

# **MASTERS AND PAST MASTERS ASSOCIATION OF THE BRONX MASONIC DISTRICT INCORPORATED**

## **OPERATING By-laws**

### **BY-LAWS**

These By-laws effective as of April 30,2021 supersede & invalidate all previous By-laws.

### **GOVERNMENT**

The Government of this Association is reposed in the Constitutions, Landmarks and General Regulations of the Grand Lodge of Free and accepted Masons of the State of New York and in the following subordinate By-laws

### **Article 1 Name & Purpose**

**SECTION 1 NAME** - The legal name of this organization is MASTERS AND PAST MASTERS ASSOCIATION OF THE BRONX MASONIC DISTRICT INCORPORATED, and is also known legally as (DBA)- Bronx Masonic Charities. The Marketing name for this organizations is “The Bronx Masonic District Association”.

**SECTION 2 PURPOSE** -The purpose of this Association shall be the promotion of a spirit of cordiality and cooperation among its members and the advancement of the best interests of the lodges, fraternal organizations and the Craft in the Bronx Masonic District. To contribute to any worthy charitable organization whose aim is toward human welfare and the general beneficence of all mankind.

### **Article 2-Meetings**

**SECTION 1 MEETINGS**-The meetings shall be held in the months of January, April, June, September and November. Meeting months can be changed by a vote of members of the Association. The June communication can be cancelled at the discretion of the President.

**SECTION 2 SPECIAL** meetings may be called at the pleasure of the President, or shall be called by him upon written request of ten (10) members (in good standing) of the Association. No business shall be transacted at a special meeting except that for which the meeting was requested.

**Section 3-Annual Meeting** – January meeting shall be the annual meeting. The meeting shall be for the Election of Officers, and the transaction of such business as may be of importance to the Association.

**Section 4-Number for Quorum** -Nine (9) members shall constitute a quorum for the transaction of all business.

## **ARTICLE 3 MEMBERSHIP**

**SECTION 1-Membership** – All Masons of the Bronx Masonic District, and any other Masonic group that the Association votes approval for membership.

**Section 2-Dues**- Dues are to be paid in December for the coming year. Annual Dues are determined based upon report submitted by the Treasurer and voted on by the Association membership. Members who have not paid their dues will be considered non-voting membership.

## **ARTICLE 4 OFFICERS & THEIR DUTIES**

**Section 1-Executive Officers**- The Executive Officers of the Association is the President, 1<sup>st</sup> Vice President, 2nd Vice President, Treasurer and Secretary.

**Section 2- Duties of the President**-The President shall preside at all meetings and to perform such duties as may properly appertain to this office.

**Section 3- Duties of the 1<sup>st</sup> Vice- President**-The 1<sup>st</sup> Vice President shall assist the President in performance of their duties. In the Presidents absence preside at all meetings and to perform such duties as assigned by the President.

**Section 4- Duties of the 2nd Vice- President**-The 2nd Vice President shall assist the President and the 1<sup>st</sup> Vice President in performance of their duties. In the Presidents and 1<sup>st</sup> Vice Presidents absence the 2<sup>nd</sup> Vice President shall preside at all meetings and to perform such duties as assigned by either officer. The 2nd Vice President is responsible for arranging meeting collations.

**Section 5-Duties of the Treasurer** -The Treasurer shall receive all monies from the Secretary, giving proper receipts therefore and to keep a just and accurate account of all monies received and expended. The Treasurer will provide the Secretary with a record of all receipts deposited electronically into the Associations bank account. The Treasurer will provide financial reports at every meeting indicating the financial state of the Association. The Treasurer will deliver all monies, books, papers and other property of the Association, in his possession to their successor in office.

**Section 6-Duties of the Secretary** -The Secretary shall be to keep a true record of all proceedings of the Association, to carry on its correspondence, to maintain an accurate record of all monies received and expended, including maintaining the annual dues record of all members. The Secretary will turn over to the Treasurer any monies received, and forward vouchers for payments to be made. giving proper receipts therefore and to keep a just and accurate account of all monies received and expended. The Secretary will deliver all books, papers and other property of the Association, in his possession to their successor in office.

**Section 6A-**The Secretary and Treasurer can receive an annual stipend determined by the treasurer in the development of the annual budget, which will be voted upon by the Association membership.

**Section 6B-** The Secretary will make every effort to utilize electronic messengers in transmitting correspondence and meeting notices.

**Section 7-Duties of the Chief Financial Officer-**The Chief Financial Officer is an elected position for a term of five (5) years. Responsibilities are to obtain Monthly bank and Investment statements of the Bronx District Association. The role is to monitor and report, to the Association as required, that the effective use of funds is maintained and adequate controls are in place to ensure that the operation of the Bronx District Association is conducted according to Generally Accepted Accounting procedures. The CFO can be removed from office (for any reason) by a majority vote of summoned meeting of the Association. The CFO cannot hold any other position (elected or appointed) in the organization.

**Section 8-Trustees-** Trustees (there are three positions) are to be an appointed position at the discretion of the President of the Association. Trustees assist the Treasurer and Secretary of the Association as required. Term of office is yearly. Any Trustee can be removed from office (for any reason) by a majority vote of summoned meeting of the Association.

**Section 9- Directors of the Welfare Fund –** The Directors of the Welfare Fund will consist of nine (9) directors, elected by the Association, whose term of office shall be for three years. Terms are staggered so that three (3) positions are elected each year. Vacancies should be filled immediately, and all proposed member(s) require the approval of the general membership.

**Section 9A** the Directors shall adopt rules and regulations for the election of Officers, the definition of their duties, general operating procedures and the custody for funds. Such rules and amendments, so adopted by the directors, shall be subject to the approval of the general membership of the Association. These rules are attached to these by-laws and incorporated by reference.

**Section 9B-** Regular meeting of the Directors of Welfare fund will take place prior to the general meetings of the Association. Special meetings of the Directors of Welfare can be called by the Directors.

**Section 10- Web site Administrator-** The Web site Administrator is an elected position for a term of three (3) years. The Administrator will work with lodges and the Association to make sure the web site has current information and that all participants are providing material that benefits the Bronx Masonic District. The Web site Administrator will report to the Directors of Welfare.

**Section 11-Holding office-** Any member except the President and CFO may hold more than one (1) elected office in the event of a deficiency in possible candidates to the position, but no more than two elected offices at the same time.

## **ARTICLE 5 Welfare Fund**

**Section 1-Purpose of Fund-** The fund exists to provide charitable relief for members of the Fraternity and their families, and to conduct an annual fund-raising event. Funds raised by this event are used to make donations to Bronx charities. All charitable disbursements are to be voted on by the Association members.

**Section 2-Investment Fund** -The Directors are responsible to develop an investment strategy and to invest the funds with a qualified Investment company. Monthly report is made as to Investment's value.

**Section 3-Relief Process** – It shall be the duty of the Directors to make careful investigation of all cases of distress and they shall have the power to extend emergency relief, in cases they deem worthy, in an amount not exceeding two hundred (\$200) dollars, in any one case. Emergency disbursements are to be brought to the membership as a reporting matter, this does not require a membership vote. Additional sums may be expended on any one particular case only upon recommendation of the Directors and a majority vote of the members of the Association. In all cases the confidentiality of the individual receiving emergency and general relief funds will be maintained.

**Section 4-Charity Donation Process** – It shall be the duty of the Directors to make careful investigation of all cases for a charity donation. Donations should be considered for Bronx based charities and the Charity should be using at least 90% of monies received going directly to the charities mission. Directors will determine amounts to be given based upon the profit generated at the annual fund-raising event. After amounts are determined, the Association membership votes to approval the distribution. Any monies to be taken out of the investment account has to have a majority vote of all the directors nine (9) prior to going to Associations membership for a vote.

**Section 5 Checking Account** – The checking account is used to pay for charitable disbursements and to deposit funds received due to fund raising activities for the Association. Monthly report is made as to checking accounts value.

## **ARTICLE 6 COMMITTEES**

**Section 1-** The President, within 30 days of his election, subject to their prerogative to determine the identify of Committee Members, shall appoint the following standing Committees and create any new committees to assist with the running of the Association. The President may appoint Special Committees, as he deems necessary, at any regular meeting.

- a. Audit Committee-the CFO determines if there needs to be additional members to assist with his audits. He informs the President who appoints based upon the CFO recommendations.
- b. Fund Raising (Charity Ball) Appoint a chair person to coordinate the annual fund-raising event.

- c. Nominating Committee, the Chair person will provide the President with potential individuals to be nominated for Executive positions in the Association and committee assignments.
- d. Communication – Nominate an individual to handle the associations and District communication efforts.

**Section 2 Use of Association Funds-** If funds are provided to a committee or individual, that committee/individual must present a concise financial report indicating disbursements (with appropriate receipts) no later than 60 days after the event has concluded. All materials are turned over to the CFO.

## **ARTICLE 7 DUES & ASSESSMENTS**

**Section 1-Dues-**The Treasurer will prepare and present a proposed annual budget at the September meeting. This budget will reflect all anticipated expenditures and set forth the proposed dues payment that would be required. The Association will vote on the document and either approve the proposed annual dues or suggest and approve an alternative payment. The Secretary will provide the Treasurer with the current membership roster.

**Section 2- Dues Payment-** Due's payments will be made prior to the December meeting for the coming year. The Treasurer will provide a report to the Secretary indicating who has paid their dues. The Secretary will update the membership log reflecting payments and who is outstanding. At the January meeting the secretary will contact those members that have not paid and indicate that their status will be changed to non-voting member until dues are received.

**Section 3- Dues Relief –** If a member cannot pay their dues due to financial hardship the association can vote to provide an annual relief from the payment of dues. Votes are held annually and the confidentiality of the member is to be maintained. A letter must be submitted to the Secretary requesting relief. The CFO will determine if any Financial documents will be required.

**Section 4- Assessments-** At Regular association meeting or Special meeting there may be an assessment for collation. This is determined by the President with conversation with the Treasurer.

## **ARTICLE 8 MISCELLANEOUS**

**Section 1-Loans-** This association and the welfare investment account shall not engage in loans of any kind nor allow assets to be used as collateral.

**Section 2 Vacancies –** The Association may fill vacancies in any office at any regular meeting.

**Section 3-BY-Law Changes –** By-laws may be amended in the following manner; a written resolution bearing the signatures of the maker and two seconds and containing the section or sections as they will read when amended. Any signer must be a active due paying member.

The change is to be offered and read at any regular meeting of the Association, where discussion may be held. The President will instruct the Secretary to include the change in the next meeting notice and it will then be voted on by the membership. The amendment passes by 2/3 vote of members present at that meeting.

### **DIRECTORS OF THE WELFARE FUND OPERATING PROCEDURES**

**Purpose:** To raise and distribute funds for the purpose of charitable endeavors; to provide appropriate relief to distressed Masons and their families; to make contributions to accredited charitable institutions and to Masonic organizations/programs/functions whose purpose is to promote charitable programs or Masonic ideals and values.

#### **Conduct Business:**

Section 1. In order to conduct business a majority of the Directors (five) must be present. All votes for passing a disbursement require a majority vote of the Directors present.

Section 2. If a "Director" misses three consecutive meetings, he can be removed from office. This will require a vote of the other welfare directors and a vote of the general membership of the "Association".

Section 3. The Directors can meet at any time to conduct "emergency business" (defined as relief to distressed individuals). To conduct "Emergency Business", all Directors have to be notified of the "emergency" and only "emergency" matters can be handled. If a "Director" cannot attend the "emergency" meeting he must be polled for the purpose of his opinion on the matter and his preference as to any proposed distribution. (Note: if the "emergency" requires immediate response and a formal meeting cannot be achieved, it is permissible to handle the "emergency" via phone contact). At the next regularly scheduled meeting, Directors who were not present will sign a statement that they were informed of the "emergency" and that they were aware that a distribution was made. Any disbursements of "emergency" funds will be reported to the general membership at the next regularly scheduled meeting of the "Association". The confidentiality of the brother will be maintained.

Section 4. The Directors will elect annually a Senior Director (to conduct meetings) and a Secretary and Treasurer (to handle correspondence and be responsible for the accountability of funds that are controlled by the Directors of the Welfare Fund). The Treasurer will prepare all financial reports and will interact with all appropriate banking/investment companies.

Section 5. All requests for normal disbursement of funds (charity), which are not provided for in the annual budget, must adhere to the following procedure:

- The requestor requests a meeting with the Welfare Fund Directors.
- At the meeting, requestor presents documentation supporting this request.

- The Directors can vote on the request at the current meeting or hold over their vote until the next scheduled meeting.
- Directors will vote on the proposal and then issue a report to the general membership, including their recommendation.
- A majority vote of the general membership is then required to approve the request, whether or not it is in agreement with the Directors' recommendation.

**Section 6 Money Management** - All funds will be maintained in safe and secure investments.

The source of funds for annual disbursements are based upon the following factors:

1. Charity Ball or other fund-raising activity receipts (considered liquid funds)
2. Interest earned on investments, (No more than five (5) percent of the principal of the "Core Investments" shall be used annually; this subsection shall apply only for charitable purposes, as defined above). It is the goal to have some annual increase in the base funds of the Welfare Fund so it will be able to continue the program of charitable contributions in the future