



BYLAWS
of
THE ORDER OF THE
FIRST FAMILIES OF MARYLAND

(REVISED NOVEMBER 2021)

**THE BY-LAWS OF THE
ORDER OF THE FIRST FAMILIES OF MARYLAND**

November 18, 2021 version (as amended)

ARTICLE I: NAME AND PURPOSE

1. Name: The name of this organization shall be The Order of the First Families of Maryland.

2. Purpose: The Order is a national lineage society of descendants of Sir George Calvert and others who lived in Maryland before 1734, the 100th anniversary of the landing of the Ark and the Dove. It perpetuates the memory and commemorates the deeds of those that founded and settled Maryland during its colonial period and promotes friendship amongst their descendants. It fosters interest in historic colonial research and aids in the preservation of the records and relevant historic sites in Maryland. It inculcates and fosters love of America and its institutions by all of its residents and aids in the education of the youth of our country. These are carried out, in part, by various good works projects, not spelled out in these By-Laws but consistent with its purposes.

ARTICLE II: MEMBERSHIP

1. Categories of Members: There shall be 6 categories of Members: Regular, Junior, Emeritus, Honorary, Memorial, and Senior.

a. Regular Members: These shall be Annual or Life Members, depending on the category of dues payment elected by the Member on entry to the Order or at a later time. The amount of dues for the Annual Members will be as determined from time to time by the Governing Council, while Life members are relieved of further liability for annual dues. Regular Members may vote on Society matters and may hold Society office.

b. Junior Members: Junior Members are those individuals of good moral character who would otherwise qualify as Regular Members, but who have not yet attained the age of eighteen (18) years. Dues for Junior Membership will be determined by the Governing Council from time to time. Junior Members enjoy all the privileges of Regular Members, except that they may not vote or hold office.

c. Emeritus Members: Emeritus Members are Annual Members who may be elevated to that status by majority vote of the Governing Council. They are relieved of liability for annual dues and may vote on Society matters and hold Society office.

d. Honorary Members: The Governing Council has the power to appoint an individual as an Honorary Member, whether or not that individual is eligible for Membership on the basis of descent. Such an unusual appointment shall be made for such specific reasons, stated in writing by the Council, including high services rendered to the Order or to the State of

Maryland or to the U.S.S. Maryland. Such individuals shall be entitled to all the privileges of membership, except they shall not pay dues and shall not be voting Members of the Order.

- e. **Memorial Members:** A memorial membership shall be made available for deceased members of the family of current members. The deceased family members eligible for memorial membership shall be limited to two generations prior, and two generations following the generation of the current member. The application fee, the form and the procedure for a memorial membership shall be the same as is provided for in these Bylaws except that a one-time life membership payment, in addition to the normal processing fee, in the amount of \$250.00 will be collected. This payment will be allocated to the Sappington Scholarship Fund.
- f. **Senior Members:** Any member who has attained the age of seventy years, and has paid annual dues as an Annual Member for the ten consecutive years immediately previous to the date of his application to convert to a Life Member shall, upon the payment of a one-time fee of fifty dollars, be accepted as a Life Member, and be exempt from further payment of annual dues.

2. Non-discrimination: For brevity alone, throughout the by-laws the masculine gender has been used, but in every case both masculine and feminine genders shall be construed equally to apply. In addition, the Order shall not discriminate in any manner on the basis of the applicant's or Member's sex, race or creed.

ARTICLE III: QUALIFICATION OF MEMBERS

1. Eligibility for Membership: Invitation to Regular Membership in the Order of the First Families of Maryland is extended by the Governing Council to individuals, eighteen (18) years or older, of good moral character and respectable standing in society, who are acceptable to the Order, and who have a verifiable, lineal descent from either (1) Sir George Calvert, The First Lord Baltimore, who was granted the Palatinate of Maryland by King Charles I of England, or (2) an ancestor who aided in the establishment of the Palatinate of Maryland or who was an office holder, real property owner or resident in Maryland prior to 31 December 1734. Those members admitted prior to 1 July 2005, when the original ancestor cutoff date was July 4, 1776, will continue to be in good standing, and their relatives who are the member's second cousins or closer and are lineal descendants of that original ancestor will remain eligible for admission to the Order on the basis of that original ancestor.

2. Application: Prospective members will file with the Registrar applications for membership on forms obtained from the Order, together with the documentation necessary for the support of the assertions made thereon as required, together with such dues and fees as are determined from time to time by the Governing Council. If it is found through competent research by the Genealogist-General of the Order that the applicant had one or more ancestors that met the criteria set forth in Section 4.1 above, then the applicant may be elected to the applicable class of membership by the Governing Council at any regular or special meeting.

3. Refusal: The Order specifically reserves the right to refuse membership to anyone at the discretion of the Governing Council, whether any such refusal be of a new application or of an application for renewal of a current membership, but any such refusal must be by a two-thirds (2/3) vote. When the Governing Council rejects an application, the advance payment of dues and fees for such application will be returned to the applicant.

ARTICLE IV: RESIGNATION, SUSPENSION, EXPULSION AND REINSTATEMENT OF MEMBERSHIP

1. Suspension for non-payment of dues: Any Annual Regular (or Junior) Member who has not paid his annual dues on or before the last day of the Order's fiscal year, namely 31 December, is liable to suspension, in which event his membership will be terminated and his name expunged from the membership and mailing list.

2. Resignation: Any resignation, to be accepted as such, must be submitted in writing to the Secretary-General; however, no Member will be permitted to resign from the Order while he is indebted to it in any matter, nor while he is the subject of a disciplinary investigation.

3. Reinstatement: Members who have resigned or been suspended may be reinstated only upon payment of all current dues and fees. Members who have been expelled are not eligible for reinstatement or application for new membership except by a two-thirds (2/3) vote of the Governing Council.

4. Expulsion: Any Member may be expelled from membership (or ruled not eligible for renewal of membership should his membership have in the meantime expired), for cause or conduct prejudicial to the Society, by a two-thirds (2/3) vote of the Governing Council.

a. Initiation: Such proceedings shall be initiated only upon receipt of a written petition directed to the Governor-General and signed by one or more Members in good standing of the Order. This petition must set forth in detail the conduct allegedly prejudicial to the Order, and it must be accompanied by appropriate documentation.

b. Notification and response: The Member so challenged will be fully advised by first class mail sent to his address of record on file with the Order, of the charges directed against him. He will be allowed a period of thirty (30) days from the date of mailing to rebut the charges. This rebuttal may be in the form of a written deposition or an appearance in person before the Governing Council.

c. Decision: The Governor-General may, at his discretion, appoint one or more members of the Council to investigate the charges and/or conduct any such personal interview of the Member, or he may act on behalf of the Council himself in these respects, the results of which will be reported to the Council as a whole. The Governing Council will then make a judgment on the validity of the charges and determine the action to be taken, if any. Such

proceedings will be confidential, and the records thereof will in no event be communicated to persons other than the Member challenged and Directors of the Order and their successors.

(1). Penalties: The Governing Council may, at its discretion, impose penalties other than expulsion, including (but not limited to) temporary suspension, probation, censure or warning.

(2). Notification: It is the responsibility of the Secretary-General to notify in writing any Member who is officially expelled, declared ineligible for renewal of membership or otherwise disciplined by the Governing Council.

5. Challenged Officer or Councilor: Any elected or appointed Officer or Councilor of the Order is subject to this Article in the same manner as any other Member, except, of course, that he may not conduct, or participate in the conduct of, the proceeding, except in the normal capacity of a challenged member. Should the Governor-General be the Member challenged, the next ranking Officer (normally the Lieutenant Governor-General) will assume his duties under this Article.

6. Additional claims: Expulsion of a Member for any reason will not be construed as preventing the Order from pursuing any claim or claims it may have against the individual being expelled.

7. Counter-charges: This Article is not to be taken lightly, and any charges found upon due investigation to be false, capricious or malicious, may in and of themselves be a valid basis for counter-charges by any member so challenged.

ARTICLE V: ELECTED OFFICERS AND COUNCILORS

1. Officers: The Elected Officers of the Order shall be 1) Governor-General, 2) Lieutenant Governor-General, 3) Secretary-General, 4) Treasurer-General, 5) Registrar General & Genealogist, 6) Chancellor-General, 7) Surgeon-General, and 8) Chaplain General. In addition, up to six (6) Councilors may also be elected. The Founder Emerita, Elizabeth White-Hay, is appointed as an Officer for a life term.

- a.** Except at the founding of the Order, no person shall serve as Governor-General without having served in some capacity on the Governing Council, except in the unlikely case of no such person being willing to accept the office.
- b.** There is no limit to the number of terms, consecutive or not, that an individual may serve, either through re-election or appointment.
- c.** Should a vacancy require one or more of the offices enumerated in this Section to be filled by appointment, such Officers and/or Councilors so appointed are considered elective for purposes of definition.

2. Procedures: The enumerated Officers and Councilors of the Order will together comprise the Governing Council (sometimes herein referred to as the Council), which will have, subject to the By-Laws, control and management of the Order, including the authority specified or directly implied in these By-Laws to make, amend and revoke By-Laws and rules and regulations necessary to the proper functioning and best interests of the Order, but they may write nothing herein that may contravene other portions of these By-Laws. The Membership Chairman is an *ex officio* member of the Governing Council.

- a. Should, for any reason, a devolvement of authority become necessary, it will be effective in the order the Officers are listed in Section 1 of this Article.
- b. A simple majority vote by the Governing Council, of those present, is sufficient to pass any measure put forth for consideration, unless otherwise specified in the applicable provisions of these By-Laws.
- c. Should dissolution of the Order ever become necessary, it is the responsibility of the Governing Council to see that this is properly carried out under the applicable provisions of the Articles of Association.

3. Executive Council: In addition to the Governing Council, a five (5) member Executive Council, consisting of a Chairman (always the Governor-General), the Lieutenant Governor-General, Secretary-General and two (2) additional members, will be appointed by the Governor-General from those serving as Elective Officers or Councilors. This Executive Council shall have and exercise the authority of the Governing Council in the management of the Order's capital funds and income therefrom, as well as making emergency decisions concerning the Order's property and/or assets, should a natural disaster or other circumstances of a calamitous nature arise, requiring maximum action on behalf of the Order in a minimum time.

- a. The advice of the Treasurer-General will be sought whenever circumstances of a non-emergency nature prevail, and all financial decisions will be implemented through and by that Officer, who may be a member of the Council.
- b. The investment of capital assets will be governed by the "Prudent Man Rule", which the California Courts have defined as: "The exercise of sound judgment and care under the circumstances currently prevailing, which men of prudence, discretion and intelligence would exercise, not in regard to speculation, but in regard to investment, considering income as well as the safety of principal".
- c. The existence of the Executive Council and the delegation thereto of authority, does not relieve the Council, collectively or individually, of any responsibility imposed by law or by these By-Laws.

4. Governor-General: The Governor-General is the Chief Executive Officer of the Order and Chairman of the Governing Council. It is his duty to:

- a. Preside at all regular and special meetings of the Council, the Executive Council and of the Order as a whole.
- b. See that all resolutions passed by the Council are carried into effect.
- c. Supervise and direct other Officers and Councilors of the Order in the performance of their duties and functions.
- d. Fill unscheduled vacancies in Elective Offices by appointment, such appointees to serve until successors have been elected at the next regularly scheduled election.
- e. Appoint such non-elective or appointed officers and/or Committees as may be required for the management and direction of the affairs of the Order. Such appointive Officers may include, but are not limited to: Assistant Lieutenant Governor-General, Chaplain, Parliamentarian, Marshall, Surgeon-General, **and** Membership Chairman. The Governor-General may also remove such appointees and/or abolish such Offices and/or Committees. Acceptance of a non-elective office or Committee membership does not prevent that individual from also holding the office of Councilor.
- f. Maintain, or cause to be maintained, an archival record of all major and significant incidents, resolutions and correspondence, which will be passed onto the succeeding Governor-General, with copies to the Secretary-General.
- g. Be otherwise responsible for the proper conduct of the Order's business and other matters in its best interests, within the frame of these By-Laws.

5. Lieutenant Governor-General: The duties of the Lieutenant Governor-General, who serves in a position analogous to that of First Vice-President, will be established by a separate job description approved by the Governor-General to fit the needs of the Order, and will not be a part of these By-Laws.

- a. Aside from the above, this officer will assist the Governor-General upon request in the discharge of any or all of the functions or duties appertaining to his office; act in place of the Governor-General in the event of absence or disability; succeed to the Office of Governor-General in the event of death, resignation or removal from Office; and perform such other duties as the Governor-General or Governing Council may assign.

6. Secretary-General: The Secretary-General is the Administrative Officer of the Order and will perform all the internal functions in accordance with a job description approved by the Governor-General to fit the needs of the Order, which description is not part of these By-Laws.

- a. Aside from the above, the Secretary-General, as the recording secretary, will keep a true record of all proceedings of the Order and the Governing Council, and will keep and

preserve all records and documents pertaining to the Order, including but not limited to: membership lists and applications, financial statements, expulsions, disciplinary and membership renewal/refusal proceedings, Order communications, awards, legal documents and records, and other documents that the Governor-General or Governing Council may specifically direct him to retain, etc. He will also have custody of the Seal of the Order.

- b.** The Secretary-General, as the corresponding secretary, is the Order's Communications Officer and will conduct all official correspondence. In addition, he shall operate the Order's web site and request payment of annual dues from the members.
- c.** To assist the Secretary-General in the performance of these duties, additional officers may be appointed by the Governor-General for the purpose of assisting in the performance of specific portions of the above. The Secretary-General remains responsible for the successful completion of these tasks through supervision of these assisting officers.

7. Treasurer-General: The Treasurer-General is the Chief Financial Officer of the Order and will:

- a.** Receive and deposit annual membership renewal dues and funds collected from all other sources.
- b.** Disburse funds in payments of the Order's debts.
- c.** Prepare quarterly financial reports for the Council and prepare a full annual report at the end of each fiscal year, such annual report to include an annual statement of income and disbursements and a balance sheet, and distribute same promptly to the other Elected Officers and Councilors of the Order.
- d.** Prepare all financial reports required by outside agencies such as the IRS, the State of California, etc.
- e.** Advise the Governor-General and the Executive Council as requested, including a recommendation for an auditor when appropriate.
- f.** Perform such other duties as may be assigned him by the Governor-General or the Council, or may be additionally required by these By-Laws.
- g.** To assist the Treasurer-General in the performance of these duties, additional officers may be appointed by the Governor-General for the purpose of assisting in the performance of specific portions of the above. The Treasurer-general remains responsible for the successful completion of these tasks through supervision of these assisting officers.

8. Registrar-General and Genealogist: The Registrar-General is responsible for supplying new, and receiving completed, application and fees, seeing that they are properly executed, and

processing and routing them to the various other Officers concerned in the membership process, such as the Secretary-General, Membership Chairman, Treasurer-General, Governor-General, etc., as appropriate and corresponding with applicants as needed.

a. In his capacity as Genealogist, unless a separate officer be appointed with this title, he will review the applications and supporting documentation, using standard genealogical procedures, to ensure that the applicant is descended from the eligible ancestor, corresponding with the applicant as needed to communicate any weakness or deficiency in the application.

b. The **Membership Chairman**, who is appointed by the Governor-General, will work with the Registrar-General to publicize the Society, recruit members and supervise the Membership Committee, composed of Area Representatives, each of whom works in their community to recruit members for the Order. He is an *ex officio* member of the Governing Council.

9. Chancellor-General: The Chancellor-General shall serve as legal advisor to the Order and will perform all the legal functions in accordance with a job description approved by the Governor-General to fit the needs of the Order, which description is not part of these By-Laws.

a. Aside from the above, the Chancellor-General shall render legal opinions for the Order and the Governing Council, and shall report on legal matters of concern that may arise to the Governor General.

b. The Chancellor-General shall be a licensed attorney-at-law in good standing.

10. Surgeon-General: The Surgeon-General shall serve as medical advisor to the Order and shall advise the Order on matters of public health which may be of concern to the order, and shall render first aid in cases of emergencies that may arise at meetings to which he attends. The Surgeon-General shall be licensed in at least one of the United States or the District of Columbia as a medical practitioner, and be in good standing.

11. Chaplain General: The Chaplain General may open and close meetings of the Order with such services as are usual and proper on such occasions. The annual Memorial Service may be planned in consultation with the Chaplain General. He shall also

a. Prepare an annual necrology report of deceased National Officers and maintain a file of previously prepared necrology reports.

b. Receive and compile necrology reports from the Order's Governors a and maintain a file of previously received reports.

c. Send get well and condolence cards to members and their families as appropriate, and provide spiritual guidance to the Order.

12. Organization: The Governor-General, Secretary-General, Treasurer-General, and Chancellor-General are jointly responsible for the maintenance and keeping of the Articles of Association current and in compliance with any applicable regulations of the IRS and the laws of the State of California.

13. Governing Council: The Governing Council will evaluate, amend as necessary and vote upon those matters placed before them for their consideration by the Governor-General. They may also individually initiate and place before the Council any matter they deem to be of benefit to the Order. All former Governor Generals are voting members of the Governing Council.

14. Councilors: There shall be up to six (6) Councilors of the Order (in addition to the appointed or elected Officers), who function as Directors on the Council. These 6 shall be elected for staggered four (4) year terms in such fashion that the terms of three (3) shall expire every other year, as specified in Article VI, Section 2. A Councilor may also serve, at the same time, as an appointed or elected Officer.

15. Job responsibility: The enumeration of specific duties of the Order's Officers and Councilors will not be construed as relieving any Officer or Councilor of such further duties, or responsibilities, as may be set forth, specifically or by implication, in any other part of these By-Laws, or be normally associated with or benefit his office. Any Officer may delegate duties to other responsible members, but in any such situation, the Officer remains totally responsible for any actions taken or work performed (or not performed).

16. Dereliction: No individual will accept election or appointment to a position on the Governing Council or to any Office or Committee, unless he is willing, able and prepared to devote the necessary time and ability to the faithful discharge of his duties during the term of his election or appointment. Any Officer or Councilor failing to meet the responsibilities of his Office, or acting in violation of the provisions of these By-Laws, may be found to be in dereliction of duty, and thus subject accordingly to the application of the procedures specified in Article VII herein. Any such dereliction on the part of a Committee person will result in the removal from the Committee of the individual concerned.

ARTICLE VI: ELECTION OF OFFICERS AND COUNCILORS

1. Membership term: All newly elected Officers and Councilors of the Order will take Office during the first Governing Council meeting in an even calendar year, which will be held on a Saturday during the month of January. The Gavel of Office and other applicable material will be turned over to the new Governor-General at that time. The term "Office" as used in these By-Laws will apply equally to the Office of any Officer or any Councilor.

2. Nomination procedure: The call for nominations will be issued to the membership no later than the time of the last Governing Council meeting in an odd calendar year, normally in the month of September. This may be done by first class mail or by e-mail.

a. Nomination Committee: The Governor-General will appoint the Nominating Committee on this same date. This Committee will be composed of a Chairman and two Members. The Governor-General will be either Chairman or a Member of this Committee.

b. Selection of nominees: Prior to the first (normally, January) Governing Council meeting of an even calendar year, the Nominating Committee will select candidates for each of the Elective Offices, taking into account, but not limited to, any names submitted in nomination from the general membership. Officers will be elected biennially to a two (2) year term. Up to 6 Councilors shall be elected for staggered four (4) year terms in such fashion that the terms of three (3) shall expire every other year.

c. Election: At the first convened meeting of the Governing Council in an even calendar year, normally in the month of January, the Chairman of the Nominating Committee will present the list of Candidates, which will be duly voted upon. They shall take office immediately after the election. The successful candidates for Elective Office will be announced to the membership by the next membership newsletter or at the next general membership meeting, together with the individuals selected by the Governor-General to fill such Appointed Offices as he deems necessary.

ARTICLE VII: REMOVAL FROM OFFICE OF OFFICERS OR COUNCILORS

1. General: Any Officer or Councilor failing to meet the responsibilities of his Office or acting in violation of the provisions of these By-Laws may, after proper application of the provisions of these By-Laws, be found to be derelict of duty and accordingly subject to appropriate disciplinary action, as determined by the Council at its discretion.

2. Procedure: Any Officer or Director may be removed from Office, either for cause or because of physical or mental disability which renders the proper performance of his duties impossible, by the following procedure:

a. Initiation: Any Council Member may initiate a petition in writing for removal, citing in full the reasons therefor, and after the petition is signed by at least two (2) other Council Members, forward it to the Secretary-General, who will see that copies are sent to the other Council Members.

b. Investigation: The Governor-General will conduct an investigation in the identical manner proscribed in Article IV, giving the challenged Officer or Councilor thirty (30) days to respond to the charges.

- c. Vote:** After conducting the investigation, the Governor-General will present the facts found and the response received (if any) from the challenged Officer or Councilor to the Council at the next regular or special Governing Council meeting, at which time a vote will be taken on the matter. A two-thirds (2/3) majority vote (excluding the challenged Officer or Councilor) is required for removal from office, or for any other manner of discipline.
- d. Additional actions:** The Governing Council, at its option and discretion, may consider further disciplinary action against any Officer or Councilor removed from Office for cause, including expulsion from the Society. Such removal and/or expulsion will not be construed as preventing the Order from pursuing any other claim or claims it may have against the individual concerned.
- e. Devolvement:** Should the Governor-General be the challenged Officer, his duties under the provision of this Article will be assumed by the Lieutenant Governor-General. Should the Secretary-General be the challenged Officer, a petition under the provisions of this Article should be sent to the Governor-General.
- f. Confidentiality:** Proceedings conducted under the provisions of this Article will be confidential and the records thereof will in no event be communicated to persons other than the Officer or Councilor challenged and Officers and Councilors of the Order and their successors.
- g. Frivolous or false use:** Frivolous or false use of this provision by any Council Member will lay that individual open to charges under the provisions of this Article.

3. Re-election to office: No Officer or Councilor removed from Office for cause may again seek Office in the Society, except upon written petition to the Governing Council being approved by unanimous vote of the Council. An Officer or Councilor removed from Office on grounds other than of cause may again seek office in the Order upon written petition to the Council being approved by a two-thirds (2/3) majority.

4. Failure to attend meetings: In addition to the above, any Officer or Councilor who fails to attend three (3) consecutive regularly scheduled Council meetings shall be deemed to have abandoned his seat on the Council, and shall thereby be removed from the Council without further process. The Governor-General may, at his option, appoint a replacement for said individual, and the Secretary-General will notify him by mail of his removal.

ARTICLE VIII: REGIONS AND STATE SOCIETIES

1. Regions: The Order shall be organized into four geographical Regions for administrative purposes, as follows:

a. Northeast Region: The Northeast Region shall include the states of Maine, New Hampshire, Vermont, Rhode Island, Massachusetts, Connecticut, New York, Pennsylvania, New Jersey, Delaware, Maryland, Virginia, West Virginia, Ohio, Kentucky, Indiana, Illinois, Michigan and Wisconsin.

b. Southeast Region: The Southeast Region shall include the states of North Carolina, Tennessee, South Carolina, Georgia, Florida, Alabama and Mississippi.

c. Central Region: The Central Region shall include the states of Louisiana, Texas, New Mexico, Oklahoma, Arkansas, Missouri, Kansas, Colorado, Nebraska, Iowa, Minnesota, South Dakota and North Dakota.

d. West Region: The West Region shall include the states of California, Arizona, Nevada, Utah, Oregon, Idaho, Wyoming, Montana, Washington, Alaska and Hawaii.

2. Deputy Governor Generals: The Governor General will appoint, subject to the approval of the Governing Council, a Deputy Governor General for each of the above geographical Regions. That individual's title shall be Deputy Governor General, Northeast Region (or Southeast, etc., as appropriate).

a. Duties and Responsibilities: Each Deputy Governor General shall, in his or her Region, seek to promote the interest and activities of the Order, and to encourage the growth of the Order and the enrollment of new members, and perform such individual duties within his or her respective Region concerning the affairs of the Order as may be delegated or assigned to him or her from time to time by the Governor General, or the Governing Council.

3. State Societies: A State Society may be formed and chartered within a state by application to the Governing Council, and the approval of the respective Deputy Governor General of that Region, by five or more members in good standing. State Society Governors shall initially be appointed by the Deputy Governor General of the Region subject to the approval of the Governing Council. Thereafter, officers of the state societies will be elected by the members in good standing of that state.

a. Dissolution of State Societies: The charter of a state society may be revoked for cause, or otherwise nullified, by the Governing Council on the recommendation of the Governor General, respective Deputy Governor General of that Region, or the State Society Governor.

ARTICLE IX: MEETINGS

1. Annual Meeting: The Order will hold an Annual Meeting in the fall of each calendar year, to which the general membership will be invited. This may be held electronically (e.g., by a 'Chat

Room"). Additional general meetings may be held during the year, of a number and on a schedule approved by the Governing Council. The Governor-General will be responsible for the selection of a suitable site.

2. Governing Council Meetings: The Governing Council will hold regular meetings at least three (3) times a year, normally in the months of January, June and September. The meetings may be held in person or electronically. The Governor-General is responsible for the site and agenda of these meetings. An attendance of three (3) Council Members will constitute a quorum (provided one of them is the Governor-General or his designate and another is a member of the Executive Council). Any appointed Officers attending any given Council meeting will be considered Council members Pro-Tem for the Meeting and may vote on all matters presented. Regular members may also attend Council Meetings but may not vote.

3. Special Council Meetings: The Governor-General may call Special Council Meetings at any time he feels the needs of the service call for such a contingency. An attendance of three (3) Council Members will constitute a quorum. Special Council Meetings will be announced to the Governing Council members by the most expeditious means possible, by telephone or electronically. Appointed Officers may also attend and vote at Special Meetings.

4. Meeting Procedures: Robert's Rules of Order, Revised, will govern all Council Meetings. Written proxies are acceptable when Council Members are unable to attend in person. Accurate and complete minutes must be kept of all official meetings and distributed to all members of the Council. In the absence of the Secretary-General at any given meeting, the Governor-General will appoint another individual to assume those duties.

5. Notice of Meetings: The dates, times and places of all general membership and regularly scheduled Council Meetings for the next calendar year will be decided upon by the Council at the fall Council Meeting, and this schedule will be published and distributed to the general membership as soon as possible thereafter. Should circumstances require a subsequent change in that schedule, the membership (or Council, as applicable) will be advised as expeditiously as possible.

6. Executive Council Meetings: Executive Council Meetings will be called by the Governor-General and will often be conducted by telephone or electronically unless circumstances allow otherwise. Three (3) members will constitute a quorum.

ARTICLE X: FINANCIAL STIPULATIONS

1. Incurring expense: No Officer, Councilor, Chairman or member may incur any expense or debt in the name of the Order without the specific authorization of the Governing Council. The Executive Council is specifically exempted from this provision when emergency circumstances exist.

a. Reimbursement: Officers and Councilors of the Order, as well as the Chairmen and other individuals charged with the conduct of the Order's business, will normally be reimbursed for expenses incurred during the routine discharge of the duties of their Offices and responsibilities. Should any request for reimbursement be denied, the individual concerned may petition the Council for reconsideration. Said petition will be submitted to the Governor-General, who will bring the petition, together with the rationale for denial of the expense, before the Council at the first opportunity. A simple majority vote of the Council will decide the issue, and the expense will be allowed or denied accordingly.

2. Interest in assets: No member will be deemed to have any personal or vested interest in the assets of the Order.

3. Fiscal year: The fiscal year of the Order will begin on the first day of January and end on the last day of December of that calendar year. During the year of transition from a July/June fiscal year to a calendar year system, the fiscal year shall run from July 2006 through December 2007.

4. Advances of expenses: It will be standard procedure to advance expense accounts in sums as specified by the Governing Council to individuals who conduct the Order's business on a basis that requires regular outlays of funds on a continuing basis (for example, the Secretary-General), who should on no account be forced to expend their personal funds to keep the Order afloat and accomplish their duties. As each of these accounts nears exhaustion, the individual concerned will account for his expenditures and apply for a further disbursement as required.

5. Audit: The Governor-General may request an audit at any time by a simple majority vote of the Governing Council. The results of any and all audits will be made available in full at no charge to all Officers and Councilors of the Order, as well as to any member in good standing who so requests in writing.

6. Honoraria and awards: The Governing Council may, at its discretion, confer an honorarium, financial or otherwise, upon any member or non-member providing service to the Order, or to the State of Maryland, deemed worthy of such recognition. Awards of a non-financial nature may take the form of medals, plaques, trophies, certificates or other forms of suitable recognition, at the discretion of the Governing Council.

ARTICLE XI: PUBLICATIONS OF THE ORDER

1. Publications: The Order may publish a newsletter, journal or special publication from time to time, as determined by the Governing Council. Such publications will be distributed free of charge to members and will be made available to non-members at a reasonable cost or subscription, as applicable.

2. Editorial Staff: The Governor-General will appoint an Editor and any other staff required for publication according to the project at hand. The Editor will provide or select appropriate

material germane to the purposes of the Order for publication and has general responsibility for all material appearing therein.

ARTICLE XII: MISCELLANEOUS PROVISIONS

1. Insignia: The Order's Insignia may be used for other than official purposes only upon prior approval by the Governing Council, which is responsible for the enforcement of this clause. The insignia medal may be worn on appropriate occasions by all members from a ribbon drape. The full size insignia medal shall be worn on a neck ribbon on appropriate occasions by all present and former members of the General Council, present and former Deputy Governor Generals, and present and former State Governors. All members who have received the Distinguished Service Award may wear 5/8ths inch gold star centered in the bottom "V" of the neck ribbon.

2. Mailing list: The Order's mailing list (membership roll) may be used for other than official purposes only upon prior approval by the Governing Council, which is responsible for the enforcement of this clause.

3. Order awards: All awards and insignia of the Order will be as established by the Governing Council, but any member may accept an outside award without Council approval. Insignia of the Order will be worn in a manner of good taste.

a. Distinguished Service Award. The Distinguished Service Award may be bestowed on any member who has distinguished themselves through long and faithful service to the management and leadership of the Order. Any member may submit a nomination with stated justification for the award to the Governing Council. It will consist of a certificate signed by the Governor General and a gold star to be worn on the neck ribbon of the recipient. No member shall receive this award more than once.

b. Certificate of Meritorious Service. The Certificate of Meritorious Service may be awarded to any member for significant meritorious service to the management, leadership and purposes of the Order. Any member may submit a nomination with stated justification for the award to the Governing Council. The certificate will be signed by the Governor General and may be presented more than once to a deserving member.

4. Non-Order awards: Non-Order awards and insignia may be worn at the Order's functions, if they are in good taste and consistent with the purpose of the Order. In case of dispute, the decision of the Governor-General, who has final responsibility for the proper conduct of all Society functions, will prevail. Any attendee at a function of the Order wearing appurtenances deemed inappropriate will be asked to remove same. Failure to comply may result in disciplinary action under the provisions of Article IV of these By-Laws.

ARTICLE XIII: AMENDMENTS:

1. Binding: These By-Laws in every part are binding on the Governing Council and the membership. While the Council has full authority to make, change and abolish portions thereof, they may write no provision or amendment thereto that may or will in any way contravene either the letter or the intent of the Articles of Association of the Order.

2. Mechanism of change: The provisions of these By-Laws may be altered or amended only by majority vote of the Governing Council, met in accordance with the provisions of Article IX herein.

a. Petition: Any member may officially request an amendment to these By-Laws by submitting to the Council, through the Governor-General, a petition signed by five (5) other members, outlining in full the requested change(s) and the rationale therefor. The Governor-General will bring this petition before the Governing Council at the next scheduled Council Meeting for discussion and a vote, and the amendment(s) will be made or denied accordingly.

3. Cross-referencing: When any portion of these By-Laws is amended that is referenced by another portion, and such change would, due to re-numbering or deletion of an Article, Section or Paragraph, cause the said reference(s) to be thereby incorrect, all such applicable references will be automatically changed or deleted accordingly, without further separate action being required, so that all references to other portions of this document will remain current and correct.

Adoption date: *These By-Laws were initially adopted by the Governing Council January 13, 2001. As amended June 30, 2007, January 15, 2011, June 21, 2014, October 4, 2014, January 17, 2015, June 3, 2018, January 26, 2020, and November 18, 2021 by the Governing Council.*

OFFICIAL:

Tony L. Vets, Governor General

Stephen R. Renouf, Treasurer General

on November 18, 2021, on Zoom Meeting