days prior notification to all members of the affected body or bodies, and may only be initiated by unanimous decision of the Executive.
- vi. Meet to act upon business requiring immediate emergency action in a matter appropriate to a Governing Body of the Order. Determination that the emergency condition exists requires a unanimous decision of the Executive. Normal prior notification requirements are waived in such emergencies only.
- vii. Assist with legal registrations for Clerical Members with ministerial status pursuant to Section 9.05.

Decisions made pursuant to Subsections (i) and (ii) are automatically effective upon due notice. Those decisions made pursuant to Subsections (iii-v) shall be binding until the next meeting of the Governing Body of the Order normally responsible for such a decision, at which time they become a part of the official minutes of said body, subject to their rules and Subregulations.

- B. All actions of the Executive and the Governing Bodies under its administration and oversight are subject to review by the International Supreme Council, and to veto by the O.H.O.

Section 6.05. Compensation.

The compensation of Directors shall be in such sum, if any, as may be fixed from time to time by a majority of the voting members acting at a duly called and held meeting of the Secret Areopagus, or by written consent of a majority of the voting members of the Secret Areopagus ratifying a resolution of the Executive.

Section 6.06. Use of Telephonic or Computerized Teleconferencing Aids in Meetings.

Meetings of the Executive may be held by the use of telephone conference, or by the use of telecommunicating computer conferencing aids. The physical attendance of the required number of members in order to meet quorum requirements is not necessary as long as quorum can be met by the use of such telephonic or computerized teleconferencing aids.

Section 6.07. Regular Meetings of the Executive.

The Executive shall meet not less than four times per year and more often as necessary.

Section 6.08. Special Meetings of the Executive.

Special meetings of the Executive may be called by the National Grand Master General, or if he or she is absent or is unable or refuses to act, by the Deputy National Grand Master General, or by any two Directors.

Section 6.09. Notice.

The Grand Secretary General of O.T.O. U.S.A., or other person designated by the National Grand Master General, shall deliver notice of the time of regular meetings of the Executive to each Director at least seven (7) days prior to the date of the meeting.

Section 6.10. Conduct of Meetings.

Meetings of Directors shall be presided over by the National Grand Master General, or in his or her absence by the Deputy National Grand Master General, or in the absence of both, by a chairman chosen by a majority of the Directors present. The Grand Secretary General of O.T.O. U.S.A. shall act as Secretary of the Executive. In case the Grand Secretary General is absent from any meeting of Directors, the presiding officer may appoint any person to act as Secretary for the meeting.

Section 6.11. Quorum.

A quorum shall consist of two (2) Directors. No business requiring unanimous action shall be undertaken unless all members are present.