



SHRINERS

INTERNATIONAL

OFFICE OF
JIM CAIN
PAST IMPERIAL POTENTATE
IMPERIAL RECORDER

4569 WINFIELD DRIVE
NASHVILLE, TENNESSEE 37211-8553

MEMBER
AL MENAH SHRINERS
NASHVILLE, TENNESSEE

May 13, 2022

Ronald R. Klee, Jr., P.P. Secretary
Mid-Atlantic Shrine Association
One E. Lancaster Ave.
Shillington, PA 19607-2631

RE: Mid-Atlantic Shrine Association
Rulings & Decisions – Series 2021-2022 - # 13
Approved: 05/09/22

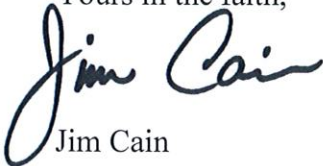
Dear Illustrious Sir Klee:

I am pleased to enclose a copy of the approval of Mid-Atlantic Shrine Association amended bylaws which have been reviewed and duly approved by the Chairman of the Jurisprudence and Laws Committee and the Imperial Potentate.

If you have any questions, please contact the Office of the Executive Vice President at 813.281.8118.

This is for your information.

Yours in the faith,



Jim Cain

JC:alc

Enclosures

cc: Illustrious Sir Jon A. Hanson, Chairman, Jurisprudence and Laws Committee
Noble John C. Piland, Executive Vice President



OFFICE OF
JON A. HANSON
CHAIRMAN
JURISPRUDENCE & LAWS COMMITTEE
May 9, 2022

P. O. Box 630
CROSSLAKE, MN 56442-0630
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MEMBER
ZUHLRAH SHRINERS
MINNEAPOLIS, MINNESOTA

VIA EMAIL

William S. Bailey
Imperial Potentate
Shriners International
P.O. Box 31356
Tampa, FL 33631-3356
Email: (wbailey@marcusmillichap.com)

Re: *Mid-Atlantic Shrine Association*
Rulings and Decisions, Series 2021-2022 - #13
Approved: 05/09/22

Dear Imperial Sir:

This will acknowledge receipt of correspondence requesting review by the Jurisprudence and Laws Committee of the proposed amended Constitution of the above-referenced association.

The following is the recommendation of the Committee and the basis for that recommendation.

RECOMMENDATION

The Committee recommends that the proposed amended Constitution submitted by the above-referenced association be APPROVED.

BASIS FOR RECOMMENDATION

A Certificate, signed by the President and attested to by the Secretary, accompanied the request for the approval of the proposed amended Constitution stating that the proposed amended Constitution had been properly presented and approved pursuant to §209.1(e) of the Bylaws of Shriners International.

The Committee finds that the amended Constitution is in proper legal form and does not conflict with the Articles of Incorporation or the Bylaws of Shriners International.

CONCLUSION

For the above-stated reasons, it is the recommendation of the Jurisprudence and Laws Committee that the proposed amended Constitution of the above-referenced association be approved.

If you concur with this recommendation, please advise the Imperial Recorder, to whom the original documentation was directed, and he will see to the appropriate routing and notification.

Should you have any questions, feel free to contact the undersigned at your convenience.

Fraternally,

Jon A. Hanson

Jon A. Hanson

JAH/jah

Enclosures

cc: Jim Cain, Imperial Recorder (jcain@shrinenet.org)
John C. Piland, EVP/COO (jpiland@shrinenet.org)
Anita L. Coant (acoant@shrinenet.org)

MASA Constitution

05-09-22
DATE
[Signature]
CHAIRMAN
JURISPRUDENCE & LAWS COMMITTEE
[Signature]
IMPERIAL POTENTATE

ARTICLE I - Name, Objects and Membership

Section 1 - This body shall be known by the name, style and title of MID-ATLANTIC SHRINE ASSOCIATION, and also known by its initial letters, MASA, and shall be composed of Shrine Temples located in New York, Pennsylvania, Connecticut, Maryland, District of Columbia, Virginia, West Virginia, New Jersey, Delaware, Germany and such other Shrine Temples as shall apply for membership, subject to a two-thirds (2/3) affirmative vote by the Association at any Annual Meeting.

Section 2 - Its object shall be for purely fraternal purposes and to promote cordiality and friendship among the Temples composing this Association

(a) To formulate and execute plans for the overall betterment of all member Temples and to exchange ideas, programs, problems stunts, etc. so that each Temple and the Imperial Council may benefit accordingly, and also to promote friendly competition among the units of the member Temples

(b) To amicably adjust questions pertaining to uniformity of fees and dues.

(c) The Association shall not by Resolution otherwise, endorse any candidate for any elective office in any Temple or Shriners International, or adopt any Resolution or take any action suggesting, advocating, proposing, endorsing or opposing any legislation or action by Shriners International.

ARTICLE II -Meetings

Section 1 – MASA shall meet annually during the month of September at such time and place as shall have been recommended by the Time and Place Committee and approved by a majority vote of the members at any regular meeting of the Association.

Section 2 – There also shall be held a meeting of the officers and representatives of the Association each and every year during the months of either February, March or April, at time and place of said meeting to be determined by the President.

Section 3 – Special meetings may be called by the President in any emergency at any time and place in his discretion, or when requested by twenty-four (24) members of this Association, embracing representation from at least eight (8) member Temples, it shall be his duty so to do. Due written notice of any such special meeting shall be given by the MASA Secretary-Treasurer to the Recorder of each member Temple, stating the business to be considered. No other business shall be considered.

MASA Constitution

Section 4 - Fifty members representing at least eight (8) Temples shall constitute a quorum for the transaction of business.

Section 5 - Written notice of every meeting of this Association shall be issued at least thirty (30) days prior thereto by the Secretary-Treasurer of the Association transmitting such notice to the Recorder of each member Temple, the Director General, and all elected officers of the Association.

Section 6 - The length and substance of the Annual Meeting shall be determined by the Director General with the approval of the President.

ARTICLE III - Representatives

Section 1 - Representatives to the Association from each member Temple shall be its Potentate, Chief Rabban, Assistant Rabban, High Priest & Prophet, Oriental Guide, Treasurer, Recorder, Past Potentates and Colonel / Director of Units.

Section 2 – Any Representative whose connection with his member Temple is severed for any reason whatsoever, immediately forfeits his right to serve as Representative to this Association and a vacancy is created.

Section 3 – If, for any cause a Representative, other than a Past Potentate, cannot attend a meeting, the Potentate of his Temple may appoint an Representative to act in his place, providing the Secretary-Treasurer of the Association is notified no later than five (5) days' prior to any meeting of the appointment by the Recorder of the Temple in which such vacancy occurs. Alternates for Past Potentates may not be appointed.

Section 4 – The Recorder of each member Temple shall, by the fifth (5) day of February in each year, give the names and mailing addresses of its Representatives to the Secretary-Treasurer of the Association.

Section 5 – Each Representative is requested to attend and participate in the meetings and report back to his Temple.

MASA Constitution

ARTICLE IV – Officers, Their Titles, Election, Tenure of Office

Section 1 – The officers of MASA shall be as follows: President, First Vice-President, Second Vice-President, Third Vice-President, and Secretary-Treasurer.

Section 2 - Nomination for Officers may be made only in accordance with Section 3 of this Article. However, each officer elected shall serve a term of one (1) year or until his successor is elected, qualified and installed. No Officer may succeed himself in the same office except the Secretary-Treasurer.

Section 3 - Any candidate for an office of this Association, other than incumbent officers, must be a past potentate of a member Temple and have the endorsement of his Temple. The Recorder of the candidate's Temple shall notify the President, the Vice Presidents, the Secretary-Treasurer and the Recorder of the member Temples of the Association of said endorsement at least ninety (90) days prior to the Annual Meeting of the Association.

ARTICLE VII – Secretary-Treasurer's Duties

Section 1 - The Secretary-Treasurer shall attend all meetings of this Association and keep a true record of all its deliberations and transactions; and transcribe the same in a writing for that purpose.

Section 2 - The Secretary-Treasurer shall have the custody of the official seal and affix it to all official communications, notify members of the Association of the Spring, Annual, and special meetings and perform such other duties appertaining to his office as are usual and customary.

Section 3 - The Secretary-Treasurer, in cooperation with the Director General, shall prepare and furnish a registration form to the Recorder of the member Shrines in order for the Shrines to properly and accurately register all participants at the Spring, Annual, and Special Meetings. The Secretary-Treasurer shall also examine and report upon the credentials of the Representatives

Section 4 - The Secretary-Treasurer shall collect and receive all revenues and shall deposit the same in an interest bearing account in a federally insured banking institution in the name of and subject to the order of "Mid-Atlantic Shrine Association". He shall pay only those orders authorized by the Executive Committee or by the Constitution and By-Laws of this Association.

Section 5 - The Secretary-Treasurer shall at each Spring and Annual Meeting render a correct accounting of his receipts and disbursements and at the expiration of his term of office deliver to his successor all funds, books, records and/or other documents and property as are in his possession or under his control as Secretary-Treasurer of this Association.

MASA Constitution

Section 6 - The Secretary-Treasurer, in cooperation with the Director General, shall reserve at least thirty (30) rooms at the headquarters hotel for the use of the MASA Officers, Official Guests, and Representatives who may desire them. The responsibility for the assignment of these rooms is delegated to the Director General.

ARTICLE VIII - Dues

Section 1 - The annual dues for each member Temple in the Association shall be as follows: All Temples with a membership of twenty-five hundred (2,500) or less shall be One Hundred Dollars (\$100.00). All Temples with a membership of twenty-five hundred one (2,501) to five thousand (5,000) shall be One Hundred Fifty and 00/100 Dollars (\$150.00). All Temples with a membership of five thousand one (5,001) and over shall be Two Hundred and 00/100 Dollars (\$200.00).

Section 2 - The Secretary-Treasurer of the Association shall advance to the Temple, MASA Convention Corporation or other similar entity hosting the Annual Meeting of MASA, eighty percent (80%) of the projected annual dues to be collected from the member Temples. The remaining twenty percent (20%) may be expended as ordered by the Executive Committee for the benefit of the Association. Any or all the surplus funds of the Association may be spent only upon the approval of the Executive Committee and a three-fourth (3/4th) vote of the Representatives voting at the duly constituted Annual Meeting of the Association.

ARTICLE IX - Executive Committee and its Duties

Section 1 - The financial affairs of the Association shall be controlled by an Executive Committee. The Executive Committee shall consist of seven (7) members composed of the five (5) elected officers of this Association, and the two (2) immediate Past Presidents. The Executive Committee shall have the power to fill any vacancy caused by the death, resignation or otherwise of any member of said Committee, which replacement shall serve until the next regular Annual Meeting of the Association.

Section 2 - Five (5) members of the Executive Committee shall constitute a quorum for the transaction of business.

Section 3 -

- (a) The Executive Committee shall meet on call of the President. The President shall call a meeting upon the written request of five (5) members of the committee.
- (b) The Secretary-Treasurer shall give not less than three (3) days written or electronic notice to each Executive Committee member of the time and place of the meeting.

Section 4 - The Executive Committee shall have all the powers usually vested in the directors of a business corporation, except as otherwise provided in the Constitution or By-Laws of this Association.

MASA Constitution

Section 5 - The Executive Committee shall have the power and authority to authorize, out of current year income and reserves, the expenditure of funds. Current year income shall be seeded with Ten Thousand and 00/100 Dollars (\$10,000.00) annually from reserves. At the end of the current year, the Executive Committee shall return any unallocated current year funds to reserves

Section 6 - The Executive Committee shall endeavor to accumulate and preserve, in addition to the annual budget, a reserve account in an amount of One Hundred and Fifty Thousand Dollars (\$150,000.00). The purpose of the account is to protect the Temples and the Association in the event of a financially unsuccessful convention. These funds shall be derived from excess income from all sources including conventions and unallocated dues Excess unallocated funds over and above this reserve account shall be presented annually to the Shriners Hospitals for Children.

ARTICLE X - Amendments

Section 1 - Proposed amendments to the Constitution shall be in writing, and filed with the Secretary-Treasurer at least sixty (60) days prior to any meeting of the Association. The Secretary-Treasurer will transmit notice of the proposed amendments to the Recorder of the member Temples prior to the meeting. Any such amendment may be adopted by a vote of two-thirds (2/3rds) of the members voting: provided, however, that the Association may, without such previous notice, by a vote of three-fourths (3/4th) of the members voting at the Annual Meeting, revise, amend or alter this Constitution.

Section 2 - All proposed amendments to this Constitution shall be in writing. They may be modified in any manner by the Association while the same is under consideration, but such modification must be germane to the subject matter of the proposed amendment. The entire section to be amended must be fully written out as the same will read with the proposed amendment incorporated therein.

MASA By-Laws

ARTICLE I

Section 1 - At every meeting all questions shall be determined by a majority of votes (excepting alterations of the Constitution, as herein provided), the presiding officer not being entitled to a vote except in case the vote is equally divided, when he shall have the deciding vote.

Section 2 - At each meeting, when the President shall have called the Association to order, the Secretary-Treasurer shall immediately determine as to the credentials of the Representatives.

ARTICLE II - Standing Committees

The President immediately following his installation. Shall, with the approval of the executive committee appoint any committee needed. All Committees, each consisting of not less than three (3) Representatives from Member Temples shall examine, into and report to the Association upon the several matters referred to them? No member Temple shall have more than one (1) Representative on any one Committee.

ARTICLE III - Uniformed Bodies

Section 1- The various Uniform units of the member Temples of the Association may organize associations for the purpose of providing entertainment for their members at the Annual Meetings, and to encourage and promote the principles of Shrinedom.

Section 2- Upon the formations of any associations by any of the Uniformed Bodies, that association shall present a copy of its By-Laws and/or rules and regulations to the President of MASA for his approval of the organization and its formative documents. Upon approval by the President of MASA and the Imperial Potentate, such By-Laws shall remain in continuous effect until subsequently amended or repealed. Any amendments, changes, modifications or alterations to the By-Laws and/or rules and regulations subsequently proposed by a Uniformed Body association shall likewise be submitted to the then - President of MASA and the Imperial Potentate for their approval.

Section 3- No association of Uniformed Bodies shall be recognized in any way unless it has met all the conditions of Section 2 of this Article. No Uniformed Bodies associations shall hold any dinner, dance, social affair or any type of meeting or function which may conflict with any scheduled MASA event without first requesting in writing, and obtaining, permission of the President of MASA.

MASA By-Laws

ARTICLE IV - Director General of Annual Meeting

Section 1- The President of the Association, immediately following his installation, shall appoint a Director General, who shall be a noble in good standing in a member Shrine of MASA. The term of the Director General shall be the duration of the term of the President of the Association

Section 2- The duties of the Director General shall be to oversee the set-up, planning, and tentative budgeting for all MASA meetings and activities, in order to ensure the smooth running of the Association. The Director General shall further prepare any necessary documents required and submit them to the President and/or Executive Committee, as necessary, for their review and approval. The Director General shall further provide all counsel and guidance to the President and Executive Committee to ensure the prudent and efficient operations of the Association

ARTICLE V – Housing Reservations – Annual Meetings

Section 1 – All member Temples attending the Annual Meetings of the Association must send fifty (\$50.00) dollar deposit for each room reserved to the Convention Housing Committee. The check is to be made out to the hotel you have under contract and will be delivered to the Hotel by the Convention Housing Committee.

ARTICLE VI - Amendments

Section 1 - Proposed amendments to these By-Laws shall be in writing and filed with the Secretary-Treasurer at least sixty (60) days prior to any meeting of the Association. The Secretary-Treasurer will transmit notice of the proposed amendments to the Recorder of the member Temples prior to the meeting. Any such amendment may be adopted by a vote of two-thirds (2/3rds) of the members voting; provided, however, that the Association may, without such previous notice, by a vote of three-fourths (3/4th) of the members voting at the Annual Meeting, revise, amend or alter these By-Laws.

Section 2- All proposed amendments to this the By-Laws shall be in writing. They may be modified in any manner by the Association while the same is under consideration, but such modification must be germane to the subject matter of the proposed amendment. The entire section to be amended must be fully written out as the same will read with the proposed amendment incorporated therein.