

Bylaws of the Rose Hill Grange

Article I. Name

The name of this grange shall be the Rose Hill Grange (hereinafter "RHG") of the Order of Patrons of Husbandry (hereinafter referred to as the "Order"). The address of the RHG Hall is 4001 E. 68th Ave., Commerce City, Colorado 80022.

Article II. Purposes

The purposes of the RHG shall parallel those of the Working Pomona Grange, the Colorado State Grange, and the National Grange of the Order. Those purposes are to:

Section 1. General Objectives

- A. Labor for the good of our Order, our country, and mankind.
- B. Endorse the motto "In essentials, unity; in non-essentials, liberty; in all things, charity."

Section 2. Specific Objectives

- A. Develop a better and higher manhood and womanhood among ourselves; enhance the comforts and attractions of our homes; strengthen our attachments to our pursuits; foster mutual understanding and cooperation; maintain inviolate our laws; and emulate each other in labor, in order to hasten the good time coming.
- B. Propose meeting together, talking together, working together and, in general, acting together for our mutual protection and advancement; constantly strive to secure harmony, good will, and brotherhood, and to make our Order perpetual; earnestly endeavor to suppress personal, local, sectional, and national prejudices, all unhealthy rivalry and all selfish ambition; faithfully adhere to these principles so as to ensure our mental, moral, social and material advancement.

Article III. Members

Section 1. Individual, Family and Other Memberships

A person fourteen years of age (thirteen years and six months or more) with an interest the purposes of the Order may be proposed as a candidate and elected to membership in the RHG as follows:

- A. Submit an application accompanied by the current application fee.
- B. Receive recommendation for membership by one member as sponsor.
- C. Agree to faithfully comply with the Constitution of the Order, and the Articles of Incorporation, Bylaws and Grange Laws and Usage of the various Granges of the divisions of the Order as from time to time amended.
- D. If qualified for the family membership, the status shall be changed to family membership with no interruption of membership.
- E. Election shall be made by a majority of paper ballots cast at a regular meeting at which a quorum is present. If one or more members object to the proposed member, they shall be given the opportunity to do so, either in writing and/or orally, ideally with the proposed member not present.

- F. If authorized by the State Grange, ballots may be cast for a group of two or more candidates. If the class is rejected, then a ballot shall be taken on each individual separately. Also, if authorized by the State Grange, prospective members may be proposed for election without the signed application and fee, if there is compliance with all the other membership requirements. If approved for membership (section 1E), they will become members after receipt of a complete application and the current application fee.
- G. Full membership in the RHG shall be attained with the approval of the application, and the candidate's participation in the Official Welcoming Ceremony, the Official Obligation Ceremony, or the conferral of the Four Degrees upon the candidate.
- H. Additional procedures as outlined in the National Grange bylaws.
 - a. Family memberships
 - b. Affiliate memberships
 - c. Pomona Grange memberships
 - d. Pomona Grange Affiliate memberships
 - e. State Grange voting and non-voting memberships
 - f. National Grange voting and non-voting memberships
 - g. Associate memberships
 - h. Supportive memberships
- I. Members of the Order who have received the Seventh Degree and who are Fourth Degree members in good standing may belong to the Assembly of Demeter.
- J. Membership in the RHG may be suspended or terminated as a result of any of the following:
 - a. Demit (disassociation from RHG)
 - b. Non-payment of dues for one quarter
 - c. Member's written request to be removed from membership rolls
 - d. Guilty finding of a State or National Grange Trial Court, which is not reversed on appeal
 - e. Conviction of a felony under Federal or State laws, which is not reversed on appeal (see National Grange bylaws for procedures)
 - f. Improper disbursement of RHG funds as defined in Article IV
- K. The RHG shall not discriminate with regard to race, color, religion, gender, age, sexual orientation or national origin.

Section 2. Voting rights and procedures

- A. Each member shall have one vote on each question or matter. If a quorum is present, questions shall be determined by a majority vote of the members present and voting, unless a different vote is required by state or federal law, these Bylaws, or the Bylaws, Constitution, or Articles of Incorporation of the National Grange, the Colorado State Grange, or the Working Pomona Grange.

- B. The Grange Master does not vote other than when the vote would make a difference, except when a vote is taken by ballot. Any member may request a ballot vote.
- C. There shall be no voting by proxy.

Section 3. Dues

- A. The membership shall establish dues for individual members and family memberships. The latter includes all immediate family members who are eligible and elected to membership.
- B. Dues are payable within 60 days of the date that the individual becomes a member, or by 1 March of a renewal year.
- C. Members with financial hardship may request reduced dues. Such requests shall be considered at a regular meeting of the membership. Requests must be made each year the financial hardship continues, otherwise the dues for such members reverts to the amounts in Sections 3A above.

Section 4. Delinquency of Dues

Dues shall be due and payable as stated in Section 3 of this article. A member shall be considered in good standing when dues are paid on time. Dues shall be delinquent when past due. If dues are not paid by the due date, membership may be suspended or terminated.

Article IV. Funds

Section 1. Collection of Funds

In addition to application fees (described in Article III, Section 1) and dues (described in Article III, Section 3) that are collected by the RHG, other funds may be collected from time to time as allowed under Internal Revenue Service rules for 501.c.3 non-profit organizations. These may include rental fees for use of the RHG building. The rates for such activities shall be decided by the membership.

Section 2. Disbursement of Funds

For non-recurring expenses, RHG funds may only be disbursed with the following procedure:

- A. A member shall make a request for disbursement using the proper form and supplying the required documentation (e.g. receipts).
- B. The Secretary shall prepare an order that provides the details of the purpose of the disbursement to the Treasurer; the order shall be signed by both the Master and the Secretary
- C. If the expenses are appropriate for bona fide RHG activities, the Treasurer shall issue a check for the fund disbursement. The check shall be co-signed by the Treasurer and the Master. Questionable requests shall be referred to the membership for approval
- D. The Treasurer shall record the transaction including details of the purposes of the disbursement and archive the supporting information. The latter includes the disbursement order form, the account ledger, and the bank statements. Records shall be archived in a safe manner

- E. Improper disbursement of funds (i.e. disbursement not following the procedure in this section) may be grounds for suspension or termination of membership and/or legal action.

Portions of the dues collected from members shall be forwarded to the Pomona, State and National Granges as called for in their respective Constitutions, Articles of Incorporation, Bylaws or Grange Law and Usage.

Section 3. Funds on Hand

RHG funds on hand shall be secured in a bank or other financial institution. The money may be invested in secure instruments (such as Certificates of Deposit) as recommended by the Treasurer and approved by the membership. Access to funds shall be limited to the procedure described in Section 2 of this Article. Improper withdrawals from accounts or other instruments, use of counter checks, or other methods which circumvent the prescribed procedures may be grounds for suspension or termination of membership and/or legal action.

Article V. Meetings

Section 1. RHG Meetings

The RHG membership shall endeavor to meet at least once per month. The date of such meetings shall be decided by the membership. Meetings are defined as either a face-to-face meeting of members, or the sending (by mail, email or other means) of committee and officer reports to all members, followed by a two week period of receiving responses to those reports. It is intended for most meetings to be the face-to-face type, but the latter type can be used when achieving a quorum is problematic, or for other reasons decided by the membership. This latter type of meeting shall not be used to conduct important business, but only to transmit Grange-related information to members.

Section 2. Special Meetings

If enough members feel that important Grange issues require an additional face-to-face meeting before the next one scheduled, then a Special Meeting may be called. Members shall make their request for a Special Meeting to the Master. If seven or more members concur with the request, the Master shall request that the Secretary notify (by mail, telephone, email or other means) all members of the purpose of Special Meeting, the date, the time, and the location. The Secretary shall give members notice of the meeting at least 10 days in advance.

Section 3. Quorum for RHG Meetings

For face-to-face meetings, seven or more members shall be required to be present for the RHG to be opened in due form and conduct the business of the Grange.

Section 4. Pomona, State and National Grange Meetings

- A. The Secretary may receive notices of Pomona and State Grange meetings. This information shall be forwarded to the membership during regular Grange meetings and by other procedures as decided by the membership.

- B. The membership shall consider requests for partial or full reimbursement of expenses incurred by members attending Pomona, State and National Grange meetings. Notice of requests shall be considered in advance of said meeting. Requests shall be made following the procedure in Article IV, Section 2.

Article VI. Officers

Section 1. RHG Officers

- A. The Officers of the RHG shall be (in order of rank): Master, Overseer, Lecturer, Steward, Assistant Steward, Lady Assistant Steward, Chaplain, Treasurer, Secretary, Gatekeeper, Ceres, Pomona, Flora, and Executive Committee Members.
- B. Each Officer of the RHG shall be a member in good standing, or shall hold an unexpired demit there from. Any fourth degree member may be elected to office. Affiliate members may also hold office provided they do not hold the same office in another Subordinate Grange.
- C. Officers shall be elected annually and installed prior to the annual meeting of the State Grange.
- D. In election of Officers, voting shall be done by ballot, and a majority of ballots cast shall decide the election.
- E. Each elected Officer shall continue in office until a successor is elected and installed.
- F. Officers of the RHG are answerable to the Master of the RHG. The Master of the RHG is answerable to the Master of the Colorado State Grange. The right to make Rulings as to RHG Laws and Usage is vested solely in the Master of the RHG. Officers of RHG are also answerable to the RHG membership.

Section 2. Duties of RHG Officers

It shall be the duty of the Officers of the RHG to ensure that the Constitution of the Order, Articles of Incorporation, Bylaws and Laws of the National Grange, and the Bylaws and Laws and Usage of the RHG are observed and obeyed, and to perform all duties pertaining to their elected office.

- A. The Master shall:
- Preside at meetings of the RHG
 - Ensure that all officers and members of the committees properly perform their respective duties
 - Report regularly to the membership the state of affairs of the RHG
- B. The Overseer shall:
- Fill the Master's position in the absence of the Master
 - Become Master, upon being duly installed by any past Master or member of the Executive Committee, if the Master's office becomes vacant, and to hold office until the next meeting of the membership
- C. The Treasurer shall:
- Work with Committee chairs, the Officers and other relevant members to establish a detailed budget estimating the expenditures in various categories for the upcoming fiscal year. The budget shall be presented to

the membership for approval at the first meeting of the fiscal year. Spending in categories may not exceed the budgeted amounts without the approval of the membership.

- Receive all funds collected by the Secretary for the RHG treasury, and provide receipts for these funds
 - Transfer and disburse funds as prescribed by the procedures in Article IV, Section 2
 - Keep a correct account of all receipts, transfers and disbursements
 - Pay drafts drawn on the treasury that have been ordered and signed according to the procedures in Article IV, Section 2
 - Report monthly to the membership of funds received into, transferred and disbursed from the RHG treasury
 - Report annually to the membership full details of funds received into, transferred and disbursed from the RHG treasury.
 - Make recommendations to the membership for investment of RHG funds in various interest bearing instruments
 - Arrange for an annual, independent audit or review of the RHG financial records and report findings of such audit to the membership
 - Report immediately any unauthorized withdrawals from the RHG Treasury or questionable expenditures to the Master, the Overseer, and the Executive Committee. Any such unauthorized or questionable transactions shall be reported to the membership at the next scheduled meeting. If appropriate, the Treasurer shall initiate investigations into such transactions and make recommendations for action by the RHG to the membership.
- D. The Secretary shall:
- Keep records of all proceedings of the RHG
 - Conduct correspondence of the RHG, including notification of regular and special meetings
 - Collect and report minutes of RHG meetings
 - Collect, organize and archive all non-financial records of the RHG
 - Report RHG activities to State Grange
 - Receive funds from the membership (such as dues) and forward with proper documentation to the Treasurer
 - Order membership supplies as needed

Section 3. RHG Executive Committee

The Executive Committee of the RHG shall consist of the Master and three or more elected members. Elected officers, as described in Section 1 of this Article, may also be elected to the Executive Committee. The Overseer, Lecturer and Treasurer if not elected members, shall ex-officio be members of the Executive Committee.

Section 4. Duties of the RHG Executive Committee

Executive Committee members, as officers of the RHG, shall be subject to the duties described in Section 2 of this Article. Additional duties are detailed as follows.

- A. Executive Committee members shall:

- a. Act for the RHG between meetings. The Executive Committee should only take action if the issue is so timely as to not be practical to wait for the next meeting of the RHG membership. The option to request a Special Meeting of the membership should be used when practical.
- b. Actions of the Executive Committee must have the approval of the Master of the RHG. Disapproval by the Master may be overridden by a two-thirds vote of the Executive Committee members. The membership may override Executive Committee actions at regular membership meetings by a majority vote of the members present.
- c. Report its actions to the membership at regular meetings or through other communication methods

Section 5. Suspension of RHG Officers

- A. In accordance with the Code of Judicial Law (12.2.0), members should attempt to resolve differences between themselves involving the RHG membership, before exercising the procedures described here.
- B. Officers of the RHG, as listed in Section 1A of this Article, may be suspended for any of the following:
 - a. Failure or refusal to perform the duties of their office
 - b. Failure or refusal to obey the Bylaws or Laws of the RHG, the Working Pomona, the Colorado State, or National Granges
 - c. Actions which cause suspension or termination of membership under Article III, Section 1J
- C. The procedure for suspension of officers is as follows:
 - a. Officers, except Master, may be suspended by the RHG Master and Executive Committee
 - b. The Master of RHG may be suspended by the Master of the Colorado State Grange
 - c. A complaint identifying the reason(s) for suspension shall be filed in accordance with the Rules and Regulations for Trials, and the suspended Master or Officer shall be tried pursuant thereto
 - d. If the Master of RHG is suspended, the office does not become vacant to be filled by election, because in such a case the Overseer, by virtue of the office, acts as Master
 - e. If a State Grange or National Grange trial court sustains the allegations for suspension, and is not reversed on appeal, then the suspended officer shall be removed from office
 - f. If the suspension is sustained, and the Master or officer is removed from office, such vacancy shall be filled as provided for in Section 6 of this Article

Section 6. Other Disciplinary Actions against RHG Officers

- A. In addition to suspension as penalty for improper actions of RHG Officers as described in Section 5 of this Article, Officers may also be assessed expulsion or fines. These may be assessed for improper actions such as, but not limited to, the following:

- a. Removing funds from the RHG Treasury without following the procedure in Article IV, Section 2
- b. Using funds from the RHG Treasury for non-Grange purposes
- c. Failure to report and give receipts of funds to the Treasurer
- d. Conspiring with other Officers or members to accomplish (a) or (b) above.
- e. Theft of RHG property
- B. The procedure for assessment of guilt and penalty in such cases is the same as Section 5B.
- C. The amount of a fine, if assessed as a penalty, may include the amount of the misappropriation plus other amounts related to recovery of the misappropriated funds, such as overdraft fees, court filing fees, serving fees, and lawyer's fees, as determined by the membership.

Section 7. Vacancies in Office

- A. Vacancies that may occur in the offices of the RHG by reason of death, resignation, termination of membership, removal from office or otherwise, may be filled by election at the next regular meeting of the RHG membership, and not later than the second regular meeting following the event of vacancy
- B. In the case of a vacancy in the office of Master of the RHG, the Overseer shall act as Master until the vacancy is filled. The acting Master in this case is not installed, and is not entitled to be called a Past Master

Section 8. Bonding

The Master, Overseer, Secretary and Treasurer of the RHG shall furnish, at the expense of the RHG, a fidelity bond or other approved surety, in an amount as the membership shall determine. The Colorado State Grange may allow the RHG to be self-insured, but the RHG shall not accept such allowance; bonding of these RHG officers is required. These can be obtained through the Grange organization.

Article VII. Sale, Encumbrance or Transfer of RHG Real Property

Section 1. Sale of RHG Real Property (Real Estate)

The RHG may not sell real property it owns, except on the following conditions:

- A. Written notice shall be sent to the Executive Committee of the Colorado State Grange advising them of the intent to sell real property. Such notice shall include a summary of the reasons for the proposed sale, an appraisal of the value, and a report of the current use and condition of the property.
- B. Resolution by the RHG membership to sell real property is inoperative unless approved by written consent of the Master and Executive Committee of the Colorado State Grange, provided other conditions of this Article are met.
- C. Written notice shall be sent to all members of the RHG at their last known address notifying them of the date of a meeting to consider a resolution for sale of real property and the contents of the proposed resolution of sale.

- D. Notification resolution shall be adopted at a regular meeting by majority vote of the members of the RHG present and voting. The resolution shall describe:
 - a. The intent to sell property owned by the RHG
 - b. The terms of the sale
 - c. The date on which a regular meeting of the RHG members will be held to vote on the resolution of sales. This date shall more than 15 days, but not more than 90 days after adoption of the notification resolution
- E. The resolution to sell the property shall be adopted by an affirmative two-thirds vote of the members of the RHG present and voting
- F. When the sale is concluded, the RHG shall account for the net proceeds of the sale, and shall remit all but \$1000 of the net proceeds to the Colorado State Grange. RHG shall assign all rights, title and interest to the net proceeds of the sale to be paid after the settlement to the Colorado State Grange. These arrangements shall be reflected in any note or other evidence of indebtedness executed by the purchaser and in any mortgage or deed of trust securing the payment of such indebtedness. Pursuant to the required assignment, note or other evidence, the purchaser shall be required to make all payments directly to the Colorado State Grange.
- G. The Colorado State Grange shall hold the net proceeds of the sale as described in Section 1F of this Article, in trust for RHG for the following purposes:
 - a. Financing the purchase of real property for use as a Grange Hall
 - b. Financing the purchase of real property on which to construct a Grange Hall
 - c. Financing construction of a Grange Hall
 - d. For use in accordance with the general purposes of the Order, as approved by the Executive Committee of the Colorado State Grange. All earned income derived from such trust shall be the property of the RHG provided however, that the Colorado State Grange may be paid at its sole discretion up to 10% of such earned income as a trustee's fee for administering the fund
- H. In the event the RHG surrenders its charter or otherwise becomes inactive, the provisions described in Article XII of the National Grange Bylaws shall become applicable.

Section 2. Encumbrance of RHG Real Property

The RHG may not encumber any real property owned by the RHG, except upon the following conditions:

- A. Written notice shall be sent to the Executive Committee of the Colorado State Grange advising of the intent to invoke the procedures outlined in this Article. Such notice shall contain summary of the reasons for the proposed encumbrance including an appraisal of the value, and a report as to the current use and condition of the real property.
- B. Any resolution adopted by the RHG for the encumbrance of real property is inoperative unless consented to by the Master and Executive Committee of the

Colorado State Grange. Such consent shall be given only if the proceeds from such encumbrance are to be used for the benefit of present and future members of the RHG as a fraternal group for Grange purposes. Such uses may include the repair, expansion or improvements of an existing Grange Hall or other Grange real property and the acquisition of fixtures, furniture, equipment or other furnishings for such Grange real property or for use in accordance with the general purposes of the Order.

- C. If the Master and Executive Committee of the Colorado State Grange consent to the encumbrance, then procedures for notice, resolution meeting and vote contained in Sections 1C, 1D and 1E of this Article shall be applicable except that such procedures shall be applicable to an encumbrance rather than sale of real property.

Section 3. Transfer of RHG Real Property

The RHG may not transfer title to any real property owned by the RHG, other than by sale provided for in Section 1 of this Article, or in the case of consolidation of RHG with another subordinate Grange, except upon the following conditions:

- A. Written notice shall be sent to the Master and Executive Committee of the Colorado State Grange advising of the intent to invoke the procedure outlined in this Article to transfer real property. Such notice shall contain a summary of the reasons for the proposed transfer, an appraisal of the value, and a report as to the current use and condition of the said real estate.
- B. Any resolution adopted by the RHG for transfer of real property is invalid unless approved by written consent of the Master and Executive Committee of the Colorado State Grange. Such consent shall be granted only if the transfer is in furtherance of the general purposes of the Order. Such purposes could include, but not be limited to, the exchange of real property for other real property more suitable for the location of a Grange Hall or other Grange activities.
- C. If the Master and Executive Committee of the Colorado State Grange consent to the transfer, the procedures for notice, resolution, meeting and vote contained in Section 1C, 1D, and 1E of this Article shall be applicable, except that such procedures shall be applicable to transfer of real property rather than sale of real property.

Article VIII. Committees

Section 1. Committee Purposes

- A. Special Committees are appointed for a particular purpose, and are considered discharged when that purpose is served.
- B. Standing Committees are appointed for the general good of the Order, and may continue in existence until the next regular installation of officers.

Section 2. Committee Membership

The Master of the RHG with the advice of the Overseer, shall appoint all such special and standing committees. The member first named on a committee shall be considered its chairman, who shall convene the committee and report the results of its

deliberations. During the absence of the Chairman, the next named member shall perform the duties of the Chairman.

Section 3. Committee Quorum

A quorum for special and standing committees at any meeting is a majority of all its members.

Section 4. Committee Restrictions

RHG committees shall exercise only the powers conferred on them by the Master. If income is derived in the exercise of these powers, it is the property of the RHG, unless the Grange provides otherwise. RHG has the right either to authorize expenditure of these funds by the committee in individual cases or grant such authority on a continuing basis, but any expenditure so made shall be reported at the next meeting of the RHG. The RHG has the right to revoke the authority so granted at any time.

Section 5. Committee Financial Requirements

All committees shall submit a budget detailing the estimated expenditure of RHG funds and their purposes for the coming year. Such budgets are due on the first meeting after the beginning of the fiscal year, or the first meeting after the formation of the committee, whichever is first. As needed, committees shall provide a report to the membership of their spending to date and estimated spending for the rest of the fiscal year. Spending shall not exceed the budgeted amount except by approval of the membership.

Article IX. Fiscal Year

The fiscal year of the RHG shall be September 1 through August 31.

Article X. Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern RHG in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the organization may adopt. RHG is also subject to the provisions of the bylaws of the Colorado State Grange and the Bylaws, Constitution of the Order, and the Articles of Incorporation of the National Grange, the Code of the Subordinate Grange, the Code of Judicial Law, and the Code of Parliamentary Law.

Article XI. Amendments

Section 1. Amendments

These bylaws may be amended by a two-thirds vote of the members present and voting at any regular or special meeting of the membership, provided that written notice of the proposed amendment shall have been given to the membership at least 30 days prior to the meeting. The notice shall include the complete text of the proposed amendment. Minor changes to such amendments may be made at the meeting which they are being considered, but major changes require another notification of the membership.

Section 2. Effective Date of Amendments

Amendments to these bylaws shall take effect at the adjournment of the meeting at which they are adopted unless otherwise provided.

Article XII. Effective Date of these Bylaws

These bylaws become effective when they are adopted or amended, and supersede any other bylaws that may have been adopted by the RHG in the past.