

BYLAWS OF OASIS SHRINERS, A.A.O.N.M.S.

Founded October 10, 1895

PREAMBLE:

THIS CENTER SHALL BE GOVERNED BY THE ARTICLES OF INCORPORATION, BYLAWS, CODE FOR THE GOVERNMENT OF CENTERS AND CHAPTERS, STATUTES AND EDICTS OF THE IMPERIAL COUNCIL OF THE ANCIENT ARABIC ORDER OF THE NOBLES OF THE MYSTIC SHRINE FOR NORTH AMERICA, AND BY THE FOLLOWING BYLAWS:

ARTICLE I

Name

This Center shall be known as or designated as Oasis Shriners, Ancient Arabic Order of the Nobles of the Mystic Shrine for North America, situated in the City of Charlotte, North Carolina, as provided by the Charter granted by the Imperial Council, Ancient Arabic Order of the Nobles of the Mystic Shrine for North America, dated September 2, 1895, as amended; and also provided by the Act of Incorporation which was enacted on the 20th Day of February, 1901, by the General Assembly of North Carolina, and which said Act is recorded in Chapter 108 at page 299 of the Private Laws of North Carolina of 1901.

ARTICLE II

Sessions

Section 1. *Stated Session:*

- (a) This Center shall hold a Stated Session at least once in each calendar quarter. Stated Sessions can be held within the exclusive jurisdiction of Oasis Shriners, but no more than two Sessions can be held outside the County of Mecklenburg.
- (b) The first Stated Session of each calendar year must be held in January in the County of Mecklenburg, which shall be the Annual Session at which time officers, Imperial Representatives and members of the Board of Trustees shall be installed.

Section 2. *Ceremonials:*

Ceremonial Sessions may be called by the Potentate at any time and place within the jurisdiction of Oasis Shriners. The Center may open, elect candidates and initiate candidates, but no other business may be transacted at the Ceremonial Session unless it is held at the location of Oasis Shriners.

Section 3. *Special Sessions:*

Special Sessions may be called by the Potentate at any time, but notice must be given each member stating the business to be considered, and no other business than that specified in the Call may be transacted. Upon written request, signed by

not less than 50 members in good standing, the Potentate shall call a Special Session.

Section 4. *Sunday Sessions:*

Oasis Shriners, or its affiliates, shall not hold business meetings or installation services of a Ceremonial Session on Sunday.

Section 5. *Notice:*

Written notice of meetings shall be given, stating the time and place of said meeting, at least one week prior to all meetings and Ceremonial Sessions.

Section 6. *Quorum:*

A quorum consists of seven (7) members of Oasis Shriners entitled to vote, one of whom must be the Potentate, the Chief Rabban, the Assistant Rabban or a Past Potentate of Oasis Shriners.

Section 7. *Presiding Officers:*

- (a) The Potentate shall open and preside at all meetings and Sessions of Oasis Shriners.
- (b) The Chief Rabban shall preside in the absence of the Potentate.
- (c) In the absence of both the Potentate and the Chief Rabban, the Assistant Rabban shall preside.
- (d) In the absence of all three (3) of these officers, a Past Potentate of Oasis Shriners shall preside.
- (e) The presiding officer, at his pleasure, at any meeting or Session of Oasis Shriners, may request any Past Potentate of Oasis Shriners to preside.

ARTICLE III

Officers

Section 1. *Officers:*

(a) The officers of Oasis Shriners are:

1. Potentate (Shayk); 2. Chief Rabban (Emeer); 3. Assistant Rabban (Sahib); 4. High Priest & Prophet (Imam); 5. Oriental Guide (Ayn); 6. Treasurer (Chayzin); 7. Recorder (Katib); 8. First Ceremonial Master (Wakil); 9. Second Ceremonial Master (Alam); 10. Director (Malah); 11. Marshal (Amal); 12. Captain of the Guard (Rays); 13. Outer Guard (Hafiz).

(b) No person may hold more than one of the above offices at the same time.

(c) **Board of Directors:**

The Board of Directors shall consist of the seven (7) elective Divan officers.

Section 2. *Elections:*

- (a) The first seven (7) officers shall be elected annually, in the order in which they appear in Article III, Section 1, by ballot, and constitute the Official Divan of Oasis Shriners. Candidates for elective office in Oasis Shriners must be members in good standing of Oasis Shriners.
- (b) A Noble may not succeed himself as Potentate of Oasis Shriners, except when the individual has been elected in accordance with Section 325.13 of the Imperial Bylaws, and then only for one additional full term.
- (c) A Noble may not serve as Potentate of Oasis Shriners unless he shall first serve at least one term as either Chief Rabban or Assistant Rabban.

Section 3. *Appointments:*

The other officers named in Article III, Section 1, shall be appointed by the Potentate.

- (a) The Director is appointed annually by the Potentate, but shall not serve more than three (3) years consecutively.

Section 4. *When Elected:*

Oasis Shriners shall elect its officers and representatives at the December Business Meeting, and they shall be installed at the Annual Meeting in January.

Section 5. *Ballot:*

- (a) Election of officers shall be by separate written ballot and by majority vote of those present and voting. A blanket ballot is prohibited.

- (b) The ballots cast in any contested election for Shriners office shall be retained in custody of the Recorder for a period of 90 days following the election, after which they may be destroyed – unless the Imperial Potentate otherwise orders.

Section 6. *Time of Election:*

Nominations must commence no later than 9:00 p.m. and when that hour arrives, all other business must cease and none may be transacted until the election is concluded.

Section 7. *Nominations:*

Candidates for office and representatives must be placed in nomination from the floor. Nominating committees are prohibited.

Section 8. *Representatives:*

- (a) Imperial Representatives of Oasis Shriners are to be balloted on by a single written ballot.
- (b) A majority of Nobles present and balloting is necessary to elect each of four (4) Representatives.

Section 9. *Election Regulations:*

The printing, publication, circulation or distribution of resolutions, letters, telegrams, cards or other devices by a Noble, suggesting, recommending, opposing or containing the names of proposed candidates for office in Oasis Shriners is prohibited.

Section 10. *Vacancies:*

An office becomes vacant in the event an officer or Representative dies, resigns, moves and resides permanently outside the jurisdiction of the Imperial Council, is suspended, expelled or adjudged mentally incompetent, is physically incompetent, is convicted of a felony or any criminal offense involving moral turpitude.

Section 11. *Filling Vacancies:*

- (a) If a vacancy occurs before July 1, a special election to fill it shall be held within sixty (60) days after it occurs.
- (b) Any vacancy that may occur by the promotion of any officer at any special election may also be filled at that election.
- (c) If a vacancy of an appointive officer occurs, it shall be filled by the Potentate.
- (d) A Noble cannot be compelled to accept an election or appointment to office.

Section 12. *Filling Vacancies in Particular Offices:*

- (a) If the vacancy is in the office of an elected Representative, and time is not sufficient to call a special election, the Potentate shall appoint a Representative.

- (b) If the vacancy is in the office of Recorder or Treasurer and results from the same causes stated in Section 10, the Potentate shall appoint a member to fill the vacancy until a successor has been elected and installed.

Section 13. *Obligation for all Officers:*

The officers of Oasis Shriners must take the obligation as required by Imperial Bylaws 326.1 and 326.2.

Section 14. *Installation:*

- (a) The officers of Oasis Shriners shall be installed at the Annual Meeting in January following their election in December.
- (b) They shall assume the duties of their respective office upon installation.

ARTICLE IV

Duties of Shrine Officers

Section 1. *Potentate:*

- (a) The Potentate is responsible to the Imperial Council for the government of Oasis Shriners.
- (b) It is his duty to require that Oasis Shriners, its officers and members at all times observe Shrine Law and the Bylaws of Oasis Shriners.
- (c) He shall appoint the Oasis Officers and Committees to be appointed and shall be an ex-officio member of each committee.
- (d) He shall require that accurate records are kept and just accounts rendered.
- (e) He shall require that regular returns are made to the Imperial Council and that candidate fees, annual per capita taxes, hospital levies and assessments are promptly paid.
- (f) He shall require that four (4) Stated Meetings are held annually as provided in Article II, Section 1.
- (g) The Potentate will abide by the general orders of the Imperial Potentate.
- (h) The Potentate may countersign checks with the Treasurer and/or Recorder.

Section 2. *Chief Rabban:*

- (a) In addition to his other duties, the Chief Rabban in conjunction with the Board of Directors must prepare and complete the annual budget of Oasis Shriners for the ensuing year in time for submission at the December Stated Meeting, at which time the budget is approved.
- (b) The Chief Rabban shall be responsible for presenting the proposed budget to the membership for approval.
- (c) If the office of Potentate becomes vacant for any reason, the Chief Rabban shall act as Potentate until a special election is held and the office thereby filled.
- (d) The Chief Rabban shall abide by the general orders of the Imperial Potentate.

Section 3. *Recorder:*

It is the duty of the Recorder to:

- (a) Keep accurate minutes of the proceedings of Oasis.
- (b) Issue notice to the members of each meeting.
- (c) Keep a just and true account with each member of Oasis.
- (d) Present his books and papers to the auditor whenever required.
- (e) Keep a register of the members of Oasis Shriners showing the name, age, occupation, date of creation and address of each member, and any withdrawal, death, suspension or expulsion, as the case may be.
- (f) Furnish his facsimile signature to the Imperial Recorder.
- (g) At the Annual Meeting, render a complete report of the finances, investments, membership and other matters of interest in which his office is concerned.
- (h) Before January 15th each year, transmit to the Imperial Recorder in the form prescribed, the annual returns for Oasis Shriners.

- (i) Arrange to remit to the Imperial Treasurer the annual per capita tax as required by Imperial Bylaws.
- (j) Arrange to remit the initiation fee for every candidate immediately after their initiation, as required by Imperial Council.
- (k) Issue official Shrine cards to members entitled to the same.
- (l) Affix the official seal of Oasis Shriners to and attest official documents.
- (m) Report and remit as required by Subsection 332.3 (b), (d), (g) and (i), 332.4 (b) and (c) of the Imperial Bylaws.
- (n) Receive all funds accruing to Oasis Shriners and promptly deposit them to credit of Oasis Shriners in approved depositories.
- (o) Keep the books of account and records of Oasis.
- (p) Carefully preserve and file his memoranda or payment of obligation of Oasis.
- (q) Draw checks, vouchers or orders for the payment of obligations of Oasis, any sums due the Imperial Council or other authorized disbursements.
- (r) May countersign checks with the Treasurer and/or the Potentate.
- (s) Report the amount of all funds received and disbursements thereof as often as Oasis or the Potentate may require.

Section 4. Treasurer:

The duties of the Treasurer are:

- (a) Act as the chief financial officer of the temple, under the general supervision of the Potentate.
- (b) Act as custodian of all funds.
- (c) May countersign checks with the Recorder and/or the Potentate.
- (d) Examine as often as necessary the financial records and books of the account of Oasis Shriners.
- (e) When requested at any meeting of Oasis, give a financial report of the income and expenditures of Oasis since the last report.
- (f) Prepare from books and records of Oasis and submit at its annual meetings the following information:
 1. An annual statement of financial condition;
 2. An annual operating statement; and
 3. Any other supplementary report or statement necessary to disclose the true financial condition, the nature and current value of the assets, the operating results, the income and sources thereof, of Oasis and any affiliated or appendant corporation or fund.
- (g) Present his books and papers to the auditor whenever required.
- (h) Submit to the members of Oasis Shriners at each annual meeting a complete report of the receipts and disbursements for the preceding financial year.
- (i) Keep the budget control records.

Section 5. Board of Directors:

The Board of Directors consists of the Oasis elective Divan officers.

- (a) Quorum: Three directors constitutes a quorum of the board.
- (b) Meetings: The Board of Directors shall meet on the call of the Potentate, who shall be its chairman. He must call the meeting when requested by three

directors. Meetings may be conducted in person or by telephone or other means of communication by which all parties may be connected and all comments and conclusions, as well as the vote on any resolution, may be heard and/or observed by all members present.

- (c) Notice: The Recorder shall give not less than three days' written notice to each director of the time and place of the meeting. Notice may be waived in writing prior to or subsequent to such meetings.
- (d) Budgets: The Board of Directors shall, in conjunction with the Chief Rabban:
 - 1. Prepare and complete the proposed Oasis Shriners budgets for the ensuing year;
 - 2. Report or cause to be reported to the appropriate Stated Meeting of Oasis any proposals for amendments to or departures from the budget and the reasons therefor;
 - 3. Cause copies of the complete budget for the succeeding year to be made available upon request to each member at least seven (7) days prior to the December meeting at which it is to be submitted to the members present for approval. The proposed budget shall be in detail and in accordance with the Uniform Chart of Accounts proscribed by the Imperial Council, together with the amount budgeted for the preceding year.
- (e) Unauthorized Acts: Except as specifically provided by the Bylaws of the Imperial Council, or Oasis Shriners, or resolution to the Board of Directors ratified by Oasis, no unit, shrine club, person or group of persons has the authority, expressed or implied, to act as the agent of, to act on behalf of, or by its act or omission to obligate or bind Oasis Shriners.

Section 6. *Delivery of Oasis Records:*

- (a) Each officer shall deliver all books, papers and other property of Oasis Shriners in his hands to his successor in office, or to such person and at such time as Oasis may direct.

ARTICLE V

Board of Trustees

Section 1. Trustees:

- (a) Oasis Shriners shall elect a Board of Trustees consisting of eleven (11) members. The Illustrious Potentate, Chief Rabban, Assistant Rabban and Treasurer shall be ex-officio members of said board and seven (7) members thereof, who shall come one (1) each from the seven Districts of Oasis. The Districts shall be made up by counties as follows:

DISTRICT 1: Cherokee, Clay, Macon, Graham, Swain, Haywood, Transylvania, Madison, Buncombe and Henderson.

DISTRICT 2: Yancey, Mitchell, McDowell, Burke, Caldwell and Watauga.

DISTRICT 3: Ashe, Alleghany, Wilkes, Alexander, Iredell and Catawba.

DISTRICT 4: Rutherford, Cleveland, Lincoln and Gaston.

DISTRICT 5: Cabarrus, Union, Mecklenburg and Stanly.

DISTRICT 6: Surry, Stokes, Rockingham, Guilford, Forsyth, Yadkin, Davie, Davidson, Randolph and Rowan.

DISTRICT 7: Anson, Richmond, Hoke, Robeson, Scotland, Moore and Montgomery.

The Trustees shall be elected to serve a term of four (4) years, and no Trustee shall be elected to succeed himself.

- (b) Duties.

The Trustees

1. Shall select a Certified Public Accountant to annually audit the books, papers, vouchers, checks and accounts of Oasis kept by the Recorder and Treasurer.
2. Shall investigate, pass upon and make their recommendations with reference to all appeals for charity or financial aid.
3. Shall review the annual budget for the ensuing year as prepared by the Board of Directors, in conjunction with the Chief Rabban, prior to it being submitted for approval of the membership at the December Stated Meeting.
4. When requested, shall make periodic reports at Oasis meetings of deviations from the approved budget as amended.
5. Shall review the recommendations of the Insurance Committee for adequate and proper fire, casualty, comprehensive public liability, officers and directors liability, workmen's compensation and motor vehicle insurance coverage for Oasis property and its members.

6. Shall quarterly review investments of Oasis monies.
7. Shall be subject to review by the membership at a Stated Session for its actions.
8. Shall assure that the building is maintained, anticipate building and grounds needs, administrate the building fund and approve all capital expenditures.
9. Shall serve as a personnel grievance committee.
10. Shall advise the Potentate and Board of Directors on building and grounds matters and approve same; and maintain and approve expenditures from the restricted fund for improvements.
11. Shall in addition to the duties herein described, perform such other duties as may be assigned them by the Potentate.

(c) Meetings:

1. The Board of Trustees shall meet at least one (1) time each calendar quarter on call of the Potentate. Special meetings may be called by the Potentate or by a majority of the members of the Board when deemed proper and necessary.
2. The Potentate shall serve as Chairman of the Board of Trustees and the Chief Rabban as Vice Chairman.
3. A member of the Board of Trustees shall attend at least seventy-five percent (75%) of said board's meetings, unless excused by the Potentate. Failure to do so shall subject him to removal from office. In the event a Trustee is removed from office, the Potentate shall appoint his replacement to serve until the next annual election, at which time the office shall be filled.
4. The Recorder shall serve as Secretary to the Board of Trustees and shall record the minutes of all meetings. Copies of said minutes shall be furnished no later than seven (7) days after a meeting of the Board.

Section 2. *Ballot:*

Election of the Trustees shall be by separate written ballot and by a majority of those present and voting. A blanket ballot is prohibited.

ARTICLE VI

Property

Section 1. *Title to Property:*

The title to all the real and personal property of Oasis Shriners shall be vested in the corporate name of Oasis Shriners, a corporation which was duly incorporated by an Act of the General Assembly of North Carolina on February 20, 1901.

Section 2. *Conveyance of Property:*

- (a) All deeds, bills of sale, deeds of trust, chattel mortgages and other instruments of conveyance of any of the property owned by Oasis Shriners and executed in the corporate name of Oasis Shriners shall be signed in the name of said corporation by the Potentate and shall be attested by the Recorder, and shall have the corporate seal of Oasis Shriners impressed on such instrument of conveyance.
- (b) No real property of Oasis Shriners may be conveyed and no instruments of conveyance may be executed by Oasis Shriners in its corporate name without first being approved by two-thirds (2/3) of the Board of Trustees, after which first it shall be presented to the membership at a Special Session of Oasis called by the Potentate for the purpose of considering and passing upon the question as to whether said property may be conveyed by Oasis Shriners. Passage of the question shall require two-thirds (2/3) of the members present voting in the affirmative by written ballot.

ARTICLE VII

Membership

Section 1. Prerequisite for Membership:

- (a) Petition may not be accepted from a candidate unless he is in good standing as a Master Mason of a Blue Lodge recognized by and in amity with the Conference of Grand Masters of North America.
- (b) Single Prerequisite: Oasis may not add or take from the qualifications for membership as fixed by Imperial Bylaws.

Section 2. Petition:

Each petition for membership shall bear the written recommendation of two members of Oasis Shriners in good standing. By affixing their signatures, they are certifying that the petitioner is a member in good standing in his Blue Lodge.

Section 3. Residence:

- (a) A petitioner must be an actual resident of at least six (6) months in Oasis Shriners' jurisdiction.
- (b) Any member of the Armed forces or Diplomatic Service of the United States, Canada, Mexico or Panama may petition Oasis Shriners if he is stationed within the jurisdiction of Oasis without reference to his actual place of residence, and thereupon, after election as provided in Section 4, may be elected and become a member of Oasis Shriners.

Section 4. Balloting:

- (a) Subsequent to a report on a candidate's petition, the ballot is passed, and if less than three (3) black balls appear, he is elected.
- (b) If the ballot reveals four (4) or more black balls, the candidate is rejected. If the ballot reveals three (3) black balls, another ballot is passed immediately. If three (3) black balls appear a second time, the candidate is rejected.
- (c) A written objection, signed by at least three (3) members of Oasis Shriners in good standing, presented to the Potentate or Recorder prior to the time of balloting is commenced, has the same effect as an adverse ballot.
- (d) After the balloting is completed and the candidates are declared elected and notified, no objection made thereafter with respect to the candidates may be considered, unless ordered by vote of Oasis.
- (e) A rejected candidate may not apply again for thirteen (13) weeks.

Section 5. Retention of Membership:

- (a) In order to retain membership in Oasis Shriners, a Noble must maintain the requirements of Section 1.
- (b) If a Noble loses his membership in the prerequisite body for any cause, except as provided by Imperial Bylaws, he loses his membership in Oasis Shriners

until restored to good standing by the prerequisite body, whereupon he is restored to good standing without vote of Oasis Shriners. He may not be charged with dues to Oasis while deprived of membership.

- (c) Suspension from Oasis is subject to the provisions of Sub-Section 323.11 (b) (1), (2) and (3) of Imperial Bylaws.

Section 6. *Suspension or Termination of Membership:*

- (a) Rights of membership in Oasis Shriners are suspended by:

1. Voluntary demission upon payment of all indebtedness, assessments and voluntary obligations to Oasis Shriners, or
2. Suspension for non-payment of dues, or
3. Suspension for other cause.

- (b) Membership is terminated by:

1. Voluntary resignation upon payment of all indebtedness, assessments and voluntary obligations to Oasis Shriners, or
2. Suspension for non-payment of dues, or
3. Suspension for other cause.

- (c) Upon request, a demit will be issued to a member of Oasis if:

1. He is in good standing;
2. Free of charges;
3. Free from indebtedness, assessments and voluntary obligations to Oasis Shriners.

Section 7. *Life Membership:*

- (a) A Noble may be granted Honorary Life Membership for meritorious service to Oasis and to the Shriners Hospitals for Children on recommendation by the Potentate and by two-thirds (2/3) majority vote of the Nobles at a Stated Meeting.
- (b) A Noble, at least 65 years of age, may be granted a Life Membership in Oasis Shriners after having paid dues for 35 consecutive years, on recommendation of the Potentate and two-thirds (2/3) majority vote of the membership at a Stated Meeting.
- (c) Life Members shall pay the Imperial Per Capita Tax and the Hospital Assessment.
- (d) Life Membership may be obtained by “dues prepayment” upon receipt of not less than 20 times the Oasis dues. All money received from prepaid Life Memberships shall be placed in a trustee and only the income from such fund shall be withdrawn; but upon the death of any prepaid Life Member, an account equal to the sum paid by him may be transferred from the trust fund to the General Fund of Oasis.

Section 8. *Honorary Membership:*

Honorary Membership may be conferred by Oasis upon any member of the Order in good standing as a compliment, by a majority vote, but this membership confers no rights or privileges. The issuing of yearly membership cards to honorary members is prohibited.

Section 9. *Emeritus Status:*

Upon recommendation by the Potentate, Emeritus Status may be bestowed upon a member of Oasis by two thirds (2/3) majority vote of those members at a Stated Session. A member shall have served at least fifteen (15) years in the office which is being considered for Emeritus membership before recommendation is made. Upon adoption, the Emeritus member shall receive all the rights and privileges of the officers of Oasis.

Section 10. *Remit:*

A member of Oasis Shriners may have his dues remitted if just cause is shown as to why they should be. If a member's dues are remitted, Oasis shall pay for the member his per capita tax to the Imperial Council.

ARTICLE VIII

Dues and Fees

Section 1. *Initiation Fee:*

- (a) The initiation fee for membership in Oasis Shriners shall be one hundred twenty-five dollars (\$125.00). Two thirds (2/3) membership present and voting may set a special initiation fee of not less than fifty dollars (\$50).
 - 1. The prevailing cost of his fez, lapel pin and Hospital Assessment shall be added to the initiation fee and shall be collected prior to a candidate's initiation.
- (b) There shall be no fee for affiliation with Oasis Shriners.
- (c) A member associating with Oasis Shriners shall pay the current year's dues, but shall not pay a Hospital Assessment.

Section 2. *Dues:*

- (a) The annual dues of Oasis Shriners shall be forty-seven dollars (\$47.00) plus the per capita tax and Hospital Assessment, payable in advance.
- (b) A member shall be suspended for non-payment if his dues have not been paid by December 31 of the current year.
- (c) Life Per Capita Member: A Noble may pay to Oasis Shriners a sum equal to thirty (30) times the current Per Capita Tax and, thereafter, he is exempt from the annual Per Capita Tax.

ARTICLE IX

Discipline

Section 1. *Jurisdiction:*

A Noble is subject to discipline by Oasis Shriners, or by a Shrine Center within whose jurisdiction he resides, for conduct unbecoming a Noble of the Mystic Shrine.

Section 2. *Procedure:*

Any Noble complaining against another Noble of conduct unbecoming a Noble must state the nature and character thereof in writing, sign the complaint and deliver it to the Potentate of Oasis. The Potentate and Oasis Officers, upon receipt, shall adhere strictly to Article 30, Sub-Section 330.2, of the Imperial Bylaws thereafter.

ARTICLE X

Miscellaneous

Section 1. *Fiscal Year:*

The fiscal year of Oasis Shriners shall terminate on the 31st of December each year.

Section 2. *Admittance:*

No officers or member of this or any other Shrine chapter shall be admitted to any Session or Ceremonial of Oasis Shriners except on presenting a Membership Card for the current calendar year, signed by the Recorder of his own Shrine chapter and bearing the seal thereof showing such Noble is in good standing.

Section 3. *Questions:*

All questions before Oasis Shriners except those as provided for by these Bylaws, the Imperial Bylaws or amendments to those Bylaws, shall be determined by a majority vote of the members of Oasis Shriners who are present.

Section 4. *Employees:*

The Executive Director will hire and supervise employees, temporary personnel and enter into service contracts for Oasis with the consent of the Official Divan.

ARTICLE XI

Government of Oasis Shriners

These Bylaws, when duly adopted by Oasis Shriners and when duly approved by the Imperial Council shall, together with the Imperial Bylaws, constitute and be the only laws and regulations for the government of Oasis Shriners. Any Bylaws, rules, regulations, recommendations and orders heretofore made by Potentates of Oasis are hereby rescinded and declared to be null and void.

No Order or Recommendation made by any Potentate of Oasis Shriners shall be binding upon subsequent Potentates of Oasis Shriners.

ARTICLE XII

Adoption and Amendments

Section 1. *Adoption:*

These Bylaws, as approved by two-thirds (2/3) of the members of Oasis Shriners and by the Imperial Council, shall be effective on the day of such approval.

Section 2. *Amendments:*

The Bylaws shall not be altered or amended except upon the submittal of such proposed amendments in writing at a regular session of Oasis Shriners. The proposed amendments shall be entered upon the minutes of that session. At the next regular session or a special session called for that purpose, the proposed amendment as sent to all members shall be taken up for action and shall be adopted only upon two-thirds (2/3) affirmative vote of the members of Oasis Shriners who are present.