

**Revised 2014**  
**CONSTITUTION AND BY-LAWS**  
**OF**  
**MONTANA STATE ELKS**  
**ASSOCIATION, INC.**

**PREAMBLE**

This Association of the Benevolent and Protective Order of Elks lodges of the State of Montana is formed to unite all Elks in closer bonds of fraternity; to further good fellowship among the lodges; to protect and promote the interest of this order in the State of Montana; to exchange ideas beneficial to the lodges of this State, and to bear true allegiance to the constitution and laws of the Benevolent and Protective Order of Elks of the United States of America. This Association will not have or exercise legislative, executive or judicial functions except concerning its own internal affairs, nor have jurisdiction over lodges of which it is comprised, nor their members.

**ARTICLE I**

**Name**

**Section 1.** The name of the association, a fraternal nonprofit Montana Corporation, will be Montana State Elks Association, Inc.

**Section 2.** The governing body of the association will be a board of directors which will consist of the president, first vice president, second vice president, secretary/treasurer, and three (3) elective members who will bear the title of trustees.

**Section 3.** The by-laws of this association, which may be amended from time to time, will prescribe the qualifications of the membership, define the duties of the officers and trustees of the association, and set forth the manner of election and terms of officers and trustees.

**Section 4.** The lodge year of this association will end with the last day of the summer annual convention each year. The fiscal year of this association will end with the last day of July of each year.

**ARTICLE II**

**Offices**

The principal offices of the association will be at the residence of the city of the secretary/treasurer, at which place the association will keep its books and records, or at any other place the board of directors may from time to time designate.

## ARTICLE III

### Membership

**Section 1.** Every lodge in the State of Montana will be eligible for membership in this association upon compliance with the provisions of the constitution and by-laws herein set forth.

**Section 2.** Each lodge in the State of Montana, having complied with section one of this article, will be entitled to representation at all meetings, whether regular or special as follows:

One delegate and one alternate with voting rights, and in addition thereto, one delegate and one alternate for each one hundred (100) members in good standing, or major fraction thereof, based on the membership as certified and contained in the report to Grand Lodge as of March 31 of the current year. In addition past state presidents and officers of the association during the tenure of their office, will be vested the right and authority to participate in and vote upon the business that may come before the association; provided each local lodge will be entitled to at least two (2) delegates, and in no event will any local lodge be entitled to more than eleven (11) delegates as representatives of this association, exclusive of the officers and past presidents of the association. Past Exalted Rulers and members of the Grand Lodge in good standing in any member lodge in the State of Montana will have a voice but not a vote in this association unless they are registered as delegates.

**Section 3.** The delegates and alternates will be elected at the first regular meeting of each lodge in the month of May each year; or the lodge may authorize the Exalted Ruler to appoint the delegates and alternates and report the same to the lodge.

**Section 4.** To obtain the revenue necessary for defraying the expense of this association, each local lodge will pay annually an amount equal to Three and 50/100 dollars (\$3.50) for each member in good standing on March 31. One and no/100 (\$1.00) per member of this amount will be set aside for the exclusive use of the major project of this association. The association itself, or through its governing body, may order a suspension of pay of the per capita tax, or any part thereof, if funds in the treasury warrant such action, but not exceeding the year in which such action was taken.

**Section 5.** Any increase in the per capita tax will be presented at the mid-winter meeting and the same will be forwarded to each of the local lodges in the State of Montana for consideration. The vote will be taken at the following summer annual convention.

**Section 6.** Any local lodge in the State of Montana may re-instated to membership in this association by payment of the current and preceding years' past dues, and upon compliance with the Grand Lodge Statutes and the constitution and by-laws of the association.

## ARTICLE IV

### Meetings

**Section 1.** The summer annual convention of this association will be held one week following the Grand Lodge session. The mid-winter meeting will be held the third weekend in the month of January. Special meetings may be called by the President when deemed necessary, or by a majority of the board of directors, upon thirty (30) days notice to the local lodges in the State of Montana, the secretary of each lodge being notified to read such notice at a meeting of the lodge

for the information of the members. If for any cause the lodge selected for the summer annual convention or the mid-winter meeting is unable to host the association after selection, or fails to comply with the requirements or conditions agreed upon, authority is hereby vested in the President and the board of directors to select another meeting place. The secretary/treasurer shall keep a journal of its proceedings which shall be published and distributed in such a manner as the MSEA may provide.

**Section 1A.** All lodges bidding for either the summer annual convention or the mid-winter meeting will provide the secretary/treasurer of the association confirmed reservations for twenty-five (25) first class rooms for use of the State officers and Grand Lodge guests. Such reservations will be submitted prior to the order of business of the selection of the summer annual convention city and mid-winter meeting city. The secretary/treasurer will issue a check for any required reservation deposit. Any individual receiving a reservation will reimburse the association for his portion of such deposit.

**Section 1B.** Bids for the mid-winter meeting the following year will be made at the mid-winter meeting.

**Section 1C.** Bids for the summer annual convention and the Bowling Site for the following year will be made at the summer annual convention.

**Section 1D.** Whenever there are three (3) or more lodges bidding for the annual, mid-winter or bowling sites, the winning lodge must receive the majority of the votes cast. In the event that no lodge receives the majority of the votes cast, an immediate runoff will be held between the two (2) lodges receiving the most votes.

**Section 1E.** Lodges bidding to host the summer annual convention using an Elks Lodge, hotel or convention center, will furnish to the MSEA Trustees confirmed information that sixty (60) first class rooms at a reasonable price are available to the lodges for room reservations. Lodges bidding to host the mid-winter meeting will furnish with their bid, confirmed information that sixty (60) rooms are available, within a fifteen (15) mile radius of their city for the duration of the convention/meeting, (Thursday, Friday and Saturday).

**Section 1F.** Host lodges submitting a bid for the annual bowling tournament will hold a separate men's bowling tournament and a separate women's bowling tournament with five (5) member teams. They may, also, with the approval of the MSEA Trustees, conduct an additional mixed tournament if they so desire.

**Section 2.** All matters pertaining to the entertainment of the association at its summer annual convention or mid-winter meeting will be left to the discretion of the host lodge with the approval of the MSEA State President.

The state association will have jurisdiction over all of the business sessions, and all meetings of this association will be held only at places where there is a local lodge of the order and the said summer annual convention and mid-winter meeting will not be more than two (2) days duration.

**Section 3.** Registration fees will be determined as delegates, Elks in good standing, spouse and/or guests. Husband and wife both attending as "Delegates" to any association meeting will each pay an individual registration. Upon payment of a registration fee recommended and approved the by the MSEA Trustees, every Elk in good standing and

spouse or guest will be entitled to attend the summer annual convention and mid-winter meeting of the association. No registration fee will be charged for any special meeting of this association. Past state presidents and past state trustees who have served two consecutive 3 year terms will be exempt from registration fees. Such registration fees will accrue to the MSEA. Every lodge placing an invitation or bid to host the summer annual convention or mid-winter meeting of the association must accompany its invitation with a written proposal stating the amount of the registration fee and an outline of what such fees will include in the way of meals, gratuities and other costs connected with the convention/meeting.

**Section 4.** The president, vice-presidents, secretary/treasurer and trustees will be paid mileage equal to the current Federal rate. Mileage will be calculated by the shortest route to and from the place of the summer annual convention and mid-winter meeting and other official meetings called by the president, plus seventy-five (\$75.00) dollars per day, said travel time not to exceed two (2) days per meeting. They will also receive per Diem of seventy-five (\$75.00) dollars per day for each day actually attended at each meeting. The mileage and per diem will be distributed from the funds of the association.

**Section 5.** Each local lodge is required to have a majority of their delegates present at all meetings of this association.

**Section 6.** Twenty (20) duly accredited delegates will constitute a quorum, provided that at least fifteen (15) lodges are represented.

## ARTICLE V

### Reports to the Grand Lodge

The secretary/treasurer of this association must furnish from time to time to the Past Grand Exalted Ruler having jurisdiction over this area, the Grand Secretary, Special and District Deputies, and others as requested the following:

- a. Copies of the constitution and by-laws, rules and regulations, and amendments thereto.
- b. Copy of the proceedings of each meeting or convention/meeting.
- c. A copy of the State Association Directory will be sent to the Grand Secretary and the editor of the Elks magazine.
- d. Any information that may be required by an Officer of the Grand Lodge.

## ARTICLE VI

### Officers and Districts

**Section 1.** The officers of the association will be a president, a first vice president, a second vice president, a secretary/treasurer, a sergeant at arms, a chaplain, a tiler, and a board of trustees consisting of three (3) members.

- **North District:** Great Falls, Kalispell, Havre, Cut Bank, Mission Valley Polson, Shelby, Wolf Point, Glasgow and Libby;
- **East District:** Livingston, Billings, Lewistown, Beartooth, Red Lodge, Miles City, Glendive, Sidney and Plentywood;
- **West District:** Helena, Anaconda, Butte, Missoula Hell Gate, Virginia City, Bozeman, Dillon, Bitterroot Valley, Deer Lodge and Clark Fork Valley.

All the said officers will be elected annually, except the chaplain, the sergeant at arms, and the tiler who will be appointed by the president for each convention immediately after his/her installation, and except the board of trustees, who will serve for three (3) years, one to be elected annually, in rotation from the three districts. No trustee who has served two full three (3) year terms will be eligible to succeed himself/herself. All officers will serve without compensation except as otherwise provided herein. Whenever there are three (3) or more candidates for any office, the winner will receive the majority of the votes cast. In this event no candidate receives the majority of the votes cast, an immediate runoff will be held between the two (2) candidates receiving the most votes.

**Section 2.** The president will be the chief executive officer of the association. He/she will preside at all meetings, preserve order, appoint all committees not otherwise provided for, decide all questions of order subject to appeal from the decision of the chair, fill all vacancies in office subject to the approval of the board of directors, perform all other duties which may be imposed on him/her by the laws of the order of the association, and perform such other duties as are customarily performed by an executive officer. The president may call quarterly meetings of the MSEA state officers. Two of the meetings will occur at Mid-winter meeting and the summer annual convention. The officers will be reimbursed for travel to these meetings at the rates used for annual summer convention.

**Section 3.** Each vice-president will assume the duties and powers of the next higher office in the event those of higher rank are unable to act or perform their duties. The first vice-president will attend the National Convention representing the MSEA. In the absence of the president or his/her inability to act, the first vice-president will assume all duties and powers of the office of the president. The president and/or the first vice-president will attend the Elks National Convention representing the MSEA.

**Section 3A.** Vacancies - Any officer or trustee vacancy shall be appointed by the president, consistent with the provisions of Article VI, with the advice and consent of the vice-president(s) and the Board of Trustees. Such vacancy shall be filled until the summer annual convention elections.

**Section 4.** It will be the duty of the president to make official visits to local lodges which are within the jurisdiction of the association as may be deemed necessary, and the president will have the power to direct either of the vice-presidents to make visits when in his/her discretion the same will be necessary or advisable.

**Section 4A.** For official visits to local lodges, state officers will be reimbursed mileage, plus hotel or motel room rate, unless the hotel or motel cost is paid by the local lodge. Local lodges are urged to pay the lodging costs on these visits.

**Section 5.** The secretary/treasurer will attend all meetings of the association, keep a true record of the proceedings of the same, preserve all books and documents, attend to all correspondence, prepare and submit an annual report showing the financial condition of the association and special funds, perform such other duties of his/her office, execute and deliver to the board of trustees a corporate surety bond for the faithful discharge of his/her duties in the sum of fifty thousand (\$50,000) dollars, with expense of such bond to be paid by the association, and receive and be custodian of

all monies belonging to it. The secretary/treasurer is the housing coordinator for all Montana Elks attending the Elks national convention. He/she will pay out the monies of the association only upon proper warrants by the secretary/treasurer and countersigned by an authorized signature. He/she will submit a report to the summer annual convention showing the transactions of his/her office during the preceding year. He/she will be paid the actual necessary expenses of his/her office, and will receive compensation in the amount of five thousand, one hundred(\$5,100.00) dollars annually. When he/she is retired from office, he/she will immediately deliver all books, papers and other property in his/her charge to the association, or to his/her successor in office or whomever the association may appoint. He/she may attend the Grand Lodge convention with such expenses as may be allowed the by board of trustees, and submit his/her reports to the summer annual convention immediately following his/her return.

**Section 6.** The board of trustees will be the custodians of all property of the association not otherwise specifically provided for; they will have general financial supervision over the affairs of the association funds. The president of the association will be entitled, but not required, to act as chairman ex-officio of the board of trustees, and will be entitled, but not required, to vote thereon, together with the secretary/treasurer.

The board of trustees will, at the summer annual convention, present to the association a segregated budget for each of the several objects for which the association must or may provide out of the assets known to be in the possession of the association or estimated to come into it during the year. Said budget, either in its original or modified form, must be adopted by the association at the summer annual convention. After such budget has been adopted, all expenditures by the association during the year must be within the appropriations therein made, and there will be no variation thereof except by two-thirds (2/3) vote of the association at a regular meeting. Such budget may include an item for contingent purposes or to cover unforeseen emergencies, and funds there from may be appropriated only by two-thirds (2/3) vote of the board of directors, and may not exceed said appropriations under any circumstances. Any unexpired balance contained in said budget will be available only for appropriation in the next following year in accordance with the budget for that year. It will also be the duty of the board of trustees to devise and prepare a system of financial accounting to safeguard and protect the interests and welfare of the association. The chairman of the board of trustees, or a trustee designated by him/her, will inform the president and vice-presidents of the time and place of all meetings of the board, and the state officers will be allowed to make such recommendations to the trustees as they deem suitable for inclusion in the association budget to be prepared by the trustees for submission to the delegates at the summer annual convention.

The board of trustees will at the mid-winter meeting, each and every year, present a charitable budget. This charitable budget will run from mid-winter to mid-winter and provide for the expenditures to the Most Valuable Student Scholarships, Sara Jenne Second Year Scholarships, VA Hospitals (Fort Harrison, Miles City, Columbia Falls and Glendive), Drug Awareness, State Project, Hoop Shoot. Income from the National Foundation (return of scholarship monies to the state), lodge and member contributions (Parade of Checks) and

Sara Jenne investment interest should also be included in the budget. It will also be the duty of the board of trustees to include in the annual budget expense for the Disaster Fund. The Disaster Fund will be funded at five thousand (\$5,000.00) dollars. The monies for this fund will come from the interest of our investments and checking account. Any unused balance in this fund, at the end of the fiscal year, will be retained in this fund and monies from interest will be added to bring this fund back up to five thousand (\$5,000.00) dollars for the next fiscal year. Distribution of monies from this fund will be decided by a vote of two-thirds (2/3) majority of the board of directors.

**Section 7.** The sergeant at arms will execute the orders of the president, assist in preserving order and in case of a secret session, will assist the tiler in examining the qualifications of all persons desiring admission. He/she will select such deputies as may be needed to assist in the discharge of his/her duties.

**Section 8.** The tiler will have charge of the doors of the hall in which the meeting is held and will perform such other duties as may be directed by the president.

**Section 9.** The association will from time to time make such provisions for compensation and expenses of its officers and committeemen as it may determine.

**Section 10.** Candidate Requirements, prior to his/her election, for President and 2<sup>nd</sup> Vice President and Trustee:

1. be a Past Exalted Ruler as defined in Section 1.140 of the Grand Lodge Statutes;
2. reside in the State of Montana and,
3. be a member in good standing in one of the local lodges comprising this association.

## **ARTICLE VII**

### **Committees**

**Section 1.** The president of this association will annually appoint the following committees, the members of which will hold office until the next summer annual convention of the association, or until successors are appointed:

- a. Americanism, Auditing, Drug Awareness, Government Relations, Hoop Shoot, Lodge Activities, Membership, National Foundation, National Veterans Service, and Youth Activities. The duties of each committee are to accomplish and promote the programs of the corresponding Grand Lodge Committee.
- b. Education and Workshops, Historians, Music Scholarship, Internet, Past Exalted Rulers, State Major Project and Special Service Awards. The duties of each of these committees are to accomplish and promote programs of the Montana State Association.
- c. An ad hoc Laws Committee consisting of a chairman who may appoint as necessary additional members to serve as required.
- d. Special Committees on resolutions, ways and means and such other special committees as the president will from time to time deem necessary or appropriate.

**Section 2.** The laws committee will have referred to it and report to this association all proposed legislative and amendments to the constitution and by-laws of the association. The laws committee will also maintain revise and amend the Montana State Elks Association, Inc. Book of Procedures as directed by the MSEA leadership or appropriate

committee chair(s). It will also recommend to each summer annual convention session such legislation or amendments as it may deem advisable, in accordance with Article X of the constitution of the association.

**Section 3.** The certified public accountant hired by the MSEA will examine and audit the books of the secretary/treasurer and all expenditures of monies by the association, will submit annually at the mid-winter meeting a report of its work and make such recommendations as it will deem necessary for the good of the association, and all monies of this association allocated to any committee will be accounted for by the certified public accountant in writing to the secretary/treasurer of the association. The annual audit will be made concluded prior to the mid winter meeting.

**Section 4.** In addition to other committees, all past presidents of this association in good standing in the respective local lodges will constitute a committee to be known as the advisory committee. It will be their duty to render such counsel and advice to the officers, committees and this association as it may seem to them would promote the best interests and welfare of this association.

## **ARTICLE VIII**

### **Order of Business**

**Section 1.** The order of business at all meetings of the association shall begin when the presiding officer calls the meeting to order, and unless otherwise changed by two-thirds (2/3) vote of the delegates present, will be as follows:

- a. Call to order
- b. Pledge of Allegiance
- c. Invocation
- d. Roll Call of officers
- e. Roll Call of lodges and delegates
- f. Report of committee on credentials
- g. Reading of the minutes of last session
- h. Report of officers (by seniority)
- i. Presentation and voting on resolutions from mid-winter meeting
- j. Nomination of officers, and bids for convention/meetings and bowling sites (two [2] years from date)
- k. Reports of standing committees and/or scheduled workshops, District Deputy Meetings, Special Presentations, Seminars, etc.
- l. Unfinished business
- m. New business
- n. Good of the order
- o. Voting on officers and sites
- p. Installation of officers
- q. Closing and adjournment

## **Article IX**

### **Limitations**

**Section 1.** No question of a political or sectarian character will be introduced at the meetings of this association, and no person will be directly or indirectly endorsed or recommended to any political or Grand Lodge office, nor will any public question be introduced or



discussed unless the same directly relates to or affects the order and its membership, or unless previous action on such subject will have been taken by Grand Lodge.

## **Article X**

### **Amendments**

**Section 1.** Amendments to this constitution and by-laws will be presented in writing at the mid-winter meeting, and referred to the committee on laws, which will inform the local lodges in the State of Montana regarding the proposed amendment, and the committee on laws will present them to the association at the following summer annual convention with their recommendation. It will require a two-thirds (2/3) affirmative vote of the delegates present to adopt any amendment. Such amendment will not become effective until approval by the Grand Lodge Committee on Judiciary.

## **ARTICLE XI**

### **Montana Elks Trust Fund**

**Section 1.** There is established the Montana Elks Trust Fund, the corpus of which will be invested in income-producing property and securities, which said corpus will be invaded and the income of which will be applied from time to time in such manner as the trustees of such funds may determine, for the furtherance of such of the charitable educational and benevolent activities of the order, or the Montana State Elks Association, or otherwise, as said trustees may determine; provided, that money or property may be received by the trustees for other purposes than accumulation in the corpus of the trust fund, provided, however, should any donor not direct the purposes of his/her donation, the trustees of said trust fund is hereby directed to consider said donation as corpus of such trust fund.

**Section 2.** The Montana Elks Trust Fund will be administered by a board to be known as the Montana Elks Trust Fund Trustees to consist of the duly elected and installed board of trustees of the Montana State Elks Association.

**Section 3.** That the Montana Elks Trust Fund Trustees are hereby granted and given plenary powers to promote, develop and administer the trust fund to accomplish its charitable, education and benevolent purposes; that said trustees be and are empowered to receive from any source any monies, securities or other property that may be properly transferred to them, in trust for the purposes for which the Montana Elks Trust Fund is established; to invest the same in safe securities and other property, and to sell, transfer, and reinvest the same in such manner as will accumulate such monies, securities or other property as part of such monies, security or other property for purposes of distribution, in the respective donors may so direct, within the scope of the charitable, educational and benevolent purposes of the trust fund. Such trustees will serve without salaries or emoluments, but the Montana State Elks Association will pay their necessary expenses. The said trustees will report annually to the state association their activities, the income and expenditures of the trust fund during the past year, and their prospective work and activities for the future. The disbursement of all monies from the Montana State Elks Trust Fund will be upon order of the Montana Elks Trust Fund Trustees, such order to be signed by the chairman and attested by the secretary of such trustees.