

**MANUAL OF ORDERS AND OPERATIONS  
OF THE  
IMPERIAL COURT OF KENTUCKY, INC.**

I        CHAPTER ONE:        AUTHORITY

I.1      Section 1:        Provisions and Effect

I.1.1    No provision of the Manual of Orders and Operations shall be valid if it is inconsistent with any provision of the by-laws and Articles of Incorporation of the corporation.

I.1.2    The Manual of Orders and Operations shall carry the full force and effect of the by-laws of the corporation.

I.1.3    The authority to adopt and amend this Manual of Orders and Operations is vested in the Board of Directors through CHAPTER III Section 1.2 of the by-laws of the corporation.

II        CHAPTER TWO:        MEMBERSHIP

II.1     Section 1:        Fees & Membership Requirements

II.1.1    A fee of Ten Dollars and 00/100 (\$10.00) shall be paid for a new membership and an annual fee of Ten Dollars and 00/100 (\$10.00) shall be paid for renewal of membership. Payment may be cash, personal check, certified check, or money order. Applicants shall be responsible for any fees as a result of a returned check before application will be accepted.

II.1.2    Personal checks that are returned to the corporation shall render the application for new or renewal membership defective.

II.1.3    Membership shall be open to anyone who is a legal resident of the Empire as defined in Article II of the By-Laws of the Imperial Court of Kentucky and who is at least 18 years of age at the time of application, and who supports the purpose of the organization.

II.1.4

II.2     Section 2:        Membership Management

II.2.1    All management of membership, including but not limited to administration and organization of applications, new membership approvals, membership renewals, collection of fees, etc. is hereby incorporated into the duties of the elected Treasurer.

II.2.2    The membership list is to be updated and maintained as necessary.

II.2.3    The Treasurer is to receive all applications and fees for new membership and renewals and is to retain and keep all of these documents in an orderly manner.

II.2.4    The Treasurer shall make monthly written reports to the Board of Directors reporting the number new applications approved and the number of renewal applications approved.

II.3     Section 3:        Application for New Membership

II.3.1    Persons who wish to become new members of the organization shall submit via hand delivery a written application for new membership to any member of the Board of

Directors along with the appropriate fee. No application for new membership will be accepted without the appropriate fee.

- II.3.2 The written application for new membership shall contain at least the following information: legal name of applicant, date of birth of applicant, current address of the applicant.
- II.3.3 The person receiving the application for new membership shall attest on said application to the date the application was received; to the manner in which the applicant's name, age and residency were verified; and that the appropriate fee accompanied the submission of the application.
- II.3.4 For the purpose of verification of an application for new membership, the applicant must present a photo identification issued by the Commonwealth of Kentucky.
- II.3.5 Persons may submit an application for new membership via United States mail to the official post office box of the corporation. Applications for new membership submitted via the United States mail must be submitted by the applicant and may not be submitted by any representative or agent of the applicant.
- II.3.6 Applications for new membership submitted via United States mail to the official post office box of the corporation must be accompanied by a photocopy of the applicant's photo identification issued by the Commonwealth of Kentucky. The Treasurer shall complete the attestation portion of applications for new membership received via United States mail.
- II.3.7 Applications for new membership not received by any member of the Board of Directors shall be submitted via hand delivery to the Treasurer within ten days of receipt of said application for new membership together with the appropriate application fee. Date of receipt of application to be verified by Treasurer when submitted near the November 30<sup>th</sup> (Refer to Paragraph II.4.2).
- II.4 Section 4: Definition of Membership
  - II.4.1 For applications for new membership submitted via hand delivery, the month during which the recipient of the application attested to the date the application was received is defined as the anniversary month of the new member. All memberships shall be due for renewal at the end of each calendar year, December 31<sup>st</sup>.
  - II.4.2 All applications for new membership must be received and approved by the Treasurer by November 30<sup>th</sup> in order to be eligible to vote in the following election cycle.
- II.5 Section 5: Renewal of Membership
  - II.5.1 Members must renew their membership to the corporation by December 31<sup>st</sup>, plus a thirty day grace period. Failure to renew membership in a timely manner shall result in the forfeiture of membership tenure and loss eligibility to vote.
  - II.5.2 Members whose tenure is forfeited must submit an application for new membership pursuant to CHAPTER II Section 3 of this Manual of Orders and Operations.
  - II.5.3 Members must renew their applications within the time frame specified in CHAPTER 2 Section 5.1 via submission of a written application for renewal together with the appropriate renewal fee via hand delivery to any member of the Board of Directors. No application for renewal will be accepted without the appropriate renewal fee.

- II.5.4 The written application for renewal shall contain at least the following information: legal name of the applicant, date of birth of the applicant, current address of the applicant, a valid e-mail address and/or a phone number.
- II.5.5 The person receiving the application for renewal shall attest on said application to the date the application was received; to the manner in which the applicant's name, age and residency were verified; and that the appropriate fee accompanied the submission of the application.
- II.5.6 For the purpose of verification of an application renewal, the applicant must show the recipient of the application for new membership photo identification issued by the Commonwealth of Kentucky.
- II.5.7 Persons may submit an application for renewal via United States mail to the official post office box of the corporation. Applications for renewal submitted via the United States mail must be submitted by the applicant and not by any representative or agent of the applicant.
- II.5.8 Applications for renewal submitted via United States mail to the official post office box of the corporation must be accompanied by a photocopy of the member's photo identification issued by the Commonwealth of Kentucky.
- II.5.9 All applications for renewal submitted via United States mail to the official post office box of the corporation must be received and approved by the Treasurer on or before the grace period for membership renewal to not be considered lapsed.
- II.5.10 Applications for renewal not received by the Treasurer via hand delivery directly from the applicant shall be submitted to the Treasurer by the recipient of the application within ten days of receipt of said application for renewal together with the appropriate renewal fee.
- II.5.11 CHAPTER II Section 5.6 and CHAPTER II Section 5.8 is waived for members who attest on their renewal application that their legal name, current address, e-mail and phone number has not changed since the submission of their application for new membership.
- II.5.12 CHAPTER II Section 5.6 and CHAPTER II Section 5.8 is waived for members who attest on their renewal application that their legal name, current address, e-mail and phone number has not changed since the information was last updated through the renewal application process.
- II.6 Section 6: Application Approval
  - II.6.1 Any application for new membership or for renewal membership shall be deemed approved after the Treasurer has inspected the application and determined that the application meets the requirements set forth in CHAPTER II; provided however that nothing contained herein shall be construed to prevent referral of applications made pursuant the CHAPTER II, Section 7.5 and CHAPTER II, Section 7.6. Unless the Treasurer has valid reason to believe otherwise, the attestation of the application for new membership or renewal membership shall self prove the validity of the application for new membership or renewal membership.
- II.7 Section 7: Defective Applications
  - II.7.1 If the Treasurer determines that an application for new membership or an application for renewal membership is not in conformance with CHAPTER II, the Treasurer shall within seven (7) days of receipt of the defective application return the defective application and

- any submitted application or renewal fee to the applicant with a written explanation of how the defect may be cured.
- II.7.2 An application for new membership that is determined to be defective shall be deemed to have never been received.
- II.7.3 Members who submit defective renewal applications shall have an additional thirty day grace period to cure the defect for the purpose of preservation of the member's tenure and anniversary date. Members who fail to cure renewal application defects by the expiration of the grace period extension shall forfeit membership and membership tenure.
- II.7.4 All members retain membership tenure during the grace period established in CHAPTER II, 7.3, and for the period of time during which the Treasurer and/or the Board of Directors rules on the authenticity of any submitted application for all purposes including elections of the corporation.
- II.7.5 The Treasurer shall refer to the Board of Directors any membership applications that are deemed by the Treasurer to be fraudulent. The Board of Directors will then determine whether or not to accept or reject any application referred under this subsection.
- II.7.6 Any member of the Board of Directors may refer to the Board of Directors any matter relating to the authenticity or validity of any aspect of any membership application. The Board of Directors will then determine whether or not to accept or reject any application referred under this subsection.
- II.8 Section 8: Temporary Absence from the Empire
- II.8.1 Any member who is absent from the Empire for a period not exceeding sixty consecutive days shall be deemed to have resided continuously in the Empire for the purpose of meeting membership residency requirements.
- II.8.2 Any member who is absent from the Empire for a period exceeding sixty consecutive days shall be deemed to have lost residency within the Empire for the purpose of meeting membership residency requirements.
- II.8.3 Members deemed to have lost residency within the Empire pursuant the CHAPTER II Section 8.2 forfeit their membership and membership tenure on the sixty-first day of consecutive absence from the Empire.
- II.8.4 Members who must leave the Empire for a period exceeding sixty consecutive days, but who have not and will not establish legal residence outside of the Empire may petition the Board of Directors for waiver of CHAPTER II.8.3. Waiver under this section is approved by simple majority of the Board of Directors.
- II.9 Section 9: Membership List
- II.9.1 The membership list is defined as a listing of the legal names, mailing address, email address and phone numbers of all members.
- II.9.2 The membership list shall not be sold and shall be kept for internal purposes, but may be provided to other organization upon approval of the Board of Directors.
- II.9.3 Only members of the Board of Directors shall be given access to the membership list.
- II.9.4 Members of the corporation, who are not on the Board of Directors, may obtain upon submission of a written request, a listing of the legal names of the members.

II.9.5 Except as otherwise provided herein, the membership list may not be utilized for any organized or systematic mailing or telephone contact except by approval of the Board of Directors.

II.10 Section 10: Membership Tenure

II.10.1 For the purpose of qualification of members, membership tenure shall be defined as January 1<sup>st</sup> through December 31<sup>st</sup> of each calendar year. All memberships shall be due for renewal at the end of each calendar year, December 31<sup>st</sup>. All applications for new membership must be received and approved by the Treasurer by November 30<sup>th</sup> in order to be eligible to vote in the following election cycle.

II.II Section 11: Associate Membership

II.II.1 Associate membership is open to persons unable to fulfill the residency requirement, but fulfill all other membership requirements.

II.II.2 Associate members may substitute any government issued identity card for the purposes of establishing identity.

II.II.3 Associate members are afforded all membership rights of members, with the exception of voting and eligibility to run for elective office.

II.II.4 Members subject to CHAPTER II, Section 8.3 may, upon their request, convert their full membership to that of associate membership.

II.II.5 Associate members subject to CHAPTER II, Section II.4 shall retain their membership tenure.

III CHAPTER THREE BOARD OF DIRECTORS

III.1 Section 1: Qualifications

III.1.1 Any member who will have had membership tenure of at least three months prior to the date of the annual elections, whose legal residency lies within a radius of 50 miles from the center of Lexington (this shall be calculated from the intersection of Limestone / Main), and who will have reached their twenty-first (21) birthday on or by the date of the annual election shall have the right to have their name placed on the ballot as a candidate for the Board of Directors.

III.1.2 Qualified members who wish to seek election to the Board of Directors must submit a written application for candidacy by a date certain established each year by the Election Oversight Committee. An application fee of Twenty Dollars and 00/100 (\$20.00) must be submitted with the written application. No written application will be accepted without the application fee.

III.1.3 Approval of candidates for the Board of Directors shall be made by the Election Oversight Committee upon submission of a written application by a qualified member. The application shall be approved upon verification of its contents by the Election Oversight Committee. If the Election Oversight Committee disapproves an application, said application shall be automatically referred to the Board of Directors for review.

- III.1.4 Directors must maintain membership to the corporation pursuant to the renewal terms of CHAPTER II, Section 5. Directors who fail to maintain continual membership to the corporation shall automatically lose their seat on the Board of Directors.
- III.1.5 Directors must maintain legal residency within a radius of 50 miles from the center of Lexington (this shall be calculated from the intersection of Limestone / Main) during the term of office for which the Director was elected. Directors who relocate outside of this defined area shall automatically forfeit their seat on the Board of Directors.
- III.2 Section 2: Election / Candidacy of Directors
  - III.2.1 Directors shall be elected by qualified members at the annual elections of the corporation.
  - III.2.2 For the purpose of the annual election of Directors, qualified members eligible to vote shall be as defined pursuant to CHAPTER II, Section 10.1 of the Manual of Order and Operations.
  - III.2.3 Upon approval of the application and notice to the applicant by the Election Oversight Committee, candidates may launch their campaigns except that no candidate shall launch their public campaign for the Board of Directors prior to the time and date for the launch of the public campaign for Monarch which is approximately six weeks prior to the date of Coronation, the exact date and time will be set by the Election Oversight Committee.
  - III.2.4 Candidates for the Board of Directors shall submit a written biography that the Court shall distribute to the membership prior to the date of the annual elections. The Election Oversight Committee reserves the right to limit the number of words and to edit any content of the biographies that are submitted by candidates for the Board of Directors.
  - III.2.5 The Election Oversight Committee must approve prior to its distribution any campaign material to be utilized by candidates for the Board of Directors.
  - III.2.6 No candidate for the Board of Directors shall be entitled to make any mailing to the membership on behalf of an individual candidacy under any circumstances.
  - III.2.7 Candidates for the Board of Directors may not campaign jointly with any other candidates for the Board of Directors, with persons seeking election to Member of Parliament or with candidates for Monarch, but shall campaign individually and shall not endorse in any manner whatsoever other candidates for the Board of Directors.
  - III.2.8 All campaigning shall be conducted in a positive manner. Negative campaigning, by a candidate or on their behalf, is forbidden, and will be considered grounds for disqualification.
  - III.2.9 Campaigning in the Coronation Ball area, as defined by the Election Oversight Committee, is forbidden, and will be considered grounds for disqualification.
  - III.2.10 The results of the annual elections of the corporation shall be tabulated by electronic voting machine or by a non-member of the corporation designated by the Board of Directors in a manner prescribed by the Board of Directors.
- III.3 Section 3: Transitional Meeting and Election of Officers

- III.3.1 The President of the outgoing Board of Directors shall schedule a transitional meeting no later than three weeks following the date of the annual elections of the corporation. If for any reason the outgoing President is not able to or refuses to schedule this meeting, the Minister of Protocol may schedule the meeting.
- III.3.2 A quorum of the outgoing Board of Directors shall be required for the conduct of any final orders of business of the outgoing Board of Directors at the transitional meeting.
- III.3.3 The President of the outgoing Board of Directors shall call to order the final meeting of the Board of Directors for the outgoing term for the conduct of any final business of the term. In the event a quorum of the outgoing Board of Directors is not present, the Minister of Protocol is authorized to declare the term of the outgoing Board of Directors expired.
- III.3.4 The outgoing Board of Directors shall adjourn on the day of the transitional meeting or have their term declared expired by the Minister of Protocol.
- III.3.5 Upon expiration of term of the outgoing Board of Directors via adjournment of the outgoing Board or by declaration of the Minister of Protocol pursuant to CHAPTER III, Section 3.3 or CHAPTER III, Section 3.4, the Minister of Protocol shall call to order the first meeting of the Board of Directors for the new term.
- III.3.6 Until election of the Secretary of the Board of Directors for the new term, the Minister of Protocol shall take minutes for the first meeting of the new term.
- III.3.7 The first order of business for the new term of the Board of Directors shall be the filling of any vacant seats on the Board pursuant to the provisions for filling of vacancies of the Board of Directors. Any vacancies shall be filled by persons who would be eligible to seek election to the Board of Directors at the time the vacancy occurred.
- III.3.8 The second order of business for the new term of the Board shall be the election of the President of the Board from and by the Board of Directors.
- III.3.9 Upon election of the President of the Board of Directors, from and by the Board of Directors, the Minister of Protocol shall relinquish the chair to the President of the Board for the conduct of business.
- III.3.10 The third order of business shall be the election of the Vice President of the Board from and by the Board of Directors.
- III.3.11 The fourth order of business shall be the election of the Treasurer of the Board from and by the Board of Directors.
- III.3.12 The fifth order of business shall be the election of the Secretary of the Board from and by the Board of Directors.
- III.3.12 Election of officers and filling of vacancies shall be conducted by secret ballot with the chair tabulating and announcing the results of the election of officers.
- III.3.13 Should quorum of the newly elected Directors not be present at the transitional meeting, the Minister of Protocol shall schedule another transitional meeting no later than one week after the date of the initially scheduled transitional meeting. In this case, the outgoing Board of Directors maintains term of office until such a time that the first meeting of the new board is convened.

- III.3.14 Should quorum of the newly elected Directors not be present at the second scheduled transitional meeting, the Minister of Protocol shall convene a special meeting of the College of Monarchs no later than one week after the date of the second scheduled transitional meeting.
- III.3.15 Before the final meeting of the old term is adjourned and after the issuance of all credits upon the name of the corporation, the outgoing Board of Directors shall donate all remaining funds of the corporation to other corporation(s) pursuant to the tax-exempt purpose of the corporation, except that One Thousand Dollars and 00/100 (\$1,000.00) shall be retained for the new term of the Board of Directors.
- III.4 Section 4: Regular Meetings of the Board of Directors
- III.4.1 Regular meetings of the Board of Directors shall be held twice monthly at a time and place designated by the Board of Directors at the close of each meeting.
- III.4.2 All business shall be brought before the Board by resolution or motion pursuant to Robert's Rules of Order.
- III.4.3 Articles of Impeachment, proposed amendments to the by-laws, and proposed amendments to the Manual of Orders and Operations shall be brought before the Board of Directors by written motion.
- III.4.4 The agenda of the regular meetings of the Board of Directors shall be set forth by the President of the Board of Directors. Any member of the Board of Directors may place an item on the agenda of the Board of Directors by notifying the President within twenty-four hours of the meeting for which the member of the Board of Directors wishes to place the item on the agenda.
- III.4.5 The President of the Board shall chair all regular meetings of the Board of Directors. In the absence of the President, or in his refusal to act, the Vice President of the Board shall chair the regular meeting. In the absence of the President and Vice President, or in their refusal to act, the Secretary of the Board shall be authorized to convene a regularly scheduled meeting of the Board of Directors with the first order of business being the election of a President pro tem to chair the meeting.
- III.4.6 Except in the case of a tie, the chair of the regular meeting of Directors shall not have a vote.
- III.4.7 Except where specified otherwise herein, votes of the Board of Directors may be taken by the yeas and nays or by roll call, at the discretion of the chair.
- III.4.8 Where vote by yeas and nays is in order, any Director may require, prior to the taking of the vote or subsequent to the taking of the vote in the same meeting, that the vote be taken by roll call.
- III.5 Section 5: The President
- III.5.1 For the purpose of this section, where appropriate, it shall be presumed that the President is acting as chair.
- III.5.2 The President shall rule on all matters of order at any meeting of the Board of Directors.

- III.5.3 The President shall ensure that all meetings of the Board of Directors are conducted in accordance with the Articles of Incorporation, the by-laws, and the Manual of Orders and Operations and shall make rulings of order in accordance therewith.
- III.5.4 The President shall act as the Chief Executive Officer of the corporation.
- III.5.5 The President shall retain copies of all minutes and Treasurer's reports received during his term and shall deliver exact copies of these minutes and Treasurer's reports to his successor President who shall hold these minutes and Treasurer's reports together with the reports of the new term in perpetuity.
- III.5.6 The President may relinquish the chair to the Vice-President for the purpose of introducing Articles of Impeachment, proposed by-law amendments, and/or proposed amendments to the Manual of Orders and Operations. The President automatically reassumes the position of chair once the order of business for which the chair was relinquished is disposed of by the Board.
- III.5.7 The President shall ensure that all corporate filing requirements are filed in a timely manner.
- III.6 Section 6: The Vice-President
  - III.6.1 In the absence of the President, or in his refusal to act, the Vice-President shall assume all powers and duties of the President.
- III.7 Section 7: The Treasurer
  - III.7.1 The Treasurer shall receive all monies for deposit into the corporate banking account.
  - III.7.2 The Treasurer shall receive all original bank statements of the corporation and shall upon receipt reconcile said statements with his own records and reports.
  - III.7.3 The Treasurer shall hold all checks of the corporation.
  - III.7.4 Upon receipt on behalf of the corporation of cash or other legal tender, the Treasurer shall deposit said cash or other legal tender into the corporate bank account within forty-eight hours of said receipt.
  - III.7.5 The Treasurer shall issue all receipts issued on behalf of the corporation.
  - III.7.6 Corporate credits, such as the issuance of checks, are to be executed by the Treasurer and at least one other Director as designated by the Board of Directors. Credits shall not be issued upon the name of the corporation without prior approval of the Board of Directors.
  - III.7.7 At each regular meeting of the Board of Directors, the Treasurer is to deliver a written Treasurer's Report that presents inflows, outflows, and current balance of account since the last regular meeting of the Board of Directors.
  - III.7.8 The Treasurer shall retain all original bank statements received and copies of Treasurer's reports presented during his term and shall deliver all original bank statements received and copies of Treasurer's reports presented during his term to his successor Treasurer who shall hold these bank statements and Treasurer's reports together with the original bank statements received and copies of Treasurer's reports presented during the new term in perpetuity.

- III.7.9 Upon request of any Director, the Treasurer shall immediately permit inspection of all records, statements, or other documents retained by him.
- III.7.10 The Treasurer shall control all management of membership-related duties.
- III.7.11 The Treasurer shall hold the key to corporate post office box and shall inspect said post office box on a weekly basis. The Treasurer will inspect the mail received and deliver any mail to appropriate officers or other Directors for the purpose of fulfillment of their duties.
- III.8 Section 8: The Secretary
- III.8.1 The Secretary is to record all minutes of meetings of the Board of Directors of the corporation.
- III.8.2 The minutes of the meetings shall contain at least the following: the name of the corporation; a designation that the minutes are of a meeting of the Board of Directors; whether the meeting is a regular meeting or a special meeting; the term of the Board of Directors; the meeting number of the Board of Directors; full legal names of Directors present (including the Emperor and Empress); full legal names Directors absent (including the Emperor and Empress); full legal names of any guests present; a restatement of the Treasurer's report which includes at least a statement of inflows, outflows, and current account balance; the name of any director introducing a motion; the name of any director seconding a motion; the results of any vote of the Board; rulings of the chair; and any other matter designated to be included by the President.
- III.8.3 The Secretary shall deliver in writing at each meeting of the Board, minutes from the previously held meeting of the Board of Directors. Each Director shall receive a copy of minutes.
- III.8.4 Any corrections to the minutes shall be noted by the Secretary. The Secretary shall provide the President a copy of corrected minutes at the next meeting of the Board of Directors and shall retain a copy of the corrected minutes for him to keep with the official records.
- III.8.5 The Secretary shall retain copies of all minutes presented during his term and shall deliver exact copies of these minutes to his successor Secretary who shall hold these minutes together with copies of the minutes of the new term in perpetuity. The Secretary need only retain copies of corrected minutes.
- III.8.6 The Secretary shall be the custodian of all corporate records of the corporation and shall deliver these records to his successor secretary to be held in perpetuity.
- III.9 Section 9: Special Meetings of the Board of Directors
- III.9.1 Special meetings of the Board of Directors may be called pursuant to the by-laws of the corporation.
- III.9.2 Members of the Board of Directors shall provide the President of the Board of Directors with their current address for the purpose of providing notice to the Board members of any special meeting.
- III.9.3 The President or his designee shall be responsible for providing notice of special meetings pursuant to the by-laws of the corporation.
- III.9.4 Members may waive in writing notice of any special meeting of the Board of Directors.

III.10 Section 10: Vacancies

- III.10.1 Should a vacancy occur on the Board of Directors, the vacancy shall be filled pursuant to the by-laws of the corporation by a person who would be qualified to hold position on the Board of Directors at the time the vacancy occurs.
- III.10.2 Vacancies on the Board of Directors shall be filled by nomination and second by any member of the Board of Directors.
- III.10.3 When there is one vacancy on the Board of Directors, and one nominee for the vacancy, the nominee must receive an affirmative vote of a simple majority of Directors at the meeting during which the vacancy is to be filled.
- III.10.4 Where there is one vacancy on the Board of Directors, and multiple nominees for the vacancy, the vacancy shall be filled by a plurality vote of the Board of Directors. In case of a tie between two candidates, the President shall break the tie. In case of a tie between three or more candidates, the top two vote getters shall have a run off.
- III.10.5 When there are multiple vacancies on the Board of Directors, the vacancies shall be filled by a plurality vote of the Board of Directors.
- III.10.6 The Board of Directors shall fill any vacancy on the Board of Directors at the next regular meeting of the Board of Directors after which the vacancy occurred. In the event there are no nominees to fill any vacancies on the Board of Directors, the issue of filling any vacancies shall be automatically tabled to the next regular meeting of the Board of Directors, not to exceed three regularly scheduled meetings of the Board of Directors.
- III.10.7 Should a vacancy of office occur on the Board of Directors, the Board of Directors shall first fill the vacant seat and thereafter fill the vacant office from and by the Board of Directors.
- III.10.8 The term of an appointed director shall be for the remainder of the term during which the person was appointed to the Board with the appointed seat coming open for election at the next annual elections of the corporation.

IV CHAPTER FOUR REMOVAL OF ELECTED OFFICIALS

IV.1 Section 1: Standard removal of Board Members

- IV.1.1 Pursuant to CHAPTER VIII of the by-laws of the corporation, the Board of Directors may expel any Member of the Board of Directors by 2/3 vote of the Board of Directors, when in the opinion of the Board, the best interests of the corporation would be served.
- IV.1.2 The provisions of this Section and CHAPTER VIII of the by-laws of the corporation shall not be utilized where it is alleged that a member of the Board has committed an impeachable offense. Where an impeachable offense is alleged, the procedure for impeachment and removal must be followed.
- IV.1.3 Any member of the Board who misses four (4) or more regularly scheduled meetings of the Board of Directors may be deemed by the Board of Directors to be acting in a manner that is contrary to the best interests of the corporation.

IV.2 Section 2: Impeachable Offenses and Personal Jurisdiction

- IV.2.1 Pursuant to the by-laws of the corporation, a member of the Board of Directors may be impeached and subsequently removed from the Board of Directors for willful neglect of duty, engaging in behavior unbecoming their position on the corporation while acting in their official capacity, and/or for misappropriation of corporate funds.
- IV.2.2 The Board of Directors shall have personal jurisdiction over the impeachment and removal of any reigning Monarch and any member of the Board of Directors.
- IV.3 Section 3: Process for Impeachment and Removal
- IV.3.1 Any member of the Board of Directors may introduce CHAPTER(s) of impeachment against persons over whom the Board of Directors holds personal jurisdiction for impeachment.
- IV.3.2 CHAPTER(s) of impeachment must be submitted in writing to the Board of Directors. A copy of the CHAPTER(s) must be made immediately available to the person subject to impeachment if that person is present. The Secretary shall cause a copy of the CHAPTER(s) of impeachment to be attached to the minutes of the meeting during which the CHAPTER(s) was introduced as an addendum to the minutes.
- IV.3.3 CHAPTER(s) of impeachment may not accuse more than one person of an impeachable offense and Articles of impeachment against more than one person may not be merged.
- IV.3.4 For each offense alleged against an individual, a separate CHAPTER of impeachment shall be presented to the Board of Directors. Multiple offenses shall not be contained within one CHAPTER of impeachment though a series of Articles may allege a series of offenses.
- IV.3.5 The person under impeachment shall be impeached upon the seconding of any CHAPTER(s) of impeachment. Where multiple Articles are brought forth, each CHAPTER must be individually seconded for further consideration of that CHAPTER by the Board of Directors.
- IV.3.6 Upon impeachment, the accused shall be suspended from the Board of Directors and office, if the accused holds office. Upon impeachment of a Reigning Monarch, the duties of that Monarch shall be assigned to the Vice-President until the matter is fully resolved. Upon impeachment of an officer of the Board of Directors, the President shall reassign the duties of that officer to any member of the Board until such a time that the matter is resolved by the Board of Directors.
- IV.3.7 The right to resign from the Board of Directors is lost upon impeachment. Furthermore, resignation does not preclude the Board of Directors from proceeding with impeachment and removal when the Board of Directors refuses to accept the resignation for the purpose of hearing Articles of impeachment.
- IV.3.8 Upon impeachment, the Board of Directors shall schedule a removal hearing no sooner than two (2) weeks nor later than six (6) weeks from the date of impeachment. Where multiple persons are impeached, removal hearings shall be held separately.
- IV.3.8 The President shall notify the person(s) under impeachment of the charges against them by mailing a true and accurate copy of the written CHAPTER(s) of impeachment together with a notice of the time, location, and date of the removal hearing via certified mail to the last known address of the person under impeachment.
- IV.3.9 If the certified mailing as described in CHAPTER IV Section 3.8 is returned to the corporation, the Board may proceed with an *ex parte* removal hearing under the principle

that the accused has received constructive service and notice of their impeachment and of the removal hearing.

- IV.3.10 When a person who has received actual or constructive notice of impeachment and removal hearing pursuant to this Section fails to appear at the removal hearing, the Board of Directors shall proceed with an *ex parte* removal hearing.
- IV.3.11 The Minister of Protocol shall preside over the removal hearing. The Minister of Protocol shall make all rulings of order pursuant to Robert's Rules of Order and this Manual of Orders and Operations and shall conduct the hearing with decorum.
- IV.3.12 After the consideration and disposal of any preliminary business related to the impeachment and removal hearing, the Minister of Protocol shall recognize the person who presented the CHAPTER(s) of impeachment (hereinafter referred to as "plaintiff") for the purpose of presenting evidence to support the Articles of impeachment. The plaintiff may present documentary evidence, affidavits, and he may examine witnesses, including the accused, to support the CHAPTER(s) of impeachment. Once the plaintiff has relinquished the floor, the Minister of Protocol shall recognize any member of the Board who so desires recognition for points of inquiry to the accused, to the Plaintiff, or any witness.
- IV.3.13 At the conclusion of points of inquiry, the Minister of Protocol shall recognize the accused, if he is present, for the purpose of presenting evidence to refute the Articles of impeachment. The accused may present documentary evidence, affidavits, and he may examine witnesses, including the plaintiff, to refute the Articles of impeachment. Once the accused has relinquished the floor, the Minister of Protocol shall order the Board into deliberation.
- IV.3.14 The Plaintiff and the accused may call any witness, including a member of the Board of Directors. Witnesses shall be sequestered from the hearing unless they are members of the Board of Directors participating in the hearing. The Minister of Protocol may not be called as a witness.
- IV.3.15 All Articles of impeachment against the accused shall be considered individually during the removal hearing and during deliberation of the Board, and the Board shall vote individually on each CHAPTER of impeachment if more than one CHAPTER is before the Board for consideration during deliberation.
- IV.3.16 The Board shall be sequestered for the purpose of deliberation.
- IV.3.17 The standard for a finding of guilt of any allegation contained in any CHAPTER of impeachment shall be "guilty by a preponderance of the evidence".
- IV.3.18 The Board shall first elect a Chair for the purpose of presiding over deliberations. The Chair shall have the right to vote on the question of guilt or innocence and shall call for that vote on each individual CHAPTER once each member has been afforded the opportunity to express their views on each CHAPTER. The vote shall be taken on each CHAPTER by roll call and recorded in writing by the Chair.
- IV.3.19 Once deliberations are complete, the Chair shall furnish the Minister of Protocol with the written record of the results of the deliberations. The Minister of Protocol shall then reconvene the removal hearing, thus summoning the accused if he is present, for the announcement of the decision of the Board. The Minister of Protocol shall announce the vote of each member as to guilt or innocence on the question of each CHAPTER of impeachment.

- IV.3.20 If two-thirds (2/3) of the Directors vote that the accused is guilty of any CHAPTER(s) of impeachment, the accused is removed from his or her position on the Court and the vacancy is filled pursuant to the by-laws of the corporation and this Manual of Orders and Operations.
- IV.3.21 Any person removed from their position in the corporation subsequent to impeachment shall be forever barred from holding any position in the corporation, and shall be forever barred from holding membership to the corporation.
- IV.3.22 The Minister of Protocol shall present to the Board within four (4) weeks of the removal hearing, minutes from the removal hearing that shall reflect the action taken by the Board on the question of guilt or innocence of each CHAPTER of impeachment. Once approved by the Board, these minutes shall serve as the official record of the removal proceeding as a special meeting of the Board of Directors.

V CHAPTER FIVE: FINANCES AND OFFICIAL FILINGS

V.1 Section 1: Banking of Funds and Expenditures

- V.1.1 The official depository of the corporation shall be the Bank of the Bluegrass, its successors or assigns.
- V.1.2 Two signatures shall be required (the Treasurer and at least one other Director as designated by the Board of Directors) for the issuance of a credit on the name of the corporation.
- V.1.3 No credit shall be issued on the name of the corporation without prior consent of the Board of Directors.
- V.1.4 The bank statements of the corporation shall be sent to the official post office box of the corporation.
- V.1.5 The Corporation may establish corporate credit accounts and designate authorized users of the account. Debts from any corporate accounts shall be paid as soon as practicable after receipt of any credit statement.

V.2 Section 2: Charitable Contributions

- V.2.1 The Corporation shall make every reasonable effort to minimize expenses and maximize charitable contributions.
- V.2.2 The Corporation shall determine to whom and by what proportion the net proceeds of the events will be donated.
- V.2.3 At the last meeting of the Board of Directors, before the transitional meeting, the Board shall determine to whom and by what proportion the year-end net proceeds will be donated.
- V.2.4 The outgoing Board of Directors shall donate all remaining funds of the corporation pursuant to CHAPTER 5 Section 2.4, except that One Thousand Dollars and 00/100 (\$1000.00) shall be carried forward into the account for the new term of the Board of Directors.

V.3 Section 3: Official Filings

- V.3.1 The Corporation shall operate on a fiscal year that ends on July 31. The President of the corporation shall ensure that the financial filing requirements of the IRS associated with the corporation's status as an organization exempt from federal income tax under Section 501(c) 3 of the Internal Revenue Code are filed in a timely manner.
- V.3.2 The Corporation shall file an annual report with the Commonwealth of Kentucky, Secretary of State as required by the Kentucky Revised Statutes. In association with the filing of the annual report, the Board of Directors shall designate a registered agent of the corporation who shall be a current member of the Board of Directors or current member of the College of Monarchs.
- V.3.3 Any change in registered agent of the corporation shall be accompanied by the filing of the appropriate "Change of Registered Agent Form" with the Commonwealth of Kentucky, Secretary of State.
- V.3.4 The Corporation shall purchase and maintain an official post office box and the address of said post office box shall be the registered address of the corporation.
- V.3.5 The Board of Directors shall approve any necessary expenditure associated with official federal and state filings.
- V.3.6 The Board of Directors, when necessary, shall designate and authorize the execution of any powers of attorney, or other similar documents, associated the official federal and state filings and/or associated with the execution of any other documents on behalf of the corporation, including contracts.

VI CHAPTER SIX: COMMITTEES OF THE BOARD

VI.1 Section 1: Formation and Composition

- VI.1.1 The Board of Directors may establish committees of the Board of Directors from time to time as it sees fit.
- VI.1.2 Chairpersons of committees shall be members of the Board of Directors.
- VI.1.3 Committees shall make referrals to the Board of Directors by simple majority.
- VI.1.4 No action of a committee shall be deemed official until the Board of Directors ratifies said action, except that the Board of Directors may empower a committee to make findings and determinations independent of Board approval.
- VI.1.5 Except when provided otherwise by the Board of Directors, and excluding the chairperson of any committee, members of the committee are not required to be members of the Board of Directors.
- VI.1.6 The Board of Directors may designate by simple majority or by plurality the chair of committees created by the Board of Directors.
- VI.1.7 Once appointed by the Board of Directors, the chair of a committee shall be empowered to appoint the members of the committee. The chair shall appoint at least two (2) members to the committee that he shares. The chair of the committee may, at his discretion, discharge any committee member from further service on the committee that he chairs.

VI.1.8 Each member of the committee shall control one vote, excluding the committee chair who shall only vote in the case of a tie.

VI.1.9 No person who has ever been impeached and removed pursuant to the provisions of the by-laws of the corporation and this Manual of Orders and Operations shall be eligible to serve on a committee of the Board of Directors.

## VI.2 Section 2: Election Oversight Committee

VI.2.1 The Board of Directors hereby creates an Election Oversight Committee and shall activate said committee when deemed necessary by the Board of Directors for oversight and supervision of all aspects of the annual elections of the corporation.

VI.2.2 The Election Oversight Committee shall consist of a chairperson selected from and by the Board of Directors and two other directors and/or members of the College of Monarchs selected by the chairperson of the Election Oversight Committee.

VI.2.3 No person seeking office during the annual elections of the corporation shall be eligible to be a member of the Election Oversight Committee.

## VI.3 Section 3: Academy of Drag Arts and Sciences

VI.3.1 The Board of Directors hereby creates the Academy of Drag Arts and Sciences.

VI.3.2 The Academy of Drag Arts and Sciences shall consist of a chairperson selected by and from the Board of Directors, the Reigning Monarchs, and four other persons selected from the membership, Board of Directors, or the College of Monarchs by the chairperson.

## VII CHAPTER SEVEN ELECTION OF MONARCHS

### VII.1 Section 1: Qualifications and Election

VII.1.1 Qualified members shall have the right to seek the office of Emperor or Empress and shall be elected during the annual elections of the corporation.

VII.1.2 Qualified members who have the right to seek and hold the office of Emperor and Empress shall have been a tenured member of the corporation at least one (1) year prior to the date of the annual election.

VII.1.3 Any person seeking to hold the office of Emperor or Empress shall meet the further qualifications of having reached their twenty-first (21) birthday by the application deadline; shall have been a resident of the Empire for at least one year prior to the date of the annual election during which they wish their name on the ballot; and whose legal residency lies within a radius of 50 miles from the center of Lexington (this shall be calculated from the intersection of Limestone / Main) by the date of the transitional meeting.

VII.1.4 Reigning Monarchs must maintain residency within a radius of 50 miles from the center of Lexington (this shall be calculated from the intersection of Limestone / Main) and continuous membership to the corporation during their entire reign or immediately abdicate the Throne of the Empire.

VII.1.5 For the purpose of the annual election of Monarchs, qualified members eligible to vote shall be those members who have had membership tenure. Membership tenure shall be defined pursuant to CHAPTER II, Section 10.1 of the Manual of Order and Operations.

VII.2 Section 2: Application

VII.2.1 Persons who wish to seek the position of Emperor or Empress must complete and submit a written application for candidacy by a date certain as established each year by the Election Oversight Committee. An application fee of Sixty Dollars and 00/100 (\$60.00) must be submitted with the application. No written application will be accepted without the application fee.

VII.2.2 The Election Oversight Committee shall create and make available the written application for Monarch Candidacy approximately fourteen (14) weeks prior to the date of the annual elections of the corporation. The written application shall be verified by a member of the Election Oversight Committee upon submission by an applicant.

VII.2.3 The written application deadline shall be approximately ten (10) weeks prior to the date of the annual elections. This date certain shall be set by the Election Oversight Committee.

VII.2.4 The Election Oversight Committee shall approve all applications. In instances where an application is not approved, said application shall automatically be referred to the Board of Directors for consideration.

VII.2.5 No application will be accepted without the appropriate application fee in the form of certified check, money order, cash, or personal check. Written applications and application fee shall be submitted to any member of the Election Oversight Committee.

VII.3 Section 3: Written Exam and Interview

VII.3.1 Applicants, whose applications have been approved, shall submit to a written exam created and administered by the Election Oversight Committee.

VII.3.2 The subjects of the written exam shall be limited to the history of the corporation, the by-laws of the corporation, and this Manual of Orders and Operations.

VII.3.3 The written exam shall be scored by percentage of accurate answers given by the test-taker and shall be graded by a member of the Election Oversight Committee and the scoring results shall be immediately made available to the test-taker and any Board Members present for testing.

VII.3.4 Any member of the Board of Directors may be present for testing.

VII.3.5 The written test shall be administered approximately eight (8) weeks prior to the date of the annual elections; the date certain to be set by the Election Oversight Committee.

VII.4 Section 4: Oral Interview

VII.4.1 Immediately following the written exam, applicants shall individually submit to an oral interview conducted in a meeting held in executive session chaired by the chairperson of the Election Oversight Committee. Any member of the Board of Directors may be present for and participate in the oral interview of candidates.

VII.4.2 A quorum for oral interview shall be three (3) representatives from the Board of Directors and the Election Oversight Committee.

- VII.4.3 Applicants may be asked any reasonable question in a respectful and positive nature during oral interview.
- VII.4.4 The chairperson of the Election Oversight Committee shall prescribe the manner and order of the oral interview and he shall allow each participant to pose at least two questions of the applicants. Nothing contained herein shall be construed to prevent the chairperson of the Election Oversight Committee from posing questions of applicants.
- VII.5 Section 5: Deliberations
- VII.5.1 Upon the completion of oral interview of each applicant, the applicant shall be dismissed from the executive session meeting and the representatives shall deliberate on the approval or disapproval of the candidacy of an individual applicant.
- VII.5.2 Each representative shall consider factors such as the applicant's performance on the written exam and performance in the oral interview, among such other factors as the individual representatives may deem appropriate, when deliberating on the approval or disapproval of an applicant's candidacy.
- VII.5.3 Upon the completion of deliberations, each representative, including the chair, shall vote by secret ballot on the approval or disapproval of an applicant's candidacy.
- VII.5.4 Upon the completion of oral interview and deliberations on the approval or disapproval of all candidates, the chair shall inform the applicants of the decision of the representatives regarding their candidacies.
- VII.5.5 Candidacy approval shall be contingent on the execution of a Candidacy Agreement as created by the Election Oversight Committee by an approved applicant. The Candidacy Agreement shall contain mutual promises and covenants between the corporation and the candidate relating to the rules of candidacy and penalties for violations thereof as set forth herein.
- VII.6 Section 6: Rules of Candidacy
- VII.6.1 Candidates may launch their public campaign approximately six (6) weeks prior to the date of the annual elections; the date certain to be set by the Election Oversight Committee. No form of public campaigning may begin before this time.
- VII.6.2 Candidates are strongly encouraged to campaign in public vigorously using signs, posters, fliers, and other means of campaigning. Candidates must, however, obtain permission to display campaign items in any establishment before distribution of said items in any establishment. All campaign materials must be approved by the Election Oversight Committee before any public distribution.
- VII.6.3 Candidates shall be required to plan and execute at least one (1) fundraiser during the approximate six-week campaign period. The Election Oversight Committee shall have the discretion to limit the number of an individual's candidate fundraisers provided that all candidates shall be permitted to have the same number of events. The Election Oversight Committee must approve any candidate fundraising concept as well as the time, date, location and budget of the events. Any budget which contemplates reimbursement of the candidate by the Court from the net proceeds of the candidate fundraiser shall automatically be referred to the Board of Directors for consideration. Candidates shall submit their fundraiser information as specified herein to the Election Oversight Committee after their candidacy has been approved and prior to any public promotion of the event.

- VII.6.4 Discussing candidate fundraisers with establishment manager/owners, and/or others involved in the planning and execution of any candidate's fundraiser shall not be deemed to constitute a form of public campaigning.
- VII.6.5 All campaigning shall be conducted in a positive manner. Negative campaigning, either by candidates or on their behalf, is forbidden.
- VII.6.6 Candidates for monarch shall be provided access to the membership list and the listing of eligible voters made at the time of their request, and/or labels for mailings to eligible members in support of their individual campaigns
- VII.6.7 In the event the Election Oversight Committee deems that a conflict of interest may exist between an officer of the Board of Directors and said officer's duties at a candidate fundraiser, the Election Oversight Committee shall recommend to the Board of Directors the appointment of an officer pro tem for the purpose of fulfillment of officer's duties at the candidate fundraiser in question.
- VII.6.8 Net proceeds from candidate fundraisers shall be donated to the general fund of the corporation.
- VII.6.9 Candidates for Emperor and Empress must execute a Candidate Entrance at the annual Coronation Ball. The Candidate Entrance shall be limited to seven (7) minutes.
- VII.6.10 Candidates for Emperor and Empress may not campaign jointly, but shall campaign individually and shall not endorse, in any manner whatsoever, another candidate for Emperor or Empress.
- VII.7 Section 7: Grievances and Appeals from the Election Oversight Committee
  - VII.7.1 Any candidate who wishes to file a grievance which does not pertain to a decision of the Election Oversight Committee shall submit said grievance in writing to the chairperson of the Election Oversight Committee. The Election Oversight Committee shall respond in writing within forty-eight (48) hours of receipt of said grievance to the candidate who filed the grievance. The response shall indicate what action, if any, is being taken or will be taken by the Election Oversight Committee relating to the filing of the grievance.
  - VII.7.2 Candidates may appeal any decision of the Election Oversight Committee to the Board of Directors by notifying the President of the Board of Directors, in writing, of the desire to appeal the decision of the Election Oversight Committee. The President of the Board of Directors shall immediately schedule a special meeting of the Board of Directors for the disposal of the appeal. The Board of Directors may affirm, remand with instructions, or reverse the appealed decision of the Election Oversight Committee.
  - VII.7.3 The Board of Directors, on its own initiative, may appeal any decision of the Election Oversight Committee.
  - VII.7.4 Any candidate who serves on the Board of Directors shall be recluse from any consideration of issues surrounding candidate referrals, or any other business associated with candidacy and the annual elections.
- VII.8 Section 8: Violations and Penalties
  - VII.8.1 If the Election Oversight Committee determines that a candidate has violated the rules of candidacy, the Election Oversight Committee shall refer the violation, with or without recommended action to be taken by the Board, to the President of the Board of Directors

who shall immediately schedule a special meeting of the Board of Directors for the purpose of disposing of the violation referral.

VII.8.2 The Board of Directors may take any action it deems fit, including the cancellation of the campaign of a candidate and withdrawal of the candidate's name from the ballot, upon a finding that a candidate has violated a campaign rule.

VII.8.3 Candidates shall be solely responsible for the actions of their campaign.

VII.9 Section 9: Forfeiture

VII.9 Current members of the Board of Directors who are candidates for Emperor or Empress forfeit their continued seat on the Board of Directors on the date of the annual election.

VII.10 Section 10: The Ballot

VII.10.1 The election of Emperor and Empress shall be on separate ballots.

VII.10.2 The order of names on each ballot shall be determined by random drawing of approved candidates at the conclusion of the oral interview. The legal name of the candidate shall appear first with any pseudonym appearing after the legal name in parenthesis.

VII.11 Section 11: Term of Office

VII.11.1 The term of office of the Emperor and Empress shall be the exact term of the Board of Directors elected at the same annual election as the Emperor and Empress.

VII.11.1 Persons may not seek to hold the position of Emperor and/or Empress for successive terms; provided that nothing contained herein shall be construed to prevent a person from holding the position of Emperor or Empress for successive terms so long as one of the terms is by virtue of appointment to the position.

VII.12 Section 12: Electoral Requirements

VII.12.1 The position of Emperor and Empress shall be elected by simple majority of qualified members at the annual elections where two candidates are running for the position of Emperor or Empress.

VII.12.2 The position of Emperor and Empress shall be elected by plurality of qualified members at the annual elections where more than two candidates are running for the position of Emperor or Empress.

VII.12.3 Where a candidate for Emperor or Empress runs unopposed, the candidate must receive an affirmative vote of a simple majority of qualified members to be elected.

VII.12.4 In case of a tie vote for Emperor or Empress, the members of the Board present for the certification of the tie shall each cast one vote on the question of breaking the tie excluding any candidates for Emperor or Empress who also serve on the Board.

VII.12.5 Where no candidate seeks the office of Emperor or Empress, the Board of Directors shall appoint a qualified member to the position.

VII.13 Section 13: Vacancies

VII.13.1 Should a vacancy of position of Emperor or Empress occur, by abdication or removal, the vacancy shall be filled by the Board of Directors by the same procedure pursuant to

CHAPTER III, Section 10 of this Manual of Orders and Operations, excluding any inapplicable provisions of that section.

VIII CHAPTER EIGHT RIGHTS AND DUTIES OF MONARCHS

VIII.1 Section 1: Right to Appoint Lines of Decent and Bestow Titles

VIII.1.1 The reigning Monarchs shall have the right to appoint their respective lines of decent and to bestow titles in accordance with rules established by the College of Monarchs. Individuals appointed to the lines of decent must be members in good standing.

VIII.1.2 Conversely, Monarchs shall have the right to rescind any title given by them in accordance with rules established by the College of Monarchs.

VIII.2 Section 2: Right to Represent the Corporation in Public Forums

VIII.2.1 The reigning Monarchs shall have the right to symbolically represent the corporation in any public forum unless specified otherwise by the Board of Directors.

VIII.3 Section 3: Right to Make Proclamations

VIII.3.1 The reigning Monarchs shall have the right to make proclamations in accordance with rules established by the College of Monarchs.

VIII.4 Section 4: Right to Hold Enfranchised Seat on the Board of Directors

VIII.4.1 The reigning Monarchs shall have the right to hold an enfranchised seat on the Board of Directors.

VIII.4.2 The reigning Monarchs shall have all of the rights, privileges, duties, and restrictions of members of the Board of Directors and where those rights, privileges, duties, and restrictions of members of the Board are specified in the by-laws of the corporation and herein those sections shall be presumed to apply to reigning Monarchs; except that reigning Monarchs may not hold office on the Board of Directors.

VIII.5 Section 5: Duties of Monarchs

VIII.5.1 The reigning Monarchs shall have a duty to uphold the by-laws of the corporation.

VIII.5.2 The reigning Monarchs, as symbolic and public leaders of the corporation, shall have a duty to represent the corporation in a respectable manner.

VIII.5.3 The reigning Monarchs shall have a duty to present themselves at a majority of fundraising events of the corporation.

VIII.5.4 The reigning Monarchs shall have a duty to foster amicable relations between the corporation and the community.

IX CHAPTER NINE MEMBER OF PARLIAMENT

IX.1 Section 1: Qualifications and Election

- IX.1.1 Qualified members shall have the right to seek the office of Member of Parliament and shall be elected during the annual elections of the corporation.
- IX.1.2 Qualified members who have the right to seek and hold the office of Member of Parliament shall have been a tenured member of the corporation at least two (2) years prior to the date of the annual election.
- IX.1.3 Any person seeking to hold the office of Member of Parliament shall meet the further qualifications of having reached their twenty-first (21) birthday by the application deadline; shall have been a resident of the Empire for at least two years prior to the date of the annual election during which they wish their name on the ballot; and shall reside in the Empire Proper by the date of the transitional meeting.
- IX.1.4 The Member of Parliament must maintain residency within a radius of 50 miles from the center of Lexington (this shall be calculated from the intersection of Limestone / Main) and continuous membership to the corporation during their entire term or immediately abdicate the Position.
- IX.1.5 For the purpose of the annual election, qualified members eligible to vote shall be as defined pursuant to CHAPTER II, Section 10.1 of the Manual of Order and Operations.

IX.2 Section 2: Application

- IX.2.1 Qualified members who wish to seek election to Parliament must submit a written application for candidacy by a date certain established each year by the Election Oversight Committee. An application fee of fifty dollars and 00/100 (\$50.00) must be submitted with the written application. No written application will be accepted without the application fee.
- IX.2.2 The Election Oversight Committee shall create and make available the written application for Parliament Candidacy approximately fourteen (14) weeks prior to the date of the annual elections of the corporation. The written application shall be verified by a member of the Election Oversight Committee upon submission by an applicant.
- IX.2.3 The written application deadline shall be approximately ten (10) weeks prior to the date of the annual elections. This date certain shall be set by the Election Oversight Committee.
- IX.2.4 The Election Oversight Committee shall approve all applications. In instances where an application is not approved, said application shall automatically be referred to the Board of Directors for consideration.
- IX.2.5 No application will be accepted without the appropriate application fee in the form of certified check, money order, cash, or personal check. Written applications and application fee shall be submitted to any member of the Election Oversight Committee.

IX.3 Section 3: Written Exam and Interview

- IX.3.1 Applicants, whose applications have been approved, shall submit to a written exam created and administered by the Election Oversight Committee.
- IX.3.2 The subjects of the written exam shall include, but not be limited to, the history of the corporation, the by-laws of the corporation, Manual of Protocol, this Manual of Orders and Operations and International Governance and Structure.

- IX.3.3 The written exam shall be scored by percentage of accurate answers given by the test-taker and shall be graded by a member of the Election Oversight Committee and the scoring results shall be immediately made available to the test-taker and any Board Members present for testing.
- IX.3.4 Any member of the Board of Directors may be present for testing.
- IX.3.5 The written test shall be administered approximately six (6) weeks prior to the date of the annual elections; the date certain to be set by the Election Oversight Committee.
- IX.4 Section 4: Oral Interview
  - IX.4.1 Immediately following the written exam, applicants shall individually submit to an oral interview conducted in a meeting held in executive session chaired by the chairperson of the Election Oversight Committee. Any member of the Board of Directors may be present for and participate in the oral interview of candidates.
  - IX.4.2 A quorum for oral interview shall be three (3) representatives from the Board of Directors and the Election Oversight Committee.
  - IX.4.3 Applicants may be asked any reasonable question in a respectful and positive nature during oral interview.
  - IX.4.4 The chairperson of the Election Oversight Committee shall prescribe the manner and order of the oral interview and he shall allow each participant to pose at least two questions of the applicants. Nothing contained herein shall be construed to prevent the chairperson of the Election Oversight Committee from posing questions of applicants.
- IX.5 Section 5: Deliberations
  - IX.5.1 Upon the completion of oral interview of each applicant, the applicant shall be dismissed from the executive session meeting and the representatives shall deliberate on the approval or disapproval of the candidacy of an individual applicant.
  - IX.5.2 Each representative shall consider factors such as the applicant's performance on the written exam and performance in the oral interview, among such other factors as the individual representatives may deem appropriate, when deliberating on the approval or disapproval of an applicant's candidacy.
  - IX.5.3 Upon the completion of deliberations, each representative, including the chair, shall vote by secret ballot on the approval or disapproval of an applicant's candidacy.
  - IX.5.4 Upon the completion of oral interview and deliberations on the approval or disapproval of all candidates, the chair shall inform the applicants of the decision of the representatives regarding their candidacies.
  - IX.5.5 Candidacy approval shall be contingent on the execution of a Candidacy Agreement as created by the Election Oversight Committee by an approved applicant. The Candidacy Agreement shall contain mutual promises and covenants between the corporation and the candidate relating to the rules of candidacy and penalties for violations thereof as set forth herein.
- IX.6 Section 6: Rules of Candidacy

- IX.6.1 Upon approval of the application and notice to the applicant by the Election Oversight Committee, candidates may launch their campaigns except that no candidate shall launch their public campaign for Member of Parliament prior to the time and date for the launch of the public campaign for Monarch which is approximately six weeks prior to the date of Coronation, the exact date and time will be set by the Election Oversight Committee
- IX.6.2 Candidates for Member of Parliament shall submit a written biography that the Court shall distribute to the membership prior to the date of the annual elections. The Election Oversight Committee reserves the right to limit the number of words and to edit any content of the biographies that are submitted by candidates for Member of Parliament.
- IX.6.3 The Election Oversight Committee must approve prior to its distribution any campaign material to be utilized by candidates for Member of Parliament.
- IX.6.4 No candidate for Member of Parliament shall be entitled to make any mailing to the membership on behalf of an individual candidacy under any circumstances.
- IX.6.5 Candidates for Member of Parliament may not campaign jointly with any other candidates for Member of Parliament, candidates for the Board or with candidates for Monarch, but shall campaign individually and shall not endorse in any manner whatsoever other candidates for office.
- IX.6.5 All campaigning shall be conducted in a positive manner. Negative campaigning, either by a candidate or on their behalf, is forbidden.
- IX.6.6 Campaigning in the Coronation Ball area, as defined by the Election Oversight Committee, is forbidden.
- IX.6.7 Candidates for Member of Parliament may seek election to the Board of Directors on the same ballot.
- IX.6.8 Candidates for Member of Parliament may not seek election of Emperor or Empress on the same ballot.
- IX.7 Section 7: Grievances and Appeals from the Election Oversight Committee
- IX.7.1 Any candidate who wishes to file a grievance which does not pertain to a decision of the Election Oversight Committee shall submit said grievance in writing to the chairperson of the Election Oversight Committee. The Election Oversight Committee shall respond in writing within forty-eight (48) hours of receipt of said grievance to the candidate who filed the grievance. The response shall indicate what action, if any, is being taken or will be taken by the Election Oversight Committee relating to the filing of the grievance.
- IX.7.2 Candidates may appeal any decision of the Election Oversight Committee to the Board of Directors by notifying the President of the Board of Directors, in writing, of the desire to appeal the decision of the Election Oversight Committee. The President of the Board of Directors shall immediately schedule a special meeting of the Board of Directors for the disposal of the appeal. The Board of Directors may affirm, remand with instructions, or reverse the appealed decision of the Election Oversight Committee.
- IX.7.3 The Board of Directors, on its own initiative, may appeal any decision of the Election Oversight Committee.

IX.7.4 Any candidate who serves on the Board of Directors shall be exempt from any consideration of issues surrounding candidate referrals, or any other business associated with candidacy and the annual elections.

IX.8 Section 8: Violations and Penalties

IX.8.1 If the Election Oversight Committee determines that a candidate has violated the rules of candidacy, the Election Oversight Committee shall refer the violation, with or without recommended action to be taken by the Board, to the President of the Board of Directors who shall immediately schedule a special meeting of the Board of Directors for the purpose of disposing of the violation referral.

IX.8.2 The Board of Directors may take any action it deems fit, including the cancellation of the campaign of a candidate and withdrawal of the candidate's name from the ballot, upon a finding that a candidate has violated a campaign rule.

IX.8.3 Candidates shall be solely responsible for the actions of their campaign.

IX.9 Section 9: The Ballot

IX.9.1 The order of names on the ballot shall be in alphabetical order of the candidate's legal name. The legal name of the candidate shall appear first with any pseudonym appearing after the legal name in parenthesis.

IX.10 Section 10: Term of Office

IX.10.1 The term of office for the Member of Parliament shall be two (2) years.

IX.10.1 Persons may seek to hold the position of Member of Parliament for successive terms.

IX.11 Section 11: Electoral Requirements

VII.11.1 The position of Member of Parliament shall be elected biannually by simple majority of qualified members at the annual elections where two candidates are running for the position of Member of Parliament. The candidate receiving the second highest number of votes will serve as Alternate to the Member of Parliament.

VII.11.2 Where a candidate for Member of Parliament runs unopposed, the candidate must receive an affirmative vote of a simple majority of qualified members to be elected.

VII.11.3 In case of a tie vote for Member of Parliament, the members of the Board present for the certification of the tie shall each cast one vote on the question of breaking the tie excluding any candidates for Member of Parliament who also serve on the Board. The candidate receiving the second highest number of votes will serve as Alternate to the Member of Parliament.

VII.11.4 Where no candidate seeks the office of Member of Parliament, the Board of Directors shall appoint a qualified member to the position of Member of Parliament and an Alternate to Member of Parliament.

IX.11.5 The position of Alternate Member of Parliament shall be determined by the individual receiving the second highest amount of votes at the annual election. This position shall be for the purpose of fulfilling the duties of the Member of Parliament should the Member of Parliament fail, refuse, or be unable to act. The Alternate Member of Parliament shall have no authority to act except by resolution of the Board of Directors.

IX.11.6 The Board shall certify the results of the election of Member of Parliament to the International Court Council, or its designee, as official notice of the person who shall represent the Court in Parliament as its Member of Parliament. Likewise, where it is necessary that the Alternate represent the Court in Parliament, prior to the meeting of Parliament, the Board shall certify to the International Court Council, or its designee, the authority of the Alternate to so act on behalf of the Court.

IX.12 Section 12: Duties of the Member of Parliament

IX.12.1 The Member of Parliament shall represent the Court at all meetings of Parliament. Except for good cause shown, attendance at the meetings of Parliament is mandatory.

IX.12.2 The Member of Parliament shall at all times conduct his/her affairs with decorum while acting in his/her official capacity.

IX.12.3 As the elected representative of the Court to Parliament, the Member of Parliament shall act in his representative capacity in the best interests of the Court.

IX.12.4 Prior to attending a meeting of Parliament, it is required that the Member of Parliament and Alternate attend a regularly scheduled Board Meeting for the purpose of soliciting concerns or issues which the Board wishes the Member of Parliament to express to Parliament on their behalf.

IX.12.5 Subsequent to attending a meeting of Parliament, at the next regularly scheduled meeting of the Board, the Member of Parliament (or the Alternate if he/she attended the conference on behalf of the Court) shall deliver to the Board a report of any action taken by Parliament at the prior meeting thereof.

IX.13 Section 13: Removal of Member of Parliament

IX.13.1 The Member of Parliament may be removed from office by the Board of Directors for failure to meet the duties as set forth above in Section IX.12.

IX.13.2 Removal proceedings may be initiated by any member of Board by motion to impeach the Member of Parliament. The motion shall be presented in writing and shall state specifically the acts or omissions in support of the motion.

IX.13.3 Upon seconding of the motion to impeach, the Member of Parliament is suspended from his/her official duties. The Alternate shall automatically assume the duties of Member of Parliament during the period of suspension.

IX.13.4 The President of the Board shall cause written notice of the impeachment to be served upon the Member of Parliament by certified mail to the last known address of the Member of Parliament. The notice shall include a copy of the written motion for impeachment and the date, time, and location of the removal hearing.

IX.13.5 The President of the Board shall schedule a special meeting of the Board within two weeks of the impeachment. The purpose of the special meeting shall be to hear argument on the merits of the pending motion. The Member of Parliament shall be afforded the opportunity to present any statements or evidence in opposition to the pending motion. If the Member of Parliament, upon adequate notice, fails to attend the special meeting, the Board may proceed with an *ex parte* hearing.

IX.13.6 Upon the close of argument, the Board shall meet in executive session where each

member, including the presiding officer, shall vote on the question of removal. The Member of Parliament is removed from office by two-thirds (2/3) affirmative vote of the Board.

IX.13.7 Upon removal from office of the Member of Parliament, the Board shall cause written notice to be made to the International Court Council, or its designee.

VII.14 Section 14: Vacancies

VII.14.1 Should a vacancy of position of Member of Parliament occur, by abdication or removal, the vacancy shall be filled by the Board of Directors by the same procedure pursuant to CHAPTER III, Section 10 of this Manual of Orders and Operations, excluding any inapplicable provisions of that section.

X. CHAPTER TEN CROWN JEWELS

X.1 Section 1: Identification

X.1.1 The corporation currently holds as Crown Jewels the following: the State Crown; the Crown of the Emperor; the Crown of the Empress; the Robe of the Emperor; the Robe of the Empress; the Crown of the Imperial Crown Princess; the Coronet of the Imperial Crown Prince; the Crown of the Imperial Princess Royale; and the Crown Pin and Medallion of the Imperial Prince Royale.

X.2 Section 2: Possession

X.2.1 The Reigning Empress shall be entrusted with possession of the Crown of the Empress.

X.2.2 The Reigning Emperor shall be entrusted with possession of the Crown of the Emperor.

X.2.3 The Reigning Imperial Crown Princess shall be entrusted with possession of the Crown of the Imperial Crown Princess. When there is no reigning Imperial Crown Princess, the Reigning Empress shall be entrusted with possession of the Crown of the Imperial Crown Princess.

X.2.4 The Reigning Imperial Crown Prince shall be entrusted with possession of the Coronet of the Imperial Crown Prince. When there is no reigning Imperial Crown Prince, the Reigning Emperor shall be entrusted with possession of the Crown Pin and the Medallion of the Imperial Crown Prince.

X.2.5 The Reigning Imperial Princess Royale shall be entrusted with possession of the Crown of the Imperial Princess Royale. When there is no reigning Imperial Princess Royale, the Reigning Empress shall be entrusted with possession of the Crown of the Princess Royale.

X.2.6 The Reigning Imperial Prince Royale shall be entrusted with possession of the Crown Pin and Medallion of the Imperial Prince Royale. When there is no reigning Imperial Prince Royale, the Reigning Emperor shall be entrusted with possession of the Crown Pin and the Medallion of the Prince Royale.

X.2.7 The Minister of Protocol shall designate a "Keeper of the Crown Jewels" and shall be entrusted with their possession not otherwise described in Sections 2.1 through 2.6 of this CHAPTER. The "Keeper of the Crown Jewels" shall be required to execute a bailment agreement with the Corporation, said agreement attached hereto as "Appendix

A". Should the Minister of Protocol refuse this responsibility, the Board of Directors may designate some other member of the College of Monarchs.

X.2.8 None of the entrusts of possession contained herein shall be construed as gifts from the corporation, but shall remain the property of the corporation and acceptance of this trust by the holder of any Crown Jewels shall constitute a full understanding of the holder of this provision.

X.2.9 Upon certification of perpetuity of title by the College of Monarchs, the Crown of the Empress, the Crown of the Emperor, the Crown of the Imperial Crown Princess, the Coronet of the Imperial Crown Prince, the Crown of the Imperial Princess Royale, and the Crown Pin and Medallion of the Imperial Prince Royale shall become gifts to the holder from the corporation.

X.3 Section 3: New and Replacement Crown Jewels

X.3.1 The Board of Directors shall purchase, before the last meeting of the Board of Directors before the transitional meeting, the Crown of the Empress, the Crown of the Emperor, the Crown of the Imperial Crown Princess, the Coronet of the Imperial Crown Prince, the Crown of the Imperial Princess Royale, and the Crown Pin and Medallion of the Imperial Prince Royale.

X.3.2 The Board of Directors may purchase such other Crown Jewels as it sees fit from time to time and may designate who may hold these Crown Jewels.

## XI. CHAPTER ELEVEN REQUIRED EVENTS OF THE CORPORATION

XI.1 Section 1: Coronation Ball

XI.1.1 The Corporation shall be required to execute annually a Coronation Ball.

XI.1.2 The Coronation Ball is defined as all associated events immediately preceding and following the annual Coronation event.

XI.1.3 The College of Monarchs shall oversee all aspects of the planning and execution of the annual Coronation Ball, including the designation of the time and location of the Coronation Ball.

XI.1.4 The Board of Directors shall retain final approval of all expenditures associated with the annual Coronation Ball.

XI.2 Section 2: Investitures

XI.2.1 The Board of Directors shall be required to execute Investitures at which the Reigning Monarchs will announce their respective Lines of Decent.

XI.2.2 Investitures must be executed within twelve (12) weeks of the first meeting of the new term of the Board of Directors.

XI.3 Section 3: Julie Vaughn Memorial Closet Ball

XI.3.1 The Board of Directors shall be required to execute the Julie Vaughn Memorial Closet Ball.

- XI.3.2 The Julie Vaughn Memorial Closet Ball must be executed within sixteen (16) weeks of the first meeting of the new term of the Board of Directors.
  - XI.3.3 Contestants must be twenty-one years old by the date of the event and must have resided in the Empire for at least six (6) months prior to the date of the event.
  - XI.3.4 For presentation, contestants must appear in the attire of their biological gender.
  - XI.3.5 Contestant will be given one hour after presentation to prepare for their performance dressed in attire of the opposite sex.
  - XI.3.6 Contestants must submit a written application together with an application fee to any member of the Board of Directors. The application fee to be determined by the Board of Directors.
  - XI.3.7 Each contestant will be allowed one dressing room assistant only. No two candidates may share the same assistant.
  - XI.3.8 A judge will be present in the dressing area of the contestants for the purpose of keeping time and for the purpose of ensuring that contestants each have one dressing room assistant.
  - XI.3.9 The design and production of the written application and packet, the score sheets, and the selection of all judges shall be the duty and responsibility of the reigning Empress.
  - XI.3.10 If the winner is a biological female, she shall receive an engraved medallion to be purchased by the Board of Directors, and the designation "Closet King".
  - XI.3.11 If the winner is a biological male, he shall receive a tiara to be purchased by the Board of Directors, and the designation "Closet Queen".
  - XI.3.12 No contestant will participate if they have publicly done female impersonation (in the case of candidates for Closet Queen) or male impersonation (in the case of Closet King) for an audience. Specific exclusions of prospective candidates include, but are not limited to: participation in pageants of cross-gender illusion, participation in cross-gender talent night exhibitions, participation in a drag show which included the prospective candidate dressing and performing in the attire of the opposite sex, or a performance in which the prospective candidate appeared in attire of the opposite sex and accepted tips from an audience. For the purpose of this section, appearing in public in attire of the opposite sex might not be a bar on candidacy for Closet King or Closet Queen at the discretion of the Board of Directors.
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- XI.4 Section 4: Falsies
  - XI.4.1 The Board of Directors shall be required to execute the Falsies.
  - XI.4.2 The Falsies shall be held between January 1 and the annual Coronation Ball.
  - XI.4.3 The Academy of Drag Arts and Sciences shall have exclusive authority to select categories to be recognized, to nominate contestants, and to select winners. Winners shall be kept confidential until the time of announcement at the awards ceremony.
  - XI.4.4 The Lifetime Achievement Award, given in recognition of an individual who has contributed to the art and craft of gender illusion, may be presented. Nominations may

be made by the Emperor and Empress with the approval of a simple majority of the College of Monarchs. The nominations must be made no later than 75 days prior to the date of the Falsies and must be considered by the College of Monarchs no later than 60 days prior to the date of the Falsies

XII CHAPTER TWELVE AWARDS AND RECOGNITION

XII.1 Section 1: James Herndon Lifetime Achievement Award

XII.1.1 The Board of Directors may, at its option, present the James Herndon Lifetime Achievement Award.

XII.1.2 The James Herndon Lifetime Achievement Award shall be presented at the annual Coronation Ball.

XII.1.3 Unanimous approval by secret ballot vote of the Board of Directors shall be required to bestow the James Herndon Lifetime Achievement Award.

XII.1.4 The Board of Directors may only bestow the James Herndon Lifetime Achievement award to one individual per term of the Board of Directors.

XII.2 Section 2: Henry Faulkner Community Service Award

XII.2.1 The Board of Directors shall nominate worthy persons for the Henry Faulkner Community Service Award.

XII.2.2 The nominations for the Henry Faulkner Community Service Award shall be placed on the ballot of the annual elections of the corporation and the winner of the award shall be determined by vote of qualified members.

XII.2.3 For the purpose of selection of the Henry Faulkner Community Service Award, qualified members shall be those members who are qualified to vote in that annual election pursuant to CHAPTER VII, Sections 1.6 and 1.7 of this Manual of Orders and Operations.

XII.2.4 The recipient of the Henry Faulkner Community Service Award shall be announced at the annual Coronation Ball.

XII.3 Section 3: Emperor and Empress Awards

XII.3.1 The Reigning Emperor and/or the Reigning Empress may bestow awards on individuals they deem fit during the term of their Reign.

XIII. CHAPTER THIRTEEN: ANNUAL ELECTIONS AND MEETINGS OF MEMBERS

XIII.1 Section 1: Annual Elections

XIII.1.2 The annual elections of the corporation shall be held on the date of the Coronation Ball at a time designated by the Board of Directors.

XIII.1.3 Qualified members, as defined herein, shall elect the Board of Directors, the Emperor, the Empress, and the recipient of the Henry Faulkner Community Service Award at the annual elections.

- XIII.1.4 Qualified members participating in the annual elections shall constitute a quorum of members for the annual election.
- XIII.1.5 The chairperson of the Election Oversight Committee and at least one other member of the Election Oversight Committee shall certify the results of the annual election.
- XIII.1.6 The Treasurer shall provide to the Election Oversight Committee, within eight (8) weeks of the annual election the official voter registry which shall contain a listing of qualified members for that annual election in alphabetical order, a space for the signature of the member, and a space for the initials of the election official who verified the identity of the qualified member and the means of identification.
- XIII.1.7 The Election Oversight Committee shall be responsible for election oversight, including the checking-in of voters at the annual election, and the operation and supervision of any voting equipment.
- XIII.1.8 Qualified members participating in the annual election of the corporation must present valid, state-issued photo identification and execute their signature on the official voter registry, before participating in the annual election. If the member is known to the election official, the requirement of presentment of a state issued photo identification is waived and the election official will attest on the voter registry that the official knew the voter.
- XIII.2 Section 2: Meeting of Members
- XIII.2.1 For the purpose of ratifying referred amendments to the by-laws of the corporation, the President shall call a meeting of the members and he shall fix the time, date and location of the meeting of the members no later than four weeks following the date of the referred amendment.
- XIII.2.2 Qualified members shall be given notice of the meeting of the members. Notice shall be given to qualified members by the Board of Directors by mailing a written notice, specifying the date, time, and location of the meeting of members together with the written proposal for amendment referred by the Board of Directors.
- XIII.2.3 The Board of Directors shall approve all postage costs associated with providing notice to qualified members of a meeting of the members.
- XIII.2.4 A quorum of a meeting of members shall be the number of qualified members present at a meeting of members.
- XIII.2.5 Qualified members participating in the meeting of members must present valid, state-issued photo identification to the President of the Board and execute their signature on the official voter registry, before participating in the meeting of members. If the member is known to the President of the Board of Directors, the requirement of presentment of a state issued photo identification is waived and the election official will attest on the voter registry that the official knew the voter.
- XIII.2.6 The Treasurer shall provide the President of the Board of Directors, within two (2) weeks of the meeting of members, the official voter registry which shall contain a listing of qualified members for that annual election in alphabetical order, a space for the signature of the member, and a space for the initials of the President of the Board of Directors who will verify the identity of the voter.

XIII.2.7 Members shall vote on the question of ratification of a referred by-law amendment by secret ballot, with the President of the Board of Directors and the Treasurer tallying the votes and certifying the results.

XIII.2.8 Qualified members for the purpose of a meeting of members shall have membership tenure at least three (3) months prior to the date of the meeting of members.

XIV CHAPTER FOURTEEN: BY-LAW AMENDMENTS

XIV.1 Section 1: Written Requirement

XIV.1.1 A proposed by-law amendment must be submitted in writing by any Director at a lawfully convened meeting of the Board of Directors.

XIV.1.2 If the proposed amendment will supercede, repeal, or amend an existing by-law, the written proposal shall identify the existing by-law that would be superceded, repealed or amended.

XIV.1.3 If the proposed amendment would create a new by-law, the written proposal shall contain the proposed CHAPTER, Section, and Sub-section number of the by-laws under which the amendment would be enacted.

XIV.2 Section 2: Procedure for Referral

XIV.2.1 Upon the seconding of a proposed amendment to the by-laws, the Board of Directors will debate the proposed amendment. At the close of debate the Board of Directors will vote by roll call on the question of whether or not to refer the proposed amendment to the membership.

XIV.2.2 A proposed amendment is referred to the general membership by three-quarter (3/4) vote of the Board of Directors.

XIV.2.3 Referred amendments shall be submitted to qualified members at a meeting of the members pursuant to the terms set forth herein.

XIV.3 Section 3: Supremacy of Amendment and Application

XIV.3.1 Any amendment referred by the Board of Directors to the membership and ratified by qualified members shall supercede any contrary provisions of the by-laws or of this Manual of Orders and Operations in place before ratification of the amendment.

XIV.3.2 Amendments to the by-laws shall be prospective in application except where the amendment itself provides for retroactive application of the amendment.

XIV.4 Section 4: Publication

XIV.4.1 In January of each year, when the by-laws have been amended in the previous year, the Board of Directors shall cause the printing of a sufficient number of copies of revised by-laws that reflect any new amendments.

XIV.4.2 In the interim between printings of the by-laws, any amendments shall be made available as supplements to the current by-laws.

XIV.5 Section 5: Conformance with Articles of Incorporation

XIV.5.1 No proposed amendment to the by-laws may be in contravention of the Articles of Incorporation of the corporation.

XV CHAPTER FIFTEEN: AMENDMENTS OF THIS MANUAL OF ORDERS AND OPERATIONS

XV.1 Section 1: Written Requirement

XV.1.1 A proposed amendment to this Manual of Orders and Operations must be submitted in writing by any Director at a lawfully convened meeting of the Board of Directors.

XV.1.2 If the proposed amendment will supercede, repeal, or amend an existing provision of this Manual of Orders and Operations, the written proposal shall identify the existing provision that would be superceded, repealed or amended.

XV.1.3 If the proposed amendment would create a new provision herein, the written proposal shall contain the proposed CHAPTER, Section, and Sub-section number of the Manual of Orders and Operations under which the amendment would be enacted.

XV.2 Section 2: Prohibited Amendments

XV.2.1 No proposed amendment to this Manual of Orders and Operations may be in contravention of the by-laws and Articles of Incorporation of the corporation.

XV.2.2 The threshold question upon consideration of any amendment to this Manual of Orders and Operations should be whether or not the amendment is in conformance with the by-laws and Articles of Incorporation.

XV.3 Section 3: Consideration of Proposed Amendment

XV.3.1 Upon seconding of a proposed amendment to this Manual of Orders and Operations, the Board of Directors will debate the proposed amendment. At the close of debate the Board of Directors will vote by roll call on the question of whether or not to approve the proposed amendment to the Manual of Orders and Operations.

XV.3.2 Amendments to the Manual of Orders and Operations are approved by a three-quarters (3/4) vote of Directors at a lawfully convened meeting of the Board of Directors.

XVI CHAPTER SIXTEEN: RESERVED POWERS OF THE BOARD

XVI.1 Section 1: Supremacy of the Board

XVI.1.1 Any business not covered by the by-laws of the corporation and this Manual of Orders and Operations shall be left to the sound discretion of the Board of Directors.

**THIS EDITION OF THE MANUAL OF ORDERS AND OPERATIONS OF THE IMPERIAL COURT OF KENTUCKY IS REVISED THROUGH OCTOBER 17, 2010**