

BYLAWS OF
SALADIN SHRINERS
Preamble

This Temple is governed by the articles of incorporation and bylaws of Shriners International, an Iowa Corporation, and the following bylaws not inconsistent therewith.

ARTICLE 1
Name, Seal & Jurisdiction

- 1.1 Name.** This temple shall be known as Saladin Shriners. It was granted a charter on June 14, 1886 by Shriners International.
- 1.2 Location.** It shall be located in the community designated in its charter.
- 1.3 Seal.** The seal of Saladin Shriners shall consist of two concentric circles between the circumferences of which are the words Saladin Shriners, Grand Rapids, Michigan. An impression and facsimile shall be deposited with the Imperial Recorder.
- 1.4 Flag.** The official flag of this temple shall be as described by the bylaws of Shriners International.

ARTICLE 2
Temple Membership

- 1.1 Prerequisites.** Membership in this temple, including a candidate's petition and balloting thereon, is governed by the bylaws of Shriners International.
- 2.2 Affiliation.** Affiliation into this temple is governed by the bylaws of Shriners International.
- 2.3 Associate Membership.** Associate membership in this temple is governed by the bylaws of Shriners International.
- 2.4 Retention of Membership.** Retention of membership in this temple is governed by the bylaws of Shriners International.
- 2.5 Demit.** The procedure for a demit is governed by the bylaws of Shriners International.
- 2.6 Suspension or Termination of Membership.** Suspension and termination of membership in this temple are governed by the bylaws of Shriners International.
- 2.7 Life Membership.** Life membership in this temple is governed by the bylaws of Shriners International.
- 2.8 Honorary Membership.** Honorary membership in this temple is governed by the bylaws of Shriners International.
- 2.9 Discipline.** The discipline of a member of this temple, for any cause other than nonpayment

of dues, is governed by the bylaws of Shriners International.

2.10 Complaints to Imperial Potentate. Complaints or correspondence to the Imperial Potentate are governed by the bylaws of Shriners International.

2.11 Copies of Temple Bylaws and Imperial Bylaws. Each member of this temple shall receive a copy of these temple bylaws; and the Recorder of the temple shall allow each member access to a copy of Shrine International bylaws so that they may be read and understood.

ARTICLE 3

Temple Meetings & Ceremonials

3.1 Stated Meetings. A stated meeting shall be held at least once every quarter. The exact date and hour of all meetings, including the annual meeting, shall be designated by the Potentate.

(a) **Annual Meeting.** The first stated meeting of each calendar year must be held in January at the location of the temple and it is the annual meeting. The annual meeting shall be held on the 1st Saturday in January that falls after January 2nd. All officers and representatives for the ensuing year shall be installed at the annual meeting.

(b) **Election of Officers.** A special meeting shall be held each December, no later than the 15th of the month, for the purpose of the election of officers, of the temple, for the ensuing year. The newly elected officers will not assume office until their installation at the January stated meeting.

3.2 Ceremonial Sessions. Ceremonial sessions may be called by the Potentate at any time.

3.3 Special Meetings. Special Meetings may be called by the Potentate at any time; but, notice must be given to each member stating the business to be considered and no other business than specified in the call may be transacted.

3.4 Sunday Meetings. No business meeting or ceremonial session shall be held on Sunday, except upon special dispensation of the of the Imperial Potentate for good and sufficient cause.

3.5 Place of Meetings. The place of, meetings shall be determined by the Potentate except as may be otherwise required by the bylaws of Shriners International.

3.6 Notice of Meetings. At least one week's notice must be given of the time and place of all meetings and ceremonial sessions. The notice may be given in the official temple publication or by letter.

3.7 Rules of Order. Unless otherwise provided by the bylaws of Shriners International, the temple bylaws or resolution, parliamentary procedures shall be governed by the *Roberts Rules of Order*.

3.8 Admission. A Noble may not be admitted to this temple unless he exhibits to the temple an official Shrine card for the current year.

3.9 Quorum. A quorum consists of seven members of the temple entitled to vote, one of whom

must be the Potentate, Chief Rabban, Assistant Rabban or a Past Potentate of the temple.

3.10 Order of Business. The order of business shall be as follows:

- (a) Opening Ceremony
- (b) Reading of minutes of previous session
- (c) Reading of communications
- (d) Reading of financial statements
- (e) Reading of petitions for membership
- (f) Balloting of candidates
- (g) Reports of standing and special committees
- (h) Unfinished business
- (i) New business
- (j) Conferring the Ceremonial
- (k) Closing Ceremony

The order of business may be changed or suspended whenever it is in the best interest of the temple.

3.11 Balloting. Balloting in the Temple is governed by the Bylaws of Shriners International.

ARTICLE 4

Officers

4.1 Officers. The officers of this temple are those listed in the bylaws of Shriners International. No person may hold more than one of the offices at the same time.

4.2 Nominations. Candidates for elective office and Representatives must be placed in nomination from the floor. There shall not be more than one nomination for a candidate and the speech may not exceed three minutes. Seconding speeches are not required or permitted.

4.3 Election and Appointment. The election and appointment of officers are governed by the bylaws of Shriners International.

4.4 Duties. The Potentate or these temple bylaws assign the duties of officers not governed by the bylaws of Shriners International.

4.5 Enthronement and Installation. The enthronement and installation of the temple officers are governed by the bylaws of Shriners International.

4.6 Vacancies. The existence of a vacancy and filling a vacancy are governed by the provisions of the bylaws of Shriners International.

4.7 Delivery of Records. Each officer shall deliver all books, papers, and other property of the temple in his hands to his successor in office, or to such person and at such time as the temple may direct.

4.8 Board of Directors. The composition and duties of the board of directors are enumerated in the bylaws of Shriners International. The board of directors have these additional duties:

(a) Leadership Search Committee. The board of directors may appoint a Leadership Search Committee as allowed by the provisions of the bylaws of Shriners International.

(b) Temple Holding Corporation. The board of directors and the immediate Past Potentate shall be the board of directors of any temple holding corporation.

ARTICLE 5

Initiation Fees, Dues, Per Capita, Hospital Levy

5.1 Initiation Fee. The initiation fee shall be determined at a stated or special meeting of the temple after notice has been given to each member stating the proposed amount of the initiation fee. The initiation fee shall not be less than prescribed by the bylaws of Shriners International. It must be paid in full prior to initiation.

5.2 Dues. The annual dues shall be determined at a stated or special meeting of the temple after notice has been given to each member stating the proposed amount of the annual dues. The annual dues shall not be less than prescribed by the bylaws of Shriners International. The annual dues do not include the hospital levy or the annual per capita tax required by the bylaws of Shriners International, each of which shall be added to the annual dues. This temple may, by affirmative vote, remit dues as a member for good cause shown either to the temple or a committee selected for that purpose.

5.3 Life Membership. A member may be granted life membership in the temple as prescribed by the bylaws of Shriners International.

5.4 Per Capita Tax. Each member of this temple, other than life per capita members and associate members, shall pay Shriners International per capita tax as prescribed by the bylaws of Shriners International.

5.5 Life Per Capita. A member may pay the sum prescribed by the bylaws of Shriners International and, thereafter, be exempt from the annual per capita tax.

5.6 Hospital Levy. Each member of this temple, other than Permanent Contributing Membership purchasers, shall pay the hospital levy as prescribed by the bylaws of Shriners International. This temple may remit the hospital levy of a member whose dues have been remitted because of hardship and so advise the Imperial Treasurer.

5.7 Permanent Contributing Membership. A member may purchase a Permanent Contributing Membership in the hospitals as prescribed by the bylaws of Shriners International and, be exempt from the hospital levy.

5.8 Assessment. The temple may levy an assessment on its members as prescribed by the bylaws of Shriners International.

ARTICLE 6

Fiscal

6.1 Budget. The procedures governing the budget of this temple, including its requirement, preparation, inspection, presentation, adoption, appropriations, amendment, temple reports, and Imperial Recorder filing are governed by the bylaws of Shriners International.

6.2 Payment of Obligations. All checks, vouchers or orders for the payment of obligations of this temple, any sums due Shriners International, and any other authorized disbursements, shall be signed by one or more officers and countersigned by one or more officers as determined by resolution duly adopted by the Board of Directors. All checks shall be supported by receipts, vouchers or itemized documents.

6.3 Monthly reports. Each Noble, committee, unit or other organization of this temple that is authorized to incur indebtedness or to disburse or collect funds, shall make a detailed financial report, accompanied by receipts or vouchers to the recorder at such times as may be required.

6.4 Construction Program and Secured or Long Term Obligations. Prior to commencing a construction program or incurring a secured or long-term debt, as defined by the bylaws of Shriners International, the temple must follow the bylaws of Shriners International.

6.5 Sale of Temple Assets. Prior to this temple, or any of its affiliates, selling, leasing, exchanging, mortgaging, pledging or otherwise disposing of all or substantially all of its property or assets, it must follow the bylaws of Shriners International.

6.6 Fidelity Bond. The temple must procure a corporate fidelity bond as prescribed by the bylaws of Shriners International.

6.7 Insurance. The temple must procure insurance policies, and the Potentate must appoint an insurance advisory committee, as prescribed by the bylaws of Shriners International.

6.8 Fiscal Year. The temple must arrange its books of account, annual report and audit to conform to the calendar year.

6.9 Indemnification. The official divan, committee members, officers and employees shall be indemnified by the temple for all expenses reasonably incurred by them in defending themselves from any proceedings instituted or threatened against them provided the temple votes that they have acted within the scope of their authority and are not guilty of misfeasance or malfeasance.

6.10 Audit. The financial accounts must be audited or reviewed, and reported on, as prescribed by the bylaws of Shriners International.

6.11 Invested Reserve Fund. The prior creation of the invested Reserve Fund is hereby ratified, and said fund is hereby created as of January 8, 1994. The initial deposit of the principal to

be made therein shall consist of \$65,000.00 of cash and securities.

The funds currently contained in said fund are acknowledged as continuing and restricted in their use.

Additional amounts of principal may be deposited therein at any time by action of any donor or by order of the Potentate and/or the Nobility. Further any funds obtained as a result of the sale of any property of Saladin Shrine Temple, either real estate or personal property, shall be deposited in the Invested Reserve Fund, subject to the limitations on the use thereof. Any interest accrued during the current year on the principal amount remaining in the Invested Reserve Fund shall be available to the Chief Rabban in establishing the budget for his year as Potentate. The amount of the interest being used shall be clearly delineated in the budget figures, and any money withdrawn from the interest of the Invested Reserve Fund may only be used for expenses related to Shriners International (acct Nos. 6000-6099); Administrative (Acct Nos. 6100-6399); Building Operations (acct Nos.6500-6699) and Business Sessions and Ceremonials (Acct Nos. 6700-6999) as set out in the Shrine Chart of Accounts.

No part of the principle of the Invested Reserve Fund shall be expended for any purpose except for the purpose of paying the cost of operating and maintaining Saladin Shrine Temple should the need occur. It may be so used only after all of the following conditions have been satisfied:

First: Notice of a proposal to use Reserved Funds is mailed to every member in good standing of Saladin Shrine Temple at least (14) calendar days prior to the Stated Meeting or Special Session at which the proposal is to be considered and acted on. Such notice may be given in the regular Saladin publication and may be mailed by third class mail. Such notice shall state the place, date and time of the meeting and the purpose or purposes for which the money proposed to be used is to be expended;

Second: At the stated or special session of the Nobility specified in the notice, the proposal is deemed to be adopted and enacted by the affirmative vote of two thirds (2/3) of the Nobles who are members of Saladin Shrine Temple and who are present and voting on the said proposition.

6.12 Expenditures.

(a) Temple funds. Temple funds should not be used nor reimbursed with temple funds for travel expenses by any noble of the temple without prior written approval by the Treasurer and Finance Committee. Except for reimbursements for travels to Imperial Council and Great Lakes Shrine Association events.

ARTICLE 7 Committees

7.0 All Committees.

(a) Unless otherwise specified, will consist, of no more than two elected Divan members, and three or more nobles of the temple.

(b) Each committee shall have a chairman, elected by the committee. No elected Divan

member may hold the position of committee chairman.

(c) All committee chairmen or designee shall give a report of committee activities at each stated meeting, with special meetings non-withstanding.

(d) All committees must meet, no less than once per quarter; not on the day of the stated meeting. These meetings may take place in person or electronically or a combination of thereof.

(e) All committee members, unless otherwise specified, will serve no less than one two-year term.

7.1 Leadership Search Committee. This temple may have a Leadership Search Committee. Its appointment and duties are governed by the bylaws of Shriners International.

7.2 Insurance Advisory Committee. This temple shall have an Insurance Advisory Committee. Its appointment and duties are governed by the bylaws of Shriners International. No contract shall be signed by or on behalf of Saladin Shriners without first having the Insurance Advisory Committee review the contract and submit their advice thereon.

7.3 Finance Advisory Committee. This temple shall have a Finance Advisory Committee

(a) **Composition.** It shall consist of four at-large members of this temple. Two of the four at-large members are to be elected each year at the annual meeting for a period of two years. Nobles skilled in accounting and/or money management are preferable.

(b) **Direction.** Activities of the Finance Advisory Committee may be advised by the Potentate or action of the Board of Directors.

(c) **Duties: It shall:**

(1) Review current expenses of the temple to determine if the expenses are reasonable and within current temple budget.

(2) Analyze and make recommendations on financial affairs as advised, but not limited to the Board of Directors.

(3) Issue its findings, recommendations and reports to the Board of Directors and Saladin Shrine's Nobility.

(d) **Quorum.** Three members of this committee shall constitute a quorum for the transaction of business.

7.4 Circus Committee. This temple shall have a Circus Committee.

(a) **Composition.**

(1) This Committee shall consist of the Circus Manager and one Assistant Circus Manager from each circus location, One Circus Chairman and one Divan member.

- (2) Each Circus Manager shall be appointed by the Saladin Shrine Club that sponsors the circus in their territory.
- (3) In the case of the Grand Rapids Circus, this appointment shall be made by the combined Board of Directors of all Grand Rapids area clubs.
- (4) One Divan member shall be appointed to the Circus Committee, by the Potentate, to act in an advisory capacity only.

(b) The Circus Chairman:

- (1) The Circus Chairman shall direct the meeting, keep order and cast the deciding vote, if such should occur. Any other duties shall be assumed and/or decided in accordance with the Circus Committee.

(c) Duties: It shall:

- (1) Establish a budget that must be reviewed by the Board of Directors and approved by the Finance Committee.
- (2) Procure and train, if necessary, volunteers to assist with Circus related activities.
- (3) Get out notices to schools for the ensuing year's school shows.
- (4) Get out materials to the clubs for program ads.
- (5) Get program created and dispersed in a timely fashion.

7.5 Jurisprudence Committee.

(a) Composition. It shall consist of a Chief of Jurisprudence appointed by the Potentate and up to three (3) members, with the intent of having a representative from each tier, if qualified and willing to serve.

(b) Duties. It shall:

- (1) Consider and report its opinion in writing on proposed changes in bylaws and on questions involving or relating to the existence, construction, application, operation or effect of any law, usage or custom of the Order, or of these bylaws, when directed to do so by the temple or the Potentate. Also, when so requested by an officer or duly constituted committee in cases where such information and opinion is needed by him or them in the proper discharge of their official duty.
- (2) Render opinions which, when approved by the Potentate, are accepted final and conclusive until modified or overruled by Shriners International or by the Imperial Potentate during recess.
- (3) Provide that at least one member of the Jurisprudence Committee attend all Annual, Stated and Special meetings.

(4) Provide one member to serve on the Insurance Advisory Committee.

(5) Assist with, but not limited to, preparing all contracts for the temple.

7.6 Other Committees. The Potentate shall appoint such other committees as may be required for the operation of the temple's affairs. Their duties and responsibilities shall not conflict with any provision of the bylaws of Shriners International or these bylaws.

ARTICLE 8

Prohibited Practices

8.1 Unlawful Activities. It is unlawful for this temple, or any Unit or club under its control, or any group of its members, or any member acting for or on behalf the temple, to promote or take part in any engagement or enterprise prohibited by the law of the land.

8.2 Shrine Law. A Noble may not violate Shrine Law. The provisions of Shrine Law are found in the articles of incorporation and bylaws of Shriners International and any general or special orders at the time in effect.

8.3 Alcoholic Beverages. The consumption of alcoholic beverages during parades and ceremonies is forbidden by those Noble participating therein.

ARTICLE 9

Temple Shrine Clubs and Units

9.1 Government. Shrine Temple Shrine Clubs and Units are governed by the provisions and bylaws of Shriners International.

9.2 Shrine Clubs.

- (a) All Shrine Clubs, authorized by the Saladin Temple Shrine, Shall be under the control of the Potentate. The Nobles of such Shrine Clubs are amenable to the uniform bylaws of Saladin Temple Shrine Clubs, the bylaws of Saladin Shriners and the bylaws of Shriners International. No Shrine Club or any other organization approved by the Potentate shall establish sub-clubs of sub-organizations except with the approval of the Potentate.
- (b) Shrine Clubs shall elect or select officers from among their members at their Annual Meeting. The club officers shall be members in good standing of Saladin Shriners and shall continue to be members in good standing during their term in office. The election or selection of officers of Temple Shrine Clubs is subject to the approval of the Potentate and such officers should be installed as early as possible after their election.
- (c) By February 15 of each year, the Shrine Clubs shall submit such financial reports as are required by Shriners International and by the Potentate. All such financial statements shall bear a certification that such statements are true and correct, and that no other money or property is held for the benefit of the reporting Shrine Club. The

failure to file this report by the date due shall result in the Shrine Club being suspended until compliance is had and reinstatement has been granted by the Potentate.

- (d) All funds belonging to the respective Shrine Club shall be placed in a proper depository to the account of and in the name of the Shrine Club. There should be at least two (2) Shrine Club officer's signatures on the account. In the event that any Shrine Club ceases to exist as a Club of Saladin Temple, all funds and property of the Shrine Club shall be conveyed to the temple.
- (e) Incorporation of a Shrine is prohibited.

9.3 Temple units and/or Organizations.

- (a) The establishment of temple units or organizations shall require the approval of the Potentate, who has deemed that the bylaws submitted by the proposed unit and/or organization contribute and conform to the overall objective of Saladin Shriners and Shrinedom. The authorized units or organizations must be composed wholly of Nobles and shall not appear in parades or public exhibitions without express approval of the Potentate. No unit or organization shall establish sub-units of sub-organizations unless approved by the Potentate.
- (b) A unit or organization shall elect or select officers from its members at their Annual Meetings. Officers of a temple unit or organization shall be members in good standing of Saladin Shriners and shall continue to be members in good standing during their term in office. The election or selections of officers is subject to the approval of the Potentate and such officers should be installed as early as possible after their election
- (c) By February 15 of each year of each year, the units or organizations shall submit such financial reports as are required by Shriners International and by the Potentate. All such financial statements shall bear a certification that such statements are true and correct, and that no other money or property is held for the benefit of the reporting Shrine Club. Failure to file this report by the date due shall result in the Unit or organization being suspended until compliance is had and reinstatement has been granted by the Potentate.
- (d) All funds belonging to the respective units or organizations shall be placed in a proper depository to the account of and in the name of the unit or organization. There should be at least two (2) unit or organization's officer's signatures on the account. In the event that any unit or organization ceases to exist as a unit or organization of Saladin Temple, all funds and property of the unit or organization shall be conveyed to the temple.
- (e) Incorporation of a unit or organization is prohibited.

ARTICLE 10

Temple Publication

10.1 Official Publication. Unless otherwise provided in the bylaws of Shriners International or

these bylaws, a magazine or newsletter may be established as the official publication of this temple. It shall be proper to publish all official calls and notices therein.

10.2 Advertising. All advertising accepted for the official publication shall be non-offensive and in compliance with the bylaws of Shriners International and these bylaws.

10.3 Staff. The Potentate shall appoint the editor and approve the appointment of staff members by the editor. The editor and staff members may be known as the “Press Corps”.

ARTICLE 11

Amendments

11.1 Amendments. These bylaws may be amended as provided by the bylaws of Shriners International.

11.2 Inconsistencies. In the event of any inconsistency between these bylaws and the bylaws of Shriners International, the bylaws of Shriners International supersedes these bylaws.

ARTICLE 12

Miscellaneous

12.1 Regalia Paraphernalia. Equipment or any other property owned by the temple shall not be loaned or removed from the temple, except when used by the temple for business, ceremonial or entertainment purposes

12.2 Remuneration. With the exception of the Recorder, no elected officers of Saladin Shriners shall receive either an hourly rate or fixed salary or any other remuneration for his services.

12.3 Appointments. The Potentate may appoint a Noble to officer status to perform special functions during his term in office. This appointment shall include a clearly defined list of objectives.

12.4 Filling Vacancies. Should a vacancy occur in any elected office or appointed office, the vacancy shall be filled as directed by the bylaws of Shriners International.

ARTICLE 13

Disposition of Assets upon Dissolution

13.1 Dissolution. In the event of discontinuance and dissolution of Saladin Shriners, after payment or satisfaction of all debts, the remaining assets and funds shall be conveyed to the Shriners Hospitals for Children. No part of said assets or funds may inure to any member of Saladin Shriners and no funds or property is to be distributed amongst or revert to any member or officer of Saladin Shriners.

Current as of July 9, 2015