

# THE MOST WORSHIPFUL GRAND LODGE OF ANCIENT FREE AND ACCEPTED MASONS

OF THE STATE OF CONNECTICUT

## **POLICY AND PROCEDURES MANUAL**

### **CONSTITUENT LODGE TEMPLE CORPORATION MODEL BY-LAWS & ARTICLES OF INCORPORATION**

#### **Applicability and Responsibility**

This document is applicable to all constituent Lodges of the Grand Lodge of Connecticut A.F. & A.M. Responsibility for maintaining this document rests with the Committee on Legal Matters, with the approval of the Grand Master.

Although it is permissible for Constituent Lodges to directly own real estate, it is generally considered prudent to form a legal entity to hold title to the building in which a Lodge is housed, to which the Lodge then becomes a tenant. Such an arrangement provides certain legal protections to the Lodge and its members by creating a separate legal entity responsible for the property. Such legal entity is variously known as Masonic Temple Corporation, Masonic Hall Association, Masonic Building Association or similar name.

**It is emphasized that such entities are the creation of the Lodge which formed them, and are at all times subject to the authority of the Lodge and its approval of their operations.** Their sole purpose should be to protect the Lodge and to maintain the building for the welfare of the Lodge.

#### **References**

**Section 3600. Real Estate For Masonic Use, Approval Of.** No constituent Lodge shall, directly or through an entity described in Section 3601, lease, purchase, construct, or substantially renovate any real estate, until the architectural plans, the proposed method of financing such purchase or construction, the means of funding the continuing operating costs of the real estate, or lease thereof, and the Masonic use shall have been reviewed in writing by the Grand Lodge Committee on Legal Matters.

Leases between a lodge and an entity, as described in Section 3601, owned or controlled by the lodge shall not be subject to review by the Grand Lodge Committee on Legal Matters.

**Section 3601. Use of legal entities.** Any legal entity, recognized by the Connecticut General Statutes, may be utilized to own title to, purchase, construct or maintain real, tangible or intangible property or engage in any other lawful activity.

Before there shall be any legal entity formed, organized or acquired, which entity shall be owned or controlled by one or more lodges, the proposed purpose, organizational

documents, By-Laws, or operating agreements shall first be certified by the Grand Lodge Committee on Legal Matters that the said documents conform to the regulations of Grand Lodge. The legal entity shall be created or acquired following the written approval of the Grand Master or his designee on behalf of Grand Lodge.

No Lodge under this jurisdiction shall hereafter attempt to secure an act of incorporation from the legislature of the State or under the general corporation laws of the State for itself without the approval of Grand Lodge.

**Section 3602. Disposition or impairment of real estate.** No lodge, or other legal entity (as described in Section 3601) owned or controlled by one or more lodges, shall sell, exchange, transfer or impair any real estate until the terms of the sale, exchange, transfer or impairment, have been reviewed in writing by the Grand Lodge Committee on Legal Matters. This provision shall also apply to the sale of an ownership interest (represented by stock, membership or beneficial interest) in an entity described in Section 3601.

The net proceeds from a transaction described above, not reinvested in replacement property, shall be distributed by the entity no later than 24-months from the date of the transaction in accordance with the entity's governing documents and the entity shall be legally dissolved unless advised to the contrary by legal counsel. This Section shall apply to existing Building Corporations not currently owning real estate as of the effective date of this regulation.

An extension of time to reinvest or dissolve may be requested and shall be submitted in writing to the Grand Lodge Committee on Legal Matters. Such extension is subject to the written approval of the Grand Master or his designee on behalf of Grand Lodge.

**Section 3603. Amendments to organizational documents and By-laws.** No amendments shall be made to any such Act of Incorporation or Organization; Articles of Incorporation, organizational documents or By-Laws of any entity described in Section 3601 without the prior written certification by the Grand Lodge Committee on Legal Matters that the proposed amendments conform to the regulations of Grand Lodge and, then, upon written approval of the Grand Master or his designee on behalf of Grand Lodge.

**Section 3604. Adoption of Plan of Merger, Liquidation or Dissolution.**

There shall not be adopted a plan of merger, liquidation or dissolution of any legal entity described in Section 3601 without the prior written certification by the Grand Lodge Committee on Legal Matters that the proposed plan of merger, liquidation or dissolution conforms to the regulations of Grand Lodge and the entity's organizational documents and By-laws. The legal entity shall be merged, liquidated or dissolved following the written approval of the Grand Master or his designee on behalf of Grand Lodge.

**Section 3605. Control - defined.** Control means that (1) over 50% of the voting ownership interests of an entity are owned in the aggregate by one or more lodge(s), or (2) over 50% of the corporation directors or trustees, LLC managers, or partners are either representatives of, or directly or indirectly controlled by, the lodge. A trustee, manager, director or partner is controlled by a lodge if the lodge has the power to remove such person(s) and designate a replacement.

**Section 3606. Reports to Lodge.** The principal officer of any entity described in Section 3601, which entity is controlled by one or more lodges, shall provide, in writing, a report of the financial and business activities of the entity no less frequently than the Annual Meeting of the Lodge conducted during a Stated Communication of any Lodge that is a tenant in said building.

## **Discussion**

This document addresses the use of a corporation to own a Masonic Lodge building. It is the strong recommendation of the Grand Lodge of Connecticut that all building associations, by whatever name they are known, be organized as a Connecticut non-stock corporation.

The creation of a corporation is effected by filing with the office of the Secretary of the State of Connecticut a document entitled Articles of Incorporation, a legal statement of the creation of a corporation under the laws of the State of Connecticut. The Articles of Incorporation establish the name of the corporation, its membership and certain other provisions which, if change is needed, must be re-filed with the office of Secretary of the State.

Those rules of operation specific to the corporation, which are in addition to those included in the Articles of Incorporation and the Grand Lodge Rules and Regulations, should be stated in the By-laws of the corporation. Each building association and each Constituent Lodge should review the Articles of Incorporation and By-laws of the corporation on a regular basis to ensure that they reflect current operations. Articles of Incorporation and corporation by-laws must be approved by Grand Lodge (see reference, Section 3601).

Whenever a corporation wishes to revise its Articles of Incorporation or its By-laws, reference should first be made to the Generic Articles of Incorporation and By-laws prepared by the Committee on Legal Matters and included herein. Amendments to the Articles of Incorporation and corporation by-laws must be approved by Grand Lodge (see reference, Section 3603).

Control of the building association can be accomplished by such means as specifying in their by-laws that the Lodge is the sole member of the corporation and that the directors shall be certain officers of the Lodge or shall be elected by the Lodge, probably at the Annual Meeting of the Lodge. An alternative form of membership in a non-stock corporation is to have all Lodge members be members of the corporation, and they meet annually to elect directors. The problem with this method is that seldom do a significant number of members turn out for a separate building association meeting, and thus the corporation may become insular and forget its allegiance to the Lodge.

As a non-stock corporation, the corporation will operate exclusively as an organization for the benefit and to the interests of the Lodge. The exclusive purpose for which said corporation is formed is to hold title to property, real and personal, collect income there from, and turn over the entire amount thereof, less expenses, to the distributee Lodge, a subordinate lodge of the Grand Lodge of Ancient Free & Accepted Masons of Connecticut. The Lodge is covered under the group exemption issued by the Internal Revenue Service and recognized and qualified as exempt under section 501(c)(10). Further, none of the Corporation's income or assets shall at any time and in any form be distributed to members, officers, directors, or to any individual.

As required by Section 3606, all such organizations which are subordinate to the Lodge must make at least an annual written report to the Lodge, at the Lodge Annual Meeting. Such report must contain a description of the actions taken during the period of the

report, as well as disclosure of the assets and liabilities, income and disbursements, and the excess of income over expenses be paid to the Lodge.

Further, to assure control by the Lodge, the by-laws of the building association or corporation, and all changes thereto, must be approved by the Lodge before being submitted to the Committee on Legal Matters. If the Lodge demands changes to be made to the corporation by-laws, it has every right to do so, and a Lodge vote can overturn any action by the corporation which it deems to be unfavorable to the Lodge.

Corporations when created, even if a Connecticut non-stock corporation, are subject to Federal and Connecticut corporate income taxes. All corporations are required to obtain an Employer Identification Number from the IRS and a Tax Registration Number from the Connecticut DRS. The attorney assisting with the creation of this entity may obtain these identification numbers. Annually all corporations must file corporate income tax returns and pay income taxes on any net income for the year.

Masonic Building Corporations may apply for exemption from federal and state corporate income taxes by virtue of Internal Revenue Code Section 501(c)(2). To obtain federal and Connecticut income tax-exempt status the officers of the corporation must complete and file Form 1024, Application of Exemption under 501(a) with the IRS. At the time of exemption application, the corporation must also pay an IRS User Fee as noted on Form 8718. The attorney utilized to create the non-stock corporation can assist with the preparation of the form 1024 or the officers can retain the services of a CPA. If the IRS grants exempt status, the IRS will issue the corporation a written notice of such approval. **It is imperative the corporation and Lodge maintain this notice within their permanent records.**

To maintain tax-exempt status the officers of the corporation must file with the IRS annually a Form 990. Failure to file the Form 990 will result in the imposition of significant financial penalties by the IRS and possible loss of tax-exempt status.

Obtaining exemption from income taxes does not, in and of itself, create exemption from other taxes the corporation may incur such as property taxes and sales taxes.

The creation of a corporation, amending the corporation organizational documents, applying for tax-exempt status under IRC Section 501(c)(2) and continuing governmental compliance can be very daunting matters. The Committee on Legal Matters is available to assist and answer questions on matters pertaining to these entities and the application of the Grand Lodge Rules and Regulations, but the Committee cannot render legal advice. The Lodge and officers are strongly encouraged to retain the services of professional advisors such as an attorney or CPA knowledgeable in the field of corporations and tax-exempt entities.

Finally, a properly organized and operated Connecticut non-stock corporation can afford its officers, directors and members liability protection as described in the Connecticut General Statutes for nonstock corporations. However, the corporation should consider liability insurance not only for the building and contents but also for personal injury. If the building is rented for other purposes, the corporation may need additional liability coverage such as when alcoholic beverages will be provided. In addition, if the corporation employs individuals as an employee or independent contractor, the

corporation may need workers compensations insurance. Finally, all corporations are encouraged to obtain Directors and Officers insurance which can provide liability coverage as well as payment of legal defense costs.

### **Grand Lodge Procedures**

The Procedure for obtaining approval of by-law changes is straight-forward.

1. In most cases, the process begins with the appointment of a committee on by-laws. Because the Lodge is the member of the corporation, it is recommended the President request the WM appoint a by-laws committee:

2. The committee will make their recommendations for changes to the by-laws and present them to the Directors of the corporation and then to the Lodge. To resolve questions and expedite the approval process, the by-laws committee may wish to interface directly with the Committee on Legal Matters.

3. When the by-laws committee, Directors and Lodge are satisfied with the proposed changes, the by-laws committee should submit a mark-up of the corporation by-laws with the proposed changes to the Grand Lodge office for forwarding to the Committee on Legal Matters. The Committee on Legal Matters will review the proposed by-laws to see that they conform to the Grand Lodge Rules and Regulations.

a. If the Committee on Legal Matters approves the changes, the Committee on Legal Matters will notify the by-laws committee the proposed by-laws are accepted.

b. If the Committee on Legal Matters finds that the submitted by-laws need revision, they will be returned to the by-laws committee with recommendations for modification. The Committee may also make other non-mandatory recommendations concerning language, spelling or other items which in their judgment would improve the by-laws. The process then starts over at Step 2 above.

4. Upon notification from the Committee on Legal Matters the proposed by-laws comply with Grand Lodge Rules & Regulations, the Lodge should proceed to give due notice to the members required by the current by-laws. The Directors of the corporation and the Lodge will vote on the by-law changes.

a. If adopted by the Lodge, the President and Secretary of the corporation will sign the by-laws thereby attesting to the approval by the Directors. The Worshipful Master and Lodge Secretary will sign the by-laws thereby attesting to the approval of the Lodge.

b. If the Directors and Lodge do not approve the amendments, the by-laws shall be referred back to the by-laws committee to be corrected as directed by the Lodge. Return to step 2 above and repeat steps 2, 3 and this step 4 until the changes are approved by the Lodge.

5. The amended and restated by-laws, approved by the Directors and Lodge, signed by the President and Secretary of the corporation and the Worshipful Master and Lodge Secretary, should be mailed to the Grand Lodge office for transmittal to the Committee on Legal Matters.

- a. If the changes presented in the by-laws conform to those approved by the Committee on Legal Matters, the Chairman will sign the by-laws certifying the by-laws conform to Grand Lodge Rules and Regulations.
- b. If the changes presented in the by-laws do not conform to those approved by the Committee on Legal Matters, the by-laws will be returned to the by-laws committee with the discrepancies noted. The by-laws committee will then return to step 2 and start the process over.

6. Once the Chairman of the Committee on Legal Matters has certified the by-laws, the Grand Lodge office will make a copy and forward both the original and copy of the by-laws to the Grand Master for final approval. The Grand Master will review the by-laws and:

- a. If he approves them, he will sign both copies and return them to the Grand Lodge office.
- b. If he does not concur, he will make his recommendations and return them to the Grand Lodge office.
- c. The Grand Master may return the by-laws to the Temple Corporation with direction that the Lodge, on behalf of the corporation, bring them to Grand Lodge for final approval.

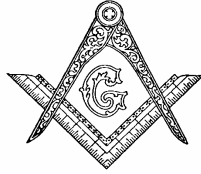
7. The Grand Lodge office will:

- a. If the by-laws are approved by the Grand Master, and signed; the original copy of the signed by-laws will be returned to the Temple Corporation and one copy of the signed by-laws will be retained for filing at the Grand Lodge office.
- b. If the Grand Master has not approved the by-laws the Committee on Legal Matters will be sent a copy of his recommendations and the other copy will be sent to the by-laws committee for changes. The process returns to Step 2.

**Note: The Temple Corporation by-laws do not become effective until signed by the Grand Master or his designee.**

## Generic Articles of Incorporation

(This is a legal document and should be reviewed with legal counsel)



### The Masonic Temple Association/Corporation of City, Connecticut, Inc.

#### ARTICLES OF INCORPORATION

Be it known, that we, the subscribers, do hereby associate, pursuant to the statute laws of the State of Connecticut regulating the formation and organization of corporations without capital stock, and the following are our articles of incorporation.

**Article I** The name of said corporation shall be The Masonic Temple Association/Corporation of City, Connecticut, Inc.

**Article II** The Corporation shall not operate for profit and shall be exempt from federal income tax under section 501(c)(2). None of the Corporation's income or assets shall at any time and in any form be distributed to members, directors, officers or to any individual. The Corporation may, however, reasonably compensate private persons for services performed for the Corporation.

**Article III** The exclusive purpose for which said corporation is formed is to hold title to property, real and personal, collect income there from, and turn over the entire amount thereof, less expenses, to the distributee \_\_\_\_\_ Lodge No. \_\_\_ A.F. & A.M., a subordinate lodge of the Grand Lodge of Ancient Free & Accepted Masons of Connecticut. This Lodge is covered under the group exemption issued by the Internal Revenue Service and recognized and qualified as exempt under section 501(c)(10).

**Article IV** Said corporation is located in the town of City, County of \_\_\_\_\_, and State of Connecticut and its principal office is located at Street, City, Connecticut.

**Article V** The Corporation shall not have or issue stock. The sole member of said corporation shall be \_\_\_\_\_ Lodge No. \_\_, A.F. & A.M. The member of the Corporation shall be entitled to vote on matters requiring approval of the members.

*[Alternatively, the members of the corporation could consist of all Master Masons who are members in good standing of Name Lodge No. \_\_, A.F. & A.M.]*



**Article VI** The seal of the Association/Corporation shall be letters Abbreviation and may be typed or written on any document requiring a seal of the said corporation.

Adopted by the Association/Corporation:

_____	_____	_____
<i>President</i>	<i>Secretary</i>	<i>Date</i>

Approved by the Lodge:

_____	_____	_____
<i>Worshipful Master</i>	<i>Secretary</i>	<i>Date</i>

Certified by Committee on Legal Matters:

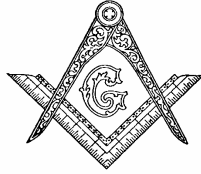
_____	_____
<i>Chairman</i>	<i>Date</i>

Approved by The Grand Lodge of Ancient Free & Accepted Masons of the State of Connecticut:

_____	_____
<i>Grand Master/or designee</i>	<i>Date</i>

**Generic Building Association/Corporation By-laws**

(This is a legal document and should be reviewed with legal counsel)



The Masonic Temple Association/Corporation of City,  
Connecticut, Inc.

**BY-LAWS**

*Article I*

**Section 1** The name of this corporation shall be The Masonic Temple Association/Corporation of City, Connecticut, Inc., hereafter referred to as the Corporation. Name Lodge No. \_\_\_\_, A.F. & A.M. shall be the parent organization of the Corporation.

**Section 2** The corporation will operate exclusively for the benefit and to the interests of the distributee, specifically Name Lodge No. \_\_\_\_, A. F. & A. M. a subordinate lodge of The Grand Lodge of Ancient Free & Accepted Masons of Connecticut, which Lodge is covered under the group exemption issued by the Internal Revenue Service and recognized and qualified as exempt under IRC Section 501(c)(10). Accordingly, each year, any income in excess of expenses will be returned to Name Lodge No. \_\_\_\_, A. F. & A. M. None of the Corporation's income or assets shall at any time and in any form be distributed to members, officers, directors, or to any individual. The Corporation may, however, reasonably compensate private persons for services performed for the corporation.

*Article II*

**Section 1.** The sole member of the corporation shall be Name Lodge No. \_\_\_\_, A. F. & A. M. *[Alternatively, the members of the corporation could consist of all Master Masons who are members in good standing of Name Lodge No. \_\_\_\_, A.F. & A.M.]*

**Section 2.** The corporation shall be governed by a Board of Directors consisting of nine (9) members of Name Lodge No. \_\_\_\_, A.F. & A.M.; the Worshipful Master, Senior Warden, Junior Warden, Treasurer, Secretary, and four (4) members elected at large at the Annual Meeting of Name Lodge No. \_\_\_\_, A. F. & A. M. with two being elected each year for a term of \_\_\_\_ years.

**Section 3** The Officers of the corporation shall be selected from among the Directors at the Annual Meeting of the Board of Directors by a simple majority vote. The Officers consist of a President, Vice President, Secretary, and Treasurer and such other officers as the Board of Directors may appoint from time to time. The term of office shall be a period of one (1) year.

**Section 4** Any Officer may be removed by two thirds (2/3) vote of the Board of Directors present, at a meeting called for that purpose by the President, notice having been given the Directors at the previous regular Board meeting and to those absent in writing.

**Section 5** A Director, during tenure of office, must be a member in good standing of Name Lodge No. \_\_\_\_, A.F. & A.M. and upon written notification to the contrary, said directorship by virtue thereof shall cease.

**Section 6** It shall be the duty of the President to preside at all the meetings of the Members and Directors of said corporation, and in his absence, the vice-president shall preside. He shall see that all requirements of the corporation, pursuant to the Articles of Incorporation, these by-laws and the laws of the State of Connecticut regulating the formation and organization of corporations without capital stock, are met. He shall see that the necessary reports and operational budgets are prepared and presented and due notices sent out by the Secretary in accord with Article III.

**Section 7** It shall be the duty of the Secretary to make and keep all records of the votes, doings, and proceedings of all meeting of the Directors of said corporation, which records shall be at all reasonable times open to the inspection of the Name Lodge No. \_\_\_\_, A.F. & A.M.; he shall discharge all other duties specially required of such officer as directed by the President. He shall also transmit to the Directors of the corporation, the notices required by these by-laws.

**Section 8** It shall be the duty of the treasurer to receive and keep cash funds and notes belonging to the corporation and to enter regularly in the financial records kept for that purpose all monies received and disbursed on account of said corporation, which financial records shall be at all reasonable times open to the inspection of the Name Lodge No. \_\_\_\_, A.F. & A.M. (in the prosecution of the business of said corporation, but for no other purpose). Said treasurer may on behalf of the corporation make, draw, endorse, and accept checks, notes, and bills of exchange; but the treasurer shall not issue any checks without authorization of the Board of Directors. He shall perform all the acts and duties specially required of such officer.

**Section 9** Vacancies in the Board of Directors shall be filled by appointment of the Worshipful Master of Name Lodge No. \_\_\_\_, A.F. & A.M. until the Annual Meeting of the Lodge when the directorship shall be filled by vote of the membership of said Lodge.

**Section 10** The Board of Directors shall appoint such committees, as they deem necessary to carry out the objective of the corporation.

**Section 11** The Board of Directors and/or officers may communicate its notices, minutes and other correspondence to all members of the Lodge/Corporation, by electronic means. If a member of the Lodge/Corporation cannot receive communications in this manner, a written copy will be mailed.

### ***Article III***

**Section 1** The Annual Meeting of the Corporation shall be held on the day of and prior/subsequent to the Annual Meeting of Name Lodge No. \_\_\_\_, A.F. & A.M. in December.

**Section 2** Regular meetings of the Board of Directors shall be held on the (1<sup>st</sup>, 2<sup>nd</sup>, 3<sup>rd</sup>, 4<sup>th</sup>, or 5<sup>th</sup>) Day of each month.

**Section 3** In the event any regular meeting of the Board of Directors falls on a holiday or the eve of a holiday, the day following the holiday shall be designated as the regular meeting for that month.

**Section 4** A special Board meeting may be called any time by the President (or in his absence) the Vice President; or requested upon a written petition of four (4) members of the Board of Directors; provided all members of the Board of Directors have been notified five (5) days in advance.

**Section 5** A quorum for conducting any business shall consist of at least five (5) Directors of the Board of Directors.

**Section 6** A simple majority vote of the Directors present shall govern the ordinary business of the corporation.

**Section 7** The transfer, sale, mortgage or disposal of the real property or assets of the corporation exceeding \$10,000 shall require an affirmative vote of the members present at a stated communication of Name Lodge No.\_\_\_\_, A.F. & A.M., a thirty (30) day written notice having been given to all members thereof, stating the proposed action, date and time of the meeting. Such action shall be in accord with Section 3602 of the Rules and Regulations of the Grand Lodge A.F. & A.M. of the State of Connecticut.

**Section 8** The Board of Directors is required to develop and propose an operating budget for the ensuing fiscal year. The proposed operating budget of the corporation shall be presented in writing along with the previous fiscal year budget and actual income and expenditures, to all members present at a stated communication of Name Lodge No.\_\_\_\_, A.F. & A.M., a thirty (30) day written notice having been given to all members thereof, stating the proposed action, date and time of the meeting.

[Alternatively, by-laws may provide the budget be presented at the Annual Meeting of the corporation]

**Section 9** The Board of Directors shall be authorized to expend those sums identified in the operating budget approved by the members at a stated communication described in Section 8. Should the year-to-date actual expenditures and remaining budgeted expenses exceed the budget previously approved, the Board of Directors shall be authorized to spend a sum not to exceed \$10,000 for any one or more purposes, with the exception of Property Taxes and Casualty Insurance. Expenditures exceeding this limit shall require submission of a revised budget and a vote of the members present at a stated communication of Name Lodge No.\_\_\_\_, A.F. & A.M., a thirty (30) day written notice having been given to all members thereof, stating the proposed action, date and time of the meeting.

**Section 10** The fiscal year for the corporation shall end on \_\_\_\_\_ each year.

[Committee recommends year-end of September 30<sup>th</sup> in order to allow the Audit Committee sufficient time to complete their review of corporate finances for the Annual meeting]

**Section 11** The President of the corporation shall appoint an Audit Committee of three to audit the financial accounts and transactions of the corporation which include the assets, liabilities, income and expenses for the fiscal year and present in writing its report at the Annual Meetings of the corporation and the Name Lodge No.\_\_\_\_, A.F. & A.M..

**Section 12** The President shall cause the preparation of a financial statement consisting of no less than a balance sheet reporting the assets and liabilities of the corporation as of the end of the fiscal year and an income statement reporting the income and expenses of the corporation for the twelve months then ended. A review of the financial statement shall be one of the duties of the Audit Committee described in Section 11. Copies of the financial statement shall be given to the Secretary of Name Lodge No.\_\_\_\_, A.F. & A.M. and available for inspection by any member of said lodge.

**Section 13** Any proposal to change the rental fees or to impose additional assessments upon any or all tenants of this Corporation shall require a vote of the Directors as well as the members present at a stated communication of Name Lodge No.\_\_\_\_, A.F. & A.M., a thirty (30) day written notice having been given to all members thereof, stating the proposed action, date and time of the meeting.

#### *Article IV*

**Section 1** The Corporation may be dissolved or merged into a successor entity at any time by the requisite two thirds (2/3) majority vote of both the Board of Directors and the members present at a stated communication of Name Lodge No.\_\_\_\_, A.F. & A.M., having given a thirty (30) day written notice to all Directors and all Members of Name Lodge No.\_\_\_\_, A.F. & A.M. stating the purposed action, date and time of the meeting. The proposed dissolution or merger shall be subject to the approval of said Grand Lodge A.F. & A.M. of the State of Connecticut and its Committee on Legal Matters. In the event of dissolution, all assets and property remaining after payment of all liabilities must be given solely to Name Lodge No.\_\_\_\_, A.F. & A.M.; or, its successor Lodge, in the event of a merger, or to The Grand Lodge A.F. & A.M. of the State of Connecticut.

#### *Article V*

**Section 1** If any additional Masonic or affiliated organization wishes to become tenanted, it must submit its intentions in writing to the Board of Directors of the corporation. At any regular meeting, the Directors will discuss tenancy, and determine the rate and terms of rent. If the applicant thereupon agrees to these terms in writing, tenancy will be recommended to Name Lodge No.\_\_\_\_, A.F. & A.M. for approval.

**Article VI**

**Section 1** These by-laws and the Articles of Incorporation may be amended by a simple majority vote of the Board of Directors of the corporation, subject to approval by a simple majority vote of the members of Name Lodge No. \_\_\_ A.F. & A.M., thirty (30) days written notice of such vote having been given to all members of said Lodge to their last known address.

**Section 2** All amendments and/or changes to these by laws are to be in accord with the Rules and Regulations of the Grand Lodge A.F. & A.M. of the State of Connecticut and are subject to the approval of said Grand Lodge and its Committee on Legal Matters.

Adopted by the Association/Corporation:

_____ <i>President</i>	_____ <i>Secretary</i>	_____ <i>Date</i>
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Approved by the Lodge:

_____ <i>Worshipful Master</i>	_____ <i>Secretary</i>	_____ <i>Date</i>
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Certified by Committee on Legal Matters:

_____ <i>Chairman</i>	_____ <i>Date</i>
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Approved by The Grand Lodge of Ancient Free & Accepted Masons of the State of Connecticut:

_____ <i>Grand Master/or designee</i>	_____ <i>Date</i>
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