The background of the cover is a photograph of two silhouetted figures reaching towards each other against a bright, glowing sunset sky. The sun is positioned between their hands, creating a strong lens flare effect. The sky transitions from a deep red at the top to a bright orange near the horizon. The figures are positioned on either side of the frame, with their arms extended towards the center. The overall mood is one of hope, achievement, and partnership.

SPJST Lodge Operations Manual

as of 1.17.2023



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Preface

Thank you for giving of yourself!

When you joined SPJST, you became a member of a lodge-based fraternal benefit society that has been making a positive difference in the lives of its members and the lives of others since 1897. As an active member and leader, it's your responsibility to help ensure that the Society remains relevant in the lives of its members and the communities that we serve.

Leadership is an art. As such, it requires talent to perform. To be effective as a leader, it is essential that you be able to formulate inspiring visions and the strategies for achieving them. This newly revised SPJST Lodge Operations Manual seeks to better equip SPJST lodge officers, sales representatives and active members with the guidance necessary to being effective SPJST leaders.



For the SPJST to remain relevant in the lives of its members and in order for the Society to grow, it's important that we as leaders possess a solid understanding of the roles that SPJST seeks to fill in the lives of its members and in the life of the community.

Let's get started by answering the simple question, "Why is SPJST here?" The fact that SPJST touches so many and varied aspects of our members lives makes that a challenging question to answer. Think about it:

SPJST is financial.

SPJST sells life insurance to protect those you leave behind. It's an expression of love and caring and we've been doing it now for more than 125 years. Additionally, SPJST offers annuities, IRAs and Roth IRAs. Proceeds generated from the sale of SPJST life products help to cover other areas of SPJST engagement. The insurance benefits outlined in your SPJST life insurance certificate are referred to as your "contractual benefits." Generally stated, they are exacting arrangements which guarantee the payment of a death benefit to the designated beneficiaries.

Beyond these basic contractual benefits, membership in the SPJST is also defined by what are known as "non-contractual benefits." The online benefits — SPJST Perkspot, Travel Insurance and Amazon Smile are all recent additions to SPJST's menu of non-contractual benefits. Our bi-monthly newspaper, *Vestnik*, is also a non-contractual benefit of membership. The latest addition to SPJST's menu of non-contractual benefits is the SPJST Member Services Directory. The SPJST Member Services Directory first appeared in 1995 as a special edition of the *Vestnik*. Then — as now — the idea was based on building relationships and creating value-added services for SPJST members and their families.

For more information on all of these four value-added SPJST member benefits, visit the SPJST website. <https://spjst.org/programs/member-benefits/>

SPJST is cultural.

We embrace the Czech heritage and seek to be inclusive of the cultures that comprise our local lodge communities. Annual sponsorships include the National Polka Festival in Ennis, WestFest in West and Kolache Festival in Caldwell, to name a few.

SPJST is educational.

Through participation in the SPJST Youth Program, including Youth Achievement Day and the patriotic essay contest, youngsters between the ages of five and 18 develop a greater awareness of the common bonds that we all share; moreover, SPJST encourages its young members to continue their educational development. Since its inception, the SPJST Scholarship Program has awarded more than \$2 million to deserving, college-bound youth.

SPJST is recreational.

SPJST celebrates life by bringing members and non-members together throughout the years at lodge and Society-sponsored events. What's more, SPJST's Camp Kubena impacts lives through outdoor experience. Situated on 182 picturesque acres in northern Fayette County, the property doubles as a retreat center for family events, spiritual awakenings and team building.

SPJST is charitable.

Through statewide initiatives such as the Fort Hood Memorial, West Benevolence Fund, Czech Moravian Benevolence Fund, SPJST Foundation and countless lodge fundraisers and service projects, the SPJST presents itself as a good neighbor to cities and towns throughout the state of Texas.

SPJST Mission Statement

The strength of the SPJST resides in its diversity. It is through service to others and fraternal activities that SPJST conveys a sense of purpose and tradition. All of these elements come together in the SPJST Mission Statement:

Insuring and Enriching Lives

The SPJST Vision Statement expands on that mission:

SPJST Vision Statement

Our vision is to provide financial security for our members; build a wholesome family environment; and encourage cherished Czech traditions.

It is through the lodge system that SPJST Members are able to define and convey this sense of purpose. Lodges bring people together, establishing a common bond among men, women, boys and girls of many backgrounds. Lodges help to keep members informed of the life insurance programs and the array of fraternal benefits afforded through membership in the SPJST.

To help achieve these worthy objectives, the SPJST Executive Committee developed the SPJST Lodge Operations Manual. We hope that you find it enlightening and beneficial! The manual will be updated quarterly following each meeting of the Executive Committee.

How It All Started

SPJST Celebrated Its 125th Anniversary in 2022

Fraternalism and fraternal life insurance are founded upon the principle that every individual is his “brother’s keeper.” This spirit of “doing good for each other” was expressed in the loosely organized and semi-religious societies of ancient Greece which provided financial aid to their members in time of sickness and death. These early societies and guilds recognized the social need of human beings for companionship and provided a way for people to meet at friendly gatherings. The Slavonic Benevolent Order of the State of Texas — Slovanska Podporujici Jednota Statu Texas — was founded in this spirit by Texas pioneers of Czech descent in 1897.



In 2022, we observed the 125th anniversary of the founding of the SPJST. We celebrate not just for being old, but for being vibrant — alive with the same energy, spirit and promise that filled the Fayette County Courthouse in La Grange, Texas on December 28, 1896, when 25 Texans of Czech descent met to organize a new fraternal benefit society to benefit Texas families.



SPJST marked its 125th Anniversary on October 15, 2022 at the Texas Czech Heritage and Cultural Center’s Heritage Fest in La Grange, Texas, two miles from the Fayette County Courthouse where the SPJST was organized.

Revolution Leads to Change

How it all came to be reads like an epic novel. The chartering of SPJST in 1897 can be traced back to a series of momentous lifestyle changes set in motion by the Revolution of 1848 in Central Europe. The Revolution consisted of a series of spontaneous political upheavals that took place across the European continent — and, as it relates to our story — within the Austrian Empire. People were tired of the oppression and dissatisfied with the political leadership. They wanted democracy. They wanted independence and they wanted to retain their identities as independent states.

In what some referred to as “The Springtime of the People,” pro-democracy and pro-reform demonstrations broke out in every capitol of Europe. In the end, thousands of people lost their lives and the Austrian Empire remained intact. The Revolution failed to achieve its objective of removing the old monarchical structure and create independent nation-states; however, it succeeded in forcing the Austrian Emperor to abolish serfdom in all of its domains and to provide for freedom of movement throughout the Empire.

The Revolution of 1848 marked a turning-point in the history of European political and social thought. In the years that followed, a new Czech nationalism emerged with the emphasis on a shared language and common cultural and social values. This national awakening yielded to a desire for a higher standard of living and became a key catalyst for the mass migration from the European continent to the United States of America.

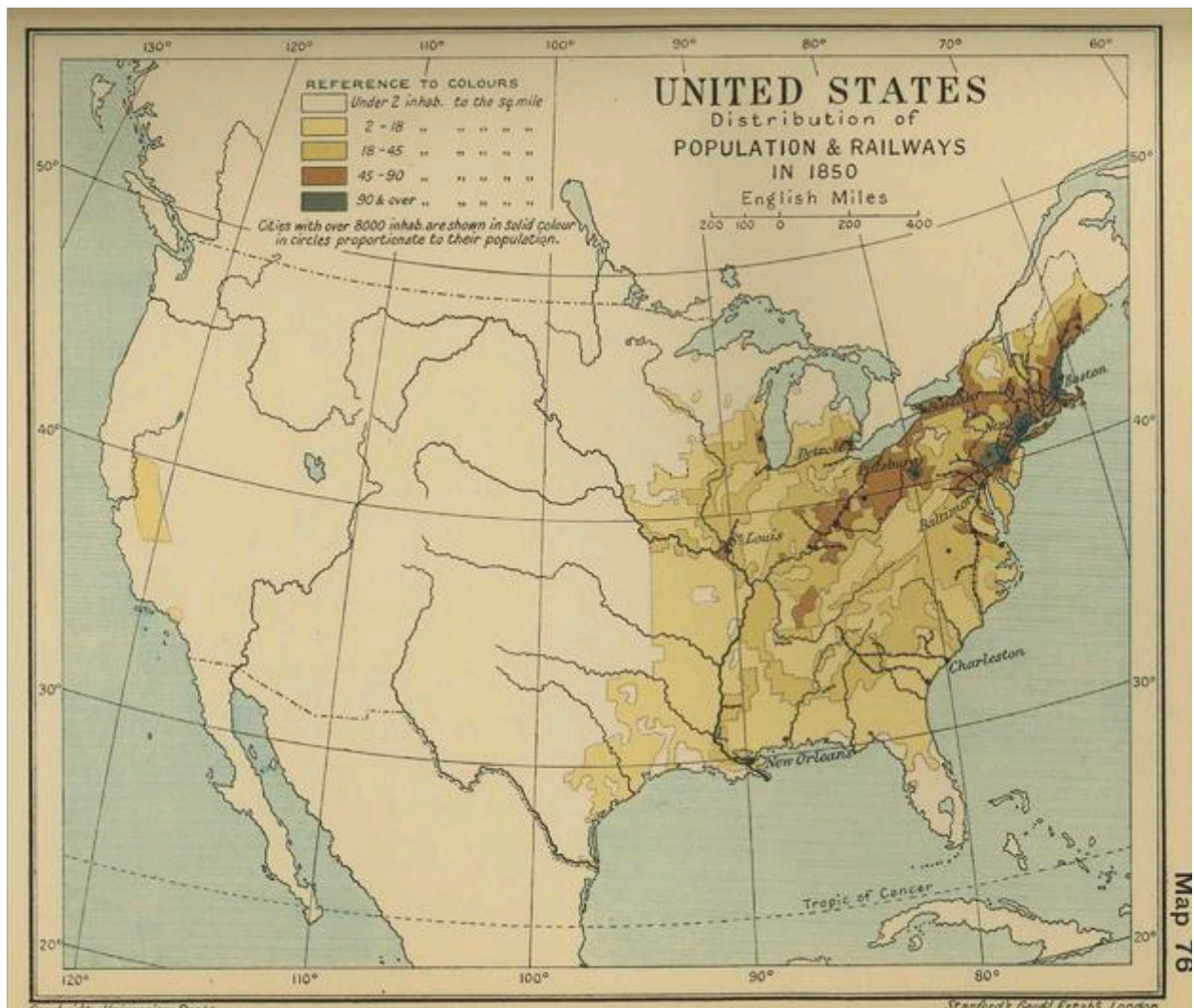


Coming to America

Mass migration was encouraged by letters from early emigrants and German shipping advertisements that communicated information about inexpensive land and opportunities awaiting them in America.

The majority of the Bohemian and Moravian immigrants entered the United States through New York, Baltimore or Boston on the East Coast or through New Orleans or Galveston in the South. Some also came directly through the Saint Lawrence Seaway into the harbors around the Great Lakes.

After their arrival in the United States, many of the immigrants settled in the larger cities where they sought to earn a living. In the early 1850s, St. Louis emerged as the largest Czech settlement in America and remained so for another two decades. Many of the Czechs who were living in St. Louis came up the Mississippi River after having disembarked in New Orleans from their overseas journey.



Map of the United States from 1850 depicts the territorial landscape that existed for the early Czech immigrants.

CSPS Pioneers American Fraternalism

The main gathering place for the Czech community living in St. Louis was a tavern on Ninth Street owned by Jakub Motl. A serious cholera epidemic in the city in 1849 led to a desire to establish an organization that would look out for the welfare of their community. This community of friends appealed to one of their own, Hynek Vodicka, to draw up a constitution and By-Laws for such an organization.

The organization that they established -- the Česko-Slovenský Podporující Spolek (Czech-Slovak Protective Society) C.S.P.S. -- laid the groundwork for a modern fraternal society and would come to serve as a model for many other fraternal benefit societies in America organized in later years.

The State of Missouri approved the C.S.P.S. charter on March 12, 1859. This is especially noteworthy in that this was the first act of incorporation of all American fraternal societies. On March 3, 1862, it was decided to form a Main Lodge. Seven members were elected to this Main Lodge to “. . . see that other units were formed under the banner of the C.S.P.S. throughout the country.”

It was then that the original St. Louis lodge was designated as number one, in the hopes that additional lodges would soon follow which they did in great numbers. The first C.S.P.S. lodge to be chartered in Texas was Cechomoravan No. 105, in Ellinger, organized on April 6, 1884. Others followed including lodges in Schulenburg, Dubina, New Tabor, Catspring, Nelsonville, Bila Hora, Wesley, Bryan, Sebesta (now Snook), Elgin, Ennis, Lee County, Granger, Moravia, Weimar, West, La Grange, Shiner, Williamsburg, Cameron, Caldwell, Seaton, Novohrad and Velehrad.

Pictured here, members of C.S.P.S. Lodge in Praha, Texas meet outside their hall in about 1900.

The Česko Slovenský Podporující Spolek, headquartered in St. Louis, Missouri, joined in organizing the Czechoslovak Society of America in 1933. That organization, based in Lombard, Illinois changed its name to CSA Fraternal Life in 1982. In addition to being the forerunner of SPJST, C.S.P.S. was also the forerunner of the Západní Česko-Bratrská Jednota, or Western Bohemian Fraternal Association. The association later became known as the Western Fraternal Life Association (WFLA) which became BetterLife in 2021.



Texas Delegates Advocate Progressive Fraternal Reforms

At the time of the 10th C.S.P.S Convention in Cedar Rapids, Iowa held in 1891, the C.S.P.S. was at the peak of its growth and development. It was the largest organized group, representative of the entire Czech immigration community in the United States. The organization had approximately 9,500 members in 177 lodges.

The 11th Convention of the C.S.P.S. in St. Paul, Minnesota in 1896 was a critical one for that organization. The delegates from the Midwest and Texas C.S.P.S. lodges went to the St. Paul convention with instructions to make another effort to set up insurance payments according to the age and occupation of the applicant as well as to secure insurance coverage for their wives.

The majority of the delegates to the C.S.P.S. Convention were opposed to the progressive reforms. In response, Texas C.S.P.S. leaders met on December 28, 1896 at the Fayette County Courthouse in La Grange and set about the task of forming a new fraternal organization for Texas families.

A three-member committee was elected to draw up a set of by-laws for the new organization. The committee elected consisted of J.R. Kubena, Augustin Haidusek and Frank Cihal. Haidusek later gave up the job and L.V. Vanek was named to this committee. In March of 1897, the constitution was submitted to the Texas C.S.P.S. lodges for their consideration.



The historic meeting of December 28, 1896 took place on the second floor of the Fayette County Courthouse.

The first SPJST Convention was held in La Grange, Texas on June 29, 1897 and the society commenced operations on July 1, 1897 with 782 members and 25 lodges. The SPJST received its state charter on August 12, 1897.

The first officers elected to serve two year terms were: President I.J. Gallia of Engle; Trustee Ferdinand Breska of Velehrad; Secretary-Treasurer J.R. Kubena of Fayetteville and Finance Committee Members Jan Michal of Praha, Josepf Kopecky of Shiner, Josef Hoda-nek of Praha and Frank Dusek of Moulton were the Finance Committee.

The SPJST's first base of operations was in Fayetteville, Texas. The reason being that the central figure in administering the affairs of the Society, Secretary J.R. Kubena, had his personal business operations in that city. Until his death in 1938, Kubena directed the affairs of the SPJST out of a single room in his general store. As an aside — to honor the memory of J.R. Kubena, SPJST Directors designated the Society's 182-acre Fayette County camp and retreat center as "Camp Kubena" in 2017. Pictured below, young campers, enjoy fresh water canoeing at the camp.

It wasn't until the early 1930s that the other officers were made full time and additional office space was needed. That is when the Supreme Lodge officers rented the building housing the former Fayetteville State Bank a couple of doors down in October 1932 for a rental fee of \$30 per month.

That building served two, then three Supreme Lodge officers until the early 1940s when the membership records and officers were moved to a larger building on the square in Fayetteville. The buildings remain in use today.



Nestled on 182 acres in north Fayette County, Camp Kubena honors the memory of SPJST founding father J.R. Kubena.

SPJST Lodges Emerge as the “Go To” Place in the Community

From the outset, SPJST lodge meetings made members feel at home and provided them with the economic security of fraternal life insurance. In his book *The Czech Pioneers of the Southwest* written in 1934, Henry Maresh had this to say about the important role that SPJST has historically played in communities all over the state. Keep in mind, these words were written in 1934 when the SPJST was just 37 years old!

“(One of) the chief aims and mission of the SPJST . . . is the (monetary benefits) paid to the beneficiaries of the deceased . . . The purpose and mission of the lodge goes further. The benefit to the living members has a potential value that can hardly be estimated. Lodges of the organization are to be found in every section of the State . . .”

“Many of these lodges have built large, attractive, well-furnished lodge buildings of their own — usually on spacious grounds, where centers the cultural, social and fraternal life of the (community) and near-by settlements. It is quite impossible to estimate the value of these properties . . .”

“The lodge halls are furnished with facilities for promoting the social and educational life of the communities. Well-equipped stages offer opportunities for developing dramatic talent. The size of the auditoriums allow floor space for dancing, and the grounds that belong in connecting with the lodge buildings, are suitable for outdoor entertainments such as picnics and open air musicals. The lodge is the social center of every community.”



SPJST Lodge 1, Fayetteville's hall as it looks today embodies the spirit of SPJST lodges serving their local communities.

Changing With the Times

It was during SPJST's first half century that American society and lifestyles changed dramatically. Texas and our nation was becoming progressively more industrialized. At the same time, the country was becoming more urban and less rural. Many people — including the sons and daughters of our early members — moved off the farms and into the towns and cities. In many instances, they took the SPJST with them.

It was during this time that many of our urban lodges were established. Again, the SPJST had an important mission to fulfill — to provide its members with identity and support at a time when life in America was becoming increasingly impersonal and unstable. It became increasingly evident in the 1940s that the Society was outgrowing its office space in Fayetteville and that adequate and suitable quarters would have to be sought elsewhere. After considerable study, the decision was made in 1953 to move to Temple and purchase and renovate the existing Professional Building in downtown Temple. Within just a few years it became evident that the SPJST was once again outgrowing its available office space. The groundbreaking ceremony for the new SPJST Home Office was held on October 25, 1969 with the formal dedication of the new SPJST Home Office building on the corner of Main and French Streets taking place on Sunday, January 31, 1971. That structure was expanded in 2007 with the addition of the south wing.

Going forward, the success of the SPJST depends on our continued ability to achieve our sales, investment and fraternal objectives. Too, it's important that we stay true to our mission, which is, "Insuring and Enriching Lives." The SPJST Vision Statement expands on that mission: "Our vision is to provide financial security for our members; build a wholesome family environment and encourage cherished Czech traditions."

With assets in excess of \$262 million, the SPJST continues to fulfill its financial obligations to its members and keep pace with the life insurance industry. SPJST offers an extensive menu of life insurance options, including annuities and IRAs. On the fraternal front, our watchword is "relevancy" — doing those things that bring substance to the SPJST fraternal mission.

In 2022, there are more than 38,000 SPJST members in 102 lodges throughout Texas. Since its inception, SPJST members have worked diligently to establish the Society's reputation as a proactive, nonsectarian fraternal organization. Local lodges sponsor a wide range of family-oriented events, including community service projects and recreational activities. Additionally, the Home Office regularly partners with lodges and other organizations on special events, including parades and festivals.

In recent years, the SPJST has embraced several major statewide initiatives, including the construction of the Fort Hood Memorial, Czech Moravian Benevolence Fund and the West Benevolence Fund — following the tragic fertilizer plant explosion in West, Texas. The SPJST Foundation was established in 2012 to further enhance the organization's ability to make a positive difference in areas of importance to the SPJST.

An investment in our youth is an investment in the future of SPJST. In 2022, SPJST awarded 43 \$1000 scholarships to deserving high school seniors and college undergraduates. Since the program's inception, SPJST has awarded more than 2,600 scholarships for more than \$2 million dollars. SPJST recognizes and accepts the responsibility to make a positive difference in the lives of its young members by committing itself through its fraternal programming to developing a greater appreciation, understanding and involvement with the natural world. In 2016, the SPJST purchased a beautiful 182-acre property in Fayette County, Texas which the Society designated in January 2018 as Camp Kubena.

An exciting new chapter in our history is being written today as the SPJST continues to fulfill its financial obligations to its members and keep pace with the life insurance industry. Through the SPJST Home Office and in lodges all over the state, men, women, boys, and girls are committing their time and energy to supporting worthwhile causes. They are taking the best that SPJST has to offer — a tradition of helping people to care for their families — and are extending these values to their communities.



The rededication of the historic SPJST Lodge 19, Velehrad lodge hall on May 19, 2019, on the campus of the Texas Czech Heritage and Cultural Center in La Grange reminds us of SPJST's colorful history. Even as the Velehrad project honors specific names, dates, and places, the Velehrad story is also the story of immigration, integration, and assimilation — something that each of us — as descendants of many different races, creeds, and national origins — have in common.

Membership Guidelines

Requirements, Definitions and Expectations

Men, women, boys and girls may become members if they meet the requirements for membership established by SPJST and are accepted into membership in accordance with the rules and guidelines of SPJST. All members must be citizens, legal residents of the United States, or tax-paying non-residents with a legal Individual Taxpayer Identification Number (ITIN).

Local Lodge Membership

The local lodge has the right to determine whether it will accept an applicant for membership into the lodge. Upon receipt of notification of a new candidate for membership, the local lodge shall vote to accept or to reject the candidate no later than the second regularly scheduled meeting after notification is received by the local lodge.

The candidate for membership must receive a majority vote of those present and voting to be accepted as a member. The local lodge secretary notifies the candidate whether he/she is accepted or rejected. If rejected, the member may begin application to another lodge. No one may hold membership in more than one SPJST lodge.

Membership Classes

There are four classes of members:

Adult
Youth
Associate
Social

They are defined as follows:

Adult Member

A person of 18 or more years whose application has been accepted and approved

and to whom there has been issued a certificate of membership and insurance or annuity which is in force or who is receiving a settlement agreement benefit by reason of such insurance or annuity. It is expressly determined that in this latter event, the owner of the insurance or annuity, if different from the insured, shall have no privileges of membership and the insured will retain these rights.

A person may become a member by purchasing an annuity for a minimum amount as set by the Board of Directors and pays his or her local lodge dues and assessments, if any, annually in advance. That amount is currently set at \$1,250.

Further, it is determined that in the event that a third party owner surrenders the insurance or annuity, the insured who is the member shall have his/her membership privileges imparted by the surrendered insurance or annuity terminated immediately.

Members upon reaching age 18 automatically become adult members with all rights of adult members by complying with all requirements of adult membership.



Adult members whose life insurance certificates have matured based on the applicable mortality table shall remain members of SPJST, with all the privileges and benefits of active members and shall not be required to pay any dues or assessments.

Adult members are eligible for election as officers of local lodges, in the district, delegates, as committee members, and as members of the Board of Directors. An adult member suspended for non-payment of premiums, dues, and assessments, if any, loses his/her right to vote and is not eligible for election.

Youth Member

SPJST may insure the lives of children. Such insurance shall be issued upon the application of an authorized adult who has an insurable interest. At age 18, the insured youth shall become an adult member.

Associate Member

An associate member is a person who holds an SPJST certificate purchased through an outside agency under contract with SPJST selling group insurance. This member will not have SPJST or local lodge privileges, benefits, or voting rights.

Social Member

A social member is a member whom a lodge votes in as a social member, who completes a social membership form available from the SPJST Home Office, and who pays his/her membership dues and assessments, if any, to the local lodge. A social member is not eligible to vote or hold office; however, a social member may, at the discretion of the local lodge, serve on an appointed committee with the inherent right to deliberate and vote on that committee. A social member must pay for the *Vestnik* if he/she desires to receive it. Paid subscriptions are \$20 per year.

The social membership form is accessible on the spjst.org website. Applicants for social membership are asked to return the completed form to the SPJST Home Office where it will be forwarded to the requested lodge for consideration and action.

An uninsurable child whose parent or guardian is a member can participate in the youth program.

All members shall guide themselves according to the charter and by-laws of the SPJST and the guidelines contained within this manual; otherwise, they are subject to penalty as defined by the by-laws. No subordinate body, nor any of its subordinate officers or members, shall have the power or authority to waive any of the provisions of the by-laws of SPJST. Such provisions shall be binding on SPJST and every member and beneficiary of a member.

Lodge Leader Essentials

To Lead Is to Serve

St. Francis of Assisi said, “It is in giving that we receive.” Understanding and using “to lead is to serve” in leadership and management can have a profound impact in terms of helping you to make better decisions as a leader, helping both you and the lodge achieve new heights of success together.

SPJST members who accept the responsibility of serving as lodge officers have taken on an important role within the SPJST. They are leaders in organizing and promoting the various social and charitable activities and volunteer efforts that help to define SPJST as a fraternal benefit society.

The election of nominated candidates is held during the annual meeting at which time every member has the right to vote for any other candidate on his/her ballot. The annual meeting is to be held in November or December, or the first meeting thereafter. Whenever a lodge deems it necessary — and with the consent of two-thirds of the members present — it may nominate candidates for officers, delegates, and committees in the meeting preceding the annual meeting.

The positions of the local lodge president and secretary cannot be combined, but each other position may be combined.

Election of officers is by ballot whenever more than one candidate is nominated for the same office. A majority of votes decides. Officers are elected for one year or until their successors are elected. All officers elected take office on January 1, except lodges holding annual meetings in January, in which case such officers take office immediately following election.

All outgoing local lodge officers must turn over all records, reference material, booklets, etc., and money to their successor in good order at the end of their term.

Candidate Eligibility

In nominating a candidate for local lodge office, only those members who attend the lodge functions and meetings on a regular basis should be elected.

A lodge may require in its rules and regulations that a member must have attended a majority of the meetings for the year of the election in order to be elected as an officer. An exception to the attendance requirement exists where an office has not been filled prior to the election.

A member on suspension, for whatever reason, will not be elected to a position of responsibility in the lodge. Any member of the local lodge who desires to serve as a lodge officer who is an underwriter of any insurance company or an agent (underwriter) of any other fraternal life insurance society may be elected but must first disclose this information prior to the election.

The Following Officers Are to Be Elected at the Annual Meeting

President

Vice President (to serve as fraternal activities coordinator for the lodge unless the lodge elects a fraternal activities coordinator as a separate position)

Second Vice President (optional)

Secretary

Treasurer

Fraternal Activities Coordinator
(optional)

Reporter (optional)

Youth Leader (optional) Even if the lodge does not have a youth club, the lodge is encouraged to fill this position with an individual who is willing to stay informed of what is happening in the SPJST Youth Program and who will be responsible for greeting and engaging young people who may attend a lodge meeting or activity.

Assistant Youth Leader (optional)

Flag Bearer (optional)

Parliamentarian (optional)

Lodge Officer Responsibilities

President

- Preside at all lodge meetings utilizing basic parliamentary procedure and conduct business according to an agenda.
- Assure that all by-laws, rules, and regulations are observed by the members assembled.
- Visit sick members from time to time.
- Appoint the majority of all appointed committees.
- Sign all letters and other documents.
- Represent the lodge in public relations and official lodge functions.
- Work with other lodge officers to coordinate lodge activities.
- Perform all duties and obligations as set out by the rules and regulations of the lodge.

Vice President

- Assist the president in meetings.
- Appoint the minority of members on all appointed committees.
- Serve as the fraternal activities coordinator for the lodge if a separate position is not elected.
- Perform all duties and obligations as set out by the rules and regulations of the lodge.
- Assume the president's duties in the event of incapacity, absence, resignation, or death.

Secretary

- The lodge secretary is responsible for the retention of the lodge's files and records unless otherwise provided for through the Rules and Regulations of the lodge.
- Maintain a record of attendance at all meetings.
- Prepare and direct lodge correspondence.
- Maintain correspondence with the Home Office on lodge changes and other important information.
- Maintain accurate minutes of all deliberations in the meetings as provided in the constitution and by-laws. *Lodge minutes are subject to random and/or designated audit upon request by the SPJST Executive Committee.*
- Forward a list of lodge officers to the office of the Chief Financial Officer (Secretary-Treasurer) within 30 days after the local lodge election.
- Receive all mail and reply thereto at the request of the president of the lodge.
- It shall be the responsibility of the lodge secretary to provide the SPJST Home Office with a current copy of the Lodge Rules and Regulations following any updates.

Treasurer

- The Treasurer is responsible to maintain accurate records of receipts and disbursements and to act as Treasurer of all committees unless otherwise provided for by the Lodge Rules and Regulations. The Treasurer signs all checks unless otherwise stipulated by the Lodge Rules and Regulations. The Rules and Regulations may also provide for an additional lodge officer or member designated by the President and approved by the Lodge to sign.
- Works in tandem with the Lodge President and other lodge officers to establish and monitor an annual operating budget.
- Collect local dues, if any, from members and maintain an accurate record thereof.
- Submit books, including all checks and statements, to the Audit Committee at the request of the local lodge. The books must be audited at least once per year. Audit procedures are outlined on page 64 of the *Lodge Operations Guide*. *Lodge treasurer's report is subject to random and/or designated audit upon request of the SPJST Executive Committee.*
- Receive all money.
- Render to the membership at each meeting a report of all lodge assets and resources, monetary, and other.
- Pay all bills of the lodge upon receipt of invoice and as directed or approved by lodge.
- Receive written report from all committees within 48 hours showing receipt and handling of all funds.
- Two pertinent Internal Revenue Service publications are Publication 15, Circular E and Publication 583, Starting a Business and Keeping Records contain invaluable information for those records that must be kept and the time period they should be retained. Per Publication 15, payroll records must be retained for a period of four years and provides a list of the specific records included. Publication 583 states that "must keep your records as long as they may be needed for administration of any provision of the Internal Revenue Code."



Fraternal Activities Coordinator

- Suggest, plan and coordinate fraternal activities for the lodge.
- Welcome and introduce all new members.
- Work with committee members to accomplish fraternal activities.
- Maintain accurate records of lodge fraternal services.
- Work with the lodge officers to set goals.
- Comply with requests from the Home Office for fraternal services and other reports on lodge fraternal activities.

Reporter

- Write interesting articles and lodge news for *Vestnik* and local newspapers.
- Photograph and record lodge events for posterity and news articles.
- Submit event photographs to *Vestnik* and local newspapers. Please note that the *Vestnik* is published on the second and fourth Mondays of each month and the deadline for submitting news and photos for a particular issue is the preceding Monday at 5 p.m.
- Coordinate publicity for the lodge.

Youth Leader

- Consult with the local lodge president on important youth club decisions.
- Be familiar with the *SPJST Youth Handbook*.
<https://spjst.org/programs/youth-programs/>
- Present a regular report to the youth club and to the adult lodge.
- Coordinate and plan with the youth club president the meeting agenda and supervise business handled by youth club officers and committee chairmen.
- Guide youth club members in planning socials and trips. At least two socials must be hosted each year.
- Coordinate and supervise all fundraising activities.
- Work closely with the District Youth Counselor and attend district youth leader training classes and state youth leaders' workshops for instruction and updates on matters of relevance to the SPJST Youth Program.
- Oversee monthly youth club meetings.
- Participate at district functions and district activities, including district meetings.
- Attend all youth club committee meetings as an advisor.
- Communicate with youth club members' parents on a regular basis concerning youth club activities via newsletters, calendar of events, telephone, email, etc.
- Submit quarterly reports with merit point information on time to the State Youth Director.
- Guide youth in preparing for State Youth Achievement Day (YAD) (craft, talent, royalty, scrapbook, poster, and beseda).
- Assist the District Youth Counselor (DYC) in coordinating and preparing State YAD.
- Assist at State YAD, if requested by DYC or State Youth Director.

Board of Trustees

In case of necessity and if the size and volume of business warrants it, a lodge may elect a board of trustees. The board of trustees may consist of as many members as the lodge deems expedient. The board of trustees is responsible for all lodge property and gives a current account of that property to the members. The Board must cooperate with and not impede or obstruct the activities of the Main Lodge.

Lodge Committees

The lodge may elect or appoint committees as deemed necessary. For the most part, this is where much of the actual work takes place. Committees plan special events and fundraising events, invite and educate new members as well as develop service projects. Each committee typically has a committee chairman to lead the group.

Audit Committee

The lodge must elect or appoint an Audit Committee, consisting of three or more members. If appointed, the president appoints the majority of the committee and the vice president appoints the minority. This is to be done in the annual meeting. The duties of the Audit Committee are to audit at least once a year the income and expense of the operation of the lodge.

Lodges may add, eliminate, or combine committees or subcommittees according to their interests, activities, and number of members. The following is a listing of committees which a lodge may wish to consider:

Membership Committee

The membership committee monitors all aspects of membership, including invitations, retention and education—bringing in new members, teaching them about SPJST and then ensuring that the member experience meets everyone's expectations.

Publicity Committee

Is your community aware of the remarkable work your lodge is doing? Spread the word to the *Vestnik* and beyond. A Publicity Committee can raise your profile in the community and contribute to the success and growth of your lodge and youth club.

Programming Committee and Ad-Hoc Committees

These are committees that serve to organize and carry out a singular event. May be headed by the Fraternal Activities Coordinator. Lodge meetings and events are an important part of a member's SPJST experience. Make your meetings and special events productive and engaging.

Lodge Meeting Order of Business

Call to Order by the Lodge President

Pledge of Allegiance

Roll Call of Officers

Tribute to Departed Members

Recognition of Guests

Old Business

Minutes of the Previous Meeting

Requires a motion and affirmative vote to become the official record.

Treasurer's Report

Does not require motion of acceptance; however, it should be placed on file for audit.

Hall Manager's Report (if any)

Reports on Events and Activities Since the Past Meeting

Reports by the President, Fraternal Activities Coordinator,

and any reports of special committees or organizers of said events.

These reports do not require a motion of acceptance.

Additional Unfinished Lodge Business

New Business

Reading or Distribution of Correspondence

Recognition of Members

Reading of Names of Applicants for Membership

Vote of Acceptance on New Members

Initiation of New Members (optional)

Recognition of Birthdays and Anniversaries

Greetings to Visitors

Good of the Order This is a time set aside for members to offer comments or observations without formal motions about the lodge and its work. The Good of the Order is also the time to offer a resolution to bring disciplinary action against a member for actions harmful to the lodge.

Program (if any) Games and socials are great for building camaraderie; and while they are encouraged, they are to be conducted outside of the framework of the lodge meeting.

Election of Lodge Officers (at annual meeting)

Motion for Amending Local Lodge Rules and Regulations

(at annual meeting)

Announcements/Reminders of Upcoming Activities, Events

Adjournment and Closing of Meeting

Requires a motion to accept and a second to the motion.

Lodge Essentials

Charter

Lodges and youth clubs are subordinate bodies under the jurisdiction of the SPJST Board of Directors. Individual local lodges receive their charters from the Board of Directors. Each local lodge enjoys local autonomy and freedom of action in managing its financial affairs, limited only by compliance with the SPJST By-Laws and all other requirements adopted by the Board of Directors. It must be remembered that the lodge enjoys its privilege of existence because it was chartered as a subordinate lodge of the SPJST, the parent organization.

A local lodge may, upon adoption of a proper resolution by its membership, incorporate for fraternal, benevolent, and charitable purposes and make contracts, purchases, mortgages, lease and hold real and personal property necessary to carry out its purposes under the Texas Non-Profit Corporation Act.

Lodge Rules and Regulations

Lodges shall have the right to make and adopt rules and regulations in conformity with the Charter of Incorporation and by-laws of SPJST and not in conflict with any regulations or requirements of the Board of Directors. Such laws, alterations, or amendments are to take effect only upon the written consent of the Board of Directors. Every lodge is authorized, at its will, to grant financial stipends and/or donations as often as it sees fit to do in accordance with its own rules and regulations.

It shall be the responsibility of the lodge secretary to provide the SPJST Home Office with a current copy of the Lodge Rules and Regulations following any updates.



Charter Withdrawal

The Board of Directors may withdraw the charter of any lodge in the event the Board of Directors determines that withdrawal is in the best interest of SPJST. The Board of Directors shall provide for the disposition of property of lodges that have been suspended or dissolved in a manner consistent with the purposes of lodges.

New Lodges

A newly established lodge is free to adopt any name with the approval of the Board of Directors. Prior to granting permission to designate a proposed lodge in an area, the Board of Directors shall review and consider the potential need for the area, and the proximity of existing lodges.

The application for permission to organize a new lodge must be forwarded to the Board of Directors on an appropriate form listing the names of not less than 20 respectable persons who were not members of SPJST at the time of application but who have applied for insurance and have been accepted as members in anticipation of forming a new lodge.

The Board of Directors will then send a representative to the new lodge for the purpose of organizing, electing officers, and giving basic lodge organizational instruction and general information about SPJST. After a new lodge has sufficient members, other than transfers and juveniles, it must, after one year of its organization, be formally chartered in accordance with the wishes of the members and the ritual of the Board of Directors.

If 20 members cannot be secured immediately, a proposed lodge can be designated and members can be accumulated over a period of up to 365 days into the proposed lodge in process of being formed. The Board of Directors has the authority to extend this period. If a lodge is not organized within the period authorized, the Board of Directors will assign members in the proposed lodge to another lodge of the member's choice or to the nearest SPJST lodge.

Mergers

Two or more lodges wishing to merge or consolidate may do so if notice is given to the membership of both lodges in the *Vestnik* at least twice before the meeting at which consolidation is to be considered. Each member who has attained the age of 18 years will be mailed a written notice that a merger will be voted upon at such meeting. The merger can become effective only if a majority of the members present of each merging lodge vote in favor of the merger.

Lodge Meetings

Local lodges must conduct monthly meetings unless they have permission from the Board of Directors to meet every three months so as to remain in good standing and have authority to elect delegates to the Convention. This is explained later in this section. Meetings are conducted on the day and hour specified by the regulations of the local lodge.

Presence of five members of a local lodge in good standing constitutes a quorum for valid transaction of all business of the local lodge, according to the by-laws and rules.

Discussions of political and religious matters of any kind are not allowed in lodge meetings. The president of the lodge is required to stop such discussions.

Each member has the right to attend meetings of other lodges; however, he/she does not have the right of deliberation, unless called upon by the president.

Officers and committees are installed in the regular meeting following the annual meeting or at a time deemed most expedient to the lodge.

All deliberations and minutes are to be conducted in the English language.

Annual Meeting

The annual meeting is to be held in November or December, or the first meeting thereafter. The election of nominated candidates is held during the annual meeting at which time every member has the right to vote for any other candidate on his/her ballot. Whenever a lodge deems it necessary, with the consent of two-thirds of the members present, it may nominate candidates for officers, delegates, and committees in the meeting preceding the annual meeting.



Lodge Dues

Every local lodge determines its own local dues, if any, at annual meetings. Every lodge has the right to levy special dues and assessments, if any, on its members when the regular assessments and funds of the lodge are not sufficient to cover the sick benefits and other purely lodge purposes and requirements. These assessments also apply to social members.

Members who have their certificates paid up in due course, according to the terms thereof and who wish to remain active members, must pay the local lodge dues and assessments, if any, as prescribed by the lodge to which they belong, payable annually. Dues are to be paid to the treasurer before or at the end of the regular business meeting.

Budget

A budget is defined as a financial plan that estimates future revenues and future expenses and is used to manage the financial operations of the lodge. It is a management tool that is most effective when actual revenue and expenses are compared to the budgeted amounts periodically during the year, and management decisions are made to adjust operations as needed. This enables the lodge to manage its operations to attain a profit sufficient to finance its fraternal and charitable objectives.

Transfer of Membership

Every member may secure a transfer of membership if he/she has paid all premiums, dues, or assessments, if any, plus any other obligations, to the local lodge. Any member who desires to transfer to another lodge must complete a transfer request certificate from the Home Office. Local lodge officers must act on the request at the first meeting after the receipt of transfer.

The Home Office will change the lodge number upon receipt of the transfer request and notify the old lodge of the change. The Home Office will forward the transfer request to the new lodge for approval. A member holding a transfer request must file such request with the lodge to which he/she wishes to transfer within one month after issuance of such transfer request.

If he/she is not accepted by the new lodge at the succeeding meeting, he/she may request admission at the succeeding meeting. If he/she is not then accepted, he/she must return his/her transfer request to his/her previous lodge and the new lodge will return the transfer request to the Home Office marked "not accepted," and the Home Office will notify the old lodge that the member is returning, and he/she must pay all premiums and dues covering the intervening period of time. If he/she is accepted by the lodge to which he/she requests transfer then the premiums and dues will be paid to that lodge. If the member has his/her local lodge dues prepaid, the amount is sent to the lodge to which he/she is transferring.

Reporting Requirements

Presently, annual lodge activity report must be submitted to the Fraternal Engagement Department on the forms provided by the department on or before January 31 in order for the lodge to receive its premium refund. An updated roster of lodge officers along with their contact information must accompany the annual meeting report. This process is currently being refined and will be communicated to lodge presidents and secretaries in January 2023. Reporting requirements and the associated checklist form will be available at spjst.org/fraternal tools.

Premium Refund to Lodges

Annually, the SPJST Home Office extends thousands of dollars in funding to SPJST lodges and districts to assist them with member and community support efforts throughout the year. The guidelines that are used in determining lodge and district stipends is being redefined and will be communicated to lodge presidents and secretaries in January 2023.

Lodges that do not comply with the premium refund guidelines will not receive a premium refund for that particular year. These lodges will be defined as inactive. A lodge that remains inactive for a period of two years becomes a candidate for merger. Premium refunds will be withheld in instances where there are questions pending relating to lodge reporting requirements.



Guidelines for Opening a Lodge Cash Management Account

An SPJST Cash Management Account is a good option for your lodge if you want to earn interest on your lodge's financial assets and still retain ready access to the funds in the event of need.

SPJST Cash Management Accounts are maintained through the Office of the Comptroller and can be opened on the basis of a lodge resolution to establish a Cash Management Account through the SPJST Home Office. New accounts require a minimum initial deposit of \$1,000. Lodge Cash Management Accounts pay interest at a rate equivalent to SPJST's prevailing 5-Year Annuity Credited Rate.

A lodge may withdraw money from its Cash Management Account upon a written request signed by two seated lodge officers. Email requests are also acceptable, provided that they are accompanied by the hand-written signatures of two seated lodge officers. Cash Management Account withdrawals may be issued in the form of conventional check or via electronic funds transfer.

Every effort will be made to expedite withdrawals from your lodge's Cash Management Account; however, please allow for up to two business days for processing.



Guidelines Governing the Purchase or Sale of Lodge Property

Prior to the sale or acquisition of any lodge property, there shall be a resolution stating the terms of the sale or acquisition submitted by the lodge officers, trustees and/or property committee at a regular or special called meeting of the lodge.

Notice of the meeting must be given to each adult member of the lodge by U.S. mail. The notice of the meeting date must also be posted at least two times in the *Vestnik*. Discussion and voting on the proposed sale or acquisition shall take place at the time, date and location specified in the notice. Voting on the endorsement of the resolution by proxy, mail and/or any other form of absentee ballot shall not be permitted.

The members may vote to (1) approve the proposed transaction according to the terms of the resolution or (2) authorize the officers to modify the terms and conditions of the proposed transaction. For the measure to pass, the number of affirmative votes must be a simple majority of adult members voting.

The decision by a lodge to buy or to sell a property is an important decision and prior to any such transaction, the lodge is required to first secure a written appraisal from a licensed TALCB (Texas Appraiser Licensing & Certification Board) appraiser. A listing of certified appraisers in Texas can be found on the asc.gov website <https://www.asc.gov/Pages/SearchResults.aspx>. *A licensed real estate agent cannot perform an appraisal unless they are also a licensed appraiser.*

Following the sale — after the payment of all legally binding debts — the remaining assets and funds of the lodge, if any, shall never inure to the benefit of any member of the lodge and no funds or property of the lodge shall be distributed among or revert to any member. All proceeds generated from the property sale shall be retained in the SPJST Cash Management Account. Any variation from the guideline shall require the written consent of the Executive Committee.



Procedure for Handling Lodge Request to Meet Quarterly or Every Other Month

Routine, well-planned, well-publicized lodge business meetings are a catalyst for success in driving a lodge forward. In the event that a lodge that meets monthly expresses a desire to meet quarterly – or every other month – the following procedures will be followed:

- (1) A resolution shall be passed by a two-thirds majority of members voting during a regular lodge meeting, stating it is the desire of the membership to meet quarterly or every other month.
- (2) Notice of the resolution shall be mailed to the office of the President/CEO for consideration at the next regular meeting of the Executive Committee.
- (3) The Board of Directors shall consider and act on the request.
- (4) In the event that a majority of the Board of Directors votes to accept the lodge request to meet quarterly or every other month, the following guidelines and/or stipulations will apply:

All incentives, as outlined in that year's current membership incentive program shall remain applicable. Lodges that meet quarterly or every other month will be subject to the same qualifying standards as those lodges that meet monthly. As such, lodge leadership and members will want to familiarize themselves with the membership incentive program. Lodges that hold business meetings on a quarterly or every other month basis may find it advantageous to meet more frequently outside their regularly scheduled business meetings for lodge socials, service projects and/or special called meetings and/or fraternal activities.

Upon receiving authorization for the lodge to hold business meetings quarterly or every other month, it will be necessary for lodge officers and/or members to meet with the office of the President/CEO and/or State Fraternal Director to conduct a strategic planning meeting to discuss and identify the lodge's goals and objectives moving forward.

The decision to permit a lodge to hold business meetings quarterly or every other month shall be initially extended for a period of one year. After one year, the progress of the lodge will be reviewed by the Executive Committee at which time a determination will be made by the Executive Committee on whether or not to allow the lodge to continue to meet for business meetings on a quarterly basis or every two months.

Marginal Lodge Status and Its Consequences

In the event that (1) a lodge posts an annual lapse rate of 20 percent or greater on the number of new life insurance certificates issued and/or (2) demonstrates a sustained inability to meet essential fraternal directives, the lodge will be considered by the Executive Committee to be operating at “marginal” status. Members belonging to marginal lodges or inactive lodges as determined by an earnest effort of review and consideration, will be subject to reassignment to an active lodge, pending necessary protocol and notification by United States mail.

Each lodge member shall receive notification from the Home Office of the decision to reassign his/her membership to any active SPJST lodge in the State of Texas, along with a complete listing of lodges. Should the member fail to respond to the request for reassignment within one month, he/she will be assigned by the Home Office to an active SPJST lodge nearest his/her current address on file with the Home Office. In the event that there is no address on file or if the member lives out-of-state, the membership shall be re-assigned to the active lodge nearest the regular meeting place of the old lodge.

Lodges agreeing to accept this special class of reassigned members will not be held accountable for any lapses in membership that may be attributed to the reassigned members for a period of 36 months, calculated from the date of reassignment. This relates, especially, to any incentives that the lodge may be eligible for under the guidelines of any prevailing lodge incentive program. As such, any lapses credited to the reassigned members will not be held against the lodge that votes to accept reassigned members.

Lodges that have experienced a reassignment of membership will remain in “inactive” status for a period of five years from the time of reassignment. At some point during this 60-month period, the Executive Committee and/or local membership may find it practical to “reorganize” the lodge. As such, it will not be necessary to recharter the lodge but merely to “reorganize.” Should a period of five years lapse from the time of reassignment, the lodge will be officially “disbanded” and require the reassignment of a new number for the purpose of organizing and chartering.

Once the period of five years lapse from the time of reassignment and provided that there are no foreseeable plans to reorganize the lodge, the lodge will be officially “disbanded” and assets residing in the Lodge Management Account and previously assigned to a lodge where members have been reassigned will be redirected to the receiving lodges in an amount proportionate to the number of members who had been reassigned.

Dissolution of the Lodge

In the event of dissolution of a lodge, after the payment of all legally binding debts, the remaining assets and funds of the lodge, if any, shall never inure to the benefit of any member of the lodge and no funds or property of the lodge shall be distributed among or

revert to any member. Nothing herein will prevent transferring such funds or property to another duly chartered SPJST local lodge, or from one duly chartered SPJST lodge merging with another duly chartered SPJST lodge.

No lodge can be dissolved as long as 20 members are still in favor of its further existence.

In case a lodge is dissolved, it is the duty of the last officers to deliver all books and papers belonging to the lodge to the Home Office.

Lodges Are to Maintain Adequate Insurance Coverage

Lodges with real property should maintain adequate commercial insurance. All lodges are encouraged to secure and maintain liability insurance in the minimum amount of \$300,000 and workers' compensation insurance (if the lodge has any employees) and have the carrier/insurer furnish proof of such coverage to the Home Office. This also includes those lodges that do not own their lodge facility. Lodge assets should be covered by adequate casualty insurance



Outstanding Lodge Debts

The SPJST Home Office is not responsible for debts incurred by a local lodge; however, should the Executive Committee deem it necessary to intercede and make any payment(s) on behalf of said lodge, any and all debts incurred shall be charged back to the lodge repaid by withholding the lodge's premium refund and/or the selling of real property, if any, being held in the name of the lodge. In the event of a sale, any residual amount that is retained resulting from the sale of property shall be reassigned to the lodge.

Lodge Retirement

Upon occasion there arises the desire to pay appropriate and due respect to the lodge for the fraternal commitment which may have predated the reassignment of members.

In the event that members are assigned from a previously active and longstanding SPJST lodge, the Executive Committee, shall at its discretion, designate an official and honorable “retiring” of the lodge and its identifying number much the same way in team sports that a player's number is sometimes “retired” as a tribute to that individual for his or her valued commitment. In that regard, retiring a lodge number — especially one that reflects the lives and dedication of generations of SPJST members — should receive deserved honor and recognition.

In case a lodge is dissolved, it is the duty of the last officers to deliver all books and papers belonging to the lodge to the Home Office.



District Essentials

District Officers

The following district officers shall be elected during the annual meeting:

President

First Vice President (to serve as fraternal activities coordinator unless the district elects a fraternal activities coordinator as a separate position)

Second Vice President (optional)

Secretary

Treasurer

Fraternal Activities Coordinator (optional)

Reporter (optional)

District Youth Counselor

Assistant District Youth Counselor (where applicable)

Flag Bearer

District Audit Committee

The district must elect or appoint an Audit Committee, consisting of three or more members. If appointed, the president appoints the majority of the committee and the vice president appoints the minority in the annual meeting. The duties of the audit committee are to audit at least once a year the income and expense of the operation of the district and the district youth. This information will be reported to the district.



District Meeting Order of Business

Call to Order by the District President

Pledge of Allegiance
Welcome by Host Lodge President
Roll Call of Officers
Roll Call of Lodges
Recognition of Guests
Tribute to Departed Members

Old Business

Minutes of Previous Meeting

Vote of Acceptance on Previous Meeting Minutes

Treasurer's Report

Does not require motion of acceptance; however, it should be placed on file for audit

District Reports on Events and Activities Since the Past Meeting

**Reports by the President, Fraternal Activities Coordinator,
District Youth Counselor, Governance Committee Member**
and any reports of special committees or organizers of said events
These reports do not require a motion of acceptance

Additional Unfinished District Business

New Business

Reading or Distribution of Correspondence

Executive Officer's Report

District Director's Report

Recognition of 50- and 75-year and Age 96 members

Audit Committee Report

Program

Election of District Officers

Selection of Location, Time and Date of Annual Meeting

Announcement/Reminders of Upcoming Activities, Events

Adjournment and Closing of Meeting

Requires a motion to accept and a second to the motion.

District Composition

Districts are subordinate bodies under the jurisdiction of the Board of Directors. SPJST is divided into seven districts across the state of Texas in which lodges are located. The districts are composed of the following counties:

District One

Austin, Bastrop (except Lodge 18), Brazos, Burleson, Caldwell, Cherokee, Fayette, Grimes, Houston, Lee, Leon, Madison, Panola, Robertson, Rusk, Trinity, Walker, and Washington.

District Two

Bell, Blanco, Burnet, Coryell, Falls, Gillespie, Kendall, Kerr, Lampasas, Llano, McCulloch, Mason, Menard, Milam, San Saba, Travis, Williamson, Lodge 18, Elgin (Bastrop County), and Lodge 200, Bruceville-Eddy (McLennan County).

District Three

Anderson, Bosque, Bowie, Camp, Cass, Clay, Collin, Cooke, Dallas, Delta, Denton, Ellis, Erath, Fannin, Franklin, Freestone, Grayson, Gregg, Hamilton, Harrison, Henderson, Hill, Hood, Hopkins, Hunt, Jack, Johnson, Kaufman, Lamar, Limestone, McLennan (except Lodge 200, Bruceville-Eddy), Marion, Montague, Morris, Navarro, Palo Pinto, Parker, Rains, Red River, Rockwall, Smith, Somerville, Tarrant, Titus, Upshur, Van Zandt, Wise, and Wood.

District Four

Andrews, Archer, Armstrong, Bailey, Baylor, Borden, Brewster, Briscoe, Brown, Callahan, Carson, Castro, Childress, Cochran, Coke, Coleman, Collingsworth, Comanche, Concho, Cottle, Crane, Crockett, Crosby, Culbertson, Dallam, Dawson, Deaf Smith, Dickens, Donley, Eastland, Ector, El Paso, Fisher, Floyd, Foard, Gains, Garza, Glasscock, Gray, Hale, Hall, Hansford, Hardeman, Hartley, Haskell, Hemphill, Hockley, Howard, Hudspeth, Hutchinson, Irion, Jeff Davis, Jones, Kent, Kimble, King, Knox, Lamb, Lipscomb, Loving, Lubbock, Lynn, Martin, Midland, Mills, Mitchell, Moore, Motley, Nolan, Ochiltree, Oldham, Parmer, Potter, Pecos, Presidio, Randall, Reagan, Reeves, Roberts, Runnels, Schleicher, Scurry, Shackelford, Sherman, Sterling, Stephens, Stonewall, Sutton, Swisher, Taylor, Terrell, Terry, Throckmorton, Tom Green, Upton, Val Verde, Ward, Wheeler, Wichita, Wilbarger, Winkler, Yoakum, and Young.

District Five

Angelina, Brazoria, Chambers, Fort Bend, Galveston, Hardin, Harris, Jasper, Jefferson, Liberty, Montgomery, Nacogdoches, Newton, Orange, Polk, Sabine, San Augustine, San Jacinto, Shelby, Tyler, and Waller.

District Six

Aransas, Calhoun, Colorado, DeWitt, Goliad, Gonzales, Jackson, Lavaca, Matagorda, Refugio, Victoria, and Wharton.

District Seven

Atascosa, Bandera, Bee, Bexar, Brooks, Cameron, Comal, Dimmit, Duval, Edwards, Frio, Guadalupe, Hays, Hidalgo, Jim Hogg, Jim Wells, Karnes, Kenedy, Kinney, Kleberg, La Salle, Live Oak, Maverick, McMullen, Medina, Nueces, Real, San Patricio, Starr, Uvalde, Webb, Willacy, Wilson, Zapata, and Zavala.

Annual District Meetings

Districts have the right to assemble for consultation, information, and administration within the limits of the by-laws of SPJST. Each district must hold an annual business meeting each year, which may be combined with social and youth activities. Districts can earn \$20 per member in attendance at the annual district meeting. Maximum: \$1,500 per district per year. Contact the office of the Vice President of Communications for details.

Every district formulates its own rules and regulations that must not conflict with the by-laws of SPJST. Any time a district desires to adopt a new activity program, which is not provided for in SPJST's by-laws, it will present its proposal to the District Director, who in turn, will present it to the Board of Directors for approval. All deliberations and minutes must be conducted in the English language.



Basics of Parliamentary Procedure

What You Know Can Help You

Parliamentary procedure provides SPJST lodges and the SPJST Convention with orderly procedures for proposing, amending, approving and defeating motions. Adherence to its basic principles can make lodge and district meetings as well as the quadrennial convention more efficient and reduce the chances that the actions that are taken being declared illegal or challenged for procedural deficiencies.

Interesting to note: Henry Martyn Robert was an American soldier, engineer, and author. In 1876, Robert published the first edition of his manual of parliamentary procedure, Robert's Rules of Order, which remains today the most common parliamentary authority in the United States.

Basic Principles of Parliamentary Procedure

Only one subject may be before a group at one time. Each item to be considered is proposed as a motion which usually requires a "second" before being put to a vote. Once a motion is made and seconded, the chair places the question before the council by restating the motion.

"Negative" motions are generally not permitted. To dispose of a business item, the motion should be phrased as a positive action to take, and then, if the group desires not to take this action, the motion should be voted down. The exception to this rule is when a governing body is asked to take action on a request and wishes to create a record as to why the denial is justified.

Only one person may speak at any given time. When a motion is on the floor, an order of speaking is prescribed by Robert's Rules, allowing the mover of a motion to speak first, so that the group understands the basic premise of the motion. The mover is also the last to speak, so that the group has an opportunity to consider rebuttals to any arguments opposing the motion.

All members have equal rights. Each speaker must be recognized by the moderator prior to speaking. Each speaker should make clear his or her intent by stating, "I wish to speak for/against the motion" prior to stating arguments.

Each item presented for consideration is entitled to a full and free debate. Each person speaks once, until everyone else has had an opportunity to speak.

The rights of the minority must be protected, but the will of the majority must prevail. Persons who don't share the point of view of the majority have a right to have their ideas presented for consideration, but ultimately the majority will determine what the council will or will not do. Use parliamentary procedure as a tool, not a bludgeon.

These 20 Points Will Help Get You Started

1. The President calls the meeting to order. "This meeting will come to order." The principal function of a president or chair is to preside; if they wish to speak on a particular proposal, pro or con, they should relinquish their chair and take their place among the membership and let the vice president preside.
2. Quorum: The necessary quorum for an SPJST lodge meeting in order to vote on items of business is the presence of five adult members in good standing.
3. Only those individuals who are recognized by the president may speak during a meeting which has "come to order."



4. If someone wants to speak, it should be to the whole group unless the president gives permission to have a small side conversation for the purpose of furthering the meeting.
5. The president serves as the neutral gatekeeper in discussions of matters to be voted upon.
6. In order to discuss something that the group needs to vote on, someone other than the president has to first make a motion. The proper wording is, “I move that . . .” and not, “I make a motion that . . .” It does not become a motion until it is seconded.
7. Before an item can be discussed as a motion, someone has to offer a “second.” “I second the motion.”
8. The secretary’s minutes need to reflect who introduces the motion, who seconds the motion and what the motion states. The secretary may ask the president to clarify these things at any time.



9. If there is no second, the motion “dies,” meaning it will not be discussed.
10. If there is a second, the president calls on members of the assembly to speak in favor of or against the motion.
11. If someone who supports the basic motion wants to suggest a change within the motion, he/she may make an “amendment” in the form of a new motion. “I move that the current motion be amended like this . . . ”
12. The motion to make an amendment must receive a second before it is discussed and voted upon. If it does not receive a second, it dies and discussion returns to the original motion. If the amendment passes, then discussion resumes on the amended motion.
13. Voting may be by one of five methods:
 - (1) Voice vote (aye or nay).
 - (2) Show of hands.
 - (3) By rising.
 - (4) By a roll call.
 - (5) By ballot.
14. Once eligible voting members decide upon an item, the secretary announces the vote count and the president announces whether the motion passed or failed.
15. In the event of a tie vote, motion requiring a majority is lost.
16. If the motion passes, the president gives directions or requests that appropriate action be taken by whoever is responsible to act on the motion that has passed.
17. At the end of the meeting, the president asks for a “motion to adjourn.” Someone seconds and the president asks for a vote. If it passes, the meeting has officially ended.
18. Tabling a motion means putting it aside for consideration at a future meeting; tabling it indefinitely means that it is dead for good and cannot be brought up again.
19. No motion is necessary to adjourn a meeting. The president asks if there is any further business, and if not, they make the announcement, “The meeting is adjourned.” However, a motion may be made to adjourn, which is not discussable or amendable. A vote is then taken on the motion. If a member feels that the business has not been completed, they may “Move that we continue for ___ minutes.”
20. Elections: Nominations for office do not need to be seconded. The president should ask “Are there other nominations?” at least twice and if there are no other nominations, they may proceed with the voting. If only one name is submitted for an office, that person can be elected by acclamation on a duly made motion to that effect. SPJST by-laws stipu-

late that in the event of more than one nomination for any one office, voting is by ballot. The nominee getting a majority of the votes is elected, but if there are more than two, one must get more than the other votes combined; otherwise, there must be a run-off between the two candidates with the highest number of votes. If there is a tie at any time, ballots are cast until the tie is broken.

The Presiding Office Provides Direction with Taps of the Gavel

One Tap

Used to inform the members to be seated. One tap is also used to announce the results of a vote and to adjourn the meeting.

Two Taps

Used to call the meeting to order.

Three Taps

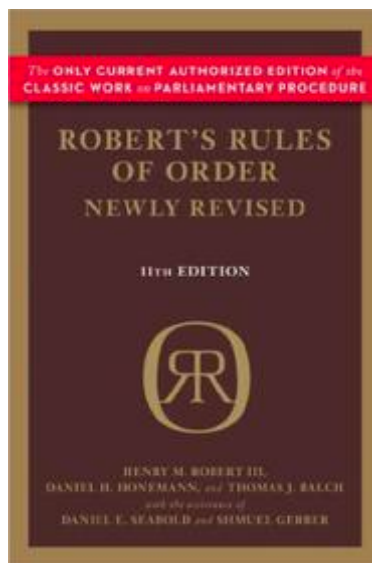
Means that all officers and members should rise.

Multiple Taps

Used by the presiding officer to maintain or regain order at a meeting

Want to Know More?

Please know that the 20 points that have been outlined represent the bare bones of protocol in conducting an organized meeting. Copies of Robert's Rules of Order Newly Revised are readily available at most book stores and online.



2024 Delegate Selection Process

The 34th SPJST Convention will be June 7 - 9 in Temple, Texas. SPJST By-Laws governing the election of delegates to the 2024 SPJST Convention were approved on August 14, 2021 by delegates of the 33rd SPJST Convention. They are as follows:

Delegates and substitute delegates shall be elected no later than January at the local lodge meeting that precedes the Convention for the term from one Convention to the next Convention. They shall continue to serve as members of the SPJST Advisory Council between Conventions and meet annually — online — to review Societal progress.

Number of Delegates Per Lodge

Every lodge has the right to elect delegates in accordance with its membership.

Per the SPJST By-Laws, the number of delegates a lodge may send to the Convention shall be based on the following scale:

- (1) One delegate for lodges with 20 to 200 adult members; and 20 to 200 adult members;
- (2) One additional delegate for each additional 200 adult members.



Changes in Lodge Membership

If a lodge obtains enough new active members to qualify for an additional delegate to the Convention in the time period between the annual meeting and 60 days before the Convention, then that lodge shall send the substitute delegate or delegates with the most votes. A lodge losing the required number of members between such time shall not lose the delegate or delegates.

New Lodges

A lodge chartered during the Convention year may elect its delegates and its substitutes any time before the convening of the Convention. A lodge chartered, merged, or reorganized less than three years preceding the election of its delegates may elect its delegates and substitutes from among those members having attended a majority of the regular meetings from the date of its charter, merger, or reorganization.

Votes

A lodge represented by its delegate or delegates is entitled to one vote for every adult member. Delegates from each lodge shall divide their lodge's votes equally among themselves.

In the event the votes do not divide equally among its delegates, the extra votes shall be assigned proportionally to all of the lodge's delegates. (Example, a lodge with four delegates and 405 votes would result in each delegate having 101.25 votes).

Substitute Delegates

Substitute delegates shall be elected according to the procedures for election of delegates. No more than 10 substitute delegates shall be elected per lodge. A substitute delegate shall attend the Convention if one of the elected delegates cannot attend. The substitute delegate or delegates shall be chosen to fill vacancies according to which substitute delegate received the most votes at the annual lodge meeting.

Delegate Election Requirements

(a) Qualifies as an adult member.

(b) Is present during the election or is absent due to unavoidable circumstances.

(c) Attended at least 50 percent of the regular meetings of the lodge during one year preceding the Convention year. Lodges meeting monthly, 50 percent is six meetings; lodges meeting bi-monthly, 50 percent is three meetings; and lodges meeting quarterly, 50 percent is two meetings.

When there is a conflict with the date of their local lodge meeting, Executive Committee members and district fraternal activities coordinators, on official business, may count as attending a regular meeting for this purpose. The state fraternal director, district youth counselors and their assistants, on official business, may count as attending youth club meetings. Notification must be given to the local lodge secretary prior to the event with written confirmation made by the party within two weeks following the event.

Newly transferred members' attendance record of the previous lodge shall be accepted.

(d) Is a citizen of the United States of America at the time of election.

(e) Is not an officer or director of another fraternal life insurance society.

(f) Any member who desires to serve as a delegate who is an underwriter of any insurance company or an agent (underwriter) of any other fraternal life insurance society may be elected but must first disclose this information to the local lodge members prior to the election.

Term

Delegates and substitute delegates shall hold office until their successors are seated at the following Convention. The delegates and substitutes to the most recent regular Convention shall be the delegates and substitutes to any special Convention or for any ballot in lieu of a special Convention.

If a delegate is not in the Convention by the second day, he/she will not be seated unless he/she has a good excuse as decided by the majority of the seated delegates, such as serious illness/emergency or death in immediate family.

In the event of the merger of two or more lodges following the Convention, those delegates of each lodge shall be entitled to the same number of votes they had at the preceding Convention.

Delegate Selection Procedure

When a lodge is entitled to two or more delegates, the nomination and election of delegates is made by whatever procedure is deemed most convenient and expedient by the local lodge. If a nominating committee is used, nominations from the floor must be permitted. In the election process, it may be used. Ballots designating more nominees than permitted are void and not counted. The nominees receiving the highest number of votes are elected.

The result of the election of delegates and substitutes shall be forwarded to the Chief Financial Officer within 30 days after the election. Failure to do so will nullify the lodge's delegates.

The Chief Financial Officer forwards to the local lodge secretary the required forms in duplicate that must be completed by the secretary and signed by the president and secretary of the local lodge, to certify the election of the delegate and substitute(s). After completion, one form must immediately be forwarded to the Chief Financial Officer. The elected delegate must present the second form to the Credentials Committee, an ad hoc committee of the Board of Directors comprised of Convention delegates, during Convention registration. The credential form must contain:

- (1) A statement of the number of regular meetings held by the lodge the delegate is representing.
- (2) The number of regular meetings attended by the delegate in the year preceding the Convention.
- (3) The mileage from the delegate's home to the Convention site and return.
- (4) Lodges failing to comply with all required lodge duties and obligations within 60 days prior to the Convention will lose their right to representation at the Convention.
- (5) In the event of a delegate's death, incapacity, or transfer to another lodge, he/she shall automatically be replaced by the first substitute of such lodge.



SPJST

Ceremonies

New Member Welcome

WELCOMING OFFICIAL: Brother (Madam) Secretary, please read the names of all the new members in this lodge.

SECRETARY: Brother (Madame) President, the following new members have joined our lodge and by their presence today demonstrate an interest in being active in the lodge. They are: (Secretary reads names.)

WELCOMING OFFICIAL: Will all new members of this lodge please gather before me?

WELCOMING OFFICIAL CONTINUES: My friends, I am gratified to know that you not only recognize the benefits of our Society, but that you have shown an interest in making a positive difference in our lodge and the community that we serve.

Fraternalism and fraternal life insurance are founded upon the principle that every individual is his “brother’s keeper.” This spirit of “doing good for each other” was expressed in the loosely organized and semi-religious societies of ancient Greece which provided financial aid to their members in time of sickness and death.

These early societies and guilds recognized the social need of human beings for companionship and provided a way for people to meet at friendly gatherings. The Slavonic Benevolent Order of the State of Texas — Slovanska Podporujici Jednota Statu Texas — was founded in this spirit by Texas pioneers of Czech descent in 1897.

WELCOMING OFFICIAL CONTINUES: Your willingness to share both your time and your talent by volunteering with SPJST says a lot about each of you as human beings. Your willingness to give selflessly to help others speaks to both your strength and the quality of your character.

When you volunteer, you are making a commitment to share that most precious of resources – your time – to make life better for those who are in need. While I know that you choose to be here today without expectation of being recognized or rewarded, today I wish to do just that. I want to let you know just how much your membership and dedication is appreciated.

Words can hardly express the gratitude that we wish to convey. Please know that your membership and active presence is recognized and deeply appreciated. On behalf of the officers and members of (name of lodge), I thank you, welcome you, and look forward to continuing to work with you in the future.

WELCOMING OFFICIAL CONTINUES: Everyone gathered here today, please let's show our acceptance of these new members with a round of applause!.



Welcome to the Family

Officer Installation

Option A

All the newly-elected officers should stand facing the installing officer.

INSTALLING OFFICIAL: Are all the members here assembled satisfied with the election of these officers? If so, answer, "Yes".

MEMBERS: Yes.

INSTALLING OFFICIAL: Brothers (and sisters), you have been elected to the offices in which you are about to be installed to take charge of the management of the affairs of your lodge (or district). Are you willing to assume the responsibility of your offices for the coming term, and are you willing to take an oath that you will faithfully perform these duties? If so, answer, "Yes, we are".

OFFICERS: Yes, we are.

INSTALLING OFFICIAL: It gives me great pleasure to install you in your respective offices and to have you take this obligation and oath of office. Place the palm of your right hand over your heart and repeat after me:

We, and each of us * after due and careful consideration * hereby promise * and upon our word of honor * obligate ourselves * that we will properly and faithfully * perform all the duties * incumbent upon us * as officers of (Lodge or District) _____ of the SPJST * as provided by its by-laws * and as provided * by the rules and regulations of (Lodge or District) _____ * and in the discharge * of our duties of office * that we will always treat all our brothers and sisters * fairly and impartially * so help me God.

INSTALLING OFFICIAL: Thank you. By the power vested in me, I declare you to be the duly installed officers of Lodge _____ for the year _____. Congratulations and Best Wishes! Thank you. You may be seated.

The installing official should then go down the line and congratulate each officer and ask that the whole slate be applauded by the assembly. This may be followed at the district and lodge levels, for adults and youth clubs.

Officer Installation

Option B

All of the newly-elected officers should stand facing the installing officer.

INSTALLING OFFICIAL: You have been chosen by the membership of Lodge _____ who believe you have the leadership qualities necessary to carry out the various responsibilities of the office to which you have been elected. We commend you for your enthusiasm and willingness to assume leadership roles which further the purpose of the SPJST.

Now do you promise to faithfully learn and follow the By-Laws of the SPJST, the rules and regulations of Lodge _____ and the wishes of the membership of this lodge in carrying out your duties to the best of your ability? If so, you may answer, "I will."

(Ask the audience to rise.)

And now, I shall address the members. You have witnessed the oaths of your elected leaders. They have promised faithful service and commitment to the SPJST. Will you, the members, now promise to lend the helping hand of fraternalism, to counsel and support these officers in their efforts? Will you promise to cooperate and give unselfishly of your time and talents so that Lodge _____ will continue to prosper? If so, you may answer, "I will."

Thank you. By the power vested in me, I declare you to be the duly installed officers of Lodge _____ for the year _____. Congratulations and Best Wishes! Thank you. You may be seated.

The installing official should then go down the line and congratulate each officer, and ask that the whole slate be applauded by the assembly. This may be followed at the district and lodge levels, for adults and youth clubs.

Officer Installation

Option C

All of the newly-elected officers should stand facing the installing officer.

INSTALLING OFFICIAL: My brothers (and sisters), you have been elected by your lodge to the offices in which you are about to be installed. If you are willing to take the solemn obligation required of you as an officer, affirming that you will faithfully perform your duties, then you will, as a group answer the following question:

INSTALLING OFFICIAL: Are you willing to assume the obligations required of local lodge officers as provided in the SPJST By-Laws and in your local lodge rules and regulations? If so, answer, "We are".

OFFICERS: We are.

INSTALLING OFFICIAL: You will now place your right hand over your heart, state your name and repeat after me the following pledge:

I, _____, * in the presence of the Executive Committee Member(s) * and members assembled, * promise that I will faithfully * perform the duties * which the By-Laws of the SPJST * and the rules and regulations of my lodge, * and any amendments thereto demand * that all documents * and property of the lodge * entrusted to me * will be promptly delivered by me * to the lodge or to the Executive Committee, * or a legally constituted committee, * whenever requested, * and that I will deliver the same * promptly to my successor in office; * that I will carefully guard, * protect and preserve * all books, papers and records * that may come into my possession, * by reason of my office, * and that I will at no time * make any use thereof * which may be detrimental to our Society. * I further promise * that I will obey * all the By-Laws of the SPJST, * as well as the rules and regulations * of my own lodge, * that are now in force and effect * or that may hereafter be adopted. * For the faithful performance of which, * I herewith give my word of honor.

INSTALLING OFFICIAL: Thank you. By the power vested in me, I declare you to be the duly installed officers of Lodge _____ for the year _____. Congratulations and Best Wishes!

The installing official should then go down the line and congratulate each officer, and ask that the whole slate be applauded by the assembly. This may be followed at the district and lodge levels, for adults and youth clubs).

New Lodge Installation

INSTALLING OFFICER (most likely the President/CEO: Fellow members of the Executive Committee, Officers and members of Lodge _____, friends and guests: (The installing official should make a few opening remarks suitable to the occasion, and include a few brief remarks about how the lodge came into being, other brief historical information, etc.).

Now, if I may, I'd like to proceed with the formal portion of our installation ceremonies. I will address myself primarily to the members, both new and transfers to Lodge _____.

My dear friends, by virtue of your stated and written desire to form this new lodge of the SPJST, and by virtue of that application having been approved by the Supreme Lodge of the SPJST and a charter having been issued to that effect, you shall this day, be installed as Local Lodge No. _____ located in _____, Texas.

We are happy that you have chosen to take this historic and important step! We know that those of you seeking admission into Lodge _____ will always conduct yourself in a most exemplary manner in all affairs bearing and reflecting on the SPJST, and that you will do your utmost to abide by the tenets of our Society, its By-Laws, and principles.

I will now ask all those seeking admission into Lodge _____ to be escorted before me and (the Lodge Vice President or other Executive Committee official).

(At this point, the guide escorts the new members of the lodge before either the Vice President or the Chief Financial Officer, who also welcomes them, charges them, and administers the pledge of loyalty and membership to them.)

Vice President: My friends, we are pleased that you have applied for membership in the SPJST Society. This membership will entitle you to many benefits. You are about to become a part of a proud, strong, and growing organization. Proceeding with the installation, we will have you promise and make a vow that you want to help fulfill the purposes of our Society and that you agree to comply with the constitution, By-Laws, and rules and regulations of the SPJST and this local lodge.

I will now ask you to place the palm of your right hand over your heart while I read you the pledge and vows: "I bind myself, upon my honor in presence of the members of the SPJST, that it is my firm and sincere desire, to abide by the constitution, by-laws, and rules and regulations of the SPJST and this local lodge.

"I solemnly promise that I will be a good and loyal member of the SPJST and the local lodge, which I am now joining. I further promise and obligate myself to assist my brother and sister members in time of their need and in their trials and tribulations; and

to protect their interests and rights in this local lodge, as well as in the SPJST Society, to the best of my ability.”

(Please repeat after me): These solemn promises * vows and obligations * I bind myself to keep * and to perform * upon this, my word of honor.

Vice President continues: Brothers and sisters, I firmly hope that you will remember the pledge and vow that you have taken.

For your own welfare and for the welfare of our Society, I hope that you will fulfill the obligations that you have taken. Take pride in the SPJST and strive with us to become more perfect citizens and members.

(At this point it might be appropriate for the vice president to quote an appropriate verse on brotherhood or some related theme.)

Vice President continues: In order that you may become thoroughly acquainted with the basic principles of our Society, I now present you to our President/CEO who will give you further instructions.

(Here, the President/CEO should introduce the officers of the new lodge and ask them to ascend the stage accompanied by all attending dignitaries. If there is a program chairman for the dedication and installation ceremonies, he should also be introduced. He should continue by giving the status of the new lodge, particularly the number of charter members, and should allude to the tenets upon which the SPJST was founded.)

President/CEO: All rise. Please repeat after me:

Let us stand united * in the causes of benevolence. * Let us stand united * in the causes of Humanity. * Let us stand united * in the causes of Brotherhood. * Let us stand united * in the bonds of Fellowship and Fraternal Love * for all time to come.

The President/CEO or the installing officer should then continue to make appropriate remarks and present the following items to the new lodge through its president:

The SPJST Lodge Wall Emblem
Lodge Banner
Framed Charter

He should then recognize the person or persons primarily responsible and instrumental in organizing the new lodge. His concluding remarks should be of encouragement and some constructive suggestions in meeting the tasks of the future facing the new lodge and should conclude with a sincere welcome to the membership of the new lodge.

Memorial Service in Honor of Departed Members

Many lodges choose to honor the memory of their departed members in conjunction with their annual meeting. Additionally, some districts choose to pay respect to their recently departed members during their annual meetings, typically held in the spring. The following passage provides some direction in how you may wish to structure your memorial service.

“Today as our lodge comes to its memorial service, we are surrounded by the influence and blessing we received over the years by the lives of those we honor today.

‘Each of you will have your own special memory of the kindness of those whom we remember today. Listen and remember as we read their names. (Read alphabetically with a pause between names.)

You will recognize that some of these were members whose service to our society was longer than that of others. They had varying talents and personalities. But they had much in common, such as integrity, courage, friendliness, and love for their fellow man.

Let us then concern ourselves not with sorrow and loss but with a firm dedication to the values for which they stood in their personal lives. Each of them has his own memorial in the hearts of friends here today.

Funeral Services

When an SPJST member has the occasion to officiate at an SPJST funeral, it stands to reason that he or she will want to devise and formulate their own presentation at the funeral services. Everyone has different views and tastes on this matter.

It also makes a difference whether a minister is present, or if the SPJST official is the only officiant. Consequently, it is felt that the general format for funeral services should be left entirely up to the discretion of the official who has been asked by the family to officiate or co-officiate at the funeral.



The SPJST Foundation

Guardian of Our Past, Present and Future

The SPJST Foundation was established as an independent 501(c)3 non-profit corporation in 2012 to assist projects that celebrate the cherished traditions, customs, heritage and language of SPJST's forefathers.

As in constructing a cathedral, building The SPJST Foundation can be an exciting and satisfying process that leaves a legacy for generations to come. It can help to provide the bedrock financial support necessary to assist projects which seek to keep alive the cherished traditions, customs, heritage, and language of SPJST's forefathers.





SPJST Foundation initiatives in recent years have included the Hurricane Harvey Relief Fund (2017), SPJST Founders' Day Celebration hosted by Lodge 1, Fayetteville (2018), the relocation and rededication of the historic SPJST Lodge 19, Velehrad lodge hall on the property of the Texas Czech Heritage and Cultural Center in La Grange (2019), and helping to underwrite the publication of Czech Songs in Texas (2020) and the Czech Moravian Benevolence Fund (2021) which brought relief to residents of the village of Hrusky, one of the most heavily damaged villages as a result of the June 24, 2021 tornado which ravaged the south Moravian region of the Czech Republic.

Your legacy and planned gifts will enable The SPJST Foundation to pursue innovative opportunities and ideas including facility construction, educational initiatives, partnerships, and exhibit development. The SPJST Foundation offers a meaningful way to honor a loved one in your life. For more information, please contact SPJST Foundation President Brian Vanicek in care of the SPJST Home Office.

HOW YOU CAN GIVE		POTENTIAL BENEFITS TO YOUR ESTATE	
Gift of Cash A quick and easy gift		An income tax deduction and immediate impact for the Foundation	
Gift of Securities Eliminates tax on capital gains		A charitable deduction plus no long-term capital gains tax	
Gift of Personal Property Share your enjoyment of a collection or other personal item		A charitable deduction based on the full fair market value	
Bequest Defer a gift until after your lifetime		Donations that are fully exempt from estate tax	
Gift of Life Insurance A larger gift with little cost		Current and potentially future income tax deductions	
Gift of Real Estate Eliminates capital gains tax on the sale of a home or other real estate		An income tax deduction, plus reduction or elimination of long-term capital gains tax	
Retained Life Estate Gives your personal residence or farm, but you retain life use		Tax advantages plus continued use of the property	
Charitable Remainder Annuity Trust Secures a fixed life income while avoiding market risks		Tax benefits and often a higher rate of return	
Charitable Gift Annuity Supplement income with payments that are partially income tax free		Current and future savings on income taxes for life for one or two individuals	

Endowed Scholarships

Establish a Legacy and Make a Positive Difference

Donors who wish to make a positive difference in the life of a young person and at the same time establish a lasting memorial may establish or contribute to an SPJST Endowed Scholarship. The scholarship may be established in your name or the name of the individual you wish to honor. SPJST Endowed Scholarships may be established starting at \$10,000. By definition, an endowed scholarship is one in which the principle remains intact and only the interest is awarded each year. Once established, your scholarship will be managed by the SPJST. Your endowment creates a permanent funding source that will grow over time and will support deserving students today and in the future.

In establishing an SPJST Endowed Scholarship, you have the opportunity to set the criteria for your SPJST Endowed Scholarship. For example, you may wish to direct your scholarship fund to reward high achievement students who are pursuing a specific field of study. Other criteria for you to consider are specific colleges or universities, areas of academic interest or extracurricular involvement, community service or hometown. Please know that in establishing restrictive criteria, you will be limiting the pool of qualified recipients. More about that later. Also, in accordance with IRS publication 526, located at <http://www.irs.gov/pub/irs-pdf/p526.pdf>, a donor may not select a specific individual as a beneficiary of their gift, i.e. scholarship recipients. SPJST Endowed Scholarships differ from others in that they are truly the gift that keeps giving.

An SPJST Endowed Scholarship is a perpetual gift because only the interest is applied towards the scholarship while the principle continuously grows. Endowed scholarships are a wonderful way to honor a loved one or link your legacy with the future.

The minimum gift needed to establish a named, endowed SPJST scholarship is \$10,000. This amount can be paid all at once or in payments. Once the fund reaches the \$20,000 amount, the scholarship will be awarded annually in the honoree's name. Until \$20,000 is reached, the interest gained is reinvested in the fund. At the primary donor's request, an endowed scholarship will be awarded every other year, provided that the endowment balance totals at least \$10,000.

There are many ways to fund an endowment, including gifts of cash, bequests, securities, life insurance, retirement assets, or properties.

As an alternative to an SPJST Endowed Scholarship, donors may elect to award a one-time scholarship in the name of an individual, organization or business. The minimum donation needed to award a one-time SPJST scholarship in the name of an individual, organization or business is \$1,000. Just as with the SPJST Endowed Scholarship, donors seeking to award a one-time SPJST scholarship also have the opportunity to set the criteria for your SPJST Scholarship. Criteria should not be so narrowly defined that it is difficult or impossible to find qualified applicants and, therefore, to honor the donor's intent. Following are some general criteria that may be considered by donors:

- Award restricted to students in a specified college and/or major.
- Award restricted to students from a specific school or county.
- Applicability only to high school graduates or undergraduate students or open to both.
- Participation in extracurricular activities such as honor societies and student organizations.

In the event a donor proposes criteria which are too narrowly defined, the SPJST will explore the implications of such closely defined criteria with the donor.

If you have any questions about the information presented here or if you would like to proceed with the establishment of an SPJST Scholarship, please give SPJST President/CEO Brian Vanicek a call and he will be happy to assist you.



Sample Lodge Treasurer's Monthly Financial Report

**SPJST Lodge 19, Velehrad
Treasurer's Report
For Month Ending January 31, 2022**

BEGINNING BALANCE (January 1, 2022) Lavaca County Bank: \$14,033.31

INCOME (Deposits)

<u>Date</u>	<u>Description</u>	<u>Amount</u>
1/6/22	Schiller Shower Rental	\$500.00
1/6/22	Capital Star Oil & Gas Lease	875.00
1/19/22	4 Change Energy Refund	11.90
1/20/22	Interest Earned from Bank	<u>7.00</u>
	TOTAL INCOME	\$1,393.90

EXPENSES (Checks Written)

<u>Date</u>	<u>Check. No</u>	<u>Description</u>	<u>Amount</u>
1/4/22	711	4 Change Energy	\$122.12
1/6/22	712	Darrell Hejl (Rental Cleaning)	50.00
1/6/22	713	Crown Gas	29.20
1/10/22	714	Lavaca EMS (Donation)	250.00
1/19/22	715	RVOS Insurance	<u>416.00</u>
		TOTAL EXPENSES	\$867.40

ENDING CASH BALANCE (January 31, 2022) \$15,427.21

Outstanding Checks (Haven't Cleared Bank)

<u>Check No.</u>	<u>Payable To</u>	<u>Amount</u>
714	Lavaca EMS	<u>\$250.00</u>
	TOTAL OUTSTANDING CHECKS	\$250.00

RECONCILED BANK BALANCE \$15,677.21

Submitted by
Danielle Necas
Treasurer
Lodge 19, Velehrad

Lodge Minutes: Their Importance and What to Include

The minutes record the primary discussions, actions, and decisions of a regularly scheduled lodge meeting. Usually transcribed by the lodge secretary or another authorized individual, the meeting minutes make a note of all major business decisions and resolutions that occurred throughout the entirety of a meeting. Meeting minutes are not a complete transcript of the meeting but rather they serve to register an immediate report of the meeting's notable business while omitting any minor topics from the record. Importantly, the minutes provide a record of the meeting for its participants and a source of information for members who were unable to attend.

The formatting of lodge meeting minutes will vary depending on the nature of the meeting; however, most lodge meetings follow a similar structure that emphasizes old and new business as well as significant resolutions. Try to write the minutes as soon after the meeting as possible while everything is fresh in your mind. Avoid making personal observations as the minutes should be solely fact-based. They become the official record of the meeting when they have been approved by the membership at the beginning of the meeting.

Good lodge minutes don't need to be long, complex or involve sophisticated language. The more exacting and easier that they are to understand, the better. Here's a simple outline of what you will want to include:

Opening

When and where the meeting was called to order and who called it to order.

Attendance

Officers Present and Officers Absent

Number of Members and Names of Guests in Attendance

Summary of Old and New Business and Actions

If assignments are made, note what needs to be done, who has agreed to do it, and what the deadline is. Always state any main issues and collective decisions made. You don't need to note down any individual views or preferences expressed unless there is a strong opposition to an idea, nor do you need to pay attention to who initially proposed a solution, only who put it in the form of a motion. If there is a vote taken on a subject, then it's important to make detailed notes and record how many voted for or against a motion so that the lodge will have an accurate record for future reference.

Adjournment

What time was the meeting adjourned and by whom, as well as where the next meeting will be held.

Lodge Audit Procedures

The primary benefit of an annual lodge financial audit is the confidence it gives you and your members that the lodge's financial house is in order. Basically, the audit verifies the numbers, ensures accuracy, and assesses procedures. A comprehensive audit also identifies internal controls that should be implemented to improve the integrity of your financial systems. Importantly, the audit gives closure to the treasurer and sets a starting point for the new year's activity. An audit is also the primary tool for uncovering financial mismanagement. Hopefully you won't need to conduct an audit for this reason, but an annual audit can also uncover problems before they become significantly more serious.

The Audit Committee should consist of three people who have not had access to the lodge checkbook or bank account. Because questions might arise about the details of lodge operations, it can be helpful to include an officer, perhaps the vice president or secretary, as a member of the Audit Committee. The other members should be volunteers from the general lodge membership. The treasurer should be available to answer questions but should not sit on the Audit Committee. Here is a checklist of records that are typically used for the annual audit.

Bank Statements for the Year

Bank Account Ledger

Canceled Checks

Deposit Slips

Monthly Treasurer Reports

These are the basic audit steps:

- 1. Verify that all checks written during the year are accounted.**
- 2. Verify that all deposits have been logged accurately.**
- 3. Review the bank statements for any unusual fees or withdrawals.**
Make note and verify proper recordkeeping for these items.
- 4. Ensure the account was reconciled each month.**
- 5. Verify that IRS Form 990 has been filed with the SPJST Home Office.**
- 6. Verify that the treasurer reports add up from month to month.**
- 7. Complete a worksheet that summarizes the year's financial activity, including beginning cash balance, total receipts during the audit period, disbursements, and ending cash balance, among others.**

The report from the Audit Committee will mark the completion of the review. At minimum, the Audit Committee should submit a signed statement in the lodge meeting that the review has been completed and the books have been found to be in order. If the Audit Committee found any exceptions during the course of the review, such as an unrecorded check or a mathematical error, those should be noted and included in the report, along with the steps taken to correct the exception. The Audit Committee is invited to confer with the Office of the Comptroller if there are any questions.

Lodge Calendar Requires Planning

A lodge with a mission is a lodge with a purpose. In line with that purpose is that your lodge construct an annual calendar of lodge events, district activities, community service projects, planning sessions and fund raisers early in the year.

We all know that a strong lodge program doesn't start on Day 1 of the New Year. Instead, it needs to start a few months ahead of time. Planning ahead is an important part of every lodge's success. Consider setting up a formal planning and scheduling meeting for the year ahead as early as September or October.

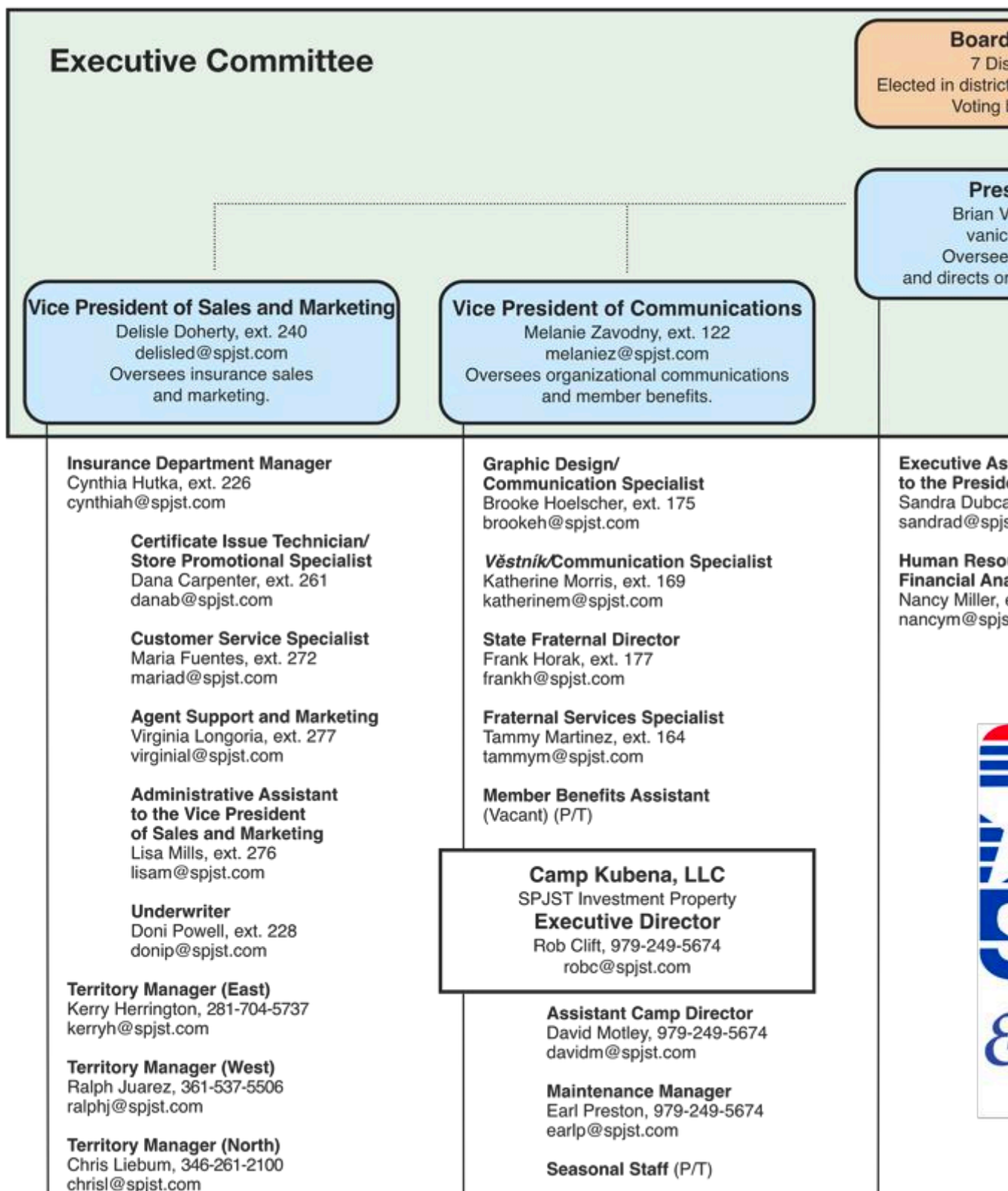
A good place to begin this special session is with a review of the SPJST's Mission and Vision Statements on page six of the Lodge Operations Manual. What gives regular lodge meetings their importance is not simply that your group is meeting but that you are meeting with a mission and not simply going through the motions in order to satisfy a meeting requirement.

Because the SPJST is a democratic organization, it is vital that the membership also have input into the process. Out of this meeting, you should be well on your way to structuring a yearlong calendar of events that support the mission and vision of the SPJST as they relate to your local lodge member and the community that you serve.

Consider having a copy of your lodge calendar for the coming year completed and ready for distribution at annual and/or year-end celebration. Constructing and then circulating a lodge calendar — either on paper or online — will provide everyone involved with a chance to plan and make time for lodge meetings, community service projects, socials and fund raising events. As more dates and activities emerge, they can always be added.



SPJST ORGANIZATIONAL CHART



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CEO
xt. 139
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artments
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Chief Financial Officer

Leonard Mikeska, ext. 149
leonardm@spjst.com
Oversees general administration
and Home Office facilities management.

Controller

Roy Vajdak, ext. 142
royv@spjst.com
Oversees finance and accounting
and information technology services.

**Claims Specialist/
Executive Assistant
to the Chief Financial Officer**
Linda Hill, ext. 162
lindah@spjst.com

Maintenance Manager
Rudy Constancio, 254-231-2040

Custodian
Sylbia Martinez (P/T)

**Receptionist/
Compliance Specialist**
Tamara Gettys, ext. 100
tamarag@spjst.com

Annuity/IRA Specialist
Marissa Salinas, ext. 131
marissas@spjst.com

Mortgage Loan Specialist
Carol Wolf, ext. 132
carolw@spjst.com

**Loan Processing/Servicing/
Administrative Support Specialist**
(Vacant)

**Executive Assistant
to the Controller**
Lisa Kirby, ext. 124
lisak@spjst.com

Accounting Assistant I
Sharon Ingram, ext. 130
sharoni@spjst.com

**Accounting Assistant III/
Customer Service Representative**
Jennifer Jones, ext. 166
jenniferj@spjst.com

Accounting Assistant II
Dorothy Stuchly, ext. 165
dorothys@spjst.com

**Accounting Assistant II/
IT Support Specialist**
Danny Walden, ext. 163
dannyw@spjst.com

Accounting Assistant I
Jennifer Wright, ext. 172
jenniferw@spjst.com

Staff Accountant
(Vacant)

Assistant Controller
(Vacant)



January 9, 2022

SPJST By-Laws

Approved by the Delegates to the 33rd SPJST Convention

ARTICLE I NAME

Section 1. The name of this Fraternal Benefit Society is SPJST, originally chartered as Slovanská Podporující Jednota Státu Texas (Slavonic Benevolent Order of the State of Texas {SPJST}).

ARTICLE II PRINCIPAL OFFICE

Section 2. The principal office (Home Office) of SPJST shall be located in Temple, Texas.

ARTICLE III OBJECTIVES

Section 3. The objectives of this Society, as organized by fearless and peace-loving Czech pioneers in Texas, are:

- (1) To provide and promote fraternal and social fellowship among its members.
- (2) To endeavor to keep alive the cherished traditions, customs, heritage, culture, and language of our forefathers.
- (3) Generally, through moral, spiritual, and economic respect, to encourage benevolence and humanity through the Society with sound practical life insurance products for its members.
- (4) To operate under the lodge system.
- (5) To provide for the payment of life, sick, accident, or other benefits to its members.

Section 4. **Mission.** Insuring and enriching lives.

Section 5. **Vision.** Our vision is to provide financial security for our members; build a wholesome family environment; and encourage cherished Czech traditions.

ARTICLE IV FRATERNAL BENEFICIARY SOCIETY

Section 6. SPJST is a 501(c)(8) non-profit corporation formed, organized, and incorporated under the fraternal benefit society laws of the State of Texas; and carried on solely for the mutual benefit of its members and their communities and beneficiaries; and having a lodge system, with a representative form of government. SPJST shall have all the powers granted to it by law. SPJST will strive to be a financially strong fraternal benefit society and to provide high quality, competitive life insurance and value-added benefits to its members. SPJST will conduct its affairs in a manner that is perceived as a good corporate citizen.

ARTICLE V MEMBERSHIP

Section 7. Application for Membership. Individuals may become members if they meet the requirements for membership established by SPJST, apply for membership upon a form in use by SPJST, and are accepted into membership in accordance with the rules, procedures, and rituals of SPJST. All members must be citizens, legal residents of the United States, or tax-paying non-residents with a legal Individual Taxpayer Identification Number (ITIN).

Section 8. Local Lodge Membership. The local lodge has the right to determine whether it will accept an applicant for membership into the lodge. Upon receipt of notification of a new candidate for membership, the local lodge shall vote to accept or to reject the candidate no later than the second regularly scheduled meeting after notification is received by the local lodge. The candidate for membership must receive a majority vote of those present and voting to be accepted as a member. The local lodge secretary notifies the candidate whether he/she is accepted or rejected. If rejected, the member may begin application to another lodge. No one may hold membership in more than one SPJST lodge.

Section 9. Membership Classes. There shall be the following classes of members:

(a) Adult Member.

(1) A person of 18 or more years whose application has been accepted and approved and to whom there has been issued a certificate of membership and insurance or annuity which is in force or who is receiving a settlement agreement benefit by reason of such insurance or annuity. It is expressly determined that in this latter event, the owner of the insurance or annuity, if different from the insured, shall have no privileges of membership and the insured will retain these rights.

(2) A person may become a member by purchasing an annuity in a minimum amount as set by the Board of Directors and pays his or her local lodge dues and assessments, if any, annually in advance.

(3) Further, it is determined that in the event that a third party owner surrenders the insurance or annuity, the insured who is the member shall have his/her membership privileges imparted by the surrendered insurance or annuity terminated immediately.

(4) Members upon reaching age 18 automatically become adult members with all rights of adult members by complying with all requirements of adult membership.

(5) Adult members whose life insurance certificates have matured based on the applicable mortality table shall remain members of SPJST, with all the privileges and benefits of active members and shall not be required to pay any dues or assessments.

(6) An adult member suspended for non-payment of premiums, dues, and assessments, if any, loses his/her right to vote and is not eligible for election.

(7) Adult members are eligible for election as officers of local lodges, in the district, delegates, as committee members, and as members of the Board of Directors.

(b) Youth Member. SPJST may insure the lives of children. Such insurance shall be issued upon the application of an authorized adult (who shall not by reason thereof, nor by reason of any benefit providing for waiver of premium, become a member) who has an insurable interest. At age 18, the insured youth shall become an adult member.

(c) Associate Member. An associate member is a person who holds an SPJST certificate purchased through an outside agency under contract with SPJST selling group insurance. This member will not have SPJST or local lodge privileges, benefits, or voting rights.

(d) Social Member.

(1) A social member is a member whom a lodge votes in as a social member, who completes a social membership form, and who pays his/her membership dues and assessments, if any, to the local lodge.

(2) A social member is not eligible to vote or hold office; however, a social member may, at the discretion of the local lodge, serve on an appointed committee with the inherent right to deliberate and vote on that committee.

(3) A social member must pay for the *Vestnik* if he/she desires to receive it.

(4) An uninsurable child whose parent or guardian is a member can participate in the youth program.

Section 10. Membership Guidelines. All members shall guide themselves according to the charter, constitution, and by-laws of SPJST; otherwise, they are subject to penalty as defined by these by-laws and as prescribed by the Board of Directors for violation and non-observance of them. No subordinate body, nor any of its subordinate officers or members, shall have the power or authority to waive any of the provisions of the by-laws of SPJST. Such provisions shall be binding on SPJST and every member and beneficiary of a member.

Section 11. Induction of New Members. Induction of new members may be conducted at a time and date convenient to the local lodge and the new members.

ARTICLE VI CONVENTION

Section 12. Purpose. The Supreme Governing Body of SPJST shall be known as the Convention and shall be composed of delegates elected according to the rules of these by-laws. The Convention is the sole judge of eligibility and qualifications of all delegates and substitutes. The Convention has the power to:

(a) Adopt, amend, and supplement the by-laws of SPJST.

(b) Receive and act on all reports filed by the Executive Committee and the Governance Committee, which must be published in the *Vestnik* 30 days before the Convention. The Board of Directors may make one combined report if they so agree.

(c) Elect District Directors, Alternate District Directors, Governance Committee members, and Alternate Governance Committee members.

(d) Determine compensation of District Directors.

Section 13. Regular Conventions. Regular Conventions are held once every four years. The date and location of the next regular Convention shall be set by the Board of Directors and published in the *Vestnik* no later than January of the Convention year.

Section 14. Special Conventions. Special Conventions may be held upon a two-thirds vote of all members of the Board of Directors for an urgent matter concerning the welfare of SPJST. Such Special Conventions shall be held at such time and place as may be determined by the Board of Directors. No business may be taken up at such Special Convention except for the purpose for which called, which purpose shall be clearly and distinctly set forth in the call for the Special Convention. A call for a Special Convention shall be disseminated electronically at least 30 days prior to the convening of such Special Convention, addressed to each delegate at his/her last known email address as shown by the records of SPJST. At the Special Convention, delegates from each lodge shall have the same number of votes as at the preceding Regular Convention.

Section 15. Quorum. Two-thirds of delegates seated at any Regular or Special Convention shall constitute a quorum for the transaction of all business.

Section 16. Ballot In Lieu of Special Convention. In lieu of calling a special Convention, the Board of Directors may send a ballot to all delegates by mail or by email. The ballot may include one or more resolutions that could be considered and adopted at a special Convention. The proposed resolution or resolutions must be mailed or emailed to the delegates at least 30 days before the ballots must be returned. Delegates from each lodge shall have the same number of votes as at the preceding regular Convention. A resolution shall be deemed adopted upon receipt of signed ballots with votes equal to the number of votes that would have been needed to adopt the resolution at a special Convention at which all delegates were present.

Section 17. Order. All proceedings of the Convention will be conducted in the following order, unless decided otherwise by the Board of Directors and approved by the delegates:

- (a) The President/CEO convenes the Convention.
- (b) Credentials report. A list of names of elected delegates and number of votes each lodge and delegate is entitled to will be made available to delegates at the beginning of the Convention by the Board of Directors.
- (c) Elect Convention officers (Chair and Vice Chair) from among the delegates.
- (d) Reports by Governance Committee and Executive Committee.
- (e) Deliberate by-laws.
- (f) Miscellaneous business.
- (g) District caucuses. The purpose of the seven separate district caucuses is to nominate and elect a District Director, Alternate District Director, Governance Committee member, and Alternate Governance Committee member. Each delegate will vote in accordance with Section 31 (Votes) of the by-laws. The District Director will act as temporary chair of the district caucus until delegates elect a permanent chair.
- (h) Install District Directors and Governance Committee members.
- (i) Adjourn Convention.

Section 18. Convention Officers. The President/ CEO shall convene the Convention and shall preside until a Convention Chair is elected. The President/CEO shall appoint the secretaries of the Convention. The Convention Chair and Convention Vice Chair are the Convention officers.

Section 19. Proceedings. All proceedings in the Convention, unless such rules are not covered by the by-laws, are conducted in accordance with the current edition of “Robert’s Rules of Order.”

Section 20. Discussions. All Executive Committee members and Governance Committee members may participate in the discussions at the Convention, but they do not have the right to make motions, vote, or nominate unless they are delegates.

- (a) No concern can be discussed in the Convention unless it was first presented to the Governance Committee and acted upon by that committee.
- (b) No motion to change by-laws or amendment thereto can be presented to the Convention unless the motion or amendment thereto has been discussed and approved by a lodge or the Board of Directors and submitted to any member of the Governance Committee not later than 60 days prior to the Convention so that the Governance Committee could study such motion or amendment and deliver its opinion. Recommendations must be submitted in the English language. The Governance Committee secretary shall forward all signed by-law recommendations to the *Vestnik* for publication. Rejected recommendations can be presented by a delegate of the representative body in the Convention during deliberation of the respective article.

Section 21. Voting. The enactment, deletion, or amendment to a by-law requires a two-thirds vote by authorized votes of delegates present. Unless otherwise required by law or the laws of SPJST, all other matters are decided by a majority of authorized votes of the delegates present. Delegates shall vote by voice, show of hands, standing, roll call, or secret ballot as designated by the Convention Chair. No delegate shall vote by proxy.

Section 22. Minutes. The Convention minutes should accurately summarize what was discussed and actions taken by the Convention. The minutes should be accurate, concise, objective, and to the point, but written in such a way that they do not leave out critical information and are easily understood and usable in the future. Minutes may include brief summaries of the discussions but should reflect a record of the exact wording of motions, amendments, and resolutions as well as who made the motions, who seconded them, and the outcome of any votes taken. The minutes shall be kept and approved in the English language. A copy of the Convention minutes shall be sent to each local lodge secretary, all Convention delegates, Governance Committee members, and/or members, upon request.

ARTICLE VII GOVERNANCE COMMITTEE

Section 23. Composition. The Governance Committee shall be comprised of seven elected members (one from each of the seven districts).

Section 24. Eligibility. Executive Committee members, their spouses, and SPJST Home Office employees are not eligible for membership on the Governance Committee, but they are free to attend the Governance Committee meetings, make suggestions and recommendations, and assist the Governance Committee.

- (a) Governance Committee members are expected to attend their respective district meetings. If two meetings are missed during a four-year period, the alternate will be appointed to complete the remainder of the term.

Section 25. Duties. The Governance Committee shall have the following duties:

- (a) Review submitted recommendations for changes to the by-laws. The Governance Committee secretary shall forward all signed by-law recommendations to the *Vestnik* for publication. The Governance Committee will consider, arrange, and recommend motions for amending by-laws of the succeeding Convention; eliminate conflicts in the by-laws; codify and rearrange the by-laws; and deliberate and decide on all recommendations for amending the by-laws and, if necessary, prepare and present its own recommendations for changes to any articles. The Governance Committee will submit recommendations to the *Vestnik* enabling publishing 30 days prior to the Convention. Immediately following the Convention, the Governance Committee will arrange and compile the newly-adopted by-laws with all changes and amendments.
- (b) Review all compensation and financial benefits of District Directors. Gather relevant information and recommendations regarding reasonable compensation for District Directors and present a proposal to the Convention. Any increase in compensation must be approved by the delegates of the Convention.
- (c) Recommend to the Convention compensation of District Directors. The Committee's recommendations shall be published in the *Vestnik* 30 days prior to the Convention.
- (d) Assist the President/CEO in the tabulation of votes during the election of the Convention Chair and Convention Vice Chair.
- (e) Assist the Convention Chair in the tabulation of votes of matters brought before the Convention.
- (f) Serve as the Grievance Committee at the Convention. Help resolve disputes at the Convention.

Section 26. Committee Chair. The Governance Committee shall convene immediately following the Convention and elect a Committee Chair, Vice Chair, and Secretary from its members.

Section 27. Meetings. During the Convention year, the Governance Committee shall hold a minimum of two meetings, one at least six months and one immediately prior to the start of the Convention. The day and time shall be designated by the Governance Committee Chair after consultation with Governance Committee members. The Governance Committee Chair may call special meetings and shall call a special meeting upon written request of at least three Governance Committee members. Any meeting of SPJST at which written minutes are kept, except the Convention, may meet by telephone conference or other means of communication that allows all participants to simultaneously communicate with each other. All non-electronic meetings should be at the Home Office.

Section 28. Quorum and Voting. A majority of the Governance Committee shall constitute a quorum for the transaction of Governance Committee business except that a smaller number may adjourn a meeting for lack of a quorum. The Committee shall act by a majority of Committee members present.

ARTICLE VIII LODGE DELEGATE ELECTIONS

Section 29. Election of Delegates. Delegates and substitute delegates shall be elected no later than January at the local lodge meeting that precedes the Convention for the term from one Convention to the next Convention.

Section 30. Number of Delegates per Lodge. Every lodge has the right to elect delegates in accordance with its membership.

(a) The number of delegates a lodge may send to the Convention shall be based on the following scale:

- (1) One delegate for lodges with 20 to 200 adult members;
- (2) One additional delegate for each additional 200 adult members.

(b) **Changes in Lodge Membership.** If a lodge obtains enough new active members to qualify for an additional delegate to the Convention in the time period between the annual meeting and 60 days before the Convention, then that lodge shall send the substitute delegate or delegates with the most votes. A lodge losing the required number of members between such time shall not lose the delegate or delegates.

(c) **New Lodges.** A lodge chartered during the Convention year may elect its delegates and its substitutes any time before the convening of the Convention. A lodge chartered, merged, or reorganized less than three years preceding the election of its delegates may elect its delegates and substitutes from among those members having attended a majority of the regular meetings from the date of its charter, merger, or reorganization.

Section 31. Votes. A lodge represented by its delegate or delegates is entitled to one vote for every adult member. Delegates from each lodge shall divide their lodge's votes equally among themselves. In the event the votes do not divide equally among the lodge's delegates, the extra votes shall be assigned proportionally to all of the lodge's delegates. (Example, a lodge with four delegates and 405 votes would result in each delegate having 101.25 votes).

Section 32. Substitute Delegates. Substitute delegates shall be elected according to the procedures for election of delegates. No more than 10 substitute delegates shall be elected per lodge. A substitute delegate shall attend the Convention if one of the elected delegates cannot attend. The substitute delegate or delegates shall be chosen to fill vacancies according to which substitute delegate received the most votes at the annual lodge meeting.

Section 33. Delegate Election Requirements.

(a) Qualifies as an adult member.

(b) Is present during the election or is absent due to unavoidable circumstances.

(c) Attended at least 50 percent of the regular meetings of the lodge during one year preceding the Convention year. Lodges meeting monthly, 50 percent is six meetings; lodges meeting bi-monthly, 50 percent is three meetings; and lodges meeting quarterly, 50 percent is two meetings. (When there is a conflict with the date of their local lodge meeting, Executive Committee members, district fraternal activities coordinators, on official business, may count as attending a regular meeting for this purpose. The state fraternal director, district youth counselors and their assistants, on official business, may count as attending youth club meetings. Notification must be given to the local lodge secretary prior to the event with written confirmation made by the party within two weeks following the event.) Newly transferred members' attendance record of the previous lodge shall be accepted.

(d) Is a citizen of the United States of America at the time of election.

(e) Is not an officer or director of another fraternal life insurance society.

(f) Any member who desires to serve as a delegate who is an underwriter of any insurance company or an agent (underwriter) of any other fraternal life insurance society may be elected but must first disclose this information to the local lodge members prior to the election.

Section 34. Term. Delegates and substitute delegates shall hold office until their successors are seated at the following Convention. The delegates and substitutes to the most recent regular Convention shall be the delegates and substitutes to any special Convention or for any ballot in lieu of a special Convention. If a delegate is not in the Convention by the second day, he/she will not be seated unless he/she has a good excuse as decided by the majority of the seated delegates, such as serious illness/emergency or death in immediate family. In the event of the merger of two or more lodges following the Convention, those delegates of each lodge shall be entitled to the same number

of votes they had at the preceding Convention.

Section 35. Delegate Selection Procedure.

- (a) When a lodge is entitled to two or more delegates, the nomination and election of delegates is made by whatever procedure is deemed most convenient and expedient by the local lodge. If a nominating committee is used, nominations from the floor must be permitted. In the election process, a secret ballot may be used. Ballots designating more nominees than permitted are void and not counted. The nominees receiving the highest number of votes are elected.
- (b) The result of the election of delegates and substitutes shall be forwarded to the Chief Financial Officer within 30 days after the election. Failure to do so will nullify the lodge's delegates.
- (c) The Chief Financial Officer forwards to the local lodge secretary the required forms in duplicate that must be completed by the secretary and signed by the president and secretary of the local lodge, to certify the election of the delegate and substitute(s). After completion, one form must immediately be forwarded to the Chief Financial Officer. The elected delegate must present the second form to the Credentials Committee, an ad hoc committee of the Board of Directors comprised of Convention delegates, during Convention registration. The credential form must contain:
 - (1) A statement of the number of regular meetings held by the lodge the delegate is representing.
 - (2) The number of regular meetings attended by the delegate in the year preceding the Convention.
 - (3) The mileage from the delegate's home to the Convention site and return.
- (d) Lodges failing to comply with all required lodge duties and obligations within 60 days prior to the Convention will lose their right to representation at the Convention.
- (e) In the event of a delegate's death, incapacity, or transfer to another lodge, he/she shall automatically be replaced by the first substitute of such lodge.

**ARTICLE IX
BOARD OF DIRECTORS
AND EXECUTIVE COMMITTEE**

Section 36. Composition of Board of Directors. The Board of Directors shall be composed of the seven elected District Directors (one from each of the seven districts). The Board of Directors shall have the authority to provide rules and regulations for the extension and development of SPJST and shall have all other necessary and incidental powers to carry out the objectives of SPJST and such other duties as prescribed by these by-laws.

Section 37. Composition of Executive Committee. The Executive Committee shall be composed of the Board of Directors (seven District Directors) and the Executive Officers (President/CEO, Vice President of Sales and Marketing, Vice President of Communications, Chief Financial Officer, and Controller).

Section 38. Conflicts of Interest.

- (a) No agent of any other competitive life insurance company, or any officer or director of any similar fraternal order is eligible for membership on the Executive Committee.
- (b) No Executive Committee member shall receive commission for the sale of property belonging to SPJST. No Executive Committee member can buy property from SPJST. No Executive Committee member shall be personally liable to SPJST or its members for monetary damages for any act or omission in the Executive Officer's or District Director's capacity as an Executive Officer or District Director except in the following instances:
 - (1) For any breach of the Executive Officer's or District Director's duty of loyalty to SPJST or its members;

(2) For any act or omission not in good faith or which involves intentional misconduct or knowing violation of the law;

(3) For any transaction from which the Executive Officer or District Director received a benefit deemed improper by the Board of Directors, whether or not the benefit resulted from action taken within the scope of the Executive Officer's or District Director's position;

(4) For any act or omission for which the liability of an Executive Officer or District Director is expressly provided for by statute or payment of a dividend.

(c) No person can be an employee of the SPJST Home Office if he/she is related to any member of the Executive Committee within the third degree, as construed under Section 573 of the Government Code of the Texas Revised Civil Statutes.

Section 39. Duties. The affairs of SPJST shall be managed under the direction of the Board of Directors between regular meetings of the Convention. The Board of Directors has the duty and authority to:

(a) Provide leadership for all SPJST members and others.

(b) Promote fraternalism between lodges.

(c) Learn and promote Czech heritage and language and the history of SPJST.

(d) Employ legal counsel on an as-needed basis.

(e) Provide sufficient insurance coverage for the protection of SPJST.

(f) Collaborate with Executive Officers and conduct a strategic planning process and develop an annual business plan with clearly defined qualitative and quantitative goals.

(g) Adopt formulas to determine the amount of refund to lodges based on premium income from members and other incentive factors after a review of the annual statement and consultation with the actuary.

(h) Adopt such additional plans and tables of insurance including annuities and universal life products, which appear to be beneficial, according to fraternal insurance laws of the State of Texas.

(i) Ratify compensation schedule and incentive programs for sales agents.

(j) Fill vacancies for the President/CEO.

(k) Employ a certified public accountant, upon recommendation of the Chief Financial Officer, to prepare a detailed report concerning the condition of SPJST.

(l) Prepare a report of its progress/accomplishments since the preceding Convention. Each Executive Officer must submit a report to be printed in the *Vestník* at least 30 days prior to the Convention. The Board of Directors may submit one combined report, if they so agree.

(m) Investigate all irregularities, disorders, and incompetence in office of the President/CEO or any District Director. Following a thorough investigation, including a hearing of such charges and 20 days advance notice to the accused, the Board of Directors may discharge the accused from his/her office by a two-thirds vote.

(n) Suspend local lodges for not performing their local lodge duties and for irregularities deemed by the Board of Directors to be detrimental to SPJST. In the event of suspension, and until the suspension is lifted by the Board of Directors, one or more of the following shall be in effect:

(1) The loss of representation at regular and special Conventions of SPJST.

(2) All official lodge records and papers shall be relinquished to the Board of Directors for examination.

- (3) The name and number of the local lodge will be dropped from the roster of the lodges.
- (4) The loss of representation at district meetings and other functions of SPJST.
- (5) The loss of representation at all youth functions on the district and state levels.
- (6) No new applications for membership will be accepted.
- (7) No transfers into the lodge will be accepted.
- (8) All meetings and activities normally carried on by such lodge will cease.
- (9) No local lodge dues will be collected.
- (o) Suspend or discharge local lodge officers and committees for irregularities in office detrimental to SPJST on charges filed by members of the local lodge or the Board of Directors, and after 20 days notice to the accused and due hearing thereon, by a vote of two-thirds of the Board of Directors.
- (p) Select and give discretionary authority to an investment manager on recommendation of the Chief Financial Officer and ratify the sale and purchase of bonds and stocks by a majority vote.
- (q) Ratify the operating budget of the Home Office.
- (r) Assign additional duties to the President/CEO as needed.
- (s) Review proposed agenda items and agenda for the Convention. The agenda will be constructed by the Executive Officers. All proposed agenda items must be submitted to the Executive Officers at least 60 days prior to the start of the Convention to be included in the Convention agenda.
- (t) Review resolutions submitted for consideration of the Convention and make recommendations to the Convention regarding such resolutions. Any proposed resolution must be submitted to the Executive Officers at least 30 days prior to the start of the Convention to be considered by the Convention.
- (u) Examine and pass upon the credentials of the delegates to the Convention.
- (v) Review the financial standing of the Society annually and ensure that a financial report is prepared and presented to the Convention.
- (w) Present a report at district meetings.
- (x) Participate in lodge and district events to inform the membership on matters pertaining to SPJST.
- (y) Ratify hiring and compensation of all Executive Officers.

Section 40. Chair of the Board of Directors. The Board of Directors shall elect a chair and vice chair for a term of one year from among its seven elected District Directors. The chair shall preside at all meetings of the Board of Directors and perform such other duties as may be designated by the Board of Directors. The vice chair will preside in the absence of the chair.

Section 41. Regular Meetings. The Board of Directors shall meet quarterly during the third week or weekend in January, April, July, and October. In case of necessity, the President/CEO, in conference with the Chair of the Board of Directors, has the right to change the date of the meeting. Meetings are open to SPJST members except during executive sessions concerning personnel, disciplinary matters, litigation, or threatened litigation.

Section 42. Special Meetings. Special meetings of the Board of Directors may be called by the President/CEO or the Chair of the Board of Directors, in case of necessity. In the event that five members of the Board of Directors determine a necessity for a special meeting, and the President/CEO refuses to call such a meeting, the five members may, by written notice, call all members of the Board of Directors to such a special meeting and hold the meeting. Five members of the Board of Directors will constitute a quorum at special meetings.

Section 43. Location. Meetings of the Board of Directors shall be held at the Home Office, unless the President/CEO or the Board of Directors designate an alternative location.

Section 44. Quorum and Voting. Five members of the Board of Directors shall constitute a quorum. The act of a majority of the members present at a meeting at which quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by the Charter of Incorporation, by-laws, or applicable law.

Section 45. Electronic Communication. The Executive Committee and any committee or sub-committee of the Board of Directors, or any other meeting of SPJST at which written minutes are kept, except the Convention, may meet by telephone conference, online, or other means of communication that allows all participants to simultaneously communicate with each other.

Section 46. Action Without Meeting. Any action required or permitted to be taken by the Board of Directors or any committee or sub-committee of the Board of Directors may be taken without a meeting by written consent of all of its members then in service. A written consent under this provision shall have the same force and effect as a vote taken at a meeting.

Section 47. Minutes. The Board of Directors will designate a Home Office staff member to record minutes of all transactions at all open Board of Directors' meetings and special meetings. The Chief Financial Officer will maintain minutes and exhibits of the Board of Directors' meetings and Investment Committee meetings. Written consent may be given electronically.

(a) The minutes will be printed in the *Vestnik* within 30 days after each regular or special Board of Directors' meeting.

(b) The minutes will include each item voted on at the meeting with a record of how each member of the Board of Directors voted on each issue. Matters concerning personnel, disciplinary matters, litigation, threatened litigation, and marketing plans will not be included.

Section 48. Committee Establishment. The Board of Directors may appoint committees to have such authority as the Board of Directors may delegate. Each committee shall consist of three or more Executive Committee members. Additional committee members may be appointed by the Board of Directors. A majority of the members of each committee shall constitute a quorum for the transaction of all committee business.

Section 49. Audit Committee. The Audit Committee shall be responsible for the oversight of the auditors of the Society, the audit of financial statements of the Society, review of investment transactions and performance of the investment portfolio, operational procedures, and such other responsibilities designated to it from time to time.

Section 50. Communications Committee. The Communications Committee shall be responsible for determining what material proposed to be included in the *Vestnik* may be harmful to and against the best interests of SPJST.

Section 51. Vacancy. In the event of a vacancy by the Vice President of Sales and Marketing, Vice President of Communications, Chief Financial Officer, or Controller, such vacancy will be filled by appointment by the President/CEO with ratification by the Board of Directors.

(a) In the event of a vacancy by the President/CEO, such vacancy will be filled by the Board of Directors.

(b) In the event of a vacancy by a District Director, the position shall be filled by the Alternate District Director.

(c) In the event of a vacancy by an Alternate District Director who succeeded the District Director, the District President shall call a meeting of the delegates of the previous regular Convention to a place centrally located for the purpose of electing a new District Director and Alternate District Director for the term to the next Convention. This election shall be carried out within 30 days. The results of the election shall be announced to the Executive Committee without delay.

Section 52. Removal of President/CEO or District Directors.

(a) The President/CEO may be removed "for cause" by a two-thirds affirmative vote of the Board of Directors at a meeting called for that purpose. A District Director may be removed from the Board of Directors "for cause"

by a two-thirds affirmative vote of the Board of Directors at a meeting called for that purpose. The member of the Board of Directors whose status is at issue shall not be entitled to vote in the matter. "For cause," for purposes of this section, shall include:

- (1) Inability or failure to perform the duties and responsibilities of an Executive Committee member;
- (2) Engaging in conduct unbecoming of an Executive Committee member;
- (3) Absence from two Board of Directors' meetings during the course of a calendar year, without good cause;
- (4) Breaching a fiduciary duty owed to SPJST, its members, or beneficiaries;
- (5) Materially violating these by-laws, the Charter of Incorporation, or any code of ethics or conflict of interest policy adopted by SPJST; or
- (6) Ceasing to be a member of SPJST.

(b) For the President/CEO, a determination of cause shall be made within the reasonable discretion of the Board of Directors. For a District Director, a determination of cause shall be made within the reasonable discretion of the Board of Directors, in consultation with the District President.

(c) The President/CEO or District Director, upon termination of his/her tenure, must deliver to their successors all property belonging to SPJST.

ARTICLE X EXECUTIVE OFFICERS

Section 53. Officer Requirements. To be an Executive Officer, an individual must meet the following requirements:

- (a) Be a member of SPJST for at least one year preceding the appointment. Individuals who do not meet this one-year requirement may be hired; however, they shall not serve as an Executive Officer until they have been a member for one year.
- (b) Be a citizen of the United States of America.
- (c) Must have at least \$50,000 of SPJST life insurance or if uninsurable, then an SPJST annuity in at least the amount of \$20,000.
- (d) Appreciate and promote the Czech language and culture and fluently speak the English language.
- (e) Any other requirements that the Board of Directors may prescribe that take into consideration the nature of the position and magnitude of the business and affairs of SPJST.
- (f) No Executive Officer can hold more than one office at a time, and no Executive Officer can receive more than one compensation at one time.
- (g) No Executive Officer can receive commissions for services as a sales agent. The spouse of an Executive Officer can receive commissions for services as a sales agent at a reduced rate as determined by the commission structure for part-time agents.
- (h) No Executive Officer may hold any position in the districts or lodges.

Section 54. General Duties.

- (a) Coordinate and conduct workshops for the training of local lodge officers in the first quarter of each year.
- (b) Submit a quarterly report to the Board of Directors of all services performed prior to each board meeting.
- (c) Submit reports regularly to the *Vestník*.

Section 55. President/CEO. The President/CEO shall be appointed by the Board of Directors. The President/CEO shall serve as the Chief Executive Officer of the Society, shall have general supervision and direction of the day-to-day business and affairs of the Society, and shall perform all duties incumbent to the position and such other duties as may be prescribed by the Board of Directors from time to time. The President/CEO is the official head of SPJST and oversees all departments. The President/CEO is an ex officio member of all appointed committees within the Board of Directors. Subject to such rules and policies as may be prescribed by the Board of Directors, the President/CEO shall have authority to appoint and terminate such other officers, agents, and employees and to delegate authority to them with ratification of the Board of Directors upon appointment and/or termination of an Executive Officer.

Section 56. Reasonable Compensation. Reasonable compensation of the President/CEO shall be determined by the Board of Directors. Reasonable compensation of all Executive Officers other than the President/CEO shall be recommended by the President/CEO and approved by the Board of Directors. In its determination of reasonable compensation, the Board of Directors or a committee delegated authority for officer compensation shall take into account, among others, the services rendered by the officer, the performance of the officer, the performance of the Society, market and industry standards, and compensation paid to officers of similarly situated fraternal benefit societies.

ARTICLE XI SPJST ADVISORY COUNCIL

Section 57. Convention delegates shall serve as members of the SPJST Advisory Council between conventions. SPJST Advisory Council members shall serve on a volunteer basis and meet annually each spring with the Executive Committee with the objective of keeping the SPJST Advisory Council members engaged and responsive in matters relating to the growth and development of SPJST.

ARTICLE XII DISTRICT DIRECTORS

Section 58. District Director Qualifications. These qualifications shall reflect the complexity and magnitude of the business and affairs of SPJST and shall therefore include expertise in corporate governance, financial accounting, and insurance, among others.

- (a) District Directors are accountable to members and owe duties of loyalty and care to SPJST. District Directors' performance should be evaluated through SPJST's long-term performance, financial and otherwise.
- (b) District Directors must have high integrity and the appropriate competence to represent the interests of all members in achieving the long-term success of SPJST. Ideally, in order to facilitate engaged and informed oversight of SPJST and the performance of management, a subset of District Directors will have professional experiences directly related to SPJST. At the same time, however, it is important to recognize that some of the best ideas, insights, and contributions can come from District Directors whose professional experiences are not directly related to SPJST.
- (c) District Directors should be business savvy and member-oriented, and have a genuine passion for SPJST.
- (d) District Directors should have complementary and diverse skill sets, backgrounds, and experiences.
- (e) District Directors need to commit substantial time and energy to the role.

Section 59. District Director Requirements. To be a District Director, an individual must meet the following requirements:

- (a) Be a citizen of the United States of America at the time of election.
- (b) Be an active member for at least one year prior to the time of election.
- (c) Have SPJST life insurance in force or, if uninsurable, have an SPJST annuity.

- (d) Meet the lodge attendance requirements for delegates.
- (e) Appreciate and promote the Czech language and culture and fluently speak the English language.
- (f) Attend the Convention or have an excuse for not being present that is acceptable by two-thirds of the delegates.
- (g) Be capable of assuming the responsibilities as outlined herein and as established by SPJST from time to time.
- (h) Reside within the respective district.
- (i) Candidates seeking election for one of the seven elected District Director positions must state their intention to seek election and submit information to the *Vestník* regarding their qualifications for a District Director position in accordance with the procedures established and published by the Board of Directors at least 120 days prior to the Convention. The Board of Directors shall help identify and encourage well qualified candidates from each District to seek election as a District Director and Alternate District Director. The Board of Directors shall review candidate information and may gather additional background information and shall submit the slate of candidates and qualification information to an ad-hoc Credentials Committee comprised of Convention delegates who shall review and provide the slate of candidates and information regarding qualifications to the delegates at the Convention.

Section 60. Term. The terms of the elected District Directors shall be for four years and commence upon the close of the Convention during which they are elected and terminate upon the close of the following Convention. No District Director can hold any position in the SPJST Home Office or district.

Section 61. General Duties. District Directors will:

- (a) Oversee the management and progress of SPJST.
- (b) Oversee the compliance of all by-laws and decisions of the Conventions and the Board of Directors.

ARTICLE XIII VĚSTNÍK – OFFICIAL PUBLICATION

Section 62. Official Publication *Vestník*. SPJST shall have an official publication. The name of the official publication shall be *Vestník*. The *Vestník* will be published twice monthly and in color.

Section 63. Subscriptions. A *Vestník* shall be sent to SPJST members as shown on the records of SPJST, except that if SPJST records show that two or more members have the same mailing address, an official publication mailed to one of them is deemed mailed to all of them at the same address unless a separate copy is requested. Names and addresses of members requesting the *Vestník* must be furnished to the Home Office. Schools, colleges, and universities offering and instructing the Czech language for credit will receive the *Vestník* free of charge upon request.

ARTICLE XIV DISTRICTS

Section 64. Composition. Districts are subordinate bodies under the jurisdiction of the Board of Directors. SPJST is divided into seven districts across the state of Texas in which lodges are located. The districts are composed of the following counties:

- (a) DISTRICT ONE: Austin, Bastrop (except Lodge 18), Brazos, Burleson, Caldwell, Cherokee, Fayette, Grimes, Houston, Lee, Leon, Madison, Panola, Robertson, Rusk, Trinity, Walker, and Washington.
- (b) DISTRICT TWO: Bell, Blanco, Burnet, Coryell, Falls, Gillespie, Kendall, Kerr, Lampasas, Llano, McCulloch, Mason, Menard, Milam, San Saba, Travis, Williamson, Lodge 18, Elgin (located in Bastrop County), and Lodge 200, Bruceville-Eddy (located in McLennan County).

(c) DISTRICT THREE: Anderson, Bosque, Bowie, Camp, Cass, Clay, Collin, Cooke, Dallas, Delta, Denton, Ellis, Erath, Fannin, Franklin, Freestone, Grayson, Gregg, Hamilton, Harrison, Henderson, Hill, Hood, Hopkins, Hunt, Jack, Johnson, Kaufman, Lamar, Limestone, McLennan (except Lodge 200, Bruceville-Eddy), Marion, Montague, Morris, Navarro, Palo Pinto, Parker, Rains, Red River, Rockwall, Smith, Somervell, Tarrant, Titus, Upshur, Van Zandt, Wise, and Wood.

(d) DISTRICT FOUR: Andrews, Archer, Armstrong, Bailey, Baylor, Borden, Brewster, Briscoe, Brown, Calahan, Carson, Castro, Childress, Cochran, Coke, Coleman, Collingsworth, Comanche, Concho, Cottle, Crane, Crockett, Crosby, Culberson, Dallam, Dawson, Deaf Smith, Dickens, Donley, Eastland, Ector, El Paso, Fisher, Floyd, Foard, Gains, Garza, Glasscock, Gray, Hale, Hall, Hansford, Hardeman, Hartley, Haskell, Hemphill, Hockley, Howard, Hudspeth, Hutchinson, Irion, Jeff Davis, Jones, Kent, Kimble, King, Knox, Lamb, Lipscomb, Loving, Lubbock, Lynn, Martin, Midland, Mills, Mitchell, Moore, Motley, Nolan, Ochiltree, Oldham, Parmer, Potter, Pecos, Presidio, Randall, Reagan, Reeves, Roberts, Runnels, Schleicher, Scurry, Shackelford, Sherman, Sterling, Stephens, Stonewall, Sutton, Swisher, Taylor, Terrell, Terry, Throckmorton, Tom Green, Upton, Val Verde, Ward, Wheeler, Wichita, Wilbarger, Winkler, Yoakum, and Young.

(e) DISTRICT FIVE: Angelina, Brazoria, Chambers, Fort Bend, Galveston, Hardin, Harris, Jasper, Jefferson, Liberty, Montgomery, Nacogdoches, Newton, Orange, Polk, Sabine, San Augustine, San Jacinto, Shelby, Tyler, and Waller.

(f) DISTRICT SIX: Aransas, Calhoun, Colorado, DeWitt, Goliad, Gonzales, Jackson, Lavaca, Matagorda, Refugio, Victoria, and Wharton.

(g) DISTRICT SEVEN: Atascosa, Bandera, Bee, Bexar, Brooks, Cameron, Comal, Dimmit, Duval, Edwards, Frio, Guadalupe, Hays, Hidalgo, Jim Hogg, Jim Wells, Karnes, Kenedy, Kinney, Kleberg, La Salle, Live Oak, Maverick, McMullen, Medina, Nueces, Real, San Patricio, Starr, Uvalde, Webb, Willacy, Wilson, Zapata, and Zavala.

Section 65. District Meetings. Districts have the right to assemble for consultation, information, and administration within the limits of the by-laws of SPJST.

(a) Members of every district must hold an annual business meeting each year, which may be combined with social and youth activities.

(b) Every district formulates its own rules and regulations that must not conflict with the by-laws of SPJST. Any time a district desires to adopt a new activity program, which is not provided for in SPJST's by-laws, it will present its proposal to the District Director, who in turn, will present it to the Board of Directors for approval.

(c) All deliberations and minutes must be conducted in the English language.

Section 66. District Officers. The following district officers shall be elected during the annual meeting: president; first vice president (to serve as fraternal activities coordinator for the district unless the district elects a fraternal activities coordinator as a separate position; second vice president (optional); secretary; treasurer; fraternal activities coordinator (optional); reporter (optional); district youth counselor; assistant youth counselor (where applicable); and flag bearer.

Section 67. District Audit Committee. The district must elect or appoint an audit committee, consisting of three or more members. If appointed, the president appoints the majority of the committee, and the vice president appoints the minority. This is to be done in the annual meeting. The duties of the audit committee are to audit at least once a year the income and expense of the operation of the district and the district youth. This information will be reported to the district.

Section 68. District Meeting Order of Business.

- (a) Convening of the meeting
- (b) Pledge of Allegiance
- (c) Welcome by host lodge president
- (d) Roll call of officers
- (e) Roll call of lodges

- (f) Recognition of guests
- (g) Reading of minutes
- (h) Tribute to departed members
- (i) Reading of 50- and 75-year and Age 96 members
- (j) Treasurer's report
- (k) District Youth Counselor's report
- (l) Governance Committee report
- (m) Executive Officer's report
- (n) District Director's report
- (o) Old business
- (p) New business
- (q) Audit committee report
- (r) Election of district officers
- (s) Selection of site, time, and date of annual meeting
- (t) Adjournment of the meeting

ARTICLE XV LOCAL LODGES

Section 69. Charter. Lodges and youth clubs are subordinate bodies under the jurisdiction of the Board of Directors. Individual local lodges must receive their charters from the Board of Directors. Lodges are largely self-governing organizations but shall comply with these by-laws, the current edition of "Robert's Rules of Order," Local Lodge Officers' Handbook, and all other requirements are adopted by the Board of Directors. A local lodge may, upon adoption of a proper resolution by its membership, incorporate for fraternal, benevolent, and charitable purposes and make contracts, purchases, mortgages, lease and hold real and personal property necessary to carry out its purposes under the Texas Non-Profit Corporation Act.

Section 70. Rules and Regulations. Lodges shall have the right to make and adopt rules and regulations in conformity with the Charter of Incorporation and by-laws of SPJST and not in conflict with any regulations or requirements of the Board of Directors. Such laws, alterations, or amendments are to take effect only upon the written consent of the Board of Directors. Every lodge is authorized, at its will, to grant sick benefits as often as it sees fit to do in accordance with its own rules and regulations.

Section 71. Charter Withdrawal. The Board of Directors may withdraw the charter of any lodge in the event the Board of Directors determines that withdrawal is in the best interest of SPJST. The Board of Directors shall provide for the disposition of property of lodges that have been suspended or dissolved in a manner consistent with the purposes of lodges.

Section 72. New Lodges. A newly established lodge is free to adopt any name with the approval of the Board of Directors. Prior to granting permission to designate a proposed lodge in an area, the Board of Directors shall review and consider the potential need for the area, and the proximity of existing lodges.

- (a) The application for permission to organize a new lodge must be forwarded to the Board of Directors on an appropriate form listing the names of not less than 20 respectable persons who were not members of SPJST at the time of application but who have applied for insurance and have been accepted as members in anticipation of forming a new lodge.
- (b) The Board of Directors will then send a representative to the new lodge for the purpose of organizing the lodge, electing officers, and giving basic lodge organizational instruction and general information about SPJST.
- (c) After a new lodge has sufficient members, other than transfers and juveniles, it must, after one year of its organization, be formally chartered in accordance with the wishes of the members and the ritual of the Board of Directors.
- (d) If 20 members cannot be secured immediately, a proposed lodge can be designated and members can be accumulated over a period of up to 365 days into the proposed lodge in process of being formed. The Board of Directors has the authority to extend this period. If a lodge is not organized within the period authorized, the Board of Directors will assign any members in the proposed lodge to another lodge of the member's choice or to the nearest SPJST lodge.

Section 73. Mergers. Two or more lodges wishing to merge or consolidate may do so if notice is given to the membership of both lodges in the *Vestnik* at least twice before the meeting at which consolidation is to be considered. Each member who has attained the age of 18 years will be mailed a written notice that a merger will be voted upon at such meeting. The merger can become effective only if a majority of the members present of each merging lodge vote in favor of the merger.

Section 74. Lodge Meetings. Local lodges must conduct monthly meetings unless they have permission from the Board of Directors to meet every three months so as to remain in good standing and have authority to elect delegates to the Convention. Meetings are conducted on the day and hour specified by the regulations of the local lodge.

- (a) Presence of five members of a local lodge in good standing constitutes a quorum for valid transaction of all business of the local lodge, according to the by-laws and rules.
- (b) Discussions of political and religious matters of any kind are not allowed in lodge meetings. The president of the lodge is required to stop such discussions.
- (c) Each member has the right to attend meetings of other lodges; however, he/she does not have the right of deliberation, unless called upon by the president.
- (d) Officers and committees are installed in the regular meeting following the annual meeting or at a time deemed most expedient to the lodge.
- (e) All deliberations and minutes will be conducted in the English language.

Section 75. Annual Meeting. The annual meeting is to be held in November or December, or the first meeting thereafter. The election of nominated candidates is held during the annual meeting at which time every member has the right to vote for any other candidate on his/her ballot. Whenever a lodge deems it necessary, with the consent of two-thirds of the members present, it may nominate candidates for officers, delegates, and committees in the meeting preceding the annual meeting.

Section 76. Lodge Dues. Every local lodge determines its own local dues, if any, at annual meetings. Every lodge has the right to levy special dues and assessments, if any, on its members when the regular assessments and funds of the lodge are not sufficient to cover the sick benefits and other purely lodge purposes and requirements. These assessments also apply to social members. Members who have their certificates paid up in due course, according to the terms thereof and who wish to remain active members, must pay the local lodge dues and assessments, if any, as prescribed by the lodge to which they belong, payable annually. Dues are to be paid to the treasurer before or at the end of the regular business meeting.

Section 77. Suspension of Membership. Members may be suspended from local lodge membership but will not lose their insurance benefit except for nonpayment of premiums or if it occurs within the contestable period of the benefit contract and is for material misrepresentation in the application for membership or insurance.

Section 78. Lodge Officers. The following officers will be elected: president, vice president (to serve as fraternal activities coordinator for the lodge unless the lodge elects a fraternal activities coordinator as a separate position), second vice president (optional), secretary, treasurer, fraternal activities coordinator (optional), reporter (optional), and youth leader (optional). Lodges will also elect or appoint a flag bearer (optional), assistant youth leader(s) (optional), and parliamentarian (optional).

- (a) The offices of the local lodge president and secretary cannot be combined, but each other office may be combined with other offices.
- (b) Election of officers is by ballot whenever more than one candidate is nominated for the same office. A majority of votes decides. Officers are elected for one year or until their successors are elected. All officers elected take office on January 1, except lodges holding annual meetings in January, in which case such officers take office immediately following election.
- (c) All outgoing local lodge officers must turn over all records, reference material, booklets, etc., and money to their successor in good order at the end of their term.

Section 79. Board of Trustees. In case of necessity and if the size and volume of business warrants it, a lodge may elect a board of trustees. The board of trustees may consist of as many members as the lodge deems expedient. The board of trustees is responsible for all lodge property and gives a current account of that property to the members.

Section 80. Candidate Eligibility. In nominating a candidate for local lodge office, only those members who attend the lodge functions and meetings on a regular basis should be elected. A lodge may require in its rules and regulations that a member must have attended a majority of the meetings for the year of the election in order to be elected as an officer. An exception to the attendance requirement exists where an office has not been filled prior to the election. A member on suspension, for whatever reason, will not be elected to a position of responsibility in the lodge. Any member of the local lodge who desires to serve as a lodge officer who is an underwriter of any insurance company or an agent (underwriter) of any other fraternal life insurance society may be elected but must first disclose this information prior to the election.

Section 81. Dissolution. In the event of dissolution of a lodge, after the payment of all legally binding debts, the remaining assets and funds of the lodge, if any, shall never inure to the benefit of any member of the lodge and no funds or property of the lodge shall be distributed among or revert to any member. Nothing herein will prevent transferring such funds or property to another duly chartered SPJST local lodge, or from one duly chartered SPJST lodge merging with another duly chartered SPJST lodge.

(a) No lodge can be dissolved as long as 20 members are still in favor of its further existence.

(b) In case a lodge is dissolved, it is the duty of the last officers to deliver all books and papers belonging to the lodge to the Home Office.

Section 82. Insurance. All lodges are encouraged to secure and maintain liability insurance in the minimum amount of \$300,000 and workers' compensation insurance (if the lodge has any employees) and have the carrier/insurer furnish proof of such coverage to the Home Office. This also includes those lodges that do not own their lodge facility.

ARTICLE XVI BENEFIT CERTIFICATES

Section 83. Contract. The certificate of membership and insurance or annuity, together with any riders or endorsements attached to it, the application, the declaration of insurability (if any) signed by the applicant, the Charter of Incorporation, by-laws of SPJST, and Operations Manual and all amendments to them, constitute the entire contract when it is issued. Any subsequent changes, additions or amendments to the Charter of Incorporation or by-laws shall be binding upon the applicant member, certificate owner, beneficiaries and other persons affected, and shall govern and control in all respects, except that no changes shall destroy or diminish benefits promised in the certificate when it was issued.

Section 84. Terms. Any person upon whose life a certificate is issued prior to attaining the age of 18 years shall be bound by the terms of the application and certificate and by all the laws and rules of SPJST to the same extent as though the age of 18 years had been attained at the time of application.

Section 85. Beneficiaries. Benefit certificates may be made payable to such person or persons, entity, or interest as may be permitted under the rules and regulations of SPJST and applicable state laws.

(a) In the event a named beneficiary predeceases the insured or is otherwise not legally entitled to receive the certificate proceeds, the certificate proceeds shall be paid per stirpes to the family members of the insured in the following succession, as applicable, (1) the surviving spouse; (2) children; (3) grandchildren; (4) parents; (5) brothers and sisters; (6) grandparents; and (7) estate of the deceased.

(b) A beneficiary shall not have or acquire any claim against SPJST whatsoever until the insured dies unless otherwise provided by law.

(c) If a member moves from his/her last known address and his/her absence cannot be accounted for, for a period of seven years, his/her beneficiary will be paid the proceeds accruing under the certificate (Section 133.001, Civic Practice and Remedies Code or its successor).

Section 86. Reserves. If SPJST's reserves for any class of SPJST's benefit certificates becomes impaired, the Board of Directors may require the certificate holders to pay SPJST an equitable proportion of the deficiency as determined by the Board of Directors. The aggregate amount for the impaired reserves may not exceed the total amount required to comply with section 885.408 of the Texas Insurance Code. If such payment is not made, either:

- (a) it shall stand as indebtedness against the certificate and draw interest not to exceed the rate specified for certificate loans; or
- (b) in lieu of or in combination with, the owner may accept a proportionate reduction in benefits under the certificate.

Section 87. Certificate Loans. The policies and procedures for certificate loans shall be governed by the terms of the insurance certificate contract and laws of the State of Texas. Certificate loans are administered in accordance with policies and procedures determined by the Board of Directors and fully in compliance with the certificate contract.

Section 88. Assignments. No assignment of the certificate shall be binding upon SPJST until the original or copy is filed with SPJST at the Home Office and the Home Office shall have made written acknowledgment thereof. SPJST assumes no responsibility for the validity of any assignment and any claim hereunder by an assignee shall always be inferior to those of SPJST to secure any indebtedness against this certificate, whether such indebtedness shall be created before or after any assignment.

Section 89. Change of Beneficiary. Any member desiring to change his/her beneficiary may do so.

- (a) The request for change of beneficiary must be completed by the member on a form in use by SPJST. Change of beneficiary forms must be filed with SPJST at the Home Office. A person whose designation as a beneficiary is revocable may not have or obtain a vested interest in the proceeds before the certificate pays out.
- (b) No beneficiary change shall take effect unless received by the Home Office during the lifetime of the insured. When it is received, any change shall take effect as of the date the request for beneficiary change was signed, as long as the request for change was mailed or actually delivered to the Home Office while the insured was alive. Such beneficiary change shall be null and void where SPJST has made a good faith payment of the proceeds or has taken other action before receiving the change.

ARTICLE XVII ANNUITY CERTIFICATES

Section 90. Eligibility Requirements. SPJST members (life insurance certificate holders) are eligible and may purchase an annuity with a \$100 minimum contribution.

Section 91. Exceptions.

- (a) Any individual under 70 years of age must apply for an SPJST life insurance certificate, but if rated above standard, the individual may become a member with the purchase of an annuity in an amount of \$1,000 minimum.
- (b) Any individual under 70 years of age regardless of insurability may become a member with the purchase of an annuity in an amount of \$5,000 minimum.
- (c) Any individual over 70 years of age regardless of insurability may become a member with the purchase of an annuity in an amount of \$1,000 minimum.

ARTICLE XVIII MORTGAGE LOANS

Section 92. The Board of Directors sets policies and procedures on Mortgage Loans.

ARTICLE XIX INDEMNIFICATION

Section 93. Indemnification. To the extent permitted by law, SPJST does hereby agree to indemnify and hold harmless each member of the Executive Committee serving SPJST against liability for any claims or causes of action which may be made against any of the above stated individuals, of any kind or nature, for such acts or omissions which would arise in the performance of their duties. SPJST shall agree to pay any damages on behalf of any of the above stated individuals for which they may be held liable. SPJST shall agree to pay any and all expenses that may be incurred by any of the above stated individuals, including, but not limited to payment of reasonable attorney fees for defense of any claims or cause of action made whatsoever.

Section 94. Insurance. SPJST shall maintain insurance on each Executive Committee member against liability for acts or omissions in the performance of their duties as determined by the Board of Directors.

ARTICLE XX FUNDS AND INVESTMENTS

Section 95. There shall be established and maintained by dues and assessments collected from members and from all other income of the Society, a fund or funds for the payment of death and other benefits and for the accumulation of reserves on certificates as provided by law and/or the benefit certificates, and for the expense of management and extension of the Society.

Section 96. The Board of Directors shall have supervision over the operations of the funds of the Society which shall be invested in accordance with the investment policies adopted by the Board of Directors and all applicable laws.

ARTICLE XXI INTERPRETATION OF BY-LAWS

Section 97. If any section of these by-laws should not be explicit, or in case of uncertainty or dispute as to its intent or meaning, the Board of Directors shall have the power to decide upon such situation; and its decision shall remain in force until such decision or section is duly amended.

ARTICLE XXII RULES OF PROCEDURE

Section 98. If the Charter of Incorporation or by-laws of SPJST are silent as to any procedural aspect of any action or meeting hereunder, the procedures of the latest edition of "Robert's Rules of Order" shall control such procedure.

ARTICLE XXIII WAIVER

Section 99. No subordinate body, nor any of its subordinate officers or members, shall have the power or authority to waive any of the provisions of the by-laws of the Society. Such provisions shall be binding on the Society and every member and beneficiary of a member.

ARTICLE XXIV AMENDMENTS

Section 100. Repeal/Amend. These by-laws may be repealed or amended in whole or in part by a two-thirds majority vote at any regular or special Convention.

Section 101. Between meetings of the Convention, the Board of Directors may by two-thirds vote of all members

of the Board of Directors, amend these by-laws in any way necessary to clarify or give effect to Convention enactments, to remove or revise contradictions or ambiguities, or to make these by-laws conform to the laws of the State of Texas. All by-law changes shall be published in the *Vestnik* stating the reason for the change.

Section 102. Effective Date. Amendments to these by-laws shall take effect upon their adoption, unless another time is specified, and shall be submitted to the Texas Department of Insurance. All amendments to the Charter of Incorporation or by-laws of SPJST or a synopsis thereof shall be published in the *Vestnik* within the time required by the laws of the State of Texas. The Chief Financial Officer shall file with the Texas Department of Insurance a certified copy of each amendment not later than the 90th day after the date of enactment of the amendment. A printed copy of the by-laws, as amended, that is certified by the Chief Financial Officer is prima facie evidence that the by-laws were legally adopted.

Section 103. Power to Correct Typographical Errors. The Convention directs the Executive Officers to correct typographical errors that might appear in the foregoing by-laws and to renumber the articles, sections, subsections, and/or subparagraphs in codifying the same so as to place them in proper order but without changing the context, intent, and purpose thereof. Should any article, section, or part of these by-laws be held invalid for any reason whatsoever by any court of competent jurisdiction, such holding shall not affect the remainder or any part thereof.

ARTICLE XXV RESOLUTION OF DISPUTES

Section 104. The purpose of this article is to provide a method for fair resolution of disputes consistent with the fraternal nature of SPJST. Should a formal complaint be brought against any member(s), committee member(s), or officer(s), the provisions contained in this article shall be followed as these procedures have been structured to reflect the spirit of the disciplinary process as detailed in the current edition of “Robert’s Rules of Order.”

(a) Local lodges of SPJST and their officers and members, as well as members of the Executive Committee, shall guide themselves according to all applicable laws and by-laws of SPJST; otherwise, they are subject to penalty for violation and non-observance of them. Punishments that a lodge can impose generally fall under the headings of corrective actions, censure, suspension, or expulsion. Members may be suspended from membership for the following reasons, but will not lose their insurance benefit except for nonpayment of premiums and dues:

- (1) Members found to be guilty of immoral acts;
- (2) Members convicted of felonious acts;
- (3) Members derelict in their responsibilities;
- (4) Members guilty of improper conduct and habitually failing to adhere to the by-laws, rules and regulations in the meeting; and
- (5) Members whose actions are considered injurious to SPJST or its purposes.

(b) Formal disciplinary procedures should be regarded as a drastic step reserved for serious situations or those potentially so. In the event that a grievance cannot be resolved informally, SPJST provides an orderly, confidential, and progressive procedure to deal with any serious differences of opinion which cause a member to believe that they have been dealt with unjustly.

(c) The grievance must be submitted in writing and signed by the person(s) making the charge. The grievance should be specific and should identify a desired outcome. Anonymous or unsigned grievances will not be considered. The grievance should be addressed to the lodge president — or if the lodge president is being cited — to the lodge vice president; and so on. Grievances dealing with matters on a district level or state level are to be directed directly to the Office of the President/CEO — or if the President/CEO is being cited — to the Chair of the Board of Directors. The procedural process is essentially the same as outlined throughout this section.

(d) The lodge president shall appoint a Lodge Grievance Committee of at least three members who are not directly involved or named in the grievance. The lodge president shall serve as a non-voting member of the Grievance Committee. In the event that the grievance involves the lodge president, the committee shall be appointed by the vice president or another lodge officer not cited or affected directly by the grievance. The Lodge Grievance Committee may be a standing committee of the lodge; otherwise, the Lodge Grievance Committee shall be designated at the next lodge meeting following the written filing of the grievance.

(e) The Lodge Grievance Committee will be instructed to make a determination that the allegations cited against the member are well-founded. In the event that the allegations are determined well-founded, the Lodge Grievance Committee shall address the matter, including any corrective actions which are deemed necessary, discretely with the member in question.

(f) The severity of the action taken or recommended by a Lodge Grievance Committee should depend upon the nature and severity of the offense. Under most circumstances, it is recommended that upon first offense, that the Lodge Grievance Committee issue a discrete written warning to the accused, detailing the offense and the corrective action(s); moreover, SPJST seeks to ensure that a lodge doesn't expel anyone from membership for reasons of race, religion, gender, or disability.

(g) If the problem persists following this issuance of written warning — or if the individual cited protests the findings of the Lodge Grievance Committee — then the Lodge Grievance Committee may reconvene to reconsider the matter and — if deemed necessary — request that the accused member be brought before the general membership at a regularly scheduled lodge meeting for a hearing to:

(1) consider evidence and determine innocence or guilt by a two-thirds vote of eligible voting members present; and

(2) consider and vote upon disciplinary action(s) recommended by the Grievance Committee, subject to an affirmative vote by two-thirds of the voting members present.

(h) In the event of a finding of guilt by the lodge, the cited member may appeal, in writing, to the Board of Directors. Such an appeal must be made within 15 days after receipt of notice of action by the Grievance Committee; likewise, the aggrieved member, if not satisfied with the Grievance Committee's ruling or sentencing, may appeal to the Board of Directors in the same manner as the accused member.

(i) The appeal will be added to the agenda of the next regular meeting of the Board of Directors.

(j) The Board of Directors shall investigate thoroughly all facts pertinent to the ruling of the Grievance Committee. To facilitate in this process, the lodge Grievance Committee will furnish a transcript of all prior proceedings on the matter to the President/CEO.

(k) The Board of Directors shall uphold, reject, and/or amend the ruling of the Grievance Committee, and this decision shall stand.

(l) All grievance proceedings under the by-laws shall be held in executive session, and the name of the member under investigation shall not be disclosed in any public communication or to any person other than to persons whose testimony is necessary in connection with the initial proceedings and/or subsequent lodge intercession. All communications concerning disciplinary proceedings are to be marked "Confidential" and all disciplinary files are to be maintained in strict confidence.

