

BYLAWS OF THE COMPANIONS OF THE STONE

Submitted to the Grand Assembly at the extraordinary meeting of 14 January 1994 by the Bylaws Committee, John Michael Greer, Chairman.

I. General Provisions

A. Nature and purpose of the Order

The Companions of the Stone is a fraternal society offering instruction and initiation in the traditions of Hermetic philosophy. Membership in the Companions of the Stone is open to adult men and women of good character irrespective of race or religion.

B. Structure of the Order

The Companions of the Stone is organized into subordinate lodges, a Grand Assembly, and a Council. The subordinate lodges carry out the work of training and initiation; the Grand Assembly supervises the subordinate lodges, and manages the business affairs of the Order; the Council governs the ritual and instructional work of the Order.

C. Governing laws of the Order

The Articles of Incorporation and Bylaws of the Companions of the Stone shall be the primary laws of the Order, and shall be held equal in force, except that in the event of a conflict the provisions of the Articles of Incorporation shall govern.

All laws, regulations, and actions of the Companions of the Stone shall be governed by the applicable provisions, if any, of local, state, and national law.

II. The Council of the Stone

A. Responsibilities of the Council

1. Ritual and instruction

The Council of the Stone shall have governance over all matters of ritual and instruction in the Order. All rituals worked in subordinate lodges or the meetings of the Grand Assembly, all curricula prescribed for advancement to the several grades and degrees worked in subordinate lodges, and all examinations required for advancement shall be established and promulgated by the Council. Alteration or abridgement of, or addition to, these rituals, curricula or examinations shall be forbidden except with the explicit written permission of the Council.

2. Supervision of Associate members

All Associate Companions of the Stone shall be under the sole and direct supervision of the Council, and the instruction of Associate Companions shall be the Council's responsibility alone. All Associate Companions who desire to seek initiation into a subordinate lodge must receive the written approval of the Council before applying for membership.

3. Examination of candidates for Adeptship

All Initiate Companions of the Stone who, having received the Second Degree and having been instructed in the further obligations of the Third Degree, desire to be exalted to the degree of Adept Companion of the Stone, shall apply to the Council of the Stone for examination. Without the written approval of the Council, no person may be exalted to the Third Degree.

4. Veto power over Assembly actions

The Council of the Stone shall have the right to veto any action of the Grand Assembly in whole or in part. This veto shall be effective immediately on the promulgation of a written statement bearing the seal of the Council and the signatures of the President and Secretary of the Assembly, and setting forth the action under review and the scope of the veto. The Grand Assembly shall have no recourse from a veto of the Council. A refusal on the part of the Grand Assembly to consider a subject or to pass a resolution concerning it shall not, however, be considered an action of the Assembly subject to veto.

In the event that the Grand Assembly, or a majority of its members, knowingly violates the terms of the Articles

of Incorporation or Bylaws of the Order, and persists in this violation despite the veto of the Council, the Council shall have the power to suspend or expel the Assembly in whole or in part, and to resume direct control over all assets, funds, and activities of the Order.

5. Review of judicial actions

The Council of the Stone shall be the supreme tribunal of the Order. Any judicial action of a subordinate lodge or of the Grand Assembly may be appealed by any party of such an action to the Council, and upon such an appeal the Council shall have full and final authority to uphold, alter, or reverse the judicial action, limited only by the provisions of the Articles of Incorporation and Bylaws of the Order.

B. Secrecy of Council procedures

The procedures of the Council of the Stone shall be established by the Council itself, and, in keeping with tradition, shall remain secret from all persons not belonging to the Council, as well within the Order as outside it. In particular, the qualifications, method of election, and criteria for removal of members of the Council shall remain secret.

The times, places, and proceedings of meetings of the Council shall likewise remain secret.

C. Delegation of Council authority

The Council of the Stone shall have the power to delegate its authority in whole or in part to any member or members of the Order for a period not to exceed six calendar months, and subject to such limitations as the Council may choose to set. Such a delegation of authority shall be effective upon the promulgation of a written and dated statement bearing the seal of the Council and the signatures of the President and Secretary of the Assembly, naming the person to whom the authority is delegated, and setting forth the scope of the authority thus delegated and the limitations, if any, placed upon it.

Any authority of the Council not so delegated shall be held to be delegated to the President and Secretary of the Grand Assembly. In the absence of any other delegation of Council authority, the full authority of the Council shall be held to be delegated to the President and Secretary of the Assembly.

III. The Grand Assembly

A. Responsibilities of the Assembly

1. Chartering of subordinate lodges

The Grand Assembly shall have the exclusive right to issue, suspend or withdraw charters for subordinate lodges of the Order, and may establish or amend procedures for this purpose, subject to the provisions of these Bylaws.

2. Supervision of subordinate lodges

The Grand Assembly shall have the right of supervision over all subordinate lodges of the Order in all matters except those of ritual and instruction. At least once each year, all subordinate lodges shall make such reports to the Assembly as the Assembly may require.

3. Financial management of the Order

The Grand Assembly shall be responsible for managing all assets and funds of the Order except those held directly by subordinate lodges or by subsidiary bodies, and may enter into such agreements and make such contracts as it deems advisable for this purpose. All funds paid by subordinate lodges, subsidiary bodies, or Associate Companions to the Order shall be paid directly to the Grand Assembly.

4. Legislation for the Order

The Grand Assembly shall have the exclusive right to make, amend, and repeal laws and regulations for the entire Order, provided that all such laws and regulations not be inconsistent with the provisions of the Articles of Incorporation and Bylaws of the Order.

B. Membership in the Assembly

All persons who have been exalted to the degree of Adept Companion of the Stone, and who are members in good standing of a subordinate lodge of the Order, shall be members of the Grand Assembly and shall have the right to attend its meetings, participate in its deliberations, and

vote on measures brought before it. This right may not be restricted or abrogated except as a result of withdrawal, suspension, or expulsion from the Order.

C. Meetings of the Assembly

1. Regular meetings

Regular meetings of the Grand Assembly shall take place once each year, between April 15 and May 15. The date, time and place of each regular meeting shall be determined by the Assembly in the course of the previous regular meeting, and shall be promulgated before the close of that meeting.

In the event that the Grand Assembly creates a subsidiary body according to the procedures defined in the Bylaws, the members of the board of trustees of that subsidiary body shall be elected at a regular meeting of the Grand Assembly.

2. Extraordinary meetings

Extraordinary meetings of the Grand Assembly may be held one or more times each year. An extraordinary meeting may be called by the President of the Grand Assembly through the promulgation of a written summons. A petition in writing by not less than ten percent of the members of the Grand Assembly, submitted to the President of the Assembly, calling for an extraordinary meeting of the Assembly and giving the reasons why such a meeting would be advisable, shall also be sufficient to call an extraordinary meeting. In either case, at least seven days shall elapse between the promulgation of the summons or submission of the petition and the first session of the extraordinary meeting of the Assembly.

3. Procedures for Assembly meetings

All meetings of the Grand Assembly shall be opened and closed by the President or, in the event of his unavoidable absence, by a member of the Assembly selected by the Council and bearing a valid delegation of authority from the Council for this purpose.

Unless otherwise provided, decisions of the Grand Assembly shall be made by majority vote of the members present. No member not present shall be permitted to vote in any manner or by any means.

Minutes of each meeting of the Grand Assembly shall be read and approved before the close of that meeting, and

copies thereof provided to each member present and to each lodge of the Order. Copies of the minutes of any meeting of the Grand Assembly shall also be provided by the Secretary of the Grand Assembly to any member of the Assembly who requests one.

D. Officers of the Assembly

1. President of the Grand Assembly

The Council of the Stone shall select one of its members to serve as President of the Grand Assembly. The duties of the President shall be to preside over meetings of the Assembly, to speak for the Council in the Assembly's deliberations and otherwise, and, along with the Secretary, to sign all contracts entered into, and all checks issued, by the Grand Assembly. The President shall not have the right to vote in any meeting of the Assembly over which he presides, except in the event of a tie, and must sign any contract or check lawfully issued by an action of the Assembly unless this action is vetoed by the Council.

2. Secretary of the Grand Assembly

The Council of the Stone shall select one of its members, other than the current President of the Grand Assembly, to serve as Secretary of the Grand Assembly. The duties of the Secretary shall be to record all actions and deliberations of the Assembly, to prepare the official text of any document promulgated by the Assembly, to have custody of the seal of the Assembly, to maintain all financial records of the Assembly, and, along with the President, to sign all contracts entered into, and all checks issued, by the Grand Assembly. The Secretary shall have the right to vote in the Assembly, and must sign any contract or check lawfully issued by an action of the Assembly unless this action is vetoed by the Council.

3. Additional officers

The Grand Assembly may establish such additional offices as it may from time to time find necessary or convenient, and may establish such procedures to fill these offices as it deems appropriate, so long as any such offices, their functions, and the procedures for filling them are not inconsistent with the provisions of the Articles of Incorporation and Bylaws of the Order.

E. Management of the funds and assets of the Order

1. Control of funds and assets

All funds and assets of the Order as a whole shall be the property of the Grand Assembly, or of a holding corporation entirely owned by the Grand Assembly. All such funds and assets, and their holding corporations (if any), shall be managed by the Secretary of the Grand Assembly, or by subordinates who shall be nominated by the Secretary and approved by the Grand Assembly in regular or extraordinary session. The Grand Assembly shall have the power to instruct the Secretary or any of his subordinates in the acquisition, management, and disposal of any funds or assets of the Order, and the Secretary shall not have the power to disregard any such instructions unless they have been vetoed by the Council.

2. Reports provided to the Assembly

The Secretary of the Grand Assembly shall prepare a written report each year on the state of all funds and assets of the Order, and on all changes to these funds and assets since the date of the last report. Each such report shall cover the period from March 22 of the year immediately prior to March 21 of the current year, and shall be available to all members of the Grand Assembly on or before the date of the first session of the regular meeting of the Grand Assembly in the same year.

3. Financial Records

The Secretary of the Grand Assembly shall keep complete and accurate records of the financial affairs of the Order, and shall provide for their storage in a secure and convenient place. These records shall be brought up to date at the beginning of each calendar month. Any member or members of the Grand Assembly shall have the right to inspect the financial records of the Grand Assembly at any time.

All contracts, obligations or financial agreements involving the Grand Assembly or the Order as a whole shall be in writing, and shall be considered part of the financial records of the Grand Assembly.

At every regular or extraordinary meeting of the Grand Assembly, the Secretary shall bring to the meeting the complete financial records of the Order for the twelve months immediately prior to the meeting, and shall make the same available to any member or members of the Grand Assembly who may wish to inspect them.

4. Conflict of interest

No member of the Grand Assembly shall receive any payment or gift of a value greater than fifty dollars from the Grand Assembly, nor any set of payments or gifts of a total value greater than fifty dollars in a given year, except as repayment of a member's personal expenditures on behalf of the Order, previously approved by the Assembly and verified by receipts.

IV. Subordinate Lodges

A. Responsibilities of subordinate lodges

1. Initiation and instruction of members

Each of the subordinate lodges of the Order shall have the right and responsibility to initiate and advance its members through the degrees and grades of the Order, and to instruct and test its members in the traditional wisdom of the Order, in accordance with the rituals, curricula, and examinations promulgated by the Council of the Stone.

2. Collection of dues

Each of the subordinate lodges of the Order shall have the right and responsibility to collect all dues and fees due the Order from its members, forwarding the same to the Secretary of the Grand Assembly in such manner as he may from time to time direct, and may establish additional dues and fees to raise funds for the work of the lodge, provided that any such additional dues and fees are set forth in the bylaws of the lodge, and are used for purposes not inconsistent with the Articles of Incorporation and Bylaws of the Order.

3. Lodge Bylaws

Each of the subordinate lodges of the Order shall have the right and responsibility to establish such bylaws and regulations as will best provide for the needs of the Order, the lodge, and its members, provided that these bylaws and regulations are not inconsistent with the terms of the Articles of Incorporation and Bylaws of the Order.

The bylaws of a subordinate lodge shall be established by a vote of the membership, a majority of the members

present being sufficient to accept or reject. All bylaws or amendments to bylaws must be read aloud in the lodge on two meetings immediately prior to the meeting at which the vote is to be held.

All bylaws or amendments to bylaws of a subordinate lodge of the Order, once accepted by a vote of the lodge, shall be submitted within thirty days to the President of the Grand Assembly for review. The President shall have the right to suspend any bylaws or amendments to bylaws submitted to him. This suspension shall last until the next meeting of the Grand Assembly. If the Grand Assembly at this meeting votes to sustain the suspension, the suspended bylaws or amendments shall be null and void. If the Grand Assembly votes to remove the suspension, or if it takes no action, the bylaws or amendments shall take effect thirty days after the last session of the meeting of the Grand Assembly at which the suspension was reviewed.

4. Lodge meetings

Each of the subordinate lodges of the Order shall have the right and responsibility to hold regular meetings for the instruction and initiation of its members and the management of business. At least one such meeting shall be scheduled in each calendar month, and the day and time of such meetings shall be made a part of the lodge bylaws. No meeting may be legally held unless at least three members of the lodge, one of whom is the current Adept Dirigent of that lodge, are present.

All decisions of the lodge shall be by majority vote of the members present unless otherwise provided for. No member not present at a meeting may vote in that meeting in any manner or by any means.

B. Charters of subordinate lodges

1. Procedure for chartering subordinate lodges

Any three or more Adept Companions of the Stone who are members in good standing of one or more subordinate lodges of the Order, and none of whom are at that time facing charges for offenses against the Order, may petition the Grand Assembly for a charter for a new lodge of the Order. This petition must be presented to the President of the Grand Assembly at least thirty days prior to a regular meeting or previously scheduled extraordinary meeting of the Grand Assembly in order to be considered at that regular or extraordinary meeting. Upon receiving the petition, the President shall appoint an investigative

committee of three Adept Companions, who shall meet with the petitioners and otherwise determine whether the chartering of a new lodge is in the best interests of the Order. The investigative committee shall submit its report within thirty days of its appointment to the President of the Grand Assembly, and the Grand Assembly shall then vote to issue or refuse a charter, imposing such conditions on the issue or refusal as it finds necessary or convenient.

In the event that such a petition is granted, the President of the Grand Assembly shall appoint a presiding officer from among those Adepts who signed the petition. This presiding officer shall act in the place of Adept Dirigent of the newly chartered lodge until the equinox immediately following, but may be elected Adept Dirigent of the lodge in the initial elections for lodge officers.

In the event that such a petition is refused, at least nine months shall elapse before any three or more of the Adept Companions signatory to it shall submit another petition for the chartering of a new lodge.

There shall be no more than twelve subordinate lodges of the Companions of the Stone at any given time, and no petition for a new lodge in excess of this number shall be granted.

2. Procedure for surrender of charter

Any lodge of the Companions of the Stone may surrender its charter to the Grand Assembly, provided that no three members of the lodge who have been exalted to the Third Degree vote to retain it. All members of a subordinate lodge which has surrendered its charter must become members of another subordinate lodge of the Order within six months of the surrender of the charter to remain members in good standing of the Order.

A Companion belonging to a lodge which surrenders its charter, who holds affiliate membership in another lodge, shall automatically become a regular member in that lodge. A Companion who holds affiliate membership in two other lodges may choose to become a regular member of either.

3. Procedure for withdrawal of charter

Any subordinate lodge which no longer retains three Adept Companions among its members, or which has not held a regular meeting within six months, or which knowingly violates the provisions of the Articles of Incorporation or Bylaws of the Order by vote of the members of the lodge,

shall suffer the withdrawal of its charter. The President of the Grand Assembly shall have the power to issue a warrant for the suspension of the charter of a subordinate lodge on his own authority, and this warrant shall be effective from the date of promulgation until the date of the first session of the next regular or extraordinary meeting of the Grand Assembly. At such time as such a warrant is issued, the President shall also appoint an investigative committee of three Adept Companions, who shall meet with the members of the suspended lodge and otherwise determine whether the withdrawal of the charter of the suspended lodge is in the best interests of the Order. The investigative committee shall submit its report to the Grand Assembly, and the Grand Assembly shall then vote to restore or withdraw the charter of the suspended lodge, imposing such conditions on the restoration or withdrawal as it finds necessary or convenient.

The suspension of the charter of a subordinate lodge is to be understood as a temporary expedient, to be replaced either by the withdrawal of the lodge's charter or by the removal of the suspension. In the event that more than ninety days shall elapse between the issuing of a warrant for the suspension of the charter of a subordinate lodge and the next regular or previously scheduled extraordinary meeting of the Grand Assembly, it shall therefore be the responsibility of the President of the Grand Assembly to call an extraordinary meeting for the purpose of voting to withdraw or restore the charter of the suspended lodge within that time, unless clear reasons exist for a longer interval.

A lodge which has suffered a suspension of its charter shall be prohibited from meeting and from initiating, instructing or examining any of its members until its charter is restored. A lodge which has suffered a withdrawal of its charter must surrender all assets, properties, and funds due the Order to the Secretary of the Grand Assembly, and disband immediately.

All members of a lodge which has suffered a withdrawal of its charter must become members of another subordinate lodge of the Order within six months of the date on which the charter was revoked to remain members in good standing of the Order.

A Companion belonging to a lodge which suffers a withdrawal of its charter who holds affiliate membership in another lodge shall automatically become a regular member in that lodge. A Companion who holds affiliate membership in two other lodges may choose to become a regular member of either.

C. Membership of subordinate lodges

1. Minimum and maximum number of members

A subordinate lodge of the Order must have at least three Adept Companions in its membership, and may have no more than twelve Adept Companions. A subordinate lodge of the Order may have no more than twenty-four Initiate Companions in its membership; there is no minimum number of Initiate Companions. No Associate Companion, as such, may hold membership in a subordinate lodge without imputation of Initiate Companion rank by the Council of the Stone.

2. Qualifications for membership

Any person who holds the rank of Associate Companion and has received a certificate from the Council of the Stone certifying his fitness for initiation, or any person who has previously been initiated into a subordinate lodge of the Order and who remains a member in good standing of the Order, may become a member of a subordinate lodge of the Order.

3. Procedure for admission of members

A person seeking membership in a subordinate lodge must apply to that lodge for membership. Upon receiving such an application, the Adept Dirigent of the subordinate lodge shall appoint an investigative committee of three members of the lodge, who shall interview the applicant and determine if his admission is in the best interest of the lodge. The investigative committee shall submit its report to the lodge meeting in regular session, and the lodge shall then vote to accept or reject the application by ball ballot, three votes against acceptance being sufficient to reject. A subordinate lodge may not place any condition on the acceptance of a member, but may establish such conditions on the rejection of a candidate as it finds necessary or convenient. Notwithstanding this, no applicant who has been rejected by a subordinate lodge may apply to the same lodge again until at least one year has passed since the date of his earlier application.

The right of a subordinate lodge to reject any candidate for membership shall be absolute, and may not be lawfully set aside by any action of the Grand Assembly or Council, or of any other subordinate lodge.

4. Procedure for advancement of members

The procedure for advancement to the grades of the First Degree, and to the Second Degree, shall be the same as that for admission to a subordinate lodge, except that the requirements of the curriculum established by the Council of the Stone for the prior grade or degree must be completed by the candidate for advancement before the lodge may vote to advance him.

No Initiate Companion who has been advanced to a grade or degree of the Order may be denied the rights of that grade or degree in any subordinate lodge of the Order, except as a result of conviction for offenses against the Order.

5. Affiliate membership

Initiate or Adept Companions who are in good standing may become affiliate members of up to two lodges. Affiliate members of a lodge shall have the same rights and duties as regular members of the same degree and rank, and shall be counted in determining whether a lodge has achieved minimum (but not maximum) size. The procedure for admitting an affiliate member to a lodge shall be the same as that for admitting a regular member.

D. Officers of subordinate lodges

1. Adept Dirigent

The presiding officer of a subordinate lodge shall be known as the Adept Dirigent. The Adept Dirigent shall be a member in good standing of the lodge, and must have been exalted to the Third Degree before the time of his installation. The duties of the Adept Dirigent shall be to preside over meetings of the lodge, to grant warrants for initiation and advancement into the degrees and grades of the Order below the Third, to appoint members of committees for investigation and other purposes, and, along with the Lodge Secretary, to sign all contracts entered into, and all checks issued, by the lodge. The Adept Dirigent may not vote in the lodge except in the case of a tie, and must sign any contract or check lawfully authorized by vote of the lodge.

2. Adept Adjuvant

The second officer of a subordinate lodge shall be known as the Adept Adjuvant. The Adept Adjuvant shall be a member in good standing of the lodge, and must have been

exalted to the Third Degree before the time of his installation. The duties of the Adept Adjuvant shall be to act in the place of the Adept Dirigent when the latter is unable to attend a regular meeting of the lodge. Without the presence of either the Adept Dirigent or the Adept Adjuvant of the lodge, no meeting of the lodge may be held.

When acting in the place of the Adept Dirigent, the Adept Adjuvant may not vote in the lodge except in the case of a tie, but may vote in the lodge when the Adept Dirigent is present and presiding.

3. Lodge Secretary

The third officer of a subordinate lodge shall be known as the Lodge Secretary. The Lodge Secretary shall be a member in good standing of the lodge, but may be of any degree. The duties of the Secretary shall be to record all actions and deliberations of the lodge, to prepare the official text of any document promulgated by the lodge, to have custody of the seal of the lodge, to maintain all financial records of the lodge, and, along with the President, to sign all contracts entered into, and all checks issued, by the lodge. The Lodge Secretary must sign all contracts and checks lawfully authorized by vote of the lodge.

4. Election and terms of officers

Officers of a subordinate lodge shall be nominated and elected by the membership of the lodge. Nominations shall be taken in each lodge during the two regular meetings of the lodge prior to elections, and before elections during the meeting in which elections take place. Elections shall be held in each lodge at least thirty days before the beginning of the term of the newly elected officers, and shall be by secret ballot, with a majority of members present being sufficient to elect. If more than two candidates are nominated for a single office, and no one candidate receives a majority of the votes cast, the candidate receiving the lowest number of votes shall be eliminated from the ballot, and this process shall be repeated if necessary until one candidate receives a majority of the votes cast.

In the event that a subordinate lodge of the Order, acting alone or in conjunction with one or more others, creates a subsidiary body according to the procedures defined in the Bylaws, the members of the board of trustees of that subsidiary body shall be elected in the same manner

as officers of the lodge.

Officers of a subordinate lodge shall hold their offices for the term of six months. Terms shall begin and end on the dates of the celebration of the Spring and Autumn Equinoxes at the subordinate lodge.

No person may hold the office of Adept Dirigent for two consecutive terms without the explicit written permission of the Council of the Stone.

5. Procedure for removal from office

Any elected officer of the lodge who is absent from four consecutive regular meetings of the lodge without excuse during the term of his office may be removed from office by a majority vote of the members present. If this occurs, the presiding officer shall appoint a qualified member of the lodge to fill the office for the remainder of that term, or, if the officer being removed from office is the Adept Dirigent, shall himself take the vacated office and shall appoint a qualified member of the lodge to fill his own office for the remainder of the term.

Any elected officer of the lodge who is found guilty of an offense against the Order shall be removed from office immediately, without a vote of the members of the lodge, and his office shall be filled according to the procedure described above.

6. Appointed officers

A subordinate lodge of the Order may establish such additional offices as it may from time to time find necessary or convenient, and may establish such procedures to fill these offices as it deems appropriate, so long as any such offices, their functions, and the procedures for filling them are not inconsistent with the provisions of the Articles of Incorporation and Bylaws of the Order.

E. Management of subordinate lodge funds and assets

1. Control of funds and assets

All funds and assets of the lodge shall be the property of the lodge, or of a holding corporation entirely owned by the lodge. All such funds and assets, and their holding corporations (if any), shall be managed by the Lodge Secretary, or by subordinates, who shall be nominated by the Secretary and approved by a majority vote of the lodge. The lodge shall have the power to instruct the

Secretary or any of his subordinates in the acquisition, management, and disposal of any funds or assets of the lodge, and the Secretary shall not have the power to disregard any such instructions unless they are in violation of the Articles of Incorporation, Bylaws, or regulations of the Order.

In the event that the charter of a subordinate lodge of the Order is surrendered or withdrawn, all assets of that lodge, and all holding corporations owned by the lodge, shall become the property of the Grand Assembly.

2. Reports provided to the Assembly

The Secretary shall prepare a written report each year on the state of the lodge, its membership and work, all funds and assets of the lodge, and on all changes to these since the date of the last report. Each such report shall cover the period from March 22 of the year immediately prior to March 21 of the current year, and shall be submitted to the Grand Assembly on or before the date of the first session of the regular meeting of the Grand Assembly in the same year.

3. Financial Records

The Secretary shall keep complete and accurate records of the financial affairs of the lodge, and shall provide for their storage in a secure and convenient place. These records shall be brought up to date at the beginning of each calendar month. Any member or members of a subordinate lodge shall have the right to inspect the financial records of that lodge at any time. Any member or members of the Grand Assembly shall have the right to inspect the financial records of any subordinate lodge at any time.

All contracts, obligations and financial agreements involving a subordinate lodge shall be in writing, and shall be considered part of the financial records of the lodge.

At every meeting of the lodge, the Secretary shall bring to the meeting the complete financial records of the lodge for the twelve months immediately prior to the meeting, and shall make the same available to any member or members of the lodge or of the Grand Assembly who may wish to inspect them.

4. Conflict of interest

No member of a subordinate lodge shall receive any payment or gift of a value greater than fifty dollars from the lodge, nor any set of payments or gifts of a total value greater than fifty dollars in a given year, except as repayment of a member's personal expenditures on behalf of the lodge, previously approved by the lodge and verified by receipts.

V. Membership

A. Classes of membership in the Order

1. Associate Companion

Any adult man or woman of good character may apply to the Council of the Stone for admission to the rank of Associate Companion of the Stone. An Associate Companion may not join a subordinate lodge or otherwise take part in the work of the Order, but shall study the traditional wisdom of the Order according to the curriculum established by the Council of the Stone for this purpose. All instructional materials provided for the use of Associate Companions shall be given as a free benefit of membership in the Order, and no fees or tuition beyond the regularly established dues for membership may be charged. The Council of the Stone may establish such procedures for the admission to the rank of Associate Companion as it may from time to time find necessary or convenient, and may refuse to admit any person to this rank, either absolutely or with such conditions as it finds advisable, upon its own authority.

2. Initiate Companion

Any Associate Companion who has completed the curriculum of study established by the Council of the Stone for members of that rank, who has passed such examination in the traditional wisdom of the Order as the Council of the Stone may prescribe and received written confirmation of the same, and who desires to advance further in the Order, may apply to a subordinate lodge of the Order for advancement to the rank of Initiate Companion of the Stone. An Initiate Companion shall have the right to take part in that part of the work of the Order proper to the degree or grade he holds, and shall also persevere in the study of the traditional wisdom of the Order according to the curriculum established by the Council of the Stone for this

purpose.

3. Adept Companion

Any Initiate Companion who has received, and completed the work of, the First and Second Degrees in a subordinate lodge of the Order, who has passed such examination in the traditional wisdom of the Order as the Council of the Stone may prescribe and received written confirmation of the same, and who desires to advance further in the Order, may apply to the Council of the Stone for exaltation to the rank of Adept Companion of the Stone. An Adept Companion shall have the right to take part in every aspect of the work of the Order without exception, subject only to the provisions of the Articles of Incorporation and Bylaws of the Order and to the requirements of the Obligation of Adeptship. The Council of the Stone may establish such procedures for the admission to the rank of Adept Companion as it may from time to time find necessary or convenient, and may refuse to admit any person to this rank, either absolutely or with such conditions as it finds advisable, upon its own authority.

B. Dues and fees

Dues for membership in the several ranks of the Order, and fees for initiation to the several degrees and grades of the Order, shall be established by the Grand Assembly, and may be altered by the Assembly in regular session.

Notwithstanding the right of the Assembly to establish and amend dues and fees, the total of one year's dues for an Initiate Companion, and all initiation and other fees for the degrees and grades open to an Initiate Companion, taken together, shall be no more than ninety per cent of the total of one year's dues for an Adept Companion, and all initiation and other fees for the degree open to an Adept Companion, taken together.

C. Transfer and demission

Any member of a subordinate lodge of the Order who wishes to transfer his membership from one lodge to another, or who wishes to demit from membership in a subordinate lodge, shall request a demission card from his lodge. A demission card shall be granted on a majority vote of the members of the lodge, and the payment of a fee which shall be determined by the Grand Assembly. Any Companion who has received a demission card shall be

counted as a member of the Order in good standing for the period of five years from the date of issue of the demission card, and may apply for membership in another lodge, or in his previous lodge, as such during that time. A Companion whose demission card has expired may apply for membership in a lodge of the Order in the same way, but such an application must be approved by the Council of the Stone.

A Companion who has been issued a demission card, and who holds affiliate membership in another lodge, shall automatically become a regular member in that lodge unless he applies for a demission card from that lodge as well. A Companion who holds affiliate membership in two other lodges may choose to become a regular member of either.

A Companion who does not attend meetings of the subordinate lodge in which he is a regular member for the period of one year, or who applies for a demission card and is not granted one, is held to have left the lodge without demission, and is not counted as a member in good standing of the Order. A Companion who has left his lodge without demission may not apply for membership in any subordinate lodge of the Order without first applying to the Council of the Stone for the rank of Associate Companion, and receiving the approval of the Council.

In the event that a member of a lodge is unable to attend lodge meetings due to adverse circumstances, but wishes to remain a member of the lodge, he must apply to the Adept Dirigent of his lodge for membership in absentia. This shall be granted on a majority vote of the members of his lodge and the payment of a fee equal to the fee for a demission card. A member in absentia shall be counted as a member of the lodge and shall be liable for dues, but may remain absent from lodge meetings indefinitely.

In the event that a member of a lodge is unable to attend lodge meetings due to severe illness or injury, and is likewise unable to apply to the Adept Dirigent of his lodge for membership in absentia, the lodge may petition the Council of the Stone for permission to grant membership in absentia to the member on its own behalf. A member who is granted membership in absentia in this way shall not be liable for dues.

In the event that a Companion is issued a demission card by one lodge, and is refused one by another, possession of one valid demission card shall be sufficient to retain good standing in the Order.

D. Procedures for suspension and expulsion

1. Offenses against the Order

Offenses against the Order are defined as explicit violations of the obligations of initiation or of the Articles of Incorporation or Bylaws of the Order.

No Companion may be charged with violating the provisions of an obligation of a degree or grade of initiation which he has not received.

2. Procedures for investigation

Any member of the Order who has cause to believe that another member has committed an offense against the Order may submit a letter alleging such offense, naming the person accused and the specific offense, to the Adept Dirigent of his subordinate lodge. Such a letter must be signed and dated by the member making the allegation. Upon receipt of such a letter, it shall be the duty of the presiding officer (the Adept Dirigent or, if he is the one against whom an offense has been alleged, the Adept Adjuvant) to appoint an investigative committee of three members of the lodge, who shall interview the member making the allegation, and any other persons having knowledge of the facts of the matter under question.

The investigative committee must report to the presiding officer within thirty days, stating whether the charges brought shall be sustained or dismissed. If the charges are dismissed, no further action shall be taken by the lodge. If the charges are sustained, the presiding officer shall inform the President of the Grand Assembly that a formal inquiry is to be held, and shall set a date no less than ninety days from the date of the report of the investigative committee for the formal inquiry to be held. The presiding officer shall also inform the member against whom charges have been sustained that he has been accused of an offense against the Order, communicating to him full details of the charges excluding only the name of the member who made the initial allegation. In addition, the presiding officer shall also inform the members of the lodge that a formal inquiry is to be held, and of the date of that inquiry, within fourteen days of the report of the investigative committee.

If the member against whom charges have been sustained pleads an inability to be present at the date set for the formal inquiry by the presiding officer, the member shall present within seven days three alternative dates, all of which are within ninety days of the date of the report of the investigative committee, on which he will be available for the formal inquiry. The presiding officer shall then

select one of these dates, which shall not be subject to further alteration. If the accused member fails to provide alternate dates, the original date shall remain binding, and shall not be subject to further alteration.

3. Procedure for formal inquiry

On the date of the formal inquiry, the lodge shall hear all evidence of the alleged offense against the Order, and all those with material knowledge of the facts shall be required to speak. Any member of the lodge, including the accused, shall have the right to question the persons having material knowledge, if any, and to inspect the physical evidence, if any. When all evidence has been presented, the accused shall leave the room, and the lodge shall vote. A two-thirds majority of the members present shall be sufficient to convict. If the accused is convicted, the lodge shall then vote on the penalty which shall be assigned. A majority vote of the members present shall be sufficient to assign the penalty.

The penalties which may be assigned by a subordinate lodge are expulsion from the Order, suspension from the Order, and censure.

Expulsion from the Order severs the connection between the member and the Order and renders all rank granted by the Order null and void. A person expelled from the Order who seeks readmittance to the Order must apply to the Council of the Stone for admittance as an Associate Companion, an interval of at least five years having passed since the date of expulsion, and if readmitted must pass through all the degrees and grades of the Order as though no previous rank had been granted him by the Order.

Suspension from the Order bars the suspended member from taking part in the work of the Order at any level for the period of the suspension, which shall be determined by vote of the lodge. No suspended member may attend meetings or other functions of any subordinate lodge of the Order, or attend meetings of the Grand Assembly. At the end of the suspension, the member is readmitted at his previous rank, except that no member who has been suspended may hold elective office in any subordinate lodge of the Order for two years after the end of the suspension.

Censure requires the censured member to publicly apologize to the lodge for his offense, and removes him from any elected office he may hold. No member who has been censured may hold elective office in any subordinate lodge of the Order for two years after the date of his censure.

The outcome of the formal inquiry, and the penalties, if any, which have been assigned as a result of it, must be communicated to the President of the Grand Assembly within seven days of the date of the formal inquiry.

In the event that the offense committed against the Order involves a violation of civil or criminal law, the subordinate lodge in which the formal inquiry was held may vote to petition the Grand Assembly to bring charges in a court of law against the convicted member. No lodge shall bring such charges on its own behalf.

4. Contempt of the Order

Any Companion of the Stone who, in the course of an investigation or formal inquiry, behaves in an abusive or threatening manner toward other members of the Order, materially obstructs the process of investigation, or delays the proceedings with irrelevant matter, and who persists in doing so despite a request on the part of the presiding officer, shall be in contempt of the Order. This shall qualify as an offense against the Order in its own right, and may be assigned the penalties of expulsion, suspension, or censure even in the absence of other offenses against the Order.

A lodge meeting in formal inquiry may bring charges, convict, and assign penalties for any act in contempt of the Order on the part of any person, including but not limited to the accused member, which has occurred during that formal inquiry or the investigation leading to it.

A member who is convicted of an offense against the Order and is assigned the penalty of censure, and who refuses to make the required apology, shall be in contempt of the Order and shall be suspended immediately without a vote of the lodge until such time as he makes the required apology to the satisfaction of the lodge.

A member accused of an offense against the Order who does not appear at the formal inquiry called to investigate the charges against him shall be in contempt of the Order, and shall be expelled from the Order immediately without a vote of the lodge. In the event that such a failure to appear is the result of an emergency situation entirely beyond the control of the accused member, he may appeal to the Council, and the Council shall have the power to waive this penalty once and order a new date for a formal inquiry. If the accused member fails to appear for a second time, he shall be expelled without recourse or right of appeal.

5. Transfer of venue

An alleged offense against the order shall be investigated and, if sustained, brought to a formal inquiry in the lodge in which the allegations were originally made, unless a transfer of venue is sought and approved. A transfer of venue may be sought by the accused member, by the presiding officer of the lodge in which the allegations were originally made, by majority vote of the lodge in which the allegations were made, or by the President of the Grand Assembly. A request for transfer of venue shall be submitted to, or promulgated by, the President of the Grand Assembly no less than thirty days before the date set for the formal inquiry, and shall be approved or denied by the Council of the Stone within seven days of its submission or promulgation.

In the event that charges are dismissed by the investigating committee, any member of the lodge in which the allegations were originally made shall have the right to petition the Council for a transfer of venue, which shall likewise be approved or denied by the Council within seven days.

In the event that both the Adept Dirigent and the Adept Adjuvant of a lodge are accused of offenses against the Order by the same member at the same time, a transfer of venue shall be granted automatically.

If the Council orders a transfer of venue, it shall select another subordinate lodge, and direct the Adept Dirigent of that lodge to appoint an investigative committee and, if that committee sustains the charges brought, to proceed to a formal inquiry. The decision of this formal inquiry shall have the same effect as a decision of a formal inquiry carried out in the lodge in which the charges were originally filed.

6. Appeal to the Council

At the conclusion of the process of formal inquiry, the accused Companion, or any member of the subordinate lodge in which the inquiry was held, may appeal the result of the formal inquiry to the Council of the Stone. The President of the Grand Assembly may also, on his own authority, order the case to be reviewed by the Council. In either case, the appeal or order for review must be submitted to, or promulgated by, the President within thirty days of the date of the formal inquiry.

The Council, as the highest tribunal of the Order,

must hear each appeal or review submitted to it within ninety days of the date of the appeal or order for review. It may summon witnesses or order the presentation of material facts to its duly delegated representatives, or take such other steps to investigate the case as it may find necessary or convenient.

Upon hearing the case, the Council shall within seven days issue a judgement. The Council shall have the power to affirm the decision of the formal inquiry, to order a transfer of venue, or to overturn the decision of the formal inquiry without transfer of venue.

If the Council affirms the decision of the formal inquiry, the decision and any penalties assigned shall remain in effect, and are subject to no further appeal.

If the Council orders a transfer of venue, the charges shall be investigated and, if sustained, brought to a formal inquiry by another lodge in the manner prescribed above.

If the Council overturns the decision of the formal inquiry without change of venue, the decision and any penalties assigned shall be immediately rendered null and void. In the event that the penalty of expulsion from the Order has been assigned to a member in a formal inquiry, the Council shall have the power to restore that member to membership in the Order, but that member will be considered to have demitted from the lodge in which charges were brought against him and must be admitted to another lodge to retain membership in good standing in the Order.

The judgement of the Council in cases of appeal or review shall be absolute and final.

E. Procedures for failure to pay dues

Any Companion who fails to pay membership dues and fees within six months of their due date shall not be considered a member in good standing of the Order, and shall not be permitted to take part in the work of the Order at any level. Any member who fails to pay membership dues and fees within one year of their due date shall be considered to have left the Order without demission.

No Companion who is in arrears on dues may be issued a demission card by any subordinate lodge of the Order.

In the event of an emergency, the Adept Dirigent of a subordinate lodge may issue a stay of dues, which shall postpone the due date for membership dues by six months. No member may receive two consecutive stays of dues, nor shall more than three stays of dues be granted to any one member during the entire duration of his membership. A

member who has received a stay of dues may take part in the work of the Order, but may not be advanced in the lodge or hold elective office during the period of the stay of dues.

F. Imputation of rank

The Grand Council shall have the right to grant imputation of rank to any member of the Order. Imputation of rank allows a member of the Order who has not yet completed the work of one rank in the Order to participate in the work of a higher rank, and to function as a member of that higher rank in all capacities in the Order. It is granted to those who have already progressed substantially in the study of the traditional wisdom of the Order outside its gates, and to worthy candidates for the Order's higher ranks in a situation in which additional members of higher ranks are needed for the work of the Order to be accomplished.

An imputation of Initiate Companion rank shall last for one year, and may be renewed once. An imputation of Adept Companion rank shall last for three years, and may be renewed once.

Imputed rank shall not exempt the member who receives it from completing the work of the lower ranks of the Order in proper sequence, and may be revoked by the Council if this work is neglected.

Members holding imputed rank shall pay the dues appropriate to their imputed rank, but shall pay fees for initiation only when these are actually given.

G. Protection of the Order

Any Initiate or Adept Companion may propose one or more persons not belonging to the Order to receive the protection of the Order. The protection of the Order involves the person receiving it in the same obligations of mutual support and protection as are taken by members of the Order who have received the First Degree. The spouse and minor children of any member in good standing of the Order shall be granted the protection of the Order on the request of that member. Any other person may be granted the protection of the Order only upon investigation and a vote of the lodge, following the procedure for the admission of members to the lodge.

If the member who proposed a person for the protection of the Order petitions for that protection to be removed, the protection of the Order may be revoked by vote of the lodge. If the member who proposed a person for the

protection of the Order ceases to be a member in good standing except through death or demission, the protection of the Order granted to that person shall lapse unless the lodge shall vote otherwise.

A person who has received the protection of the Order may be investigated and brought to formal inquiry for violation of his obligations in the same manner as a member of the Order, but may not be investigated or brought to formal inquiry for violations of the Articles of Incorporation or Bylaws.

VI. Subsidiary Bodies

A. General provisions

The Grand Assembly and the subordinate lodges of the Order, acting singly or in concert, shall have the power to establish certain classes of subsidiary bodies for the purpose of accomplishing the work of the Order. Such subsidiary bodies may make use of the funds and other resources of the Order, or of a subsidiary lodge of the Order, to the extent authorized by the Grand Assembly or subordinate lodge creating the subsidiary body and permitted by the Articles of Incorporation and Bylaws of the Order.

B. Creation of subsidiary bodies

The Grand Assembly, or any subordinate lodge or lodges, may create a subsidiary body by a majority vote of the membership.

When a subsidiary body is created by the Grand Assembly, acting alone or in conjunction with one or more subordinate lodges, the subsidiary body shall come into being on a date chosen by the Assembly at least thirty days from the date of the last session of the meeting of the Grand Assembly at which the creation of the subsidiary body was approved.

When a subsidiary body is created by a subordinate lodge or lodges, the Adept(s) Dirigent of that lodge or those lodges shall report the creation of the subsidiary body to the President of the Grand Assembly within thirty days of the date of the vote to create the subsidiary body, giving full particulars of the subsidiary body, its purposes and intended activities. This report shall then be submitted to the Grand Assembly at its next regular or extraordinary meeting. If the Grand Assembly approves the

report, or takes no action concerning it, the subsidiary body shall be permitted to come into being at any date chosen by the membership of the creating lodge or lodges after the date of the last session of the meeting of the Grand Assembly at which the report was submitted. If the Grand Assembly rejects the report, or takes other action imposing conditions or limitations upon the subsidiary body beyond those placed upon it at the time of its creation, the subsidiary body shall not be permitted to come into being until and unless another report, bearing such changes as the Assembly may request, shall be submitted to the President and accepted by the Assembly.

C. Management of the funds and assets of subsidiary bodies

1. Control of funds and assets

All funds and assets of a subsidiary body shall be the property of the subsidiary body, or of a holding corporation entirely owned by the subsidiary body, the Grand Assembly, the creating lodge or lodges, or any combination of these. All such funds and assets, and their holding corporations (if any), shall be managed by a board of trustees elected by the membership of the body or bodies creating the subsidiary body, or by such subordinates as they may appoint, and the creating body or bodies shall approve by majority vote. The creating body or bodies shall have the power to instruct the trustees or any of their subordinates in the acquisition, management, and disposal of any funds or assets of the subsidiary body, and the board of trustees shall not have the power to disregard any such instructions unless they are in violation of the Articles of Incorporation, Bylaws, or regulations of the Order.

In the case of subsidiary bodies created by two or more lodges of the Order, or by one or more lodges together with the Grand Assembly, the membership of all creating bodies together shall have the power to instruct the board of trustees of the subsidiary body, and shall vote in such matters as a single body. The Grand Assembly shall have the power to grant such creating bodies the right to hold special meetings for this purpose, and to establish procedures for the same.

In the event that a subsidiary body of the Order is dissolved, all assets of that subsidiary body, and all holding corporations owned by the subsidiary body, shall become the property of the creating body or bodies. Subsidiary bodies created jointly by more than one lodge, or by one or more lodges together with the Grand Assembly,

shall provide in their bylaws for the equitable division of such assets between the creating bodies.

2. Reports provided to the Assembly

Each subsidiary body created by any part of the Order, without exception, shall submit a full report each year on the state of the body, its membership and work, all funds and assets of the body, and on all changes to these since the date of the last report. Each such report shall cover the period from March 22 of the year immediately prior to March 21 of the current year, and shall be submitted to the Secretary of the Grand Assembly on or before the date of the first session of the regular meeting of the Grand Assembly in the same year.

When a subsidiary body has been created by action of a subordinate lodge or lodges, the same report shall be submitted at the same time to the creating lodge or lodges.

3. Financial Records

The board of trustees of each subsidiary body shall keep complete and accurate records of the financial affairs of the subsidiary body, and shall provide for their storage in a secure and convenient place. These records shall be brought up to date at the beginning of each calendar month. Any member or members of the Grand Assembly shall have the right to inspect the financial records of any subsidiary body of the Order at any time. When a subsidiary body has been created by action of a subordinate lodge or lodges, any member or members of that lodge or those lodges shall have the right to inspect the financial records of that subsidiary body at any time.

All contracts, obligations or financial agreements involving the subsidiary body shall be in writing, and shall be considered part of the financial records of the subsidiary body.

At every meeting of the board of trustees of a subsidiary body, the trustees shall bring to the meeting the complete financial records of the subsidiary body for the twelve months immediately prior to the meeting, and shall make the same available to any member or members of the Grand Assembly or, in the case of a subsidiary body created by one or more subordinate lodges, any member or members of the creating lodge(s), who may wish to inspect them. All meetings of the board of trustees of any subsidiary body shall be open to any member of the Order who has the right to examine the financial records of that

subsidiary body.

4. Conflict of interest

No member of the board of trustees of a subsidiary body shall receive any payment or gift of any value whatsoever from the subsidiary body, except as repayment of that member's personal expenditures on behalf of the subsidiary body, previously approved by the board of trustees and verified by receipts. All such repayments of expenditures shall be reported to the creating body or bodies within thirty days.

No subsidiary body shall hire any person, as an employee or otherwise, or make any expenditure of more than one hundred dollars from the funds of the subsidiary body, without first submitting the proposed hiring or expenditure to a vote of approval by the creating body or bodies.

D. Classes of subsidiary bodies

1. Adept working groups

Any three or more Companions who have been exalted to the Third Degree, and who desire to work together on some particular aspect of the traditional wisdom of the Order, may seek to form a subsidiary body for this purpose. Such a body shall have the right to select its members by vote of those already admitted to membership, and to establish such qualifications for membership as it may find necessary or convenient, provided that no person shall be permitted to join such a body who has not been exalted to the Third Degree in the Order.

Any body organized under these provisions must provide a yearly report, containing a full description of its work and activities, and of any discoveries it has made, to a representative of the Council of the Stone bearing the duly delegated power to receive such reports. Each such report shall cover the period from March 22 of the year immediately prior to March 21 of the current year, and shall be submitted to the representative of the Council no less than thirty days before the date of the first session of the regular meeting of the Grand Assembly in the same year. If requested by the membership of the body, this report shall be held in strict confidentiality by the Council, and this confidentiality shall be breached only if the report provides evidence of an offense against the Order on the part of members of the subsidiary body.

The board of trustees of an Adept working group shall meet not less than every three months.

2. Outreach organizations

Any three or more Companions who have been exalted to the Third Degree, and who desire to promulgate the traditional wisdom of the Order in the world at large, may seek to form a subsidiary body for this purpose. Any such subsidiary body shall be created by the Grand Assembly, and shall abide by such limitations as the Grand Assembly may direct.

The board of trustees of an outreach organization shall meet not less than once each month.

3. Holding corporations for property

The Grand Assembly or any subsidiary lodge or lodges of the Order may create a holding corporation for the purpose of holding real property, as provided by state law. The creation and operation of such a holding corporation shall be carried out in such manner that the holding corporation shall qualify as an exempt organization under Section 501(c)2 of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

The board of trustees of a holding corporation for property shall meet not less than once each month.

E. Dissolution of subsidiary bodies

A subsidiary body of the Order may be dissolved at any time by a vote of the membership of the creating lodge or lodges or, in the case of a body created by the Grand Assembly, by the Grand Assembly. In the event that a lodge or lodges or the Grand Assembly votes to dissolve a subsidiary body, all members of that body shall be informed of this decision within thirty days of the vote. The members of the subsidiary body shall wind up and terminate all affairs of the subsidiary body within ninety days of the vote.

A subsidiary body of the Order which violates the Articles of Incorporation or Bylaws of the Order, or the limitations or conditions placed upon it at the time of its creation by the creating lodge or lodges (if any) or the Grand Assembly, may be dissolved by vote of the Grand Assembly meeting in regular or extraordinary session. This action shall not exempt the members of that body from any penalties which may be assigned them for offenses against the Order related to the unlawful action of the body.

