

By Laws Of The International Concatenated Order Of Hoo-Hoo, Incorporated

As approved and adopted January 16, 1939, and amended by convention vote in September 1968, 1970, 1971, 1972, 1974, 1975, 1977, 1979, 1982, 1986, 1988, 1992, 1993, 1994, 1995, 1996, 1999, 2000, 2002, 2004, 2008, 2009, 2014, 2017, and 2018.

Article 1 Name and Purpose

Section 1: Name

This association shall be known as the International Concatenated Order of Hoo-Hoo, Incorporated, also doing business as Hoo-Hoo International and/or International Order of Hoo-Hoo and/or Concatenated Order of Hoo-Hoo.

Section 2: Purpose

- (a) To provide a common ground of fellowship on which members from all branches of the lumber and forest products industry may associate and through which may be developed the essential principles of Mutual Welfare, Friendship, Confidence and Education.
- (b) To promote through the proper knowledge of, and regard for, its Ritual and Code of Ethics those principles of the Order which result in the advancement of the interests of its members and the lumber and forest products industry and are conducive to the enjoyment of Health, Happiness and Long Life.
- (c) To assemble and disseminate among its members such information regarding lumber and forest products as shall result in the fullest cooperation between the several branches of the industry.
- (d) To encourage and assist in the establishment of Hoo-Hoo Clubs and aid in the direction of their objectives.
- (e) Neither Hoo-Hoo International nor any of its jurisdictions, officers, directors, or members will participate in, meet for the purpose of, or even authorize any discussions, agreements, comparisons or other conduct which could be construed as, or give rise to, an inference of contracting, conspiracy, combination, tying, unfair competition, monopolization, pricing or any other activity which could lead to an inference of restriction of competition price fixing, markups, discrimination, market allocation, or any other conduct prescribed by any State, Provincial, Federal or International law relating to competition including, but not limited to, the Sherman Antitrust Act and the Clayton Act.

Article 2 Membership

Section 1: Eligibility

The membership of this Order shall be limited to persons of full age of eighteen (18) years, with the local club having the option to raise the age of eligibility to twenty-one (21) years. These persons shall be of good moral characters who are engaged in the forestry product industry or any person genuinely interested in supporting the purpose and aims of our order.

It is the responsibility of the local club to determine the legitimate eligibility of any and all candidates under all the By-laws of the Order before their application is presented to the International Board of Directors.

Section 2: Application for Membership

- (a) A candidate for membership shall complete and submit an official Membership Application together with the membership fee and the annual dues for the current year.
- (b) The application shall be endorsed by two (2) members of the Order and have the approval of a majority of the local Club's members. Should there be no relevant local club; application may be made direct to the Hoo-Hoo International Executive Secretary endorsed by two (2) members of the International Board of Directors.

Section 3: Election to Active Membership

Active membership will be granted by the Hoo-Hoo International Executive Secretary upon receipt of the application providing that the candidate qualifies according to all the By-laws of the Order.

Section 4: Induction

Each approved applicant shall be inducted in accordance with the approved ritual of the Order and, upon such induction, shall be a member of the Order.

Section 5: Buttons

- (a) Each member shall be assigned a number by the Hoo-Hoo International Executive Secretary in the order that applications are approved by the International Office. The member shall be issued a button displaying the emblem of the Order and bearing the number assigned. The number 99999 will not be issued but will be retained in the Hoo-Hoo Museum in perpetuity.
- (b) The Order retains ownership of every button that is issued to a member. It is furnished only for the proper and legitimate use of the member in accordance with the By-laws and Ritual of the Order.

- (c) Whenever any member to whom a membership button has been issued ceases either by death, suspension, expulsion or resignation to be entitled to the benefits and privileges of the Order, the right is hereby reserved to demand and enforce the return of the same to the Order.

Section 6: Active Life Members

- (a) Life membership in this Order shall be limited to those members who have displayed exceptional service and dedication to its stated purpose.
- (b) It may only be granted by the International Board of Directors upon payment of the appropriate dues as established by the Board of Directors and the attaining of specific criteria as stated herein. No further dues shall be levied by the International body on such members. Local Club dues remain payable.
- (c) A written application stating the qualifications of the member and endorsed by a majority of that Club's Board of Directors is to be submitted to Hoo-Hoo International by the local Club. The application must state the qualifications of the member and be accompanied by the payment of the Life Membership fees. Should there be no relevant local Club; application may be made direct to the Board of Directors.
- (d) Members who have paid dues to Hoo-Hoo International for 50 years will receive an honorary life membership.
- (e) A Life Membership may be withdrawn under Article 2, Section 8: Expulsion, without any refund of dues paid.

Section 7: Honorary Members

- (a) Honorary Membership in this Order is limited to those candidates who have displayed exceptional service and dedication to the industry upon which this Order is founded.
- (b) It may only be granted by the International Board of Directors.
- (c) The International Board of Directors will decide the qualifications of a candidate based upon a written application to be made by the local club and endorsed by a majority of its Board of Directors. The application must state the qualifications of the candidate. Should there be no relevant local club, application may be made direct to the Board of Directors.

Section 8: Expulsion

- (a) If any member of this Order shall violate its Articles, By-laws or Ritual, or engage in unlawful or disreputable business, or in any manner bring public shame or disgrace to this Order or its membership, that member may be suspended in the following manner:
- (b) There shall be filed with the International Secretary-Treasurer a written statement of the offense charged. It shall be signed and verified under oath by the member or members making the charge and supported by affidavits of such other persons as may desire to make

representation to the charge.

- (c) The Secretary-Treasurer shall retain the original and transmit copies together with a copy of Article 2, Section 8, to the accused by registered mail including the names of those making the charge. The accused shall have thirty-three days after receipt of the charges made in which to submit a response. Such response must be verified under oath and may consist of the statements of others as well as the member charged. When the response is received the Secretary-Treasurer shall provide a copy of all the documents in the case to each member of the Board of Directors. The Board shall determine the innocence or guilt of the defendant and, in any case of conviction, fix a penalty as they deem appropriate. Should the accused not submit a response within the time prescribed, the accused shall stand suspended and the Secretary-Treasurer will proceed to provide the Board of Directors with the existing documents in order that they may make a decision on the evidence available.
- (d) If any member shall make a false or malicious charge against another member, that member may be suspended or expelled by the Board of Directors. In any case where the accused is acquitted by reason of failure to prove the allegations, the burden of proof shall be upon those making the charge to show that they had acted in good faith.

Section 9: Associate Members

Any individual who does not qualify for full membership under Article 2 may become an Associate Member of a local Hoo-Hoo Club at the option of the Club's Board of Directors. Said Associate Member shall not be an Associate Member of the International Order. Further, said Associate Member may not hold office in the local Hoo-Hoo Club, may not participate in the Ritual of the Order, may not vote in the conduct of the business affairs of the Club and may not be privileged to wear the insignia of the Order or a replica thereof.

Section 10: Contributors and Subscribers

Any persons, firms, corporations, associations and departments of government choosing to become associated with and/or contribute to the support of any or all activities of the Order or to become a subscriber to any special project of the Order as provided in the By-laws without becoming a member may do so upon such terms and conditions as may be determined by the International Board of Directors.

Article 3 Annual Dues and Membership Fees

Section 1: Amount

Annual dues, membership fees and reinstatement fees will be such as established by the Hoo-Hoo International Board of Directors.

Section 2: Payment

Dues are payable in advance on the first day of the Hoo-Hoo year--September 9--to the Secretary-

Treasurer of the International Order.

Section 3: Membership Card

Upon receipt of dues the Secretary-Treasurer will cause to be issued a membership card for the current year to that member. The card shall state the member's name and Hoo-Hoo number. No member shall be admitted to a Concatenation after December 9 without a current membership card.

Section 4: Collection and Suspension

- (a) Any member whose dues have not been paid by December 9 shall be notified by the International office that their dues for the year are delinquent.
- (b) The International office shall notify the appropriate Vicegerent Snark of the delinquency. The Vicegerent will liaise with the local club to endeavor to rectify the situation and report back to the International office on the action taken and the result.
- (c) If that member's dues have not been paid by the end of a Hoo-Hoo year, that member shall stand suspended and be subject to the requirements for reinstatement as provided for in Section 5.

Section 5: Reinstatement

Suspended members may be reinstated by submitting a completed Application for Reinstatement accompanied by the dues for the current year plus the reinstatement fee. The applicant must meet the same eligibility requirements as a new applicant as stated in Article 2, Sections 1 and 3.

Article 4 Annual Conventions

Section 1: Time and Location

- (a) The annual convention of the Order shall convene at 9 minutes past 9 a.m. within thirty-nine (39) days of September 9th as may be designated by the International Board of Directors.
- (b) The location of the annual convention shall be determined by the International Board of Directors.

Section 2: Voting Procedures

- (a) Organized Clubs in good standing shall be entitled to one vote for each fifty members or fraction thereof. The number of votes to which a Club is entitled will be as determined by the records of the International office as of the fiscal end of that year. The maximum number of Club members who can cast their Club's vote cannot exceed the number of votes

to which the Club is entitled. Organized Clubs are defined in Article 17, Hoo-Hoo Clubs.

- (b) Votes will be cast by members of a Club who have been appointed as delegates by their Club and are in attendance at the Annual Convention.
- (c) If no official delegates have been appointed, or if those appointed are not in attendance at the Annual Convention, then the member or members of that Club who are in attendance will cast the votes. If there are more members in attendance than votes available, the members will vote amongst themselves as to who will cast their votes.
- (d) If no member of a Club is in attendance then its votes will be cast by their Supreme Nine member according to the Club's prior direction; however, should the Supreme Nine feel that the circumstances regarding a vote have changed during the convention to the extent that the Club might now vote differently, then the Supreme Nine is to endeavor to contact the local Club to verify its decision. If unsuccessful in doing so the Supreme Nine is to cast the votes according to conscience.
- (e) If the Supreme Nine member has received no direction from a Club, the Supreme Nine member is to cast those votes according to conscience.
- (f) Members in a Jurisdiction not affiliated with any organized Club are entitled to one vote for each fifty members or fraction thereof providing there is a minimum of 9 such members. The Supreme Nine member will cast the votes for the members-at-large in their Jurisdiction.
- (g) No quorum shall be necessary at any regularly called meeting of the members and those members present may transact any business properly before them or adjourn the meeting to a later date.
- (h) A member who believes that a secret vote will give a truer expression of the assembly's will on a pending motion can move that the vote on the motion be taken by ballot as described in Article 5, Section 4 (d).

Section 3: Minutes

The chairman of any and all official meetings held at the Annual Convention will cause all actions of that meeting to be recorded in the minutes and made available to the Executive Secretary.

Article 5

Directors and Officers of the Order and Corporation

Section 1: Officers and Directors of the Order and Corporation

1. Chairman
2. President (The Snark of the Universe)
3. 1st Vice President

4. 2nd Vice President – To be added at the discretion of the HHI Board.
5. Secretary-Treasurer

Section 2: Directors of the Order and Corporation

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|-----|----------------|--------------|-------------------|
| 6. | Jurisdiction 1 | Supreme Nine | (Supreme Hoo-Hoo) |
| 7. | Jurisdiction 2 | Supreme Nine | (Senior Hoo-Hoo) |
| 8. | Jurisdiction 3 | Supreme Nine | (Junior Hoo-Hoo) |
| 9. | Jurisdiction 4 | Supreme Nine | (Scrivenoter) |
| 10. | Jurisdiction 5 | Supreme Nine | (Bojum) |
| 11. | Jurisdiction 6 | Supreme Nine | (Jabberwock) |
| 12. | Jurisdiction 7 | Supreme Nine | (Custocatian) |
| 13. | Jurisdiction 8 | Supreme Nine | (Arcanoper) |
| 14. | Jurisdiction 9 | Supreme Nine | (Gurdon) |

Section 3: Other officials who may be appointed by the Board

1. Assistant Treasurer
2. Deputy Supreme Nine
3. Vicegerent Snark
4. Executive Secretary

These officials have no standing on the Board of Directors and have no voting rights.

Section 4: Board of Directors - Nomination and election of the Snark of the Universe, other corporate officers and members of the Supreme Nine

- (a) The Snark of the Universe, the 1st Vice President, 2nd Vice President and the Secretary-Treasurer shall be elected annually by a majority of the votes cast at the Annual Convention. One Supreme Nine member from Jurisdictions 1, 2, 3, 5, 6, 7, 8, and 9 will be elected for a term of two years by a majority vote of the members of their Jurisdiction. Odd numbered Jurisdictions (1-3-5-7-9) will elect their member in the years ending in an odd number.

Even numbered Jurisdictions (2-6-8) will elect their member in the years ending in an even number. One Supreme Nine member from Jurisdiction 4 will be elected annually by a majority vote of the members of that Jurisdiction and will hold the office Supreme Nine of that Jurisdiction for the duration of his/her term. The term will run from the date of the Annual General Meeting of Jurisdiction IV. All Supreme Nine positions are of equal rank.

- (b) The Snark of the Universe, the 1st Vice President, 2nd Vice President, and the Secretary-Treasurer shall be elected from the general membership without regard to Jurisdiction. The candidate for Snark will have at some prior time served as a member of the Supreme Nine for a minimum of one term and as Vice President prior to becoming Snark.
- (c) At each Annual Convention the Snark of the Universe shall appoint a Nominating Committee of nine (9) members, one from each of the nine Jurisdictions. He shall appoint one of these

members as Chairman. This committee shall give due consideration to all those presented as candidates for an office on the Board of Directors and determine their qualifications and eligibility for that office. It is the responsibility of this committee to put forward a qualified candidate for each office that is to be filled. Prior to the closing of nominations any member shall have the privilege of placing an opposing qualified candidate in nomination for any of the offices to be voted on.

- (d) Following the closing of nominations, the incumbent Supreme Nine members will meet in caucus with their Jurisdictions to tally the votes of each club for the office of Snark of the Universe, 1st Vice President, 2nd Vice President and of Secretary-Treasurer. The written tally of these votes will be presented by each Supreme Nine member to the Executive Secretary to be tallied in the presence of two scrutineers appointed by the Snark from the delegates at large and the results presented to the Convention. Each Jurisdiction will elect its Supreme Nine member at this caucus and the results of their decision presented to the Executive Secretary at the same time. The Snark of the Universe is deemed to be the first elected followed by the 1st and 2nd Vice Presidents then the Secretary-Treasurer regardless of the order in which the announcements are made. The election of the Supreme Nine members will be deemed to have taken place following the election of the officers.
- (e) The outgoing Snark of the Universe shall be appointed Chairman of the Board.
- (f) The Snark of the Universe, the Chairman of the Board, the 1st Vice President, the 2nd Vice President, Secretary-Treasurer, and the members of the Supreme Nine constitute the Board of Directors.
- (g) Any Officer or Director may be removed for cause at any time by a majority vote of the Board of Directors.

Section 5: Filling Vacancies

- (a) If a vacancy occurs among the Officers, the Board of Directors shall appoint a member of the Order to fill that vacancy who shall have the necessary requirements for election to that office. The appointee shall serve until the next Annual Convention.
- (b) If a vacancy occurs among the Supreme Nine, the Board of Directors shall appoint a member of the Order to fill that vacancy who shall have the necessary requirements for election to that office. The appointee shall serve until the next Annual Convention.

Section 6: Compensation

No Officer or Director shall be entitled to any salary or other compensation for services rendered in that capacity, nor shall they be compensated for any services rendered by them in any other capacity, except in such an amount as determined by the Board of Directors and detailed in the Budget approved by the assembly or by Special Rule of Order.

Article 6
Board of Directors, Meetings and Duties

Section 1: Board of Directors Meetings

The Board of Directors elected at the Annual Convention shall hold its first Board of Directors meeting at that site and time. There shall be further Board of Directors meetings held within the year after the adjournment of the Annual Convention with a minimum of one meeting in October at the Hoo-Hoo International Museum in Gurdon, Arkansas. Other meetings shall be in such a place and such a time as the Snark may designate. A concluding Board of Directors meeting shall be held at the site of, and immediately prior to, the next Annual Convention.

Section 2: Special Meetings of the Board of Directors

- (a) Special meetings of the Board of Directors will be called by the Snark or by the Secretary-Treasurer on the written request of any nine Officers or Directors.
- (b) Notice of a special meeting requiring the attendance of the Board members must state the time, place, and exact purpose of the meeting. Unless voted otherwise by a majority of the Board of Directors, notice must be given at least 14 days prior to the meeting. Only business mentioned in the call of a special meeting can be transacted at such a meeting.

Section 3: Duties

- (a) The Board of Directors is vested with full authority to administer the affairs of the Order only in complete accordance with its Ritual, Articles and By-laws.
- (b) Members shall provide to the Convention for submission in the minutes an annual written report of their activities as a Director. Said reports are to be made available on request and presented on the HHI website. On request deliveries, will be via postal service or email. Said reports shall be announced via ad space in Log & Tally issue immediately following HHI Conventions.
- (c) The Secretary-Treasurer must be included in any vote relating to contracts or agreements involving the expenditure of money.
- (d) The Board of Directors will annually appoint an auditor and within four (4) months of the conclusion of the fiscal year report to the membership by publishing in the *Log & Tally* a report on the direction they provided to the auditor together with the auditor's report.
- (e) The Secretary-Treasurer will cause all actions of the Board of Directors in their capacity as Directors to be recorded in the minutes of the Corporation.

Section 4: Presiding Officer

The Snark of the Universe shall preside at all meetings of the Board of Directors but, except in the case of a tie vote, will have no vote on the Board.

Section 5: Quorum

Quorum shall consist of one (1) person more than fifty percent (50%) of standing Board of Directors. A majority affirmative vote of board members present and voting is required to pass any and all measures.

Section 6: Notice of the Annual and Midyear Board of Directors Meetings

The Directors are to be advised of the time and date of the annual and midyear Board meetings at least 30 days prior to the date. Notification may be by telephone, mail, facsimile or electronic mail (e-mail).

Section 7: Action in Writing or by Facsimile

Any action of the Board of Directors that can be taken at an Annual or Special meeting of the Board may be taken by the majority written consent of all members of the Board of Directors. Written submissions may in all instances be received by mail, facsimile, or electronically. The Secretary-Treasurer shall cause such actions to be recorded in the minutes of the Corporation.

Section 8: Duties of the Supreme Nine

Duties of the Supreme Nines shall include, but not be limited to, these responsibilities:

- (a) To represent the Snark of the Universe within the Jurisdictions.
- (b) To appoint Vicegerent Snarks within their Jurisdictions.
- (c) To cause to be issued a warrant of authority to each Vicegerent Snark which shall explicitly define the Vicegerent's powers. This warrant is to be accompanied by full instructions for the conduct of concatenations, induction and admissions.
- (d) To revoke the appointment of any Vicegerent Snark for cause and appoint a new Vicegerent Snark to fill the unexpired term.
- (e) To report to the Board of Directors concerning the affairs of the Order within their Jurisdictions.
- (f) To authorize and/or conduct concatenations in their Jurisdictions.
- (g) To appoint one or more Deputy Supreme Nine members in their Jurisdictions.

At the Annual Convention at the conclusion of their term of office, the retiring Supreme Nine member will turn over to the incoming Supreme Nine member a summary of their contacts and activities within the Jurisdiction thereby providing continuity within the office of the Supreme Nine.

Article 7 Committees

Section 1: Committees

At the opening board meeting immediately following each annual convention the newly elected Snark will appoint the following committees to serve until the next annual convention. The members and the number appointed to each committee is at the discretion of the Board of Directors. Said committee members, where eligible and in attendance at the convention, will be appointed to the corresponding convention special committee. At each Annual Convention, the Snark of the Universe shall appoint the following committees:

ADMINISTRATION COMMITTEE – composed of 5 members

Goals and Assignments

1. As set out in the Annual Strategic Plan

ADVERTISING COMMITTEE - composed of 3 Members + Editor of *Log & Tally* magazine.

Goals and Assignments

1. As set out in the Annual Strategic Plan

BUDGET COMMITTEE composed of the Secretary/Treasurer and four other members shall be appointed by the newly elected Snark at the opening board meeting immediately following each annual convention.

The Chairperson for this committee will be the Secretary/Treasurer.

Goals and Assignments

1. It shall be the duty of this committee to prepare a budget for the approval of the Board of Directors for the fiscal year beginning August 1, to be submitted to the membership in writing at the annual meeting for their approval. Once approved by the membership no single operating expense budget item may be exceeded by more than 10% without the majority approval of the Board of Directors. No single capital expense budget item may be exceeded without the majority approval of the Board of Directors.
2. Perform to the bylaws and Annual Strategic Plan as necessary

CONVENTION COMMITTEE - composed of at least 3 members

Goals and Assignments

1. Establish host clubs and locations for future conventions.
 - a. Communicate with local club officers to gauge interest and follow up with those that are interested.
 - b. Secure the commitment from the host club by collecting a completed “**application to hold an international convention**” form.
2. Make recommendations as to how to make conventions attractive and affordable for as many members as possible. More attendees create more excitement about Hoo-Hoo.
3. Maintain a current list of clubs that have made commitments to host future conventions and make it available to the HHI board.
4. Prepare the next two host clubs to deliver a presentation at the next convention.

5. Stay in touch with the host clubs and make sure they have the help they need and to keep them on track.
 - a. The new convention-planning tool will be very helpful and should be offered to every host or potential host club as a tool.
 Report any concerns to the Snark and seek direction.

EXECUTIVE COMMITTEE

- (a) To consist of the Chairperson of the Board, Snark of the Universe, Secretary/Treasurer, Executive Treasurer, 1st Vice President and 2nd Vice President.
The Chairperson for this committee will be The Snark of the Universe.
- (b) Meetings of the *Executive Committee* may be held from time to time upon notice given by the Snark, by another officer acting on the Snark's behalf, or by written request of three or more members of the Committee.
- (c) The *Executive Committee* shall have all the powers of the Board of Directors when the Board is not in session providing that any action by the Executive Committee which is contrary to any established policy of the Board of Directors or contrary to any Resolution by the Board of Directors, is approved by a majority vote of the Board of Directors prior to such action being taken. Such approval shall be in writing, facsimile or electronically and may be submitted without a meeting. No action may be taken that is contrary to the By-laws. The Secretary-Treasurer shall cause all actions taken to be recorded in the minutes of the Corporation.
- (d) The minutes of the *Executive Committee* are to be submitted at the next meeting of the Board of Directors for discussion and ratification.

Goals and Assignments

- 1) Perform to the bylaws and the Annual Strategic Plan as necessary

FOREST PRODUCTS EDUCATION COMMITTEE - composed of 3 Members

Goals and Assignments

1. As set out in the Annual Strategic Plan

LEGISLATION & GOOD OF THE ORDER COMMITTEE - composed of nine (9) members, three (3) Rameses + three (3) Supreme Nines and three (3) lay members

Goals and Assignments

1. Review and amend if necessary any changes to the bylaws and make recommendation to the board for updating and bringing them current.
2. Any recommended ritual changes must have been reviewed and approved by the Rameses on this committee.

MARKETING COMMITTEE – composed of Editor of the *Log & Tally*, Webmaster, 1st Vice-President and Membership Chairman

Goals and Assignments

1. Review Vision and Mission statements and make recommendations to the board.
2. Develop a plan and market the Hoo-Hoo brand.
3. Review annually and make recommendations to the board regarding the design and functionality of the website.
4. Develop and implement promotional tools.

MEMBERSHIP COMMITTEE – composed of 1st Vice-President + 3 Rameses

Goals and Assignments

1. As set out in the Annual Strategic Plan

NOMINATING COMMITTEE composed of nine (9) members, one from each of the nine Jurisdictions. He shall appoint one of these members as Chairman. This committee shall give due consideration to all those presented as candidates for an office on the Board of Directors and determine their qualifications and eligibility for that office. It is the responsibility of this committee to put forward a qualified candidate for each office that is to be filled. Prior to the closing of nominations any member shall have the privilege of placing an opposing qualified candidate in nomination for any of the offices to be voted on.

Following the closing of nominations, the incumbent Supreme Nine members will meet in caucus with their Jurisdictions to tally the votes of each club for the office of Snark of the Universe, Vice President, and of Secretary-Treasurer. The written tally of these votes will be presented by each Supreme Nine member to the Executive Secretary to be tallied in the presence of two scrutinizers appointed by the Snark from the delegates at large and the results presented to the Convention. Each Jurisdiction will elect its Supreme Nine member at this caucus and the results of their decision presented to the Executive Secretary at the same time. The Snark of the Universe is deemed to be the first elected followed by the 1st and then the Secretary-Treasurer regardless of the order in which the announcements are made. The election of the Supreme Nine members will be deemed to have taken place following the election of the officers.

Goals and Assignments

1. Perform to the bylaws and the Annual Strategic Plan as necessary

OPERATIONS MANUAL COMMITTEE – composed of 1st Vice-President + 2 Rameses + 2 lay Delegates + 1 Board member

Goals and Assignments

1. Review and recommend updates for operations manual at the mid-year board meeting if possible and no later than the pre-convention meeting.
 - a. Implement updates upon approval.
2. Bring current the convention planning section of the operations manual.
3. Make sure each local club officer has a copy of the most current operations manual. Submit a written report to the board at the pre-convention meeting.

REDWOOD GROVE COMMITTEE

Goals and Assignments

1. As set out in the Annual Strategic Plan

RESOLUTIONS COMMITTEE – composed of 4 members

Goals and Assignments

1. As set out in the Annual Strategic Plan

TECHNOLOGY COMMITTEE – composed of 4 members including 1ST Vice-President and Marketing Chairman.

Goals and Assignments

1. Complete the website update and implementation.
2. Review Membership Management software with the Executive Secretary
3. Review and make recommendations of software, alarm systems, communications, hardware updated needed for the HI office.
4. Review and report to the board regarding technical functionality of the website.

Section 2: Other Committees

Such other committees, “*special*”, shall be appointed by the Snark as the Board of Directors or the membership shall from time to time deem necessary to carry on the work of the Order.

Article 8 **Duties of Officers**

Section 1: Snark of the Universe

- (a) The Snark of the Universe shall have general supervision over all Hoo-Hoo activities and lead in promoting the purposes of Hoo-Hoo and providing for the welfare of the Order.
- (b) The Snark will preside at the Annual Convention and at all meetings of the Board of Directors and the Executive Committee. The Snark will appoint all committees and be a member ex officio of all committees and subcommittees except the nominating committee. In the absence of the Snark the duties shall be performed by the 1st Vice President and if this is not possible then by the next ranking corporate officer as set forth in Article 5, Section: 1, who is present.
- (c) Together with the Secretary-Treasurer, the Snark is charged with the specific responsibility of ensuring that the Board of Directors is managing Hoo-Hoo International strictly within the By-laws of that Corporation.

Section 2: Vice Presidents

- (a) First Vice President

The First Vice President shall, in the absence or disability of the Snark of the Universe, perform the function of Snark of the Universe.

The First Vice President will also serve as Chairman of the standing committee on Membership and shall see that the Board's policy on recruitment, retention, and reinstatement is carried out.

The First Vice President will also serve as Chairman of the Operations Manual and see that this document is up-to-date and placed on the Hoo-Hoo International website and in the hands of all Club Presidents.

In the interest of continuity, it is the duty of the First Vice President to review and update the International Concatenated Order of Hoo-Hoo Strategic Plan before taking office as the Snark of the Universe.

(b) **Second Vice President**

The Second Vice President shall, in the absence or disability of the First Vice President, perform the functions of the First Vice President.

The Second Vice President will serve as liaison between the Snark of the Universe and Supreme Nines.

The Second Vice President will stay in direct communication and update the Supreme Nines with all important information coming from the Hoo-Hoo International office and/or the Snark of the Universe. They will assist in communicating responsibilities and reports needed by the Snark of the Universe, Editor of the Log & Tally or Hoo-Hoo International Office.

Section 3: Chairman

The duties of the Chairman shall be to serve as a Director with full voting rights, to assist the Snark of the Universe, and to act as an overseer of the affairs of the Order.

Section 4: Secretary-Treasurer

- (a) The Secretary-Treasurer of the Corporation shall be responsible for the seal of the corporation, the accounts, books, and records of all moneys received and expended for the use of the Corporation.
- (b) The Secretary-Treasurer shall cause the taking of all minutes of the Board of Directors and Executive Committee meetings and is responsible for the collection of all moneys owing to the Corporation and the depositing of all moneys belonging to the Corporation in such bank or financial institution as the Board of Directors may designate.
- (c) The Secretary-Treasurer shall, as requested by them, render to the Snark and/or the Board of Directors an account of all financial transactions made and of the financial condition of the Corporation.
- (d) The Secretary-Treasurer shall approve the expenditure of all money in accordance with systems and procedures approved by the Board of Directors.
- (e) The Secretary-Treasurer must be included in any vote relating to contracts or agreements involving the expenditure of money.

- (f) The Secretary-Treasurer shall execute with the Snark all conveyances, contracts and other written instruments to which the corporate seal is attached and shall affix the same thereto.
- (g) The Secretary-Treasurer shall cause to be given all written notices required by the By-laws and as directed by the Board of Directors.
- (h) The Secretary-Treasurer shall perform other duties as may be imposed upon that office by orders of the Board of Directors.
- (i) Together with the Snark, the Secretary-Treasurer is charged with the specific responsibility of ensuring that the Board of Directors is managing Hoo-Hoo International strictly within the By-laws of that Corporation.

Article 9
Vicegerent Snark Deputy Supreme Nine
Executive Secretary Assistant Treasurer

Section 1: Vicegerent Snark

At the beginning of the Hoo-Hoo year each club will submit to its Supreme Nine Representative the name of one of its members elected or appointed by them to this office. The appointment will be ratified by the Supreme Nine member and authority granted. It shall be the duty of the Vicegerent Snark:

- (a) To promote the welfare of the Order in their Club and to oversee the application of the Hoo-Hoo Code of Ethics amongst the members.
- (b) Conduct or assisting in the Concatenations within their club.
- (c) To be responsible for forwarding to the International Office the applications and dues for each new member.
- (d) When advised by the International office that a member's dues is delinquent, the Vicegerent will liaise with the local club to endeavor to rectify the situation and report back to the International office on the action taken and the result.

Section 2: Deputy Supreme Nine

To assist the Supreme Nines in carrying out their responsibilities within the Jurisdiction, each Supreme Nine shall appoint one or more Deputy Supreme Nine members to serve as a direct representative in a specific area of their Jurisdiction. Each club or group of clubs shall recommend to their Supreme Nine member one chosen or elected from their membership to fill the office of Deputy Supreme Nine. It shall be the duty of the Deputy Supreme Nine member.

- (a) To promote the welfare of the Order in the area for which they are appointed.
- (b) To represent the Supreme Nine member within the area for which they are appointed,

keeping the Supreme Nine fully informed as to the needs, wishes and activities of those Clubs in that area.

- (c) To promote, aid and assist the Supreme Nine in the forming and development of new Clubs within that area.

Section 3: Executive Secretary

An Executive Secretary shall be appointed to serve at the sole discretion of the Board of Directors with duties and responsibilities as determined by the Board of Directors. The Executive Secretary has no voting rights.

Section 4: Assistant Treasurer

An Assistant Treasurer may be appointed by the Board of Directors and may be a person employed by the Corporation in its general offices. The Assistant Treasurer is authorized, under the strict supervision of the Secretary-Treasurer, to disperse money by authorized vouchers and to countersign checks.

Article 10 Past Snarks and the House of Ancients

The House of Ancients was instituted at the Annual Meeting of 1893 and is a body made up of former Snarks of the Universe. Each Snark upon successfully completing the term of office shall become a member of the House of Ancients. Each Ancient shall be given the title of Rameses, numbered according to chronological entrance into the House of Ancients. It is the duty of the Order, at that time, to invest the Rameses with an emblematic ring as a token of regard from the Order and as a badge of authority.

Section 1: Seer

The chief officer of the House of Ancients shall be called the "Seer of the House of Ancients". The badge of rank is a nine-pointed jeweled star known as The Emblem of Revelation that is to be worn by the Seer until death, and then transmitted as a legacy to the House of Ancients. This Emblem is to be worn by that member of the House of Ancients who is chronologically the next living Rameses. The title of the Seer of the House of Ancients shall descend with the Emblem of Revelation in perpetuity. The Emblem of Revelation is to be ever worn by succeeding Seers as a perpetual token of esteem for the Seer through whom was transmitted the secret legends and traditions on which the Order is founded, and there shall be neither fashioned nor worn in Hoo-Hoo another emblem of exact form, design or import.

Section 2: Duties of the House of Ancients

The House of Ancients shall constitute an advisory board to which the Board of Directors may refer matters concerning the Constitution and By-laws of the Order, or any subject upon which it may seek counsel or recommendations. In any case upon which the Board may disagree and where there is a minority of six, such minority may, if the subject is deemed by them of sufficient importance, refer

the matter to the House of Ancients for an advisory vote. Upon receipt of the judgment of the House of Ancients, if such judgment be favorable to the views of the minority, the Board shall again vote in the light of such counsel, the resultant decision to stand as law until approved or disapproved by the next Annual Convention of the Order.

Article 11 **Bonds**

All officers or employees handling money of the Order shall be bonded in such amount as shall be determined by the Board of Directors. The amount of such bonds shall be recorded in the minutes of the Corporation. The expense of furnishing such bonds shall be paid by the Order.

Article 12 **Contracts, Signatures**

All contracts shall be executed on behalf of the Order by the Snark of the Universe and the Secretary-Treasurer or such officers as the Board of Directors may from time to time designate by majority vote. The Secretary-Treasurer shall approve the expenditure of all money in accordance with systems and procedures approved by the Board of Directors. The Secretary-Treasurer must be included in any vote relating to contracts or agreements involving the expenditure of money.

Article 13 **Corporate Seal, Offices and Records**

The seal of the Order shall be in such form as may be prescribed by the Board and shall have the words "International Concatenated Order of Hoo-Hoo, Incorporated" endorsed thereon. The books of the Order shall be kept at the head office of the Order, or at such other place or places as the Board of Directors may from time to time determine.

The Order may also operate an office or offices at such other place or places as the Board of Directors may from time to time determine.

Article 14 **Fiscal Year**

The fiscal year of the Order shall terminate on the 31st of July in each year.

Article 15 **Concatenations**

Section 1: Concatenations Defined

- (a) Concatenations are meetings held for the induction of members. Concatenations may be held by the Deputy Supreme Nine, the Vicegerent Snark or club officers as delegated within their

respective areas.

- (b) Whenever applicants are ready for induction the Hoo-Hoo International Executive Secretary may, upon instruction from the member of the Supreme Nine for that Jurisdiction, forward to the Vicegerent Snark an authority blank.
- (c) The only ceremonies officially recognized by Hoo-Hoo International for the purpose of inducting new members are found in the Hoo-Hoo International Operations Manual under the heading of Induction Ceremony/Concatenation.

Section 2: Appointments at Concatenations

At local club Concatenations the Vicegerent Snark shall appoint members of the Order to fill the Ritual stations of those members of the Supreme Nine who may not be present.

Section 3: Concatenation by Directors and Rameses

The Snark of the Universe, Rameses and any member of the Supreme Nine may hold Concatenations anywhere upon receipt of an official Membership application together with the membership fee and the annual dues for the current year.

Section 4: Reports and Returns from Concatenations

The Snark of the Universe, Rameses, member of the Supreme Nine and club officers holding a Concatenation shall be responsible for forwarding to the International office immediately following a Concatenation, the application and dues for each new member.

Article 16 *Jurisdictions*

The geographic coverage of Jurisdictions is established by the Board of Directors provided that any change to the geographic coverage of a Jurisdiction must receive a majority vote of approval at the Annual Convention from each of the Jurisdictions directly affected by the change. Notification of any proposed change must be submitted to the membership affected for their study and perusal at least 60 days prior to the opening date of the Annual Convention. Jurisdictions not directly affected will not participate in the vote.

Article 17 *Hoo-Hoo Clubs*

- (a) Local Hoo-Hoo Clubs may be organized with the approval of the member of the Supreme Nine in that Jurisdiction in any locality where there are a sufficient number of members to maintain an active club.
- (b) To qualify as an organized Club in good standing there must be a minimum of nine members

who elect a Board of Directors annually. Clubs with less than nine members at the end of the fiscal year and/or do not elect a Board of Directors annually will be deemed inactive and the members as members-at-large.

- (c) They shall be given a charter signed by the Snark of the Universe and the Secretary-Treasurer. They shall be bound by the Articles, Ritual and By-laws of the Order.
- (d) All Clubs shall make an annual report during July and August of each year to their Supreme Nine member who may use such information in their report to the Annual Convention of the Order.

Article 18 **Amendments**

- (a) These By-laws may be amended at any Annual Convention of the Order by a two- third affirmative vote of those present and voting, excluding blanks or abstentions, provided that notification of such intended amendments have been published in the *Log & Tally* at least 60 days prior to the opening date of the Annual Convention.
- (b) Prior to voting on a By-law change, amendments to the proposed amendment may be made from the floor of the Annual Convention. Such amendments require a majority affirmative vote of those present and voting.

Article 19 **Rules of Order**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern this Order in all cases to which they are applicable and in which they are not inconsistent with these By-laws and any special rules of order this Order may adopt.

Article 20 **Gifts and Bequests**

The Board of Directors may accept on behalf of Hoo-Hoo International any gifts, devices or bequests of money or property or the income from such in any form providing that, should there be a designation from the donor for the specific use of such donation, said designation does not contravene the By-laws and purpose of the Order nor affect the status of this Corporation relative to government regulations.

Article 21 **Official Currency**

The official currency of HHI is the U.S. dollar.