

**By-Laws of the
New York
Moose Association**

ARTICE I – NAME

The name of this organization shall be the New York State Moose Association Inc., hereafter referred to as the Association, a New York State nonprofit corporation.

ARTICLE II - OBJECTIVES

The Objectives of the New York Moose Association are:

1. To coordinate the programs and directives of Moose International Inc., Women of the Moose and the Supreme Lodge.
2. Aid and promote the purposes of the Loyal Order of Moose and the Women of the Moose.
3. Bring a closer cooperation of the Lodges of the Loyal Order of Moose, Chapters of Women of the Moose, and the membership of such Lodges and Chapters in the state of New York.
4. Build the membership strength of the order.
5. Exchange ideas and ideals which may be of benefit to the various Lodges and Chapters and their members.
6. Promote interest in the work of ritual staffs and similar units.
7. Encourage a broader interest in Lodge and Chapter sports and family activities.
8. Stimulate participation in Heart of the Community events and local community service programs.
9. Adopt programs and projects for the betterment of Mooseheart, Moosehaven, Moose Charities and other charitable endeavors as approved by the Association.
10. Foster a closer relationship between Lodges and Chapters in New York and in Lodges and Chapters in neighboring Associations.

ARTICLE III - AUTHORITY

The Association at all times shall be amenable to and under the supervision of Moose International Inc., the Supreme Lodge and the Supreme Council, and be bound and governed by the Constitution of Moose International and the Supreme Lodge, and the General Laws of the Supreme Lodge and the By Laws of Moose International.

ARTICLE IV – MEMBERSHIP

Membership in the Association shall consist of all Lodges and Chapters in the State of New York that are in good standing in the Supreme Lodge, Loyal Order of Moose, Women of the Moose and the New York State Moose Association.

ARTICLE V – COMPOSITION

Section 1. For the convenience in carrying on the functions of the Association, Districts comprised of the geographically related Lodges and Chapters shall be established, by the Board of Officers of the Association.

Section 2: The Lodges and Chapters to be included in the various Districts may be altered from time to time, with new Districts established as determined by the Board of Officers.

Section 3: Each District within the Association, shall between annual conventions hold a minimum of four (4) regular meetings with at least one being held each quarter. The meetings of the District shall be conducted in accordance with an agenda furnished by the Association.

Section 4: The elected officers of the District and the Governors, Senior Regents, Administrators, and Recorders of the Lodges and Chapters, within the District, shall be members of the District Executive Committee, which shall meet at the call of the District President, who shall preside.

ARTICLE VI – DELEGATES

Section 1: Each member Lodge and Chapter in good standing with the Association shall be entitled to be represented in the meetings of the association by two (2) delegates who should be the Governor and Administrator of the Lodge, and two (2) delegates who should be the Senior Regent, and Recorder for the Chapter, and one additional delegate for each (50) members on the rolls, or a majority fraction thereof; provided that no one Lodge or Chapter shall be entitled to a representation exceeding fifteen (15) delegates nor cast more than fifteen (15) votes. In addition to voting “delegates” each Lodge or Chapter may have in attendance non-voting attendees.

Section 2: Each delegate selected to represent their Lodge or Chapter at a meeting of the Association, shall receive from his Lodge and Chapter a certificate of his or her selection prepared by the Secretary of the Association. This certificate must be signed by the Governor or Senior Regent and attested to by the Administrator or Recorder, under the seal of the Lodge or Chapter. Each delegate present for a vote of the Association shall be entitled to one vote, providing the total number of votes does not exceed the number entitled to the Lodge or Chapter, or based on dues, which have been assessed by the Association and subject to the limitations contained in Section 1 of this article.

Section 3: All Past Presidents of the Association, and all members of the Executive Board of Officers, who are members of Lodges or Chapters in good standing within the Association, shall be entitled to all rights and privileges of a delegate, and shall not be counted as part of the Lodge or Chapter entitlement referred to in Section 2 of this article.

Section 4: Any Regional, Territorial, or Liaison Manager from Moose International for the New York State Moose Association, are here in advice capacity with no voting privileges.

Section 5: No person shall be entitled to more than one vote regardless of the numbers of capacities he or she may hold or occupy. Voting by proxy is prohibited. One vote means one position. No one in the Association may hold more than one position on the State Board. Examples include Legion Ambassador, Deputy Supreme Governor, etc.

ARTICLE VII – QUORUM

Section 1: Any number of duly accredited delegates, representing at least a majority of the member Lodges and Chapters in good standing, shall constitute a quorum for the transaction of business at any duly authorized session of the Association; provided that the President, Vice-President, Prelate or Junior Past President (in that order) be present to preside.

Section 2: A majority of all votes cast shall decide all questions except those which involve amendment, alteration of addition to these by-laws, or an appeal from the decision of the Chair, either of which shall require a two-thirds (2/3) vote of duly accredited delegates in attendance.

ARTICLE VIII – ELECTED OFFICERS

The elected officers of the Association shall consist of a President, Vice-President, Prelate, Secretary, Treasurer and one (1) District President from each district within the Association.

ARTICLE IX – BOARD OF OFFICERS

Section 1: The Board of Officers of this Association shall be composed of the elected officers, and the Junior Past President who are members of Lodges and Chapters in good standing within the Association, and who are themselves in good standing with their respective Lodge or Chapter. In addition, all Supreme Lodge Representatives and Appointees who are in good standing with their respective Lodge and Chapter, and whose Lodge or Chapter is in good standing within the Association, shall serve on the Board of Officers of the Association.

Supreme Lodge Representatives, Women of the Moose Representatives, and Appointees shall include the following: Supreme Lodge Officers, General Director, General Governor, Supreme Council Members, Past Supreme Governors, Supreme Inner Guard, Supreme Outer Guard, Supreme Sergeant–At-Arms, Justices of the Supreme Forum, Deputy Supreme Governors, Deputy Grand Regents, Past Grand Regents, Grand Council Members, Chapter Analyst Coordinator, Moose Legion Ambassadors and members of the following Boards or Committees: Mooseheart Board of Directors, Moosehaven Board of Directors, Moose Charities Board of Directors, Moose Foundation Board of Directors, Community Service Board, Judiciary Committee, International Sports Committee, Moose Legion Council, Government Relations Committee, Academy of Friendship Board, Star Recorder Board, College of Regents Board, and such other Board or Committees created by the Supreme Lodge and so notified by the Supreme

Lodge or Women of the Moose and so notified in writing to the Association by the General Governor or Grand Regent.

Section 2: The Board of Officers, during the times that the Association is not in session, shall take general charge and supervision of the affairs of the Association and perform such duties as may be necessary and proper to protect the interests, promote the welfare and accomplish the objectives of the Association; it shall carefully and judiciously control the finances of the Association and prepare a budget for the disbursement of Association funds. It shall have the authority to fix the salary of the Secretary and shall have the right to authorize payment of all reasonable expenses incurred on behalf of the Association including reimbursement to Officers or any other member doing authorized business on behalf of the Association. It shall submit to the Association at each annual meeting a report, in writing, all its accounts since the last annual meeting. It shall perform such other duties as may be imposed upon it by these by-laws or by the Association.

Section 3: A majority shall constitute a quorum of the Board of Officers, and the President and Secretary of the Association shall be respectively, Chairman and Secretary of the Board of Officers.

Section 4: Except where prohibited by these by-laws, the Board of Officers, between meetings of the said Board, shall have the right, by recorded action, to delegate its powers, except the power to appropriate the funds of the Association, to an Executive Committee consisting of the President, Vice President, Junior Past President, Prelate, Secretary, Treasurer and Regional Liaison or Special Representative, for the purpose of expediting the performance of functions otherwise performed by said Board of Officers.

Section 5: The Board of Officers, or the President, or the Executive Committee, may order an audit of any funds of the Association, including any special fund accounts, and the Chairman of any committee having a special fund account shall submit in writing a full accounting report at any time requested by the Board of Officers, or the President, at least once a year to the Secretary at the annual meeting.

ARTICLE X – TERM OF OFFICE

Section 1: Each elected officer, except the Secretary, shall be chosen for a term of one (1) year to begin at the adjournment of the annual meeting which he or she is elected. The Secretary shall be elected for a term of three (3) years, which shall begin at the adjournment of the annual meeting at which he or she is elected. Each officer shall serve until his or her successor has been duly qualified and elected.

Section 2: The Board of Officers shall fill vacancies, in any of the elected offices, for the unexpired term.

Section 3: The President, with the consent and approval of the Board of Officers, shall have the power to declare any office vacant except the office of Secretary, if in his or her opinion the occupant has failed to perform the duties of such office. The office of Secretary may be declared vacant providing that the majority of the Board of Officer's vote, in their opinion, the occupant has failed to perform the duties of the office.

Section 4: In the absence of, disability of, or death of the President during his or her term, the Vice-President will move up to fill that office for the balance of the term. If the Vice-President should become disabled, resign from office or meet with death during his or her term of office, the Board of Officers at its discretion will select and appoint from the membership of the New York State Moose Association Inc., a qualified person to fill that office for the balance of the term. In the absence of the President at a stated meeting of the Association, the Corporation, the Board of Officers, or Executive Committee, the Vice-President, Prelate or Junior Past President shall preside in that order.

ARTICLE XI – NOMINATION AND ELECTION OF OFFICERS

Section 1: The Nominating Committee of the Association shall consist of members of the Board of Officers, four (4) Past State Presidents in order of juniority together with five (5) representatives appointed by the State President, who shall be Past State Presidents or committeemen, and selected from five (5) member Lodges or Chapters in good standing with the Association.

Section 2: This committee shall place in nomination at least one candidate for each office to be filled. Names may be sent to the Nominating Committee which shall be given due consideration. Any eligible member of the Association, who has submitted his or her name for a specific office, but not nominated by the Nominating Committee, shall have his or her name placed upon the ballot by filing a petition with the Secretary of the Association, prior to the beginning of the session at which the election is to be held, containing the names and Lodge and Chapter number of not less than ten (10) percent of the registered delegates attending the annual meeting.

Section 3: The nominee for President, Vice-President and Prelate must be a Past Governor or Past Senior Regent of the Order, served at least one year in an elected office of the Association, and may have not have previously served as President of the Association.

Section 4: Each District shall hold a meeting at least two weeks before the date of the annual meeting for the purpose of selecting its recommendation for District President, and electing its Vice-President, Prelate, Secretary, and Treasurer of the District. The selection for President of the District shall be submitted to the Association Nominating Committee for their consideration.

This action by the District shall be considered by the Association Nominating Committee, as a recommendation, by the District.

Section 5: The Nominating Committee shall report to the annual meeting of the Association during its second day's session if the meeting lasts for (3) days. If it shall not last for three (3) days, then such report shall be made on the first day of the meeting.

Section 6: The election of officers shall be held during the final business session of the annual meeting and the election shall take place by secret ballot.

Section 7: The officers, elected and appointed, and Committee Chairmen, shall be installed into office prior to the close of the annual meeting utilizing the ritual provided by the Moose International Ritual Department.

Section 8: The printing, circulation or distribution of any written or printed matter, resolutions, letters, tickets, sample ballots, or written communication through and electronic media (e-mail facsimile, etc.) by a member or anyone acting on behalf of a member, suggesting, recommending, opposing, or containing the names of a proposed candidate for any association office, is hereby prohibited. For any violation of this section, the General Governor may suspend the offending member or members, and in his judgement, disqualify a candidate for office or void conduct and order a new election.

ARTICLE XII – MEETINGS AND ATTENDENCE

Section 1: There shall be an annual meeting, here-after called “convention” and a mid-year meeting, here after called the “mid-year conference” of the Association to be held at such place as has been determined by the Board of Officers. The convention of the Association shall be held during the months of July through October and the conference of the Association shall be held during the months of January through April each year.

Section 2: With the consent of the General Governor, the Board of Officers may call other meetings of the entire membership of the Association when in its opinion the interests and welfare of the Association justify it.

Section 3: A registration fee, as determined by the Board of Officers, may be charged to those members attending a meeting of the Association.

Section 4: All Lodges and Chapters shall be represented at the Association's annual conventions, a mid-year conferences, district meetings, workshops, training seminars, and schools. All Lodges and Chapters shall comply with the Constitution and General Laws **Sections 46.5** and **51.5** regarding participation and representation. All Lodges and Chapters shall comply with the Association By-Laws.

Section 5: The General Governor of the Loyal Order of Moose shall administer representation at International Conventions and penalties for non-compliance with **Section 46.5** of the General laws. The Liaison and Territorial Manager shall assist in the enforcement of the General Governor's decisions.

ARTICLE XIII – ASSOCIATION DUES

Section 1: Each Lodge and Chapter of the association shall remit to the Secretary on the first day of July of each year, a sum equivalent to two dollars (\$2.00) per good standing member on the rolls of the Lodge and Chapter, the computation to be based upon the monthly reports to the Lodges and Chapters within the Association submitted to Moose International, for the period ending April 30th provided.

Section 2: No member Lodge or Chapter, delinquent in its Association dues, shall participate in meetings or activities of the Association. This expressly prohibits group or team entries such as ritual teams, bowling and other athletic team participation in any Association activities, unless Association dues are paid for the current year, covered in Section 1 of this article. This section shall not prohibit a Moose member in good standing of a Lodge or Chapter, delinquent in its Association dues, from attending any and all meetings of the Association, provided he or she meets the requirements thereof, but he or she shall not be a qualified voting delegate on issues before the meetings.

ARTICLE XIV – DUTIES OF OFFICERS

Section 1: The President shall be the Chief Executive Officer of the Association; he or she shall preside over all meetings of the Association, the Corporation, the Board of Officers and the Executive Committee and shall appoint officers and committees and call meetings of the Board of Officers and Executive Committee at such times as the business of the association may require. He or She shall with the Regional Manager or Special Representative, supervise and correlate the activities and visitation of the District Presidents and shall have the authority to visit the Lodges and Chapters which are members of the Association. He or She shall appoint a Sergeant-at-Arms, Assistant Sergeant-at-Arms, Inner and Outer Guards, Assistant Inner and Outer Guards, as he or she may deem necessary.

Section 2: In the absence of the President at a stated meeting of the Association, the Corporation, the Board of Officers or Executive Committee, the Vice-President, Prelate, or Junior Past President shall preside in that order.

Section 3: Each District President shall:

- a. Visit Lodges and Chapters in his or her District as often as possible for the purpose of encouraging and promoting progress in the development of fraternal programs.
- b. Encourage each Lodge or Chapter in his or her District to continue its affiliation with the Association and cooperate with the Secretary of the Association in the collection of dues.
- c. Cooperate with the Association Officers in the collection of funds in connection with any program sponsored by the Association.

- d. Encourage membership promotion in cooperation with Membership Department of Moose International and the Regional Manager or Special Representative.
- e. Cooperate with the Association Ritual Chairman in encouraging the formation of Ritual Staffs and to encourage perfection and efficiency by the Officers in charge as well as the exemplification of the ritual in all Lodge and Chapter ceremonies.
- f. Attend all Board of Officers meetings of the Association.
- g. Cooperate with the Association Chairmen in all authorized activity in his District.
- h. Prepare a written report to be given at the meetings of the Association covering all phases of activities within his or her District.

Section 4: The Secretary shall keep a true and correct record of all the proceedings of the Association, the Board of Officers and the Executive Committee, and promptly attend to all correspondence and perform all duties usually pertaining the office of Secretary. He or She shall give adequate surety bond in an amount to be fixed by the Board of Officers, the premium on which shall be paid from the treasury funds of the Association, which checks shall be countersigned by the Treasurer and or the President. He or She shall submit an annual report to the Association showing the condition thereof and of the lodges and chapters within the jurisdiction of the Association so far as he or she is able to ascertain; he or she shall receive and account for all moneys turned in to the Association and shall furnish the Treasurer with duplicate deposit slips showing all funds deposited to Association accounts, and shall perform such other duties as may be properly required of him or her. He or She shall receive such compensation for his or her services as may be determined by the Board of Officers.

Section 5: The Vice-President shall assist the President in the conduct of business of the Association at conferences or conventions. He or She shall be responsible for guiding the District President in their duties and shall be in charge of reports of the District Presidents at the meetings of the Association. The Vice-President shall be the major alternate to the President in making visitation and promoting the purpose and goals of the Association consistent with the purposes and goals of the Fraternity.

Section 6: The Treasurer shall, at all times, be kept informed by the Association Secretary and the Investment Committee, as to the true financial status of the Association and shall perform such other duties as the Board of Officers may consider necessary to the Association. He or She shall assist the Secretary in the preparation of the annual Budget and financial report and He or She, or the President shall countersign all checks drawn on the funds of the Association that are properly authorized.

Section 7: The Prelate shall open and close all meetings, special events, and dinners of the Association with appropriate prayer.

Section 8: The Sergeant-at-Arms shall execute the orders of the President during the sessions of the Association and or Board of Officers, assist in preserving order, act as Marshal on public

occasions and in parades, and in case of executive sessions, with such assistance as He or She may select, examine all present as to their qualifications to remain.

Section 9: The Inner Guard and Outer Guard shall take charge of the door during all sessions of Association shall permit only such persons to enter, as are duly qualified representatives or as may be directed by the President or by the Association.

ARTICLE XV – COMMITTEES

Section 1: The standing committees of the Association shall be as follows:

Advisory Committee

Financial Review Committee

Budget Committee

Judiciary and By-Laws Committee

Community Service Committee

Moose Heart and Moose Haven Admissions Committee

Credentials Committee

Fellowship Committee

Fundraising Committee

Government Relations Committee

Historical Committee

Investment Committee

Moose Charities Committee

Moose Legion Committee

Past Presidents Committee

Pilgrim Committee

Publication Committee

Sports Committee

Rules and Order Committee

TIPS Committee

Youth Awareness and Scholarship Committee

Veterans Committee

And any other Committees as maybe deemed necessary by the Board of Officers; and

Or Moose International.

Section 2: Except where otherwise provided, all committees shall be appointed by the President, with the approval of the Board of Officers, at the conclusion of the convention, and the members there of shall serve until the adjournment of the next convention or until their successors have been appointed. All other committees may be appointed at or before the convention at which the appointing President shall preside.

ARTICLE XVI – COMPENSATION

Section 1: The Association will compensate the following Executive Board Members, to include hotels, mileage and tolls:

1. President
2. Past President
3. Vice-President
4. Prelate
5. Treasurer
6. Secretary

Section 2: The Association will compensate the following, to include a stipend, mileage and tolls as deemed necessary by the Executive Board. (Upon completion of reports):

1. District Presidents
2. Committee Chairmen (Sports, Teen Club, Moose Legion and Fund Raisers)
3. Moose Legion International Ambassadors
4. Deputy Supreme Governors and Deputy Grand Regents
5. Past Supreme Governor for a period of five (5) years. (At the conclusion of their term)

ARTICLE XVII – ORDER OF BUSINESS

The agenda for the conventions and conferences, shall be established by the Moose International and coordinated with the Associations Rules and Order Committee through the Regional Manager or Special Representative, but in the event of no such action the order of business shall be as follows:

1. Opening Ceremony
2. Roll call of officers
3. Report of Credentials Committee
4. Appointment of necessary committee
5. Report of officers
6. Reports of committees
 - a. Standing Committees
 - b. Special Committees
7. Report of Nominating Committee
8. Election of officers
9. Selection of place for next meeting
10. Good of the Order
11. Installation of Officers
12. Adjournment

ARTICLE XVIII – LENGTH OF MEETING

The time devoted to the meetings of the Association shall be limited to three (3) days or six (6) sessions. The election of officers for the ensuing year shall be held on the second day session of the convention if the Nominating Committee reports on the first day. The election shall be held on the final day if the report of the Nominating Committee is made on the second day. Twenty-four (24) hours shall elapse between the report of the Nominating Committee and the election of officers.

ARTICLE XIX – HONORARY PAST PRESIDENT

With a recommendation, by the Past Presidents Committee, the Association may, at its convention, confer the title of Honorary Past President upon a member of the Association.

ARTICLE XX – ADOPTION / EFFECT / AMENDMENTS

These By-Laws shall become effective when adopted by a two-thirds (2/3) vote of the Association after approval by the General Governor of the Supreme Lodge, Loyal Order of Moose.

No amendment, alteration or addition to these By-Laws shall be made unless the same shall have been presented, in writing, to the By-Laws Committee, passed on by them and ratified by two-

thirds (2/3) of the votes cast at a regular convention of the Association and become effective when approved by the General Governor.

ARTICLE XXI – RULES OF ORDER

Except as may otherwise be provided, Robert's Rules of Order shall govern all parliamentary proceedings of the Association.