

**BY-LAWS OF THE  
PACIFIC NORTHWEST SHRINE ASSOCIATION**

**TABLE OF CONTENTS**

PREAMBLE

Preamble..... 3

ARTICLE I

Name

Name..... 3

ARTICLE II

Purpose

Purpose..... 3

ARTICLE III

Membership

Section 1. Membership..... 3

Section 2. Revocation of Membership..... 3

Section 3. Representatives..... 3

ARTICLE IV

Dues

Dues..... 4

ARTICLE V

Officers

Section 1. List..... 4

Section 2. Other Officers..... 4

Section 3. Qualifications..... 4

    (a) Presidents & Vice Presidents..... 4

    (b) Executive Director..... 4

    (c) Other Officers..... 5

Section 4. Election and Term of Office..... 5

Section 5. Vacancies..... 5

ARTICLE VI

Powers and Duties

Section 1. General Duties..... 5

Section 2. Executive Director..... 5

ARTICLE VII  
Committees

Section 1. Committees.....	6
Section 2. Executive Committee	
(a) Duty.....	6
(b) Report all its Activities and Decisions.....	6
(c) Power to call a Meeting of the Executive.....	6
(d) Quorum of the Executive Committee.....	6
Section 3. Standing Committees	
(a) By-Laws Committee.....	6
(b) Credentials Committee.....	6
(c) Resolutions Committee.....	6
Section 4. Special Committees	
(a) Time and Place Committee.....	6
(b) Necrology Committee.....	6

ARTICLE VIII  
Notices

Section 1. Notices.....	7
-------------------------	---

ARTICLE IX  
Meetings

Section 1. Place of Meetings.....	7
Section 2. Business Meetings.....	7
Section 3. Ceremonial Convention.....	7
Section 4. Special Meetings.....	8
Section 5. Quorums.....	8
Section 6. Presiding Officer.....	8
Section 7. Voting.....	8
Section 8. Competition	
(a) Participation.....	8
(b) Awards.....	8
(c) Visiting Shrine Temples.....	9
(d) Judging.....	9
Section 9. Concessionaires at PNSA Activities.....	9

ARTICLE X  
Amendments

Section 1. Amendments.....	9
----------------------------	---

ARTICLE XI  
Dissolution or Liquidation-Attest and Approval

Section 1. Dissolution or Liquidation.....	9
Section 2. Attest and Approval.....	9

## **BY-LAWS OF THE PACIFIC NORTHWEST SHRINE ASSOCIATION**

### **PREAMBLE**

The Pacific Northwest Shrine Association shall be constituted by the Shrine Temples located in the States of Alaska, Idaho, Montana, Oregon, Utah, Washington, and Wyoming and Provinces of Alberta, British Columbia, and Yukon Territory Canada ***and Northern California***; shall be governed by the Articles of Incorporation, the By-Laws and any general or special orders, from time to time, in effect, of Shriners International and the following By-Laws.

### **ARTICLE I**

#### **Name**

This association shall be known as the PACIFIC NORTHWEST SHRINE ASSOCIATION

### **ARTICLE II**

#### **Purpose**

The purpose of this association shall be to create good fellowship among the members of the Shrine Temples in this association and provide continuing education regarding the fraternity and Shrine Hospitals. This association shall not endorse, by resolution or otherwise, any candidate for elective office in any Shrine Temple of Shriners International, or adopt any resolution to take any action suggesting, advocating, proposing, or opposing any legislation or action of the Imperial Council.

### **ARTICLE III**

#### **Membership**

**Section 1. Membership:** Any Shrine Temple of Shriners International, located within the boundaries aforementioned in the Preamble of these By-Laws and in good standing with the Shriners International may become a member of this association, subject to the approval of its application by a majority of the representatives in attendance at any business meeting of this association, and subject to compliance with these by-laws; provided, however that no Shrine Temple shall be in good standing and remain as a member hereof; in the event that it is suspended, dissolved, or unauthorized to fulfill its purpose in accordance with the Articles of Incorporation, By-Laws and Rules and Regulations of the Shriners International

**Section 2. Revocation of Membership:** Membership of any Shrine Temple in this association may, at any regular or special meeting, be revoked, terminated or suspended upon such terms and conditions as may be deemed necessary, with the approval of a majority of the representatives, are for the best interest of the association.

**Section 3. Representatives:** The official representatives to the meetings of this association shall consist of all elected Divan members and Past Potentates of any member Shrine Temple.

## Article IV

### Dues

The annual dues of each member Shrine Temple of this association shall be twenty-five cents (\$0.25) US per Shrine Temple member, per year. The dues shall be based on the Shrine Temple membership as of December 31st of the preceding year and shall be due and payable to the association on or before March 21<sup>st</sup> of each year. The annual dues per Shrine Temple member per year shall be sent to the elected Executive Director of the Association. The Executive Director shall promptly forward on to the host Shrine Temple where the next ceremonial will be held, the revolving fund of \$2500.00 US, along with the dues for that Temple to use for the expenses of the Association for the annual Ceremonial Convention and Executive PNSA business. The Revolving fund of \$2,500 US shall be repaid to the Executive Director at, or within 60 days of the summer Ceremonial Session, so that he can within twenty days forward the finds on to the next succeeding host Shrine Temple.

## ARTICLE V

### Officers

**Section 1. List:** The officers of this association are:

President  
First Vice-President  
Second Vice President  
Third Vice President  
Executive Director

**Section 2. Other Officers:** The representatives, in attendance at the annual business meeting, by majority vote may approve such other offices *as* required.

### Section 3. Qualifications:

- (a) Presidents and Vice Presidents:** Shall be a member in good standing and an elected officer of a member Shrine Temple of this association. He shall be nominated and approved by the Board of Directors of his Shrine Temple.
- (b) Executive Director:** Shall be a member in good standing and an elected officer of his Shrine Temple, or a Past Potentate of this P.N.S.A jurisdiction. He shall receive \$700.00 *per annum, compensation* for his services. He shall also receive complimentary registration and lodging for the Summer and Winter Business Sessions. Complimentary lodging will be limited to the nights the session is convened and one night prior to the session. The room shall have meeting space for seven.
- (c) Emeritus:** *An Executive Director that has served in office for a period of Eleven (11) years shall be awarded to position of **Executive Director Emeritus**. With the same courtesies as the elected Executive Director except no compensation for yearly salary.*
- (d) Other officers:** Shall be a member in good standing of the member Shrine Temple of this association.

**Section 4. Election and Term of Office:** The officers of this association shall be elected by majority vote of those present and voting at the annual business meeting of this association and shall be installed at the annual business meeting. The elective officers shall hold office until their successor has been installed or replaced by succession, as outlined in Section 5 of this Article.

**Section 5. Vacancies:** If any elective office becomes vacant for any cause, that office shall be filled for the balance of the term involved. The elective officer listed in Section 1 of the Article shall be the member Temples successor. The elective officer, who may come under Section 2 of this Article, shall be elected by a majority vote of the Executive Committee of this Association.

## **ARTICLE VI**

### Power and Duties

**Section 1. General Duties:** Elected officers of this association shall have the usual powers and duties entrusted to officers of an unincorporated association, indicated, referred to, and set forth in Roberts Rules of Order, which Rules are hereby incorporated herein and are made a part hereof, for all such purposes and for parliamentary procedure governing the meeting and business of this association.

**Section 2. Executive Director:** The elected Executive Director shall provide a thread of continuity for the Association. His duties shall include.

1. Record the minutes of all meetings.
2. Keep record on the By-laws.
3. Be the recorder of the finances of the Association.
4. Send out notices of meeting.
5. Coordinate and set the agenda, with the approval of the President for the winter meeting.
6. Shall ensure that the revolving fund of \$2,500.00 US is collected from the Shrine Temple that hosted the Annual Ceremonial Convention and the monies be forwarded within twenty days of receiving them to the succeeding host Shrine Temple.

## **ARTICLE VII**

### Committees

**Section 1. Committees:** The President of this association may create and appoint all members of special and standing committees. Membership on such committees shall be restricted to the official representatives of the association and shall terminate at the conclusion of the president's term of office.

**Section 2. Executive Committee:** The Executive Committee shall consist of the elected officers of this association.

- (a) **Duty:** This Committee shall have the power and it shall be its duty to manage the affairs of this association when the constitute members are not in session.
- (b) **Reports:** The Executive Director shall report all its activities and decisions to the constituent Shrine Temples at their annual meeting.
- (c) **Meetings:** The President or any two other officers shall have the power to call a meeting of the Executive Committee which may be a meeting in person or by conference call.
- (d) Three (3) members shall constitute a quorum of the Executive Committee.

**Section 3. Standing Committees:** The standing committees of this association and the duties of

each are:

- (a) **The By-laws Committee** shall have presented to it properly and legally and shall consider fairly and impartially all proposed amendments to the By-Laws and after such hearings shall consider and recommend to the constituent Shrine Temple the adoption or rejection of such proposed amendments.
- (b) **The Credentials Committee** shall report the names of the delegates of the constituent Shrine Temples present and entitled to vote, in the first session of any meeting of this association and shall submit a final report prior to the election of officers.
- (c) **The Resolutions Committee** shall be authorized and is hereby directed to consider all resolutions properly and legally presented to the association, which are not referred by the President to any other Committee and makes recommendation either for or against such resolutions.

**Section 4. Special Committee:** The special committees of this association and duties of each are:

- (a) **The Time and Place Committee** shall consider and report to the delegation concerning invitations from temples desiring to be hosts for the annual Mid-Winter Business meeting and Ceremonial Convention. This committee is charged with ensuring the plans and venue for the PNSA session are suitable for the best interests of P.N.S.A, and the bidding Representatives have the backing of their Shrine Temple.
- (b) **The Necrology Committee** shall report to the delegation concerning Member Temple

membership and Illustrious deceased.

## **ARTICLE VIII**

### Notice

**Section 1. Notices:** All notices pertaining to the affairs of the association shall be sent to each member Shrine Temple at such time and in such manner and for such purposes as may be authorized and approved by the President.

## **Article IX**

### Meetings

**Section 1. Place of Meetings:** No business meeting, Ceremonial Convention or special meeting of this association shall be held outside the jurisdiction of any member Shrine Temple.

**Section 2. Business Meetings:** This association shall hold an annual business meeting at a time and place to be determined by majority vote of the representatives present at any business meeting. The business meeting shall be held on a Friday and Saturday before the last weekend in March subject to the time and place meeting being approved by the Imperial Officer who is scheduled to be the Imperial Potentate at the time the proposed meeting is to be held. No mixed events shall be planned or held on the days the Business Meetings are held and all functions shall be restricted to the business of the PNSA except mixed events may be held only with the approval of the membership of this association voted on at a previous annual general meeting.

**Section 3. Ceremonial Conventions:** This association shall hold an annual Ceremonial Convention at a time and place to be determined by majority vote of the representatives at any business meeting of the association. The Ceremonial Convention may be planned as a mixed event with ladies' functions and mixed functions held for families and guests. The Ceremonial Convention should be held but is not restricted to the city of the Shrine Temple of The President of the Association. The city chosen should have adequate housing and dining facilities for the Uniformed Units, the Nobility; their families and guests. It is further encouraged that the host city be of small enough size the Ceremonial Meeting will provide a noticeable positive economic impact and consequently provide a positive identity for the Shrine. The time and place of such Ceremonial Convention must be approved by the Imperial Officer who is scheduled to be the Imperial Potentate at the time the proposed meeting is to be held. The date and place of the annual business meetings and Ceremonial Convention may be selected four years in advance, is desired. It is acknowledged that a fair and just room binder fee for the PNSA annual Convention may be charged. A room binder fee shall not be due or accepted by the Host Shrine Temple before February 15 of the year the convention will be held. Should the Host Shrine Temple withdraw from the association or lose membership under Article 111, Section 2 of these By-Laws, said Shrine Temple shall be responsible for all debts incurred, and shall return Revolving Fund, room binder fee's and any dues collected from Member Shrine Temples.

**Section 4. Special Meetings:** A special meeting of the representatives may be held upon the call of the President, or upon call of two officers, or upon written request of not less than fifteen (15) regular representatives of at least 50% of the member Shrine Temples in the association. Such call shall specify the reason for calling the meeting and the particular matter to be considered there at Upon receipt of such call, the President, shall designate the date and place where such meeting shall be held, and the Executive Director shall mail notices of the meeting to each member Shrine Temple at least thirty (30) days prior to the date for which such a meeting is set.

Upon a two-thirds vote of the representatives in attendance at such special meeting, any matter not specified in the notice may be considered and acted upon, without prior notice having been given.

**Section 5. Quorums:** A quorum required for any valid meeting of this association shall consist of not less than fifteen (15) delegates present in person, representing not less than fifty percent (50%) of all member Shrine Temples.

**Section 6. Presiding Officer:** All meetings of the representatives of the association shall be presided over by the President or the officer next authorized in accordance with Robert's Rules of Order.

**Section 7. Voting:** Each representative of a member Shrine Temple, designated as such in, Article III, section 3., of these By-Laws, who is present in person, shall have one (1) vote on any matter coming before an annual business or special meeting of this association. Upon direction of the President, or upon the request of any five (5) representatives, voting on any issue shall be by secret ballot. Member Shrine Temples, as such shall have no vote, but shall have a voice in the affairs of the association through their representatives.

**Section 8. Competition:**

- (a) **Participation.** Every Shrine Temple in the PNSA is encouraged to bring a maximum number of its Units to the Convention, and to have them participate in the Parade's and Unit Competition at the Convention. The host Shrine Temple will endeavor to provide suitable competition or exhibition for all Shrine Temple Units attending.
- (b) **Awards.** There shall be suitable engraved trophies or plaques, for First, Second, and Third places in one-unit competition and one parade competition. In the event unit associations host more than one-unit competition, the association will provide all trophies and the host temple will reimburse the association an amount equal to the host temples cost for three trophies or plaques in each the unit competition and parade competition. Units must compete to receive awards. All Units of member Shrine Temples are eligible to compete in P.N.S.A competitions. In the best interest of the P.N.S.A competitions, the PNSA officers have the absolute power and authority to override any association's rules for unit competitions in a PNSA event. The host Shrine Temple will be eligible for all competition awards except the Best Overall



Trophy.

(c) **Visiting Shrine Temples.** Units from Shrine Temples other than members of the PNSA will be welcomed at the convention and encouraged to participate in both parades and Unit competition. They will not, however, compete against PNSA Units for PNSA Competition trophies. They should each be presented with a suitable trophy or award entitled 'Visiting Shrine Temple", and which will identify the competition category (i.e., Drill Team, Chanters, etc.) and the position won (1<sup>st</sup>, 2<sup>nd</sup> 3<sup>rd</sup>) among the Shrine Temple units in that category.

(d) **Judging:** All PNSA competitions and judging of competing Units will be in accordance with existing rules and regulations of the International Unit Associations and/or Unit Associations of the PNSA subject to Section 8b of the PNSA By-Laws. Where no Association rules exist, the host Shrine Temple will set the rules for the competition, with the approval of those rules being accepted by the PNSA officers. The Host Shrine Temple must notify member Shrine Temples of the rules for competition at or before the preceding Mid-Winter business meeting.

**Section 9. Concessionaires at PNSA Activities:** The Pacific Northwest Shrine Association officers shall carefully and diligently monitor all concessionaires and any and all PNSA activities, whether they be Shriners or Shrine Temples, or private individuals, to preclude and disallow, at the discretion of the officers, the sale of any emblems, pins, badges or any other item. All concessionaires 'will be required to receive permission of the President of PNSA in order to solicit, exhibit, or display during the PNSA session. Such permission shall be directed through the Executive Director no less than twenty (20) days prior to the session.

#### **ARTICLE X** Amendments

These By-Laws may be amended or replaced at any annual business meeting, or at any meeting called for that purpose, pursuant to Article IX, Section 4, and Section 5, by a two-thirds (2/3rds) majority vote of all representatives present at such meeting. Any proposals for amendments, revision or repeal of these By-Laws shall be made in writing, and copies of the proposed amendments or revisions shall be mailed or ***electronically transmitted*** to each member Shrine Temple at least sixty (60) days prior to the date when such amendments shall be considered.

#### **ARTICLE XI** Dissolution or Liquidation

In the event of dissolution or liquidation of this association, all funds remaining shall be distributed to the member Shrine Temples, pro rata, within six (6) weeks after the dissolution of this association. It being understood that no portion of the funds at the time of dissolution shall inure to benefit any individual whomsoever, and no part shall belong to any former member Shrine Temple of this association, not in good standing.