GRAND LODGE OF

NEW ZEALAND

**BY-LAWS FOR**

 **LODGE**

**Under the Book of Constitution 2022**

(Heading, Name and Number of Lodge)

**BY-LAWS**

# NAME AND NUMBER

1. The name of the Lodge is and its number is on the Roll of Grand Lodge. The members of the Lodge acknowledge the supremacy of Grand Lodge and pledge themselves to obey the Constitution and Laws of Grand Lodge contained in the Book of Constitution.

# MEETINGS

1. The Lodge will meet at \_ (address).
2. The regular meetings will be held on the days of every month (except the month of ).
3. The day and place of a particular regular meeting may be altered by dispensation as provided by the Book of Constitution.
4. Meetings will commence at 7.30 p.m. or at such other hour as the Master may direct.
5. A summons to a regular meeting will be sent to every member at least seven days before the date thereof stating the time, date and place of the meeting and the business to be transacted.

# EMERGENCY MEETINGS

1. Emergency meetings may be called as provided for in the Book of Constitution.

Should such a meeting be called at the request of, or for the convenience of any candidate, Brother or Brethren, he or they will, if required so to do by resolution of the Lodge, pay the expenses of such meeting.

# CONDUCT OF MEETINGS

1. At the regular meetings the order of business will be as follows:
	1. Reading and confirmation of Minutes
	2. Declaration of Treasurer's balances
	3. Reading and consideration of letters and communications
	4. Passing of accounts for payment
	5. Almoner's Report
	6. Taking of ballots
	7. Resolutions of which notices have been given
	8. Committee reports (if any)
	9. General Business
	10. Initiations, passing’s and raisings, lectures and other Masonic business of a like nature
	11. Propositions for membership
	12. Reception of notices of motion

## Note: The Master may vary the order of business.

1. Any resolution moved upon notice may be passed in an amended form as long as the amendment fairly arises on the resolution specified in the notice, and a resolution consequential upon a resolution of which due notice has been given may be moved and passed without previous notice.
2. Any resolution may in the absence of the proposer be moved by any other member.
3. In matters not expressly provided for by these by-laws the rules of order and debate commonly observed amongst Freemasons will be adhered to.

# NOMINATION AND ELECTION OF MASTER AND OFFICERS

1. a. The officers of the Lodge will consist of:
* The Master
* Senior Warden
* Junior Warden
* Treasurer
* Secretary
* Almoner
* Senior Deacon
* Junior Deacon
* Inner Guard
* Tyler
1. Besides the regular offices specified in the Book of Constitution, the following offices may be filled:
	* Deputy Master (who must be an Installed Master)
	* Chaplain
	* Director of Ceremonies
	* Assistant Secretary
	* Assistant Almoner
	* Assistant Director of Ceremonies
	* Standard Bearer
	* Assistant Almoner
	* Organist
	* Senior Steward
	* Junior Steward
	* Assistant Steward
2. No brother will hold more than one office at the same time: Provided always:
3. The Lodge may, subject to conditions set out in the Book of Constitution, elect a brother to the joint office of Secretary/Treasurer.
4. Any brother holding any other office may also hold the office of Almoner.
5. The nomination of the Master will be conducted as provided by the Book of Constitution.
6. The election of the Master will be held at the regular meeting in the month of

 and the Master will be installed, and the other officers invested, at the regular meeting in the month of .

1. All the other officers will be elected by the Lodge at the same meeting as that at which the Master is elected and candidates for office will be nominated at the next prior regular meeting. Their names will appear in the summons calling the meeting at which the election is to take place. If only one candidate is nominated for any office, he will be declared to be elected. If more than one candidate is so nominated a ballot will be taken and the candidate with the greater or greatest number of votes will be declared to be elected.

(Alternative:

1. Candidates for the offices of Treasurer and Tyler will be elected at the same meeting as that at which the Master is elected after being nominated at the next prior regular meeting and their names will appear in the summons calling the meeting at which the election is to take place. If only one candidate is nominated for either office (etc., as in previous alternative). The other offices will be appointed by the Master on the day of investiture. Casual vacancies will be filled as provided by the Book of Constitution.

(Optional:

1. The Master will cause a meeting of the members of the rank of Installed Master to be held annually in the month of to consider and recommend candidates for elective office.

# DUTIES OF OFFICERS

1. The Treasurer will prepare and keep an inventory of all property of the Lodge and keep and make proper entries in such books of accounts, vouchers, and other records as may be required for the preparation of the annual accounts required by these By-laws and the Reviewing or Auditing of the same and for compliance with the Book of Constitution.
2. The Secretary, in addition to the general duties of his office under direction of the Master, will:
	1. Prepare and issue summonses.
	2. Keep minutes of all meetings of the Lodge, the Standing Committee, or any other Committee of which he is a member or of which he is not a member but which the Master calls on him to attend for those purposes.
	3. Receive inward correspondence and submit it to the Lodge.
	4. Conduct outward correspondence and submit it to the Lodge.
	5. Make to the Grand Secretary all returns and reports required by the Book of Constitution or prescribed from time to time by the Board of General Purposes.

# FEES, DUES AND LEVIES

## Fees

* 1. The Lodge may at a regular meeting, after a notice of motion to that effect has been given at the previous meeting and inserted in the summons convening the meeting, resolve that there will be a fee payable by an initiate or joining member and from time to time set the respective amounts payable.
	2. The joining fee will not apply to any Brother joining from a Lodge which has ceased to exist.
	3. Initiates and joining members will in their first year of membership pay a pro- rata level of annual dues calculated from the first day of the month immediately following their date of initiation or joining.

## Dues

* 1. For the purposes of establishing dues, membership is divided into the following categories: (Other categories optional e.g., Venerable member)
		1. Ordinary Member.
		2. Country Member - as defined by the Lodge
		3. Senior Members - as defined by the Lodge
		4. Long Service Members - as defined by the Lodge
	2. The level of annual dues for each category of member will be determined by resolution at the regular meeting in (month) of each year after a notice of motion to that effect has been given at a previous meeting and inserted in the summons convening the said meeting. Notwithstanding the provisions of this clause the level of annual dues may be amended in the prescribed manner at any regular meeting if circumstances so dictate.
	3. Annual dues will be exclusive of any fees or levies which may from time to time be set by Grand Lodge and/or the Divisional Grand Master on behalf of the Masonic division and any such fees or levies are to be separately charged to the Brother on whose behalf the fees or levies are paid or payable by the Lodge.
	4. Annual dues and levies set by Grand Lodge together with Annual dues may be billed on the same invoice

(Optional

d. Members will pay annually to the Lodge a sum as determined at the (month) meeting to the Lodge Benevolent Fund.

## Levies

In addition to the annual dues the Lodge may from time to time impose an occasional levy on each member. A levy will be imposed by resolution after notice in that behalf

has been given and, unless the Lodge otherwise resolves, such levy will become payable on the day of the next regular meeting following the meeting at which it was enacted.

## Exemptions

The following members will be exempt from payment of annual dues and levies:

* 1. An Honorary Member.
	2. A Member in whose favour the Lodge exercises the powers conferred by the Book of Constitution.
	3. A Member holding office for the time being as Secretary or Treasurer.

(Optional

Provided however such Members will remain liable to reimburse the Lodge for fees or levies payable to the Grand Lodge or Divisional Grand Master.

## Arrears of Dues

Any member whose dues will be in arrears for:

* 1. Six months will not be eligible to be nominated, appointed or elected to any office or position in the Lodge and if holding office such office will become vacant.
	2. Six months with any part of his dues may be suspended or struck off providing that the Brother has been given at least 3 months' notice in writing in the prescribed form to appear at a regular meeting to show cause why he should not be suspended or struck off and failing such appearance or explanation the Lodge resolves by not less than a two-thirds majority of the Members present and voting, that he be suspended or struck off and providing that all other procedures prescribed by the Book of Constitution are adhered to; or alternatively
	3. Six months with any part of his dues the Lodge may resolve by not less than a two-thirds majority of the Members present and voting, that the Brother be given at least 3 months' notice in writing in the prescribed form to pay his dues and failing such payment within 3 months he will automatically cease to be a Member of the Lodge and providing that all other procedures prescribed by the Book of Constitution are adhered to.
	4. Final notice to the Brother may be sent to their last known physical address or email address.
	5. Any member who has an instalment plan for the payment of Lodge dues still not be in arrears of dues provided that instalment plan is complied with by the member.

**FEES AND DUES SCHEDULE**

## Fees

|  |  |  |  |
| --- | --- | --- | --- |
| **INITIATION** | **Amount** | **Date Enacted** | **Effective Date** |
| $ |  |  |
| $ |  |  |
| $ |  |  |
| $ |  |  |
| $ |  |  |
| **JOINING** | **Amount** | **Date Enacted** | **Effective Date** |
| $ |  |  |
| $ |  |  |
| $ |  |  |
| $ |  |  |
| $ |  |  |

**Dues**

|  |  |  |  |
| --- | --- | --- | --- |
| **ORDINARY MEMBERS** | **Amount** | **Date Enacted** | **Effective Date** |
| $ |  |  |
| $ |  |  |
| $ |  |  |
| $ |  |  |
| $ |  |  |
| **COUNTRY MEMBERS** | **Amount** | **Date Enacted** | **Effective Date** |
| $ |  |  |
| $ |  |  |
| $ |  |  |
| $ |  |  |
| $ |  |  |
| **25 YEAR MEMBERS** | **Amount** | **Date Enacted** | **Effective Date** |
| $ |  |  |
| $ |  |  |
| $ |  |  |
| $ |  |  |

***(This page is inserted for Brethren to record the various resolutions from time to time and is not part of the Bylaws, required to be approved by the Grand Registrar)***

# MEMBERSHIP

## Candidates and Joining Members

Any candidate for initiation or any joining member will be investigated, proposed and balloted for in accordance with the Book of Constitution.

 black balls will exclude a candidate at any ballot for initiation but no Candidate for affiliation will be excluded by less than black balls.

The periods within which, after the date of the ballot, a candidate must upon request present himself for initiation is fixed at twelve months.

## Resignation of Members

Any member wishing to resign from the Lodge will give notice in writing to the Secretary or declare the same in open Lodge. His resignation will then be entered in the Lodge register.

## Members & Visitors to Sign Attendance Register

No member or visitor will be permitted to enter the Lodge until they have signed his name and Masonic rank in the attendance book.

## Honorary Members

Subject to Dispensation from the Divisional Grand Master the Lodge may, by resolution passed at any regular meeting, elect as an honorary member any member who has rendered eminent service to the Lodge or to the Craft, provided notice will have been given at a previous regular meeting and inserted in the summons for such first mentioned meeting. Any member, when so elected, will be entitled to all the privileges of membership and will be exempt from all dues and levies of the Lodge.

# FINANCIAL PROVISIONS

* 1. The financial year of the Lodge will end on the last day of the month of .
	2. All monies received by the Treasurer or Secretary or other person on behalf of the Lodge will be promptly paid to the credit of the Lodge at such bank as the Lodge may from time to time by resolution select.
	3. No disbursement of Lodge funds except from the authorized account will be made except pursuant to resolution of the Lodge. All such disbursements will be made by electronic transfer by the Treasurer or authorized member (or by both if established with bank is an option) (or may be made by Eft pos/Visa Debit card) – optional.
	4. Accounts may be Audited or Reviewed. A review is by persons who has the confidence of the Lodge to do such a review but is of limited assurance. An audit is by a chartered accountant with high level of assurance and an audit certificate. (See definition Book of Constitution)
	5. A review of accounts may be undertaken by a committee of Lodge reviewers consisting of members nominated and elected annually at the same regular meeting as candidates for office, and casual vacancies will be filled by appointment.
	6. In the case of an Auditor, they will be nominated and elected annually at the same meeting as candidates for office.
	7. The Reviewer or the Auditor will always be entitled to inspect the Treasurer's books of account and all vouchers and documents relating thereto.
	8. If the Lodge accounts are audited, then an Audit certificate is to be provided to the Lodge by the Auditor on completion of the Audit.
	9. If the Lodge accounts are reviewed, then a Review certificate is to be provided to the Lodge by the Reviewer on completion of the Review.
	10. The Lodge accounts, whether Reviewed or Audited, will be provided annually to the Grand Lodge.
	11. (Optional) The Lodge may operate a separate Eft pos/Visa Debit Account. The Lodge may by resolution authorize the transfer of funds to this Eft pos/Visa Debit Account to ensure the payment of specific accounts for the Lodge by Eft pos or Visa Debit card. The Eft pos/ Visa Debit card to be held by the Treasurer of the Lodge who may with prior resolution of the Lodge pass that card to a member to make the payment as agreed by resolution of the Lodge.

# BENEVOLENT FUND

1. A Lodge Benevolent Fund is established, to which will be credited all contributions received for purposes of benevolence and these funds are held on trust by the Lodge for the purpose for which they have been given or transferred from Lodge funds.
2. The Master will have a power to afford relief in any urgent case of need of a Freemason or a widow, orphan or dependent of a Freemason by directing the immediate disbursement from the Lodge Benevolent Fund of a sum not exceeding $\_ , the circumstances to be reported to the Lodge at the next meeting.
3. Any part of the Lodge Benevolent Fund not required for immediate disbursement will be separately invested by the Trustees in such manner as the Lodge from time to time directs, and both the accumulations of income and capital of the Fund may be resorted to for the purposes for which it is established.

# COMMITTEES

(Optional

## Standing Committee

1. A Standing Committee will be established to consist of the Master, his Wardens, the Treasurer, the Secretary, all Brethren of the rank of Installed Master and elected Brethren of the degree of Master Mason.
2. The elective members of the Standing Committee will be nominated and elected annually at the same regular meeting as candidates for office and will hold office for

one year from the day of installation, and casual vacancies may be filled in the same way as vacant elective offices.

1. The Standing Committee will meet at such time and place as the Master directs, and members will receive such reasonable notice of a meeting as the circumstance permits, and a quorum will consist of members, The Master, (Deputy Master), Immediate Past Master, Senior Warden or Treasurer being one.
2. The function of the Standing Committee will be to investigate and report to the Lodge upon all matters referred to it by the Lodge or the Master and to make such recommendations to the Lodge as it thinks proper on any matter affecting the Lodge.

## Investigating Committee

An Investigating Committee is established for the purpose of the Book of Constitution consisting of, in addition to the Master and his Wardens, one member of the Lodge holding the rank of Installed Master.

The elective member of the Committee will be nominated and elected at the same regular meetings as candidates for office and will hold office for one year from the day of installation.

The Committee will meet at such time and place as the Master directs.

# LODGE OF INSTRUCTION

1. A Lodge of Instruction may be held in conformity with the Book of Constitution on such days and at such times as the Lodge may from time to time determine.

# TRUSTEES

* 1. The number of Trustees of the Lodge will be \_
	2. The Trustees will hold office during the pleasure of the Lodge, and the office of the Trustees will be vacated by resignation of office, or cessation of membership of the Lodge, or bankruptcy, or the passing of a resolution by the Lodge discharging a Trustee from office.
	3. Any Trustee may be discharged from office and any appointment to the office of Trustee may be made by resolution passed at any regular meeting of the Lodge.
	4. Mandatory duties of Trustees – must be performed by the Trustee; and may not be modified or excluded by the terms of the Trust or By-Laws.
1. Duty to know terms of the Trust.
2. Duty to act in accordance with the terms of the Trust.
3. Duty to act honestly and in good faith.
4. Duty to act for benefit of beneficiaries or to further the permitted purpose of the Trust and Lodge.
5. Duty to exercise powers for proper purpose.
	1. Default duties of Trustees.

The duties are default duties that must be performed by the Trustee unless modified or excluded by the Lodge By-Laws.

1. General duty of care.
2. Duty to invest prudently.
3. Duty not to exercise power for own benefit.
4. Duty to consider exercise of power.
5. Duty not to bind or commit Trustees to future exercise of discretion.
6. Duty to avoid conflict of interest.
7. Duty of impartiality.
8. Duty not to profit.
9. Duty to act for no reward.
10. Duty to act unanimously.
	1. The Trustees will hold all property of the Lodge not impressed with a particular trust upon trust for the general purposes of the Lodge and will permit the same to be used and enjoyed and will dispose of the same in accordance with the directions of the Lodge given from time to time by resolution passed at a regular meeting of the Lodge, provided the Trustees do so in accordance with their mandatory and default duties and the Book of Constitution.
	2. The Trustees may refuse to act in accordance with the directions of the Lodge if they believe such actions will be in breach of their duties as Trustees.
	3. The provisions of the By-Laws relating to the bank account of the Lodge will be deemed to be a direction of the Trustees to the Lodge for the purposes of this By-law so that the bank account may be dealt with as herein provided.
	4. Each Trustee and his successors when constitutionally elected will be indemnified out of the assets of the Lodge in respect of all claims made against him as Trustee provided, he has not acted dishonestly, with willful misconduct or gross negligence.
	5. Trustees must keep core documents related to the Lodge and Trusts; (electronic form permitted). These are:
11. the trust deed and any other document that contains terms of the trust or by-laws.
12. any variations made to the trust deed or trust or by-laws.
13. records of the trust property that identify the assets, liabilities, income, and expenses of the trust and that are appropriate to the value and complexity of the trust property.
14. any records of trustee decisions made during the Trustee’s trusteeship;
15. any written contracts entered into during that Trustee’s trusteeship;
16. any accounting records and financial statements prepared during that Trustee’s trusteeship;
17. documents of appointment, removal, and discharge of Trustees (including any court orders appointing or removing trustees);
18. any letter or memorandum of wishes from the settlor of the trust or Lodge;
19. any other documents necessary for the administration of the trust; and
20. any documents referred to in paragraphs (a) to (i) that were kept by a former Trustee during that person’s trusteeship and passed on to the current Trustee.

(Note - there is no limit on the time which documents must be kept.)

1. The Trustees will hold a Trustees’ meeting at least once annually to confirm compliance with above duties and consider matters put to them by the Lodge and any other related matters.

# MATTERS NOT PROVIDED FOR IN THE BY-LAWS

1. Any matter or circumstance not provided for in these By-laws will be decided by a majority vote of the members present in regular meeting, provided however that any such decision must conform in all respects to the provisions of the Book of Constitution.

# RESTRICTION ON POWER OF AMENDMENT AND DISPOSAL OF PROPERTY

1. In the event the Lodge will be dissolved, surrender its Charter or resolve to cease to exist then, notwithstanding any other provision contained within these By-laws, the residue of funds, assets, investments or other property vested in the Trustees of the Lodge as may remain after payment of all liabilities, costs and expenses will be disposed of in accordance with the Scheme of Distribution approved by the Divisional Grand Master, provided however neither the Trustees nor any member of the Lodge may benefit directly or indirectly by the disposal of the residue of the aforementioned property but those funds must be applied in accordance with the Book of Constitution.
2. Any funds received by the Lodge from Landed Interests as described in the Book of Constitution held by the Lodge or other legal entity controlled by the Lodge will be held by the Lodge in a separate building fund bank account. The principal amount of these funds may be invested but will not otherwise be spent, used, or otherwise disposed of by the Lodge except for maintaining or purchasing Lodge buildings. Income gained from the investments of the building fund account may be used by the Lodge for the purposes of the Lodge. At the option of the Lodge, the proceeds from the disposal of Landed Interests may be forwarded to Grand Lodge and held in the Masonic Building Fund tagged for reinvestment in future Landed Interests of the Lodge, if required.
3. Landed Interest includes any shares held by a Lodge in a legal entity (whether incorporated or unincorporated), those shares having been allocated to a Lodge from

that legal entity as a result of the investment of Landed Interest funds by the Lodge in that legal entity and the Trustees and legal entity will enter into a deed of covenant with the Grand Lodge Trustees acknowledging same.

1. Notwithstanding anything in these By-laws, no proposed amendment will be entertained and no amendment that may be adopted will have any force or effect if and insofar as it purports to amend this By-law or to authorize the application of Lodge funds to any purpose that is not in law a benevolent purpose in New Zealand of the Lodge Benevolence Fund, or other property that may at any time be vested in the Trustees in trust for a benevolent purpose.

# ALTERATION OF BY-LAWS

1. Subject to By-law 41, any By-law may be revoked or altered, and a new By-law enacted, by resolution of the Lodge passed at a regular meeting after notice of the proposal has been given in open Lodge or has in case of urgency and by special permission of the Master been given in writing to the Secretary at least days before the meeting, and in any case has been set out in the Lodge summons for that meeting.
2. Unless in enacting the alteration, the Lodge fixes a later date of coming into force, an alteration will come into force on the day following approval by the Board of General Purposes.

# INTERPRETATION

NB: When approved By-laws are put into print it is convenient to append a memorandum to the following effect:

The foregoing By-laws were enacted by the Lodge on the day of 200 and approved by the Board of General Purposes on the day of 200 :

# FORMS OF RESOLUTION FOR ENACTMENT OF BY-LAWS

1. That the By-laws contained in the document circulated to the members and submitted to the Lodge and identified by the signatures of the Master and Secretary be adopted as the By-laws of the Lodge subject to approval by the Board of General Purposes.
2. That the By-laws now adopted will come into force on the day of 200 next or as soon thereafter as the approval of the Board of General Purposes has been given.
3. That on the coming into force of the By-laws now adopted all prior By-laws will be revoked.

# FORMS OF RESOLUTION BY ALTERATION OF BY-LAWS

1. That By-law No. be revoked and the following substituted: therefore
2. That By-law No. be amended (by revoking the words "….." (or by revoking all the words thereof from the words "…" to the words "…" both inclusive) and substituting therefore the following words:
3. That the By-laws of the Lodge be amended by inserting the next following By-law No. 12 the following additional By-law No. 12a …..
4. That the alterations of By-laws now adopted will come into force on the day following the day when the approval of the Board of General Purposes is given thereto.

If the nature of the alterations so requires, a saving resolution similar to above may also be necessary.