

# **ORDO TEMPLI ORIENTIS U.S.A.**



## **BYLAWS of ORDO TEMPLI ORIENTIS in the UNITED STATES of AMERICA**

(Ordo Templi Orientis U.S.A.)

*Approved by the Areopagus 3/30/96 e.v.*

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**BYLAWS  
of  
ORDO TEMPLI ORIENTIS  
in the  
UNITED STATES  
of  
AMERICA  
(Ordo Templi Orientis U.S.A.)**

## **Article 0: Preamble**

*Do what thou wilt shall be the whole of the Law.*

Peace, Tolerance, Truth;  
Salutation on All Points of the Triangle;  
Respect to The Order.  
To All Whom it May Concern: Greeting & Health.

Ordo Templi Orientis (O.T.O.) is a serious and secret religious order, pledged to the high purpose of securing the Liberty of the Individual and his or her advancement in Light, Wisdom, Understanding, Knowledge, and Power through Beauty, Courage, and Wit, on the Foundation of Universal Brotherhood.

It is a body of Initiates in whose hands are concentrated the wisdom and secret knowledge of all Oriental Orders, and is the first of the Great Orders of antiquity to accept the Law of the New Aeon emanating from the A.'.A.'., which is: Do what thou wilt shall be the whole of the Law, reorganizing in accordance therewith.

The letters O.T.O. represent the words Ordo Templi Orientis (Order of the Temple of the Orient, or Ancient Order of Oriental Templars). The letters O.T.O. have also a secret meaning for initiates.

The aims of O.T.O. can only be understood fully by its highest initiates; but it may be said openly that it teaches Hermetic Science or Occult Knowledge, the Pure and Holy Magick of Light, the Secrets of Mystic Attainment, Yoga of all forms, Gnana Yoga, Raja Yoga, Bhakta Yoga, Tantric Yoga, and Hatha Yoga, and all other branches of the secret Wisdom of the Ancients.

In its bosom repose the Great Mysteries; its brain has resolved all the problems of philosophy and life.

It possesses the secret of the Stone of the Wise, of the Elixir of Immortality, and of the Universal Medicine.

Moreover, it possesses a Secret capable of realizing the world-old dream of the Brotherhood of Man.

*Love is the law, love under will.*



## **Article I: Offices**

### ***Section 1.01. Principal Office.***

Ordo Templi Orientis U.S.A. (O.T.O. U.S.A.), also referred to herein as the United States Grand Lodge of Ordo Templi Orientis (U.S. Grand Lodge of O.T.O.), is a National Section and Grand Lodge of Ordo Templi Orientis (O.T.O.), duly chartered by the International Headquarters of O.T.O., with jurisdiction in the United States of America, its territories and dependencies. The principal office of O.T.O. U.S.A., for the transaction of its business, shall be located in such place within or without the State of California as may be designated by the Executive as defined in Article VI.

### ***Section 1.02. Other Offices.***

O.T.O. U.S.A. may also have offices at such other places within or without the State of California where it is qualified to do business, as its business may require, and as the Executive or its duly authorized Governing Body or agent may from time to time designate.

### ***Section 1.03. Types of Offices.***

A. O.T.O. has four principal types of office:

- i. Initiate and Advisory, pursuant to Article IV;
- ii. Governing, pursuant to Article V;
- iii. Administrative, pursuant to Article VI; and
- iv. Ecclesiastical, pursuant to Article IX.

B. O.T.O. U.S.A. may also have such types and kinds of offices as the Executive or its duly authorized Governing Body or agent may from time to time designate, subject to the approval of the International Supreme Council as defined in Article XII.

## Article II: Members

### *Section 2.01. Classes of Membership.*

- A. Ordo Templi Orientis U.S.A. has several classes and sub-classes of membership. There are four principal classes:
  - i. Initiate membership: Initiate members hold one or more sub-classes of Initiate membership ("degrees"), and have the titles, eligibilities, privileges and duties appropriate to the degree of Initiate class membership they hold as set forth in this Article II and as set forth from time to time by the Executive or other duly authorized Governing Body.
  - ii. Governing membership: Governing members are Initiate class members who have met any eligibility prerequisites and are appointed, elected or confirmed to Governing bodies as set forth in this Article II and in Articles III, IV, V, and VI.
  - iii. Ecclesiastical membership: Ecclesiastical (or Church) members hold non-initiate membership in Ecclesia Gnostica Catholica (the Gnostic Catholic Church) of O.T.O., pursuant to Article IX.
  - iv. Administrative membership: Administrative members meet Initiate and Governing Class membership prerequisites, as necessary, to hold Administrative positions within O.T.O. pursuant to Article VI.
- B. Certain classes of membership are comprised of one or more sub-classes of membership, as set forth in Sections 2.02 and 2.03.

### *Section 2.02. The Initiate, Governing and Administrative Classes of Membership.*

- A. The Initiate class degrees of membership in O.T.O. from Minerval (0°) through VII°, are known collectively as the Mysteria Mystica Maxima (M.'.M.'.M.'.). The Initiate class degrees of membership in O.T.O. from VII° through X° are known collectively as the Hermetic Brotherhood of Light, or Fraternitas Lucis Hermeticae.
- B. The Initiate and Governing classes of membership in O.T.O. are organized into three Triads (hereinafter referred to as Grades): the Men of Earth, the Lovers, and the Hermits. Each Grade has the classes and sub-classes (or degrees) of membership outlined below.
  - i. The Man of Earth Grade (Third Triad): Consists of the preliminary Initiate class degrees from 0° (Minerval) to Perfect Initiate inclusive.
    - a. 0° (Zero Degree). Minerval;
    - b. I° (First Degree). Man;
    - c. II° (Second Degree). Magician;
    - d. III° (Third Degree). Master Magician;
    - e. IV° (Fourth Degree). Perfect Magician; and
    - f. Perfect Initiate.
  - Members of these Initiate degrees take no share in the government of the Order.
  - ii. Knight of East and West: This Initiate degree is a bridge between the Man of Earth Grade and the Lovers Grade.

iii. The Lover, or Lovers Grade (Second Triad): Consists of members of both the Initiate and Governing classes. The sub-classes of membership are the degrees from Fifth Degree (V°) to Seventh Degree (VII°) Grandmaster of Light, inclusive, as set forth below:

- a. V° (Fifth Degree). Sovereign Prince of Rose Croix (Knight of the Pelican and Eagle);
- b. Member of the Senate of Knight Hermetic Philosophers, Knights of the Red Eagle.
- c. Member of the Electoral College.
- d. VI° (Sixth Degree). Illustrious Knight (Templar) of the Order of Kadosch, and Companion of the Holy Graal. Historical Templar.
- e. Member of the Grand Tribunal (Grand Inquisitor Commander).
- f. Prince of the Royal Secret.
- g. VII° (Seventh Degree). Mystic Templar, Theoreticus. Very Illustrious Sovereign Grand Inspector General.
- h. VII° (Seventh Degree). Mystic Templar, Magus of Light.
- i. VII° (Seventh Degree). Mystic Templar, Grandmaster of Light.

Of the foregoing sub-classes, (a), (b) and (d-i) are Initiate class degrees, and sub-classes (c) and (e) are Governing class degrees.

iv. The Hermit Grade (First Triad): Consists of members of both the Initiate and Governing classes. The sub-classes of membership consist of the degrees from VIII° to X° National Grand Master General, inclusive, as set forth below:

- a. VIII° (Eighth Degree). Oriental Templar. Perfect Pontiff of the Illuminati.
- b. Perfect Epop of the Secret Areopagus of the VIII°.
- c. IX° (Ninth Degree). Initiate of the Sovereign Sanctuary of the Gnosis. Illuminatus Perfectus.
- d. Revolutionary.
- e. Deputy National Grand Master General.
- f. X° (Tenth Degree). National Grand Master General, Rex Summus Sanctissimus (Supreme and Most Holy King) or Regina Summa Sanctissima (Supreme and Most Holy Queen).

All of the foregoing sub-classes are Initiate class degrees. Sub-class (b) is additionally a Governing class degree, pursuant to Article V, and sub-classes (e) and (f) are Administrative class degrees, pursuant to Article VI.

v. All members of an Initiate degree hold all Initiate class degrees from Minerval (0°) through the highest Initiate class degree held by them up to the IX°, inclusive; and are entitled to all the rights and privileges, and bound by all the duties and obligations, which appertain thereto. Exceptions to this rule are that any Initiate member may be appointed administratively to any of the three sub-degrees of VII° and to the X° without holding intervening degrees.

### ***Section 2.03. The Ecclesiastical Class of Membership.***

The Ecclesiastical class of membership and its sub-classes are described separately in Article IX.

### ***Section 2.04. Members' Rights.***

- A. All members of O.T.O. U.S.A. are members of Ordo Templi Orientis (O.T.O.).  
Membership in O.T.O. U.S.A. confers membership in O.T.O. International, as defined in Article XII.
- B. No member of O.T.O. shall hold more than one (1) membership. However, a member may hold more than one class or sub-class of membership.
- C. No member shall have property rights in this corporation.
- D. Every member has a right to initiation to the degrees of the Man of Earth Grade, provided they fulfil the applicable qualifications of each degree pursuant to Section 2.05.
- E. Every member is entitled to the sign(s), grip, and pass-word(s) of each degree of Initiate membership into which they have been duly and properly initiated.
- F. Every member is entitled to such additional rights and benefits as the Outer Head of the Order (O.H.O.) as defined in Article XII, the National Grand Master General X° as defined in Article III, the Executive or the appropriate Governing Body may from time to time designate.

### ***Section 2.05. Qualifications.***

- A. The National Grand Master General shall, from time to time, on his own or on the recommendation of the appropriate Administrative or Governing Body pursuant to Articles III, V, VI or IX, designate the qualifications, if any, for membership, and the qualifications, if any, for the various classes or sub-classes of membership, subject to the approval of the International Supreme Council.
- B. There are certain special financial obligations pertaining to membership in the Electoral College and all higher degrees.

### ***Section 2.06. Duties.***

The National Grand Master General shall, on his own or on the recommendation of the appropriate Administrative or Governing Body pursuant to Articles V, VI, VII, or IX, determine the duties of members in O.T.O. U.S.A. in its various classes of membership and may, from time to time, designate any additional duties in each class or sub-class of membership, subject to the approval of the O.H.O.

### ***Section 2.07. Privileges.***

The National Grand Master General shall, on his own or on the recommendation of the appropriate Administrative or Governing Body pursuant to Articles V, VI, or IX, determine the privileges of members in O.T.O. U.S.A. in its various classes of membership and may, from time to time, designate any additional privileges in each class or sub-class of membership, as well as the procedures for curtailment (including revocation and suspension) of specific

privileges of the various classes and sub-classes of membership, subject to the approval of the O.H.O.

***Section 2.08. Admission.***

The National Grand Master General may, from time to time, on his own or on the recommendation of the appropriate Administrative or Governing Body pursuant to Articles V, VI and IX, designate the procedures for admission into O.T.O. U.S.A., and the procedures for advancement in the various classes and sub-classes of membership, subject to the approval of the Executive and the International Supreme Council.

***Section 2.09. Dues.***

The annual dues, if any, payable to O.T.O. U.S.A. by members of each class or sub-class, shall be in such amounts as may be designated from time to time by the Executive, subject to the approval of the International Supreme Council. The manner of collection and the manner of assessment may be designated from time to time by the Executive, subject to the approval of the International Supreme Council.

***Section 2.10. Fees and Assessments.***

A. The Executive shall, from time to time, levy initiation fees and other assessments upon members, determine the amount of such fees and assessments, if any, and the manner of collection, subject to the approval of the International Supreme Council.

***Section 2.11. Certificates.***

The Executive may, from time to time, designate the certificates evidencing membership, and the various classes and sub-classes of membership as set forth in Sections 2.01, 2.02 and 2.03, and in Article IX. The form, size, design, and contents of the certificates shall be subject to the approval of the National Grand Master General and the O.H.O. Sample copies of each approved certificate shall be filed with the Grand Secretary General and the Secretary General as defined in Article XII. Such certificates and diplomas shall be issued under the hand and seal of the National Grand Master General X°.

***Section 2.12. Number of Members.***

A. There shall be no limit on the number of members O.T.O. U.S.A. may admit, nor shall there be a limit on the number of members in any class or sub-class of membership, with the following exceptions:

- i. Electoral College (11 members maximum);
- ii. Supreme Grand Council (9 members maximum);
- iii. Revolutionaries (2 members);
- iv. Deputy National Grand Master General (1 member);
- v. X° National Grand Master General and Primate of Ecclesia Gnostica Catholica (1 member); and
- vi. Father (or Mother) of the Church for Ecclesia Gnostica Catholica (1 member).

B. The numbers of members in any Initiate class of membership that automatically confers a Governing class membership shall be decided from time to time by the National Grand Master General and the O.H.O. These degrees specifically include, but are not limited to, the degrees of Grand Inquisitor Commander (Member of the Grand Tribunal), and the Perfect Epopt of the VIII° (Member of the Secret Areopagus).

***Section 2.13. Membership Book.***

O.T.O. U.S.A. shall keep a Membership Book containing the name, address (if known), membership class, degree, and history of each member. Termination of the membership of any member shall be recorded in the book, together with the date on which such membership ceased. Such book shall be kept at O.T.O. U.S.A.'s principal office and, notwithstanding any other provision of these Bylaws, shall not be available for inspection by any person, whether or not a member, officer, or Director of this corporation except as required by law and except for those members authorized to have access to the book by the Executive. For purposes of these Bylaws, "Membership Book" shall be construed to mean a physical paper copy and/or electromagnetic and/or optical media pursuant to Section 14.07.

***Section 2.14. Nonliability of Members.***

No member of this corporation shall be personally liable for the debts, liabilities, or obligations of the corporation.

***Section 2.15. Transferability of Membership.***

Membership in O.T.O. U.S.A. is nontransferable and nonassignable.

***Section 2.16. Resignation.***

The membership in O.T.O. of any member of O.T.O. U.S.A. shall automatically terminate on his or her request for such termination delivered to the Grand Secretary General of O.T.O. U.S.A. personally, or by United States mail, such membership to terminate when the request is delivered personally or deposited in the United States mail. The Grand Secretary General shall promptly notify the National Grand Master General, the Grand Treasurer General and the Secretary General of all such resignations.

***Section 2.17. Death.***

Upon the death of any member, his or her active membership shall cease, and the obligation to pay dues, assessments, or other charges theretofore accrued and unpaid shall also cease. The name of the member will be retained in the Membership Book with an annotation of the date of death.

***Section 2.18. Suspension, Expulsion, Termination of Membership and Inactive Status.***

A. The membership of any member of O.T.O. U.S.A. of up to VII°, inclusive, along with all rights and privileges appertaining thereto, may be terminated temporarily by suspension or permanently by expulsion for "good cause," provided reasonable effort is made to serve him or her with notice of the proceedings against him or her and an opportunity to be heard

in his or her own defense. The judicial and appellate bodies responsible for deciding such actions are set forth in Articles III, V and VI.

- B. The National Grand Master General shall have emergency authority to suspend the membership of any Initiate member of VII°, or less for a duration of up to 30 days, without prior notice. The National Grand Master General shall promptly report any such emergency suspension to the Grand Secretary General, who shall promptly notify the Secretary General of the emergency suspension and shall promptly make a reasonable effort to serve written notice of the suspension on the suspended member.
- C. All suspensions and expulsions must be reported to the Executive and the Secretary General. The joint and several responsibilities and procedures of the Executive in the matter of suspension and expulsion are set forth in Articles III and VI. All notices and reports of suspensions shall include a statement of the duration of the suspension.
- D. Any expulsion must be carried out by authority of the National Grand Master General or the O.H.O., and must be reported to the Grand Secretary General and the Secretary General.
- E. Notwithstanding any of the above, no member can be suspended or expelled while he or she is serving as a Grand Officer and Director of the corporation.
- F. The membership of an Initiate member of the Minerval degree (0°) terminates ("demits") without prejudice if such member fails to renew his or her membership through timely payment of dues. The requirements and procedures for return to Initiate membership of demitted Minervals shall be as set forth from time to time by the Executive and the International Supreme Council.
- G. The membership of an Initiate member of the first degree (I°) or above becomes inactive without prejudice if the member submits a request for inactive status to any member of the Executive, or if the Grand Treasurer General and Executive determine that the member has failed and continues to fail to pay dues. All rights and privileges of Initiate membership are suspended for inactive members, except as established from time to time by the Executive and the International Supreme Council. Inactive members are not subject to suspension or expulsion from the Order solely for failure to continue to pay dues. The requirements and procedures for reinstatement of inactive members to active Initiate member standing shall be as set forth from time to time by the Executive and the International Supreme Council.

### ***Section 2.19. Good Cause.***

``Good cause" as used herein requires that the member:

- A. Have failed and continues to fail to abide by the Articles of Incorporation or Bylaws of O.T.O. U.S.A. or with the Rules and Regulations of the Executive or its duly authorized Governing Body or agent; or
- B. have committed or is in the course of committing some act or acts greatly prejudicial to the purposes of O.T.O.; or
- C. have intentionally provided false information to the Executive or its duly authorized Governing Body or agent; or
- D. have failed and continues to fail to pay any dues, fees, or other assessments imposed by the Executive or its duly authorized Governing Body or agent.

***Section 2.20. Rights on Termination.***

Any rights of a member in O.T.O. U.S.A. or in the use of its property shall cease on termination of membership except as provided herein.

***Section 2.21. Not Used.***

***Section 2.22. Reinstatement.***

The terms and procedure(s), if any, by which a member terminated under Section 2.18, may or may not have his or her membership reinstated shall, from time to time, be designated by:

- A. the Executive or its duly authorized Governing Body or agent, subject to the approval of the International Supreme Council, or
- B. the O.H.O.

***Section 2.23. Creation or Modification of Classes or Sub-classes of Membership.***

The Executive may create new classes of membership, and may modify sub-classes within the Governing and Administrative classes of membership, subject to the approval of the International Supreme Council. But, the Executive shall have no authority to modify sub-classes within the Initiate or Ecclesiastical classes of membership, authority for which modifications rests solely with the National Grand Master General, and with the O.H.O.

***Section 2.24. Membership on One or More Governing Bodies.***

Except as specifically allowed by the National Grand Master General X°, no Initiate member other than the X°, who holds a voting membership on a Governing Body of O.T.O. U.S.A., shall be eligible for appointment to a second Governing Body of O.T.O. U.S.A. (which term does not include the Administrative class of membership, pursuant to Article VI). Exceptions may be made by the National Grand Master General X° for purposes of maintaining the necessary Initiate membership in any Governing Body for said Governing Body to function. Initiate members serving on two Governing Bodies by special exception of the X° may be removed, with or without prejudice, from either Governing Body upon written notice from the X°. This regulation applies to appointive Governing Bodies, as well as those Governing Bodies where members of a particular Initiate class degree automatically hold a right to a voting seat, including, but not limited to, the Electoral College, Grand Tribunal, Supreme Grand Council and the Secret Areopagus of the VIII°.

## **Article III: Officers**

### ***Section 3.01. Number and Titles.***

- A. The Officers of O.T.O. U.S.A. shall be a National Grand Master General (or Executive Director, or President), a Grand Secretary General (or Secretary), and a Grand Treasurer General (or Treasurer), known collectively as the Grand Officers of the United States Grand Lodge, or the Executive Council, or the Executive.
- B. The power, authorities and procedures of the Executive are described in Article VI.
- C. The Grand Officers of the Executive are the Directors of the Corporation, pursuant to Article VI.
- D. Additionally, the National Grand Master General shall appoint a Deputy National Grand Master General (or Deputy Executive Director, or Vice President), pursuant to Section 3.07.
- E. O.T.O. U.S.A. may also have, at the discretion of the Executive, one or more Assistant Secretaries, one or more Assistant Treasurers, and such other Officers as may be appointed in accordance with the provisions of Sections 3.04, 3.09 and 3.11 of this article. One person may hold two or more offices, except that no person may hold two or more of the following:
  - i. National Grand Master General
  - ii. Grand Secretary General
  - iii. Grand Treasurer General
  - iv. Deputy National Grand Master General

Officers of the International Supreme Council may hold additional office as Assistant Secretaries and/or Assistant Treasurers of O.T.O. U.S.A. by permission of the O.H.O. and designation by the National Grand Master General.

### ***Section 3.02. Appointment of Grand Officers.***

The National Grand Master General holds the Tenth Degree (X°) and shall serve for life or until his or her resignation or removal pursuant to Sections 3.03 and 6.08. The National Grand Master General shall appoint a Grand Secretary General and a Grand Treasurer General pursuant to the provisions of this Article III, and of Article VI.

Should the National Grand Master General be absent from duty, or unable or unwilling to perform the duties of the office, the International Supreme Council, acting jointly, may appoint a Grand Secretary General and/or a Grand Treasurer General.

The National Grand Master General shall designate his or her successor, subject to veto by the O.H.O. In default of such designation, the Executive shall designate a successor, subject to veto by the O.H.O.

The National Grand Master General, or in default the Executive, shall notify the O.H.O. upon the designation of a successor, and the O.H.O. shall either approve or veto such designation within 31 days of receiving such notice. If the O.H.O. vetoes the designation, the National Grand Master General, or in default the Executive, shall notify the O.H.O. of the designation of an alternative successor within 31 days.

If a successor has been designated and approved by the O.H.O. at the time the office of National Grand Master General becomes vacant, the O.H.O. shall formally appoint and install the designated successor as National Grand Master General within 93 days after such vacancy occurs.

If a successor has not been designated by either the outgoing National Grand Master General or the Executive and approved by the O.H.O. within 93 days after the office of National Grand Master General becomes vacant, the O.H.O. shall designate a successor and shall formally appoint and install such successor as National Grand Master General within 31 days of such designation.

Upon the death, resignation or removal of the National Grand Master General, the Deputy National Grand Master General shall assume the administrative duties of the National Grand Master General until the new National Grand Master General takes office.

#### ***Section 3.03. Removal of Grand Officers.***

The National Grand Master General (but not the Deputy National Grand Master General acting in any capacity) may remove the Grand Secretary General, the Grand Treasurer General, and the Deputy National Grand Master General, at will, pursuant to this Article III and Article VI. The removal of a Grand Officer may be verbal, and shall take effect immediately upon the order of the National Grand Master General, provided that written confirmation is given from the National Grand Master General to the Grand Officer so removed within thirty-one (31) days. The National Grand Master General shall appoint a new Grand Officer within thirty-one (31) days of the removal of a Grand Officer. The National Grand Master General may be removed by the O.H.O. pursuant to this Article III, Article VI and Article XII. Should the National Grand Master General be absent from duty, or unable or unwilling to perform the duties of the office, the International Supreme Council, acting jointly, may exercise the same authority to remove Grand Officers as is possessed by the National Grand Master General.

#### ***Section 3.04. Subordinate Officers.***

The Executive may appoint such other officers or agents as it may deem desirable, and such officers shall serve such terms, have such authority, and perform such duties as may be prescribed from time to time by the Executive. Any subordinate officer may be removed by the Executive by majority action, either with or without cause, and such subordinate officer shall be removed should he or she cease to be qualified for the office.

#### ***Section 3.05. Resignation of Officers.***

Any Grand Officer or Subordinate Officer may resign at any time by serving written notice on the Executive, National Grand Master General or Grand Secretary General of O.T.O. U.S.A., provided however that the National Grand Master General must also give notice to the O.H.O. Any such resignation shall take effect on the date of receipt of such notice or at any other time specified therein. The acceptance of such resignation shall not be necessary to make it effective.

### ***Section 3.06. Duties of National Grand Master General***

- A. The National Grand Master General conveys the initiatory authority of the O.H.O. to initiate or appoint upon his own recognizance all the initiate or Governing classes and sub-classes of membership ranging from Minerval (O°) through Seventh Degree (VII°). This initiatory authority of the X° is limited to the United States of America, its Territories and Dependencies, unless specifically extended by the O.H.O. If the office of O.H.O. falls vacant, all initiations in O.T.O. U.S.A. shall cease until the office of O.H.O. is filled. The X° shall delegate his or her authority to initiate within the jurisdiction of O.T.O. U.S.A., pursuant to Article VII. As the O.H.O.'s personal envoy to members of the VIII° Secret Areopagus and IX° Sovereign Sanctuary in the United States, the X° acts as the governor of these Hermit degrees and facilitates the preservation and extension of the Sovereign Sanctuary of the Gnosis by maintaining their privacy, filing research results in the U.S. and International Sovereign Sanctuary archives, and endeavoring to establish retreats and Abbeys.
- B. As the chief executive officer, the X° for the United States has ultimate responsibility for all affairs of O.T.O. in the United States; and is responsible for the proper performance of his duties to the O.H.O. The X° has the right, but not the obligation, to use or exercise in person or by proxy, a voting seat on any Governing Body of O.T.O. U.S.A., and has additionally the right to call meetings of such bodies.
- C. The National Grand Master General shall in general supervise and control the affairs of O.T.O. U.S.A. He or she shall perform all duties incident to his or her office and such other duties as may be required by law, or by the Articles of Incorporation of O.T.O. U.S.A., or by these Bylaws, or by the Bylaws of O.T.O. (International), or by the Constitution of O.T.O., or which may be prescribed from time to time by the Executive. He or she shall serve as the President of the Executive, and as such shall preside at all its meetings except as provided for in Section 3.07. He or she shall serve as the Sovereign Grand Commander of the Supreme Grand Council, and as such shall preside at all its meetings except as provided for in Section 3.07. Except as otherwise expressly provided by law, he or she may, in the name of O.T.O. U.S.A., execute such deeds, mortgages, bonds, contracts, checks, or other instruments which may from time to time be authorized by the Executive, subject to periodic review by the International Supreme Council.
- D. The National Grand Master General shall have the power to veto any action taken by the Executive or the Electoral College, within ten (10) days of notification of such action.
- E. The National Grand Master General shall hold the office of Archivist for O.T.O. U.S.A., but he or she may delegate his or her duties in this capacity.
- F. The National Grand Master General is not approachable, as such, by any member below the VI°, except at his or her discretion.

### ***Section 3.07. Deputy National Grand Master General.***

- A. The X° shall appoint a Deputy National Grand Master General from among those members of the Sovereign Sanctuary of the Gnosis of the IX° resident in the United States. The Deputy National Grand Master General shall assume the maintenance of the administrative, but not the initiatory, responsibilities of the X° under the following conditions:

- i. In the event of a scheduled retreat by the X° from the administrative duties of office exceeding 72 hours, provided written notice is given to the Deputy National Grand Master General by the X°. Notification may include specific delegations and special instructions for the conduct of specific business. Upon receipt of written acknowledgment, the X° will promptly advise the Executive and the Secret Areopagus; or
- ii. During any absence of the X° from the United States, for the duration of the X°'s absence; or
- iii. During a vacancy or interregnum in the office of X° due to the death, removal or resignation of the X°, serving as regent until a successor X° is appointed by the Executive and the O.H.O.; or
- iv. During an extended period of disability and/or hospitalization, upon notification in writing by the X°; or
- v. During an emergency period of disability and/or hospitalization, upon written notification by the Executive. In the event that the Executive cannot make quorum, then by written notification by the remaining Grand Officer. In the event that there are no remaining Grand Officers, then by written notification by any member of the U.S. Sovereign Sanctuary of the Gnosis of the IX°.

B. The Deputy Grand Master General shall not have the power to remove any appointed Officer on any Governing or Administrative Body.

***Section 3.08. Grand Secretary General.***

A. The X° shall appoint a Grand Secretary General from the Initiate membership of O.T.O. U.S.A. The Grand Secretary General shall:

- i. Certify and keep at the principal office of O.T.O. U.S.A. the original, or a conformed copy of the Articles of Incorporation and these Bylaws, as amended to date; and
- ii. Keep at the principal office of O.T.O. U.S.A. or at such other place as the Executive may order, a book of minutes of all meetings of the Executive, recording therein the time and place of holding, whether regular or special, and if special, how authorized, notice thereof given, the names of those present at the meetings of Directors and the proceedings thereof; and
- iii. See that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; and
- iv. Be custodian of the records of O.T.O. U.S.A.; and
- v. Keep at the principal office of O.T.O. U.S.A. a Membership Book containing the name and address of each member, and in any case where membership has been terminated, he or she shall record such fact in the book together with the date on which membership ceased; and
- vi. Exhibit at all reasonable times to any person authorized by the Executive, or his or her agent or attorney, on request thereof, the Bylaws, the Membership Book, and the minutes of the proceedings of the Directors and of the members of O.T.O. U.S.A.; and

- vii. Keep the Golden Book of the United States O.T.O., in which is recorded the appointments, tenures, and service records of all appointed officials and members of Governing Bodies; and
- viii. Keep the Official Register of the Initiate bodies of the United States O.T.O., in which is recorded the name and current mailing address for each Initiate body and the names of its officers; and
- ix. Act as chairman of the Publications Committee of O.T.O. U.S.A., with responsibility for intra-Order communication in general, and for the member periodical(s) in particular; and
- x. Collect, process and respond as appropriate to correspondence addressed to the United States Grand Lodge of O.T.O., forward as necessary correspondence to Assistant Secretaries or other responsible officials for official reply, or establish subsidiary official addresses for correspondence with particular offices of the United States Grand Lodge, pursuant to Article I; and
- xi. File copies of minutes of meetings of the Executive and reports of changes to the Membership Book, the Golden Book and the Official Register of Initiate bodies with the Secretary General as required by the International Supreme Council; and
- xii. In general, perform all duties incident to the office of Grand Secretary General and such other duties as may be required by law, or by the Articles of Incorporation of O.T.O. U.S.A., by these Bylaws, or by the Bylaws of O.T.O. (International), or by the Constitution of O.T.O., or which may be assigned to him or her from time to time by the Executive; and
- xiii. Preside over a Secretarial Committee comprised of secretarial representatives from the Governing Bodies of O.T.O. U.S.A. These representatives may or may not be Assistant Secretaries pursuant to Section 3.09.

***Section 3.09. Duties of Assistant Secretaries.***

- A. The Grand Secretary General may from time to time, and with the approval of the National Grand Master General, designate one or more Assistant Secretaries to assist him or her in the performance of his or her duties. Should the Grand Secretary General be absent from duty, or unable or unwilling to perform the duties of the office, an Assistant Secretary designated either verbally or in writing by the National Grand Master General shall assume the official functions of the office. Should the Grand Secretary General take a planned absence from duty he or she shall designate in writing an Assistant Secretary to assume the responsibilities of the office for the duration of the Grand Secretary General's absence. Written notification may include any specific assignments, voting instructions or other directions as may be deemed necessary by the Grand Secretary General. The Assistant Secretaries shall perform such other duties as from time to time may be assigned to them by the Grand Secretary General or the Executive.
- B. Each Governing Body of O.T.O. U.S.A. shall choose a secretary. Upon establishing reporting procedures satisfactory to the Grand Secretary General, such secretaries may be designated Assistant Secretaries of O.T.O. U.S.A., and minutes of the meetings of the Governing Bodies to which they are attached may become a part of the central secretarial

records of O.T.O. U.S.A., subject to the procedures and authority of the Grand Secretary General and the Executive.

***Section 3.10. Grand Treasurer General.***

- A. The X° shall appoint a Grand Treasurer General from the Initiate membership of O.T.O. U.S.A. Subject to the provisions of Article XIII, the Grand Treasurer General shall:
  - i. Have charge and custody of, and be responsible for, all funds and securities of O.T.O. U.S.A., and deposit all such funds in the name of O.T.O. U.S.A. in such banks, trust companies, or other depositories as shall be selected by the Executive; and
  - ii. Receive, make proper record of, and issue receipt for moneys due and payable to O.T.O. U.S.A. from any source whatsoever; and
  - iii. Disburse or cause to be disbursed the funds of O.T.O. U.S.A. as may be directed by the Executive, making proper accounting records for all disbursements; and
  - iv. Keep and maintain adequate and correct accounts of O.T.O. U.S.A.'s properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses; and
  - v. Exhibit at all reasonable times the books of account and financial records to any Director of O.T.O. U.S.A. or any member of the International Supreme Council, or to his agent or attorney, on request therefor; and
  - vi. Render to any Director of O.T.O. U.S.A. or member of the International Supreme Council, on demand, an account of any or all transactions, and of the financial condition of O.T.O. U.S.A.; and
  - vii. Prepare, provide and attest by signature to the accuracy of quarterly and annual financial statements; and
  - viii. If required by the Executive, give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the Executive may from time to time designate; and
  - ix. File quarterly accounting reports with the Treasurer General as defined in Article XII, provide all treasury records of O.T.O. U.S.A. as are necessary for the proper operation of O.T.O. International, including such data as are necessary for the Treasurer General to close the fiscal year of O.T.O. International, to the Treasurer General in a timely manner upon request, and to correct any deficiencies in data submitted to the Treasurer General at the Treasurer General's request in a timely manner; and
  - x. In general, perform all duties incident to the office of Treasurer and such other duties as may be required by law, or by the Articles of Incorporation of O.T.O. U.S.A., or by these Bylaws, or by the Bylaws of O.T.O. (International), or by the Constitution of O.T.O., or which may be assigned to him or her from time to time by the Executive; and
  - xi. Appoint and preside over a Finance Committee whose membership may include treasury representatives from each of the Governing Bodies of O.T.O.

***Section 3.11. Duties of Assistant Treasurers.***

- A. The Grand Treasurer General may from time to time, and with the approval of the National Grand Master General, designate one or more Assistant Treasurers to assist him or her in the performance of his or her duties. Should the Grand Treasurer General be absent from duty, or unable or unwilling to perform the duties of office, an Assistant Treasurer designated either verbally or in writing by the National Grand Master General shall assume the official functions of the office. Should the Grand Treasurer General take a planned absence from duty he or she shall designate in writing an Assistant Treasurer to assume the responsibilities of the office for the duration of the Grand Treasurer General's absence. Written notification may include any specific assignments, voting instructions or other directions as may be deemed necessary by the Grand Treasurer General. The Assistant Treasurers shall perform such other duties as from time to time may be assigned to them by the Grand Treasurer General or the Executive.
- B. If required by the Executive, Assistant Treasurers shall give a bond for the faithful discharge of their duties in such sum and with such surety or sureties as the Executive shall determine. They shall, in general, perform such duties as shall be assigned to them, from time to time, by the Grand Treasurer General or by the Executive.

## **Article IV: Initiate Bodies**

### ***Section 4.01. Definition.***

An Initiate Body of O.T.O. U.S.A. is comprised of Initiate class members who are members of said Initiate Body, pursuant to the qualifications and initiatory degree prerequisites appropriate to their Initiate class of membership. Initiate Bodies have such responsibilities and privileges as may be determined, from time to time, by the Governing Body concerned.

### ***Section 4.02. Types of Initiate Body.***

Additional types of Initiate Bodies of O.T.O. U.S.A. are determined by the National Grand Master General, and have such responsibilities and privileges as may be determined, from time to time, by the Governing Body concerned.

### ***Section 4.03. Camps.***

- A. A Camp (or Encampment) of O.T.O. U.S.A. is a local body of minimal organization and plan, which operates under the authority of a Charter from the Electoral College pursuant to Sections 5.03, 7.01, and 7.02. The purpose of a Camp is to provide an initial contact point to represent O.T.O. in its local area preliminary to development of an Oasis, and to provide such membership services and activities within its local area as are appropriate to the Man of Earth Grade, and as it is capable of providing. A Camp is not authorized to perform any initiation-related reporting or initiation-related financial transactions, or to establish legal entity status in the state in which it is located, without explicit authorization to do so from the Executive.
- B. Each Camp shall be led by a Camp Master (Master), a male or female Initiate Class member of O.T.O. U.S.A. in good standing of at least the III°. The National Grand Master General may issue special permission to the Electoral College to appoint a Camp Master who is a member in good standing of less than III° but is of at least the I°.
- C. Each Camp reports to the Electoral College, which body has authority to suspend or revoke its Charter, and to appoint or dismiss the Master, pursuant to Sections 5.03 and 7.03.
- D. Each Camp shall demonstrate valid record keeping of any financial transactions in regular reports to the Grand Treasurer General, who may suspend operations of the Camp for failure to satisfactorily comply with this requirement, pursuant to Section 7.03. Each Camp shall also maintain a valid mailing address and email address as determined by the Grand Secretary General, who may suspend operations of the Camp for failure to satisfactorily comply with this requirement, pursuant to Section 7.03.

### ***Section 4.04. Oases.***

- A. An Oasis of O.T.O. U.S.A. is a local body that is of intermediate organization and plan, which operates under the authority of a Charter from the Electoral College pursuant to Sections 5.03, 7.01, and 7.02. The purpose of an Oasis is to provide basic membership services and activities within its local area as are appropriate to the Man of Earth Grade,

preliminary to development of a Lodge. These include, but are not limited to, teaching, performing initiations from Minerval through III°, and celebrating the Gnostic Mass in accordance with Section 9.10. An Oasis is expected to be fully equipped to perform initiations from Minerval through III°, and to have subsidiary legal entity status in the state in which it is located.

- B. Each Oasis shall be led by an Oasis Master (Master), a male or female Initiate class member of O.T.O. U.S.A. in good standing of at least the III°. Each Oasis shall have a treasurer and a secretary, who shall be appointed by the Master, and who shall be Initiate class members in good standing of at least the I°.
- C. Each Oasis reports to the Electoral College, which body has authority to suspend or revoke its Charter, and to appoint or dismiss the Master, pursuant to Sections 5.03 and 7.03.
- D. Each Oasis shall maintain a dedicated bank account at the direction of the Grand Treasurer General, and shall demonstrate valid record keeping of all financial transactions in regular reports to the Grand Treasurer General, who may suspend operations of the Oasis for failure to satisfactorily comply with the aforesaid requirements, pursuant to Section 7.03. Each Oasis shall also maintain a valid mailing address and email address as determined by the Grand Secretary General, who may suspend operations of the Oasis for failure to satisfactorily comply with this requirement, pursuant to Section 7.03.
- E. Each Oasis may conduct its own affairs according to its own Bylaws, provided that its acts and Bylaws are not contrary to applicable state, federal, or local laws or regulations, or to the letter or the spirit of these Bylaws, or to the policies of O.T.O. U.S.A. The Bylaws of all Oases and all amendments thereto shall be submitted for approval to the Electoral College pursuant to section 5.03, and are null and void unless approved by both the Electoral College and the National Grand Master General.

#### ***Section 4.05. Lodges.***

- A. A Lodge of O.T.O. U.S.A. is a local body of fully-developed organization and plan, which operates under the authority of a Charter from the Electoral College pursuant to Sections 5.03, 7.01, and 7.02. The purpose of a Lodge is to provide all membership services within its local area as are appropriate to the Man of Earth Grade. These include, but are not limited to, teaching, performing initiations from Minerval through Perfect Initiate, and celebrating the Gnostic Mass in accordance with Section 9.10. A Lodge is expected to be fully equipped to perform initiations from Minerval through Perfect Initiate, and to have subsidiary legal entity status in the state in which it is located. In addition, a Lodge is expected to establish, or secure the use of, a dedicated Lodge facility in which to conduct local OTO functions and events, and to support and assist the U.S. Grand Lodge of O.T.O. in the development and operation of Camps, Oases, and Chapters of Rose Croix in its region.
- B. Each Lodge shall be led by a Lodge Master (Master), a male or female Initiate class member of O.T.O. U.S.A. in good standing of at least the V° with a Charter to Initiate through at least the III° pursuant to Section 7.04. Each Lodge shall have a treasurer and a secretary, who shall be appointed by the Master, and who shall be Initiate class members in good standing of at least I°.

- C. Each Lodge reports to the Electoral College, which body has authority to suspend or revoke its Charter, and to appoint or dismiss the Master, pursuant to Sections 5.03 and 7.03.
- D. Each Lodge shall maintain a dedicated bank account at the direction of the Grand Treasurer General, and shall demonstrate valid record keeping of all financial transactions in regular reports to the Grand Treasurer General, who may suspend operations of the Lodge for failure to satisfactorily comply with the aforesaid requirements, pursuant to Section 7.03. Each Lodge shall also maintain a valid mailing address and email address as determined by the Grand Secretary General, who may suspend operations of the Lodge for failure to satisfactorily comply with this requirement, pursuant to Section 7.03.
- E. Each Lodge has the right to conduct its own affairs according to its own Bylaws, provided that its acts and Bylaws are not contrary to applicable state, federal, or local laws or regulations, or to the letter or the spirit of these Bylaws, or to the policies of O.T.O. U.S.A. The Bylaws of all Lodges and all amendments thereto shall be submitted for approval to the Electoral College pursuant to section 5.03, and are null and void unless approved by both the Electoral College and the National Grand Master General.

***Section 4.06. Knights of East and West.***

Members of the degree of Knight of the East and of the West devote their lives to the Establishment of the Law of Thelema.

***Section 4.07. Chapters of Rose Croix V°.***

- A. Traditionally, Initiate members of the V° are responsible for the social welfare of the Order. This degree is symbolically that of beauty and harmony; it is the natural stopping-place of the majority of men and women; for to proceed farther involves renunciation of the sternest kind.
- B. A Chapter of Rose Croix V° (Chapter) is a local body for Initiate members of the V°, which operates under the authority of a Charter from the Supreme Grand Council pursuant to Sections 5.05, 7.01, and 7.02. The purpose of a Chapter is to provide all membership services within its local area as are appropriate to the V°. A Chapter is expected to be fully equipped to perform V° initiations. In addition, a Chapter is expected to implement the following traditional functions: "In this degree the Most Wise Sovereign of each Chapter will appoint a committee of four persons, two men and two women, to arrange for all social gatherings, banquets, dances, the performances of plays, and similar pleasures. They will also endeavor to promote harmony among the Brethren in all possible ways, and to compose any disputes by tact and friendliness without formal appeal being made to any more authoritative tribunal."
- C. Each Chapter shall be led by a Most Wise Sovereign (MWS), a male Initiate class member of O.T.O. U.S.A. in good standing of at least the VI°, and a High Priestess (HP), a female Initiate class member of O.T.O. U.S.A. in good standing of at least the VI°. Each Chapter shall have a treasurer and a secretary, who shall be appointed by the Most Wise Sovereign and the High Priestess, and who shall be Initiate class members in good standing of at least V°.

- D. Each Chapter reports to the Supreme Grand Council, which body has authority to suspend or revoke its Charter, and to appoint or dismiss the Most Wise Sovereign and High Priestess, pursuant to Sections 5.05 and 7.03.
- E. Each Chapter shall demonstrate valid record keeping of all financial transactions in regular reports to the Grand Treasurer General, who may suspend operations of the Chapter for failure to satisfactorily comply with the aforesaid requirements, pursuant to Section 7.03. Each Chapter shall also maintain a valid contact address as determined by the Grand Secretary General, who may suspend operations of the Chapter for failure to satisfactorily comply with this requirement, pursuant to Section 7.03.

***Section 4.08. The Senate of Knight Hermetic Philosophers.***

Initiate members of the degree which lies between the V° and the VI°, or Knight Hermetic Philosopher, Knight of the Red Eagle are eligible for appointment by the National Grand Master General X° to the Electoral College.

***Section 4.09. Mystic Temples of the Knights Templar VI°, or Historical Templars.***

- A. The Knights Templar represent the temporal power of the X°, and its members are Initiate members of the VI° Illustrious Knight Templar of the Order of Kadosch, and Companion of the Holy Graal. Each member is traditionally amenable to military discipline. Singly or in concert with their comrades, the Knights are traditionally vowed to enforce the decisions of the X°.
- B. A Mystic Temple of Knights Templar VI° (Temple) is an assembly of Initiate members of the VI°, which operates under the authority of a Charter from the Supreme Grand Council pursuant to Sections 5.05, 7.01, and 7.02. The purpose of a Temple is to perform the traditional ceremony of induction into the VI° of Initiate membership and to provide and maintain the requisite facilities. Each Temple shall be led by National Grand Master General, who shall appoint its ceremonial and subordinate officers, subject to the approval of the Supreme Grand Council.
- C. Each Temple reports to the Supreme Grand Council, which body has authority to suspend or revoke its Charter, pursuant to Sections 5.05 and 7.03.
- D. The Grand Treasurer General shall serve as the Treasurer of each Temple, and the Grand Secretary General shall serve as the Secretary of each Temple.

***Section 4.10. The Consistory of Princes of the Royal Secret.***

- A. Every member of this degree is devoted to the Propagation of the Law in a very special manner; for this grade is the first in which the Beginning of the Inmost Secret is declared openly.
- B. Each member of this degree shall induce one hundred eleven (111) persons to join the Order, before he or she will be considered eligible to be admitted to the VII°. This requirement may be waived by special order from the X°.

#### ***Section 4.11. The VII° Mystic Templars.***

- A. The VII° is the first degree of the Hermetic Brotherhood of Light, or Fraternitas Lucis Hermeticae, within O.T.O. It is tripartite, encompassing three sub-degrees conferring the titles of (a) Theoreticus; (b) Magus of Light; and (c) Grandmaster of Light. Each member of the VII° has vested some real property in the Order as a qualification for admission to the degree. This qualification may be waived by special order from the X°. In military language, the VII° is the Great General Staff of the Army of the VI°. Where so assigned by the X°, all members of the VII° travel as Sovereign Grand Inspectors General of the Order and report on their own initiative to the X° as to the condition of all Camps, Oases, Lodges, Chapters, and Temples. They also report to the Supreme Grand Council on all affairs of the Lovers Grade, and to the Electoral College on those of the Man of Earth Grade. All members of the VII° are eligible for appointment to the Supreme Grand Council by the X° pursuant to Sections 5.05.
- B. All members of the Magus of Light sub-degree are eligible to serve as Bishops of Ecclesia Gnostica Catholica pursuant to Section 9.05.

#### ***Section 4.12. The Perfect Pontiffs of the Illuminati of the VIII°, or Oriental Templars.***

The initiate members of the VIII° are known as Perfect Pontiffs of the Illuminati, and are obligated to practice the theurgy and thaumaturgy of their degree, and make a profound study of philosophy and its application to the principles of the Order. They may choose to serve as Perfect Eponents of the Secret Areopagus of the VIII°, a philosophical Governing Body, pursuant to Article V.

#### ***Section 4.13. The Revolutionaries.***

- A. The Revolutionaries are two members of the Sovereign Sanctuary of the Gnosis of the IX° in the United States who volunteer to stand for election by the Electoral College, and are elected by the Electoral College pursuant to Section 5.03(D). They are charged with the duty of revolution within the Order. It is the business of these Revolutionaries constantly to criticize and oppose the acts of the X°. Should he exhibit weakness they are empowered to appeal to the O.H.O. to depose him; but they, alone of all the Initiate members of the Order, are not eligible to the Succession.
- B. The term of office for Revolutionary shall be eleven years, or until resignation or removal by the O.H.O. During their term of office, the Revolutionaries are ineligible for service as an officer or voting member of any Governing or Administrative Body under the jurisdiction of the U.S. Grand Lodge. However, they are entitled to a confidential review of the minutes of any meeting of any such body.
- C. During their term of office, the Revolutionaries shall be immune from expulsion, but must continue to observe their oaths, and the customs and policies of the Order including privacy and confidentiality within the Triads of the Degrees. Should, in the sole judgment of the O.H.O., a Revolutionary consistently fail to properly perform the duties of his or her office in a manner which serves the best interests of the Order, he or she may be censured or removed from office by the O.H.O.

***Section 4.14. The Sovereign Sanctuary of the Gnosis IX°.***

- A. Initiate members of the IX° are members of the Sovereign Sanctuary of the Gnosis. The IX° degree is synthetic, pursuant to Section 2.02(B)(v).
- B. The prime duty of its members is to study and practice the theurgy and thaumaturgy of the degree; but in addition they must be prepared to act as direct representatives of the X°, radiating his light upon the whole world. Yet, from the nature of their initiation, they must veil their glory in a cloud of darkness. They move unseen and unrecognized among the youngest of us, subtly and loftily leading us into the holy ineffable mysteries of the True Light.
- C. Its members may volunteer to stand for election by the Electoral College as Revolutionaries, pursuant to Sections 4.13(A) and 5.03(D).

## **Article V: Governing Bodies**

### ***Section 5.01. Definition.***

A Governing Body of O.T.O. U.S.A. is comprised of Initiate class members who are appointed to said Governing Body by the National Grand Master General, pursuant to the qualifications, Initiate class degree prerequisites, terms, and appointment procedures set forth in this article.

### ***Section 5.02. Types of Governing Body.***

The Governing Bodies of O.T.O. U.S.A. hold delegated responsibility from the National Grand Master General within the jurisdiction of the U.S. Grand Lodge of O.T.O., as set forth below.

### ***Section 5.03. The Electoral College.***

- A. This is the first of the governing bodies, properly speaking, and here we begin to insist upon Renunciation. The Electoral College consists of eleven persons holding the degree of Knight Hermetic Philosopher (Senate). It has full control of the affairs of the members of the Men of Earth Grade, appointing and removing Camp, Oasis and Lodge Masters at will. It has however no authority over the Chapters of Rose Croix of the V°.
- B. Persons who wish to be appointed to the Electoral College by the X° must volunteer for the office. The appointment is for eleven years. Volunteers must renounce for that period all further progress in the Order, except by specific waiver by the National Grand Master General.
- C. The chief executive of the Electoral College shall be the President, and is appointed or removed by the X°. The President will summon the members of the Electoral College at the four seasons of the year, and if necessary at other times, when they will deliberate upon the affairs placed in their charge. All applications to pass to the V° are subject to their approval. Appeal from their decisions may however be made to the Supreme Grand Council.
- D. Every eleven years, or in the case of a vacancy occurring, the Electoral College elects two members of the IX° who volunteer to stand for election to the Initiate Body termed the Revolutionaries, whose powers and duties are described in Section 4.13(A).
- E. The Electoral College shall give full hearing to reports from Initiate members of the degree of Sovereign Grand Inspector General VII° as to the condition of affairs of the members of the Man of Earth Triad, pursuant to Section 4.11.
- F. Individual members of the Electoral College have the right to certify appeal of Grand Tribunal decisions to the Secret Areopagus.

### ***Section 5.04. The Grand Tribunal.***

- A. The Grand Tribunal is composed of members of the degree of Grand Inquisitor Commander. In this degree every member has the right to a seat on the Grand Tribunal, which body decides all disputes and complaints which have not been composed by the Chapters of Rose Croix of the V°, or the Lodge Masters. Its verdicts are without appeal, unless a member of the Electoral College gives approval to take the case to the Secret

Areopagus of the VIII°, pursuant to Section 5.06. All members of the Order, even of higher degrees, are subject to the Grand Tribunal.

- B. All disputes between members should be referred first to the Master(s) of their Lodge(s) or the Most Wise Sovereign(s) of their Chapter(s), as is appropriate to their degree of membership. If a resolution of the dispute is not arrived at in this manner, the dispute is to be referred to the Grand Tribunal, which may arbitrate thereon, and its decision is to be accepted as binding and final, subject to appeal pursuant to 5.06.
- C. The following types of disputes shall not require decision by the Grand Tribunal, but may be taken directly to the civil courts:
  - i. Family and domestic disputes; or
  - ii. Disputes where time is of the essence (in order to prevent damage or loss of legal recourse); or
  - iii. Disputes considered *de minimis* by the Grand Tribunal; or
  - iv. In response to any pending litigation matter.

The Executive may, on its own authority, grant exemption from any consequences within O.T.O. U.S.A. for pursuing a civil case.

- D. In the event a dispute remains unresolved pursuant to paragraphs A and B above, and such dispute does not qualify for exemption under paragraph C, then a member may apply to the Grand Tribunal for a hearing and a decision. Refusal to accept a decision of the Grand Tribunal may entail suspension or expulsion from membership, pursuant to Section 2.18. The Grand Tribunal may authorize the member or members to seek redress in the secular courts.
- E. Members of O.T.O. U.S.A. agree to binding arbitration in the Grand Tribunal, except as provided herein, and as prohibited by law. Civil lawsuits between members of the Order, except as provided herein, are forbidden. Failure to comply with this rule may entail suspension or expulsion from membership pursuant to Section 2.18. Neither this nor any other provision in these Bylaws shall be construed as restricting, limiting, or interfering with the lawful rights of members to participate in the proceedings of lawful criminal courts or to file criminal charges against other members with the appropriate civil or military authorities.
- F. Any injury done by any person without the Order to any person within it may be brought before the Grand Tribunal, which will, if it deems right and fit, use all its power to redress the injury subject to the limits of applicable law.
- G. If, after due investigation, the Grand Tribunal determines that a member of VII° or less has abused the privileges of membership, it may subject the member concerned to censure, fines, curtailment of membership privileges pursuant to Section 2.07, disqualification from advancement pursuant to Section 2.05, and/or suspension or expulsion from membership pursuant to Section 2.18. It may also subject the sponsors of the member concerned to censure, fines, and/or curtailment of membership privileges pursuant to Section 2.07.
- H. The Grand Tribunal shall be presided over by the National Grand Master General, who shall appoint Courts of Inquiry from among its membership to decide specific cases. The rules and regulations for the conduct of the Grand Tribunal are subject to the approval of the Secret Areopagus and the Executive.

***Section 5.05. The Supreme Grand Council.***

A. From the Sovereign Grand Inspectors General VII°, the X° appoints the Supreme Grand Council of nine members (maximum), which is both a Governing Body and an Advisory Committee to the Executive. The National Grand Master General is, *ex officio*, the Sovereign Grand Commander, or President, of the Supreme Grand Council, and the other members of the Executive are also *ex officio* members of the Supreme Grand Council. The Sovereign Grand Commander will summon the members of the Supreme Grand Council annually on or about the Spring Equinox, at a time determined by the Executive, and if necessary at other times, to deliberate upon the affairs placed in their charge. The Supreme Grand Council is charged with the government of the whole of the Lovers Grade, appointing and removing the Most Wise Sovereigns and High Priestesses of Chapters of Rose Croix and the Grand Commanders of Mystic Temples at will. The Supreme Grand Council shall:

- i. Hear and decide appeals of the decisions of the Electoral College, pursuant to Section 5.03(c); and
- ii. Hear reports of the Sovereign Grand Inspectors General VII° as to the affairs of the Initiate members of the Lovers Grade, pursuant to Section 4.11.
- iii. Assure the proper passing of the members of O.T.O. U.S.A. to the VII°.
- iv. Consider applications from Clerical Members for recognition of ministerial status pursuant to Section 9.05.

***Section 5.06. The Secret Areopagus of the VIII°.***

A. The Initiate members of the degree of Perfect Pontiff of the Illuminati of the VIII° may choose to serve as Perfect Epopts of the Secret Areopagus of the Illuminati, an international, philosophical Governing Body under the authority of the International Supreme Council. It has the power to reverse the decisions of the Grand Tribunal, should a member of the Electoral College approve the appeal.

B. The Secret Areopagus is responsible for composing all conflicts between any of the governing bodies of the Order, and is charged with the duty of resolving such conflicts based upon the great principles of philosophy and of the Order. In the light of these great principles, it is responsible for approving all Amendments to the Bylaws of Grand Lodges of the Order, pursuant to Article XVI.

C. All disputes between the various Guilds are argued before the Secret Areopagus, pursuant to Article VIII.

D. The decisions of the Secret Areopagus of the VIII° are without appeal.

E. The rules of conduct of the meetings of the Secret Areopagus and the procedures for ratification of its decisions are set forth in the Bylaws of O.T.O. (International).

## **Article VI: Administrative Bodies (Directors and the Executive)**

### ***Section 6.01. Use of Terms.***

The words "Executive", "Directors" and "Board", as used in the Articles of Incorporation of this corporation or in these Bylaws in relation to any power or duty requiring collective action, mean "Board of Directors".

### ***Section 6.02. Powers.***

Subject to the limitations contained in the Articles of Incorporation and these Bylaws, the Directors shall exercise the powers of O.T.O. U.S.A., control its property, and conduct its affairs, except as otherwise provided by law.

### ***Section 6.03. Duties of Directors.***

A. It shall be the duty of the Directors to:

- i. Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation of this corporation, or by these Bylaws, or by the Bylaws of O.T.O. (International).
- ii. Appoint and remove, employ and discharge, and, except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any, of all officers, agents, and employees of O.T.O. U.S.A.
- iii. Supervise all officers, agents, governing bodies, and employees of O.T.O. U.S.A. to assure that their duties are properly performed.
- iv. Meet at such times and places as required by these Bylaws.
- v. Require that special meetings of members be called whenever and as often as they deem necessary and whenever demanded by the required number of members as in these Bylaws provided.
- vi. Assure that new members shall continue to be admitted to the Initiate class of membership of O.T.O. U.S.A.

### ***Section 6.04. Duties of the Executive.***

A. The powers, responsibilities and duties of the Executive shall be to:

- i. Carry out the day-to-day administration of O.T.O. U.S.A.
- ii. Conduct the Order's business management, legal affairs and public relations.
- iii. Coordinate the joint or separate meetings of the Governing Bodies of the Order, except the Secret Areopagus.
- iv. Meet to act upon specified business normally appropriate to another Governing Body of the Order no less than thirty-one (31) days after receipt of a written request from the secretary of the body, who must simultaneously mail copies of the request to all members of the concerned body.
- v. Meet to act to assume the official functions and transact any business normally delegated to a Governing Body of the Order should said body chronically fail in its delegated responsibilities. Such action requires thirty-one (31) days prior

notification to all members of the affected body or bodies, and may only be initiated by unanimous decision of the Executive.

- vi. Meet to act upon business requiring immediate emergency action in a matter appropriate to a Governing Body of the Order. Determination that the emergency condition exists requires a unanimous decision of the Executive. Normal prior notification requirements are waived in such emergencies only.
- vii. Assist with legal registrations for Clerical Members with ministerial status pursuant to Section 9.05.

Decisions made pursuant to Subsections (i) and (ii) are automatically effective upon due notice. Those decisions made pursuant to Subsections (iii-v) shall be binding until the next meeting of the Governing Body of the Order normally responsible for such a decision, at which time they become a part of the official minutes of said body, subject to their rules and Subregulations.

B. All actions of the Executive and the Governing Bodies under its administration and oversight are subject to review by the International Supreme Council, and to veto by the O.H.O.

***Section 6.05. Compensation.***

The compensation of Directors shall be in such sum, if any, as may be fixed from time to time by a majority of the voting members acting at a duly called and held meeting of the Secret Areopagus, or by written consent of a majority of the voting members of the Secret Areopagus ratifying a resolution of the Executive.

***Section 6.06. Use of Telephonic or Computerized Teleconferencing Aids in Meetings.***

Meetings of the Executive may be held by the use of telephone conference, or by the use of telecommunicating computer conferencing aids. The physical attendance of the required number of members in order to meet quorum requirements is not necessary as long as quorum can be met by the use of such telephonic or computerized teleconferencing aids.

***Section 6.07. Regular Meetings of the Executive.***

The Executive shall meet not less than four times per year and more often as necessary.

***Section 6.08. Special Meetings of the Executive.***

Special meetings of the Executive may be called by the National Grand Master General, or if he or she is absent or is unable or refuses to act, by the Deputy National Grand Master General, or by any two Directors.

***Section 6.09. Notice.***

The Grand Secretary General of O.T.O. U.S.A., or other person designated by the National Grand Master General, shall deliver notice of the time of regular meetings of the Executive to each Director at least seven (7) days prior to the date of the meeting.

***Section 6.10. Conduct of Meetings.***

Meetings of Directors shall be presided over by the National Grand Master General, or in his or her absence by the Deputy National Grand Master General, or in the absence of both, by a chairman chosen by a majority of the Directors present. The Grand Secretary General of O.T.O. U.S.A. shall act as Secretary of the Executive. In case the Grand Secretary General is absent from any meeting of Directors, the presiding officer may appoint any person to act as Secretary for the meeting.

***Section 6.11. Quorum.***

A quorum shall consist of two (2) Directors. No business requiring unanimous action shall be undertaken unless all members are present.

## **Article VII: Charters and Authorizations**

### ***Section 7.01. Issuance of Charters for Initiate Bodies.***

Written Charters evidencing specific authority to operate Initiate Bodies of the Order as defined in Article IV, shall from time to time be issued on the recommendation of the Governing Body concerned as defined in Article V, and recognized by the Administrative Body concerned as defined in Article VI. All Charters require the authorization, signature and seal of the National Grand Master General and of the presiding officer of the Governing Body concerned. Charters shall bear the date of issue, specify the nature of the Initiate Body and its official name or designation, specify the member(s) initially responsible for the Initiate Body, and, if applicable, the location and territory in which the body may operate.

### ***Section 7.02. Acceptance of Charters for Initiate Bodies.***

Conduct of official Order business within the precincts of the Initiate Body shall be construed to constitute acceptance of any terms and conditions imposed by the Governing Body concerned pursuant to Articles V or VI, or required by the Grand Officer or Administrative Body concerned pursuant to Articles III or VI, whether in effect at the time of issuance or issued subsequently, provided; however, that such terms and conditions are communicated through publication or other appropriate form of notification.

### ***Section 7.03. Suspension and Revocation of Charters for Initiate Bodies.***

- A. Should the responsible Governing Body determine that an Initiate Body no longer serves the function for which it was originally chartered such Governing Body may amend, suspend or revoke the original Charter pursuant to Articles IV and V.
- B. Should the Grand Secretary General determine that the Initiate Body has failed to maintain a functional address, consistently fail to provide reports necessary, or consistently fail to respond to official communications, he or she may remove the Initiate Body from the Order's Official Register of Initiate Bodies, suspend the Initiate Body, and recommend that the Governing Body responsible for the Initiate Body's Charter review its official status pursuant to Articles IV and V.
- C. Should the Grand Treasurer General determine that:
  - i. an Initiate Body has consistently failed to file timely financial reports or remit any appropriate funds, or has consistently failed to respond to official requests for settlement of financial irregularities; or has failed to comply with applicable requirements regarding establishment and maintenance of a dedicated bank account, and/or,
  - ii. the Master of an Initiate Body incurs financial bad report for nonpayment of membership dues;then the Grand Treasurer General may issue a direct order to the Initiate Body to suspend all operations due to financial bad report. The Grand Treasurer General shall in such an action request that the Grand Secretary General remove the Initiate Body from the Order's Official Register of Initiate Bodies, and recommend that the Governing

Body responsible for the Initiate Body's Charter review its official status pursuant to Article VIII.

- D. An officer of the Executive, and/or a representative of an Initiate Body under a pending or effective suspension pursuant to (i-ii) above, may request adjudication by the Executive.
- E. The National Grand Master General may suspend, amend or revoke any Charter upon his own authority, and may from time to time delegate such authority by written authorization.
- F. The President of the Electoral College may suspend any Charter for a Camp, Oasis or Lodge upon his or her own authority upon written notification to the Initiate Body suspended, and to the Executive.
- G. The Sovereign Grand Inspectors General of the VII° may suspend, amend or revoke any Charter if issued specific authorization by the National Grand Master General.

***Section 7.04. Charters Authorizing Initiation Powers.***

- A. The ultimate authority and responsibility for initiating members to all grades, degrees, classes or sub-classes of Initiate membership in O.T.O. is held by the O.H.O. pursuant to Article XII. Within the jurisdiction of the U.S. Grand Lodge of O.T.O., the authority and responsibility to initiate members to all grades, degrees, classes or sub-classes of Initiate membership in O.T.O. from Minerval (0°) through Seventh Degree (VII°) is vested by the O.H.O. in the National Grand Master General X°.
- B. Induction of non-members into initiate membership in O.T.O. must be accomplished by physical performance of the approved Minerval initiation ritual (0°) by a member of O.T.O., in good standing, and in possession of a valid Charter authorizing the individual to perform the initiation.
- C. Charters authorizing the performance of initiations to the degrees from Minerval (0°) through the Knights of the Red Eagle and the Senate of Knight Hermetic Philosophers may be issued by the National Grand Master General to any qualified Initiate member. The National Grand Master General may issue such charters on his own or on the recommendation of the Supreme Grand Council or the Electoral College, pursuant to Articles IV and V.
- D. All such Charters shall bear the date of issue, specify the exact degree or range of degrees of initiation authorization, and require the authorization, signature and seal of the National Grand Master General. Performance of initiations by authority of a Charter to initiate shall constitute acceptance of any terms and conditions imposed upon the exercise of such authority to initiate, at the time of issuance or subsequently, provided that such terms and conditions are communicated through official publication or written communication.

***Section 7.05. Revocation or Amendment of Charters to Initiate.***

- A. The National Grand Master General may issue, extend, withhold, revoke, suspend, reinstate or amend the terms and conditions of any such Charter to initiate upon his own authority. In the event of the National Grand Master General's death, resignation or removal, all initiations should cease until a new National Grand Master General is appointed.
- B. The newly-appointed National Grand Master General shall review all Charters to initiate within O.T.O. U.S.A. upon appointment, and all persons holding Charters to initiate shall be

required to advise the new National Grand Master General of their prior initiatory authority, under penalty of forfeiture of initiatory rights within O.T.O. U.S.A.

## **Article VIII: Guilds**

### ***Section 8.01. Definition.***

Within the Order, irrespective of grade, stands an independent Parliament of the Guilds. The members of each craft, trade, science, or profession form themselves into a Guild, make their own regulations, and prosecute their own good in all matters pertaining to their labor and means of livelihood.

### ***Section 8.02. Representation to the Governing Bodies of the Order.***

Each Guild chooses the member most eminent in it to represent it before the Secret Areopagus of the VIII°; and all disputes between the various Guilds are argued before that Body.

### ***Section 8.03. Governance of Guilds.***

The Secret Areopagus shall from time to time designate the manner in which Guilds are opened, operated and dissolved, together with such other matters as may be applicable.

## **Article IX: Ecclesiastical Membership**

### ***Section 9.01. Definition.***

- A. All aspects of O.T.O. are religious in character, and the use of the term ``ecclesiastical" to identify the class of membership defined in this article should not be construed to signify that other aspects of O.T.O. are not ecclesiastical or religious in character.
- B. The term ``ecclesiastical" is used to signify membership in Ecclesia Gnostica Catholica within O.T.O. due to traditional historical usage.
- C. Ecclesiastical membership in O.T.O. does not confer Initiate, Governing or Administrative membership, or alter their exercise where they may otherwise exist.
- D. The terms ``Ecclesia Gnostica Catholica," ``E.G.C.," ``the Gnostic Catholic Church," and ``the Church," as used herein, are defined as the body of Ecclesiastical members of O.T.O. Ecclesiastical membership (also hereinafter referred to as ``Church membership") in O.T.O. is equivalent to membership in Ecclesia Gnostica Catholica, or the Gnostic Catholic Church, within O.T.O.

### ***Section 9.02. Subclasses of Church Membership.***

There are three recognized subclasses of Church membership, the Clergy (Clerical membership), the Laity (Lay membership) and Bishops in Amity (Advisory membership). The Clergy is composed of the Father (or Mother) of the Church, the Primate, the Bishops, the Priests and Priestesses, and the Deacons. The Father (or Mother) of the Church may, from time to time, designate additional subcategories within the above classes of Church membership, with such qualifications, privileges and duties as he or she may deem desirable.

### ***Section 9.03. The Father (or Mother) of the Church.***

The Father (or Mother) of the Church, also known as the Sovereign Patriarch or Sovereign Matriarch, is the O.H.O., regardless of the country in which the Church is established. Succession to the office of O.H.O. conveys a valid and documented apostolic succession in the Thelemic lineage of the Master Therion. All official rites and ceremonies used within E.G.C. in the U.S.A. are subject to the approval of the Father (or Mother) of the Church. The Father (or Mother) of the Church has the sole authority to suspend, revoke, and reinstate the recognition of any person's clerical status as Bishop, Priest, Priestess or Deacon within E.G.C., and any person's Clerical or Advisory membership in E.G.C.

### ***Section 9.04. The Primate.***

The Primate, or Presiding Bishop, is the National Grand Master General X°. The Primate shall in general supervise and control the affairs of E.G.C. within the U.S.A., subject to the ultimate authority of the Father (or Mother) of the Church. The Father (or Mother) of the Church may delegate, in full or in part, any or all of his or her duties and authority within E.G.C. to the Primate for exercise within the U.S.A. Such delegation does not constitute surrender of authority, and any duties and authority so delegated may be revoked and recovered at any time.

### ***Section 9.05. The Bishops.***

- A. The Bishops of E.G.C. are men or women who are recognized by the Father (or Mother) of the Church as possessing episcopal powers, which powers they apply in the furthering of the Law of Thelema through their ministry. Effective October 1, 1997 e.v., only Initiate members of the Magus of Light sub-degree of the Seventh Degree are eligible for recognition as Bishops within the Clerical membership of E.G.C. Bishops recognized prior to this date need not be members of the Seventh Degree, but shall be known as ``Auxiliary Bishops" until such a time as they are initiated to the Magus of Light sub-degree of the Seventh Degree.
- B. Within E.G.C., the Bishops shall have such authority, and perform such duties as may be prescribed from time to time by the Primate and the Father (or Mother) of the Church. Those Bishops regularly providing public performance of the Gnostic Mass in accordance with Section 9.10, and providing religious services to their congregation on a weekly basis, may apply to the Supreme Grand Council of O.T.O. U.S.A. for recognition of ministerial status within O.T.O. U.S.A. They will then be assisted by O.T.O. U.S.A. in undertaking such legal registrations as are necessary within their State of residence to permit them to serve their congregation by performing marriages, baptisms, last rites and other religious functions. Such registrations require the review of the Supreme Grand Council of O.T.O. U.S.A. if any part of the Bishop's authority to undertake such registration is derived from his or her Ecclesiastical membership within O.T.O. U.S.A.
- C. Bishops of E.G.C. who are Initiate members of O.T.O. who resign, or have resigned, their Initiate membership, automatically forfeit their Ecclesiastical membership.

### ***Section 9.06. The Priests and Priestesses.***

- A. The Priests and Priestesses of E.G.C. are men and women who are recognized by the Father (or Mother) of the Church as possessing sacerdotal powers, which powers they apply in the furthering of the Law of Thelema through their ministry. For Priests and Priestesses to be recognized and accorded full status as such within the Clerical membership of E.G.C., they must be Initiate members of at least Knight of the East and West; and their ordination must be reported to and recorded by the Grand Secretary General. Prior to their ordination, they must have been accorded Lay membership in E.G.C. Within E.G.C., the Priests and Priestesses shall have such privileges and authority, and perform such duties as may be prescribed from time to time by the Primate and the Father (or Mother) of the Church.
- B. Initiate members of any degree who have been accorded Lay membership in E.G.C. may undergo a period of Novitiate training under the supervision of a Bishop, to prepare them for ordination as Priest or Priestess. Such Initiate members may participate in the celebration of the Gnostic Mass as Novice Priests and Priestesses.

### ***Section 9.07. The Deacons.***

- A. The Deacons of E.G.C. are ordained assistants to the Priests and Priestesses. For Deacons to be recognized and accorded the status of Clerical member of E.G.C., They must be Initiate members of at least Second Degree; and their ordination must be reported to and

recorded by the Grand Secretary General. Prior to their ordination, they must have been accorded Lay membership in E.G.C. Within E.G.C., the Deacons shall have such privileges and authority, and perform such duties as may be prescribed from time to time by the Primate and the Father (or Mother) of the Church.

B. Initiate members of any degree who have been accorded Lay membership in E.G.C. may undergo a period of Novitiate training under the supervision of a Bishop, to prepare them for ordination as Deacons. Such Initiate members may participate in the celebration of the Gnostic Mass as Novice Deacons.

#### ***Section 9.08. The Laity.***

Lay membership in E.G.C. is conferred by the ceremony of confirmation, which must be preceded by the ceremony of baptism. Lay membership conveys no authority or special privileges within E.G.C. The Father (or Mother) of the Church may, from time to time, modify or waive the ceremonial requirements for Lay membership in E.G.C.

#### ***Section 9.09. Bishops in Amity.***

Bishops from affiliated or distant branches of the Gnostic Church with or without an historical connection with O.T.O. may affiliate with O.T.O. upon mutual recognition. Such Bishops, if they are not also members of the Seventh Degree, shall affiliate as Advisory members of E.G.C., and shall be known as ``Bishops in Amity."

#### ***Section 9.10. O.T.O. Gnostic Mass.***

- A. The Gnostic Mass or Gnostic Catholic Mass (Liber XV) is the central ritual, public and private, of E.G.C. and O.T.O., and is O.T.O.'s principal rite of religious celebration that is performed on a regular basis within its official bodies.
- B. The Father (or Mother) of the Church has the authority to modify the Gnostic Mass to suit special functions and occasions, to set guidelines for its proper performance, and to issue guidelines for the preparation of the sacraments.
- C. For performances of the Gnostic Mass to be recognized as official public religious celebrations, they must be performed in accordance with the guidelines issued by the Primate under the authority of the Father (or Mother) of the Church, and at least one of the three principal celebrating officers must be a Clerical member of E.G.C. with recognized status as Priest or Priestess under Section 9.06 or as Bishop under Section 9.05. In developing areas, this last requirement may be waived by the Father (or Mother) of the Church, or by the Primate, when the Gnostic Mass is being celebrated by Novices under the supervision of a Bishop.

## **Article X: Subordinate Bodies**

### ***Section 10.01. Standing Committees.***

A. Standing committees may be designated from time to time by resolution of the Executive.

The Executive shall designate or approve:

- i. The duties, functions, powers, and authority, if any, of the committee.
- ii. The rules and regulations for its government and procedure.
- iii. The manner of selecting chairpersons and members.
- iv. The qualifications, if any, of chairpersons and members.
- v. The number of members.
- vi. The terms of office, manner of removal, and manner of declaring and filling vacancies.
- vii. Any other provision the Executive deems desirable.

### ***Section 10.02. Ad Hoc Committees.***

Ad Hoc committees for specific purposes or activities may be designated from time to time by the Executive or its duly authorized Governing Body or agent.

### ***Section 10.03. Ultimate Control.***

No committee shall adopt any rule, regulation, government, membership, or procedure that is contrary to or inconsistent with the law, the Articles of Incorporation of O.T.O. U.S.A., these Bylaws, the bylaws of O.T.O. (International), the Constitution of O.T.O., or any rule or regulation of the Executive. The Executive shall at all times retain ultimate authority and control over any said committee, pursuant to Article VI, subject to the oversight of the O.H.O. and the International Supreme Council.

### ***Section 10.04. Subsidiaries.***

O.T.O. U.S.A. may own or control, in whole or part, any subsidiary corporation or association.

### ***Section 10.05. Traditional Influences.***

A. O.T.O. traditionally incorporates the wisdom and knowledge of the following bodies:

- i. The Gnostic Catholic Church;
- ii. The Order of the Knights of the Holy Ghost;
- iii. The Order of the Illuminati;
- iv. The Order of the Temple (Knights Templar);
- v. The Order of the Knights of St. John;
- vi. The Order of the Knights of Malta;
- vii. The Order of the Knights of the Holy Sepulchre;
- viii. The Hidden Church of the Holy Graal;
- ix. The Hermetic Brotherhood of Light;
- x. The Holy Order of Rose Croix of Heredom;
- xi. The Order of the Holy Royal Arch of Enoch;

- xii. The Antient and Primitive Rite of Masonry (33 degrees);
- xiii. The Rite of Memphis (97 degrees);
- xiv. The Rite of Mizraim (90 degrees);
- xv. The Ancient and Accepted Scottish Rite of Masonry (33 degrees);
- xvi. The Swedenborgian Rite of Masonry;
- xvii. The Order of the Martinists; and
- xviii. The Order of the Sat Bhai.

O.T.O. does not include the A.'.A.'., with which august body it is, however, closely allied.

- B. Nothing in this section should be construed to assert that O.T.O. necessarily holds any exclusive title or control over particular traditional bodies, other than those which may be from time to time mutually recognized.

## **Article XI: Meetings of Members**

### ***Section 11.01. Meetings.***

Regular meetings of members shall be held at such times and places, and shall be conducted in such manner as the Executive or its duly authorized Governing Body or agent may from time to time designate.

### ***Section 11.02. Annual Joint Meeting of Administrative and Governing Bodies.***

- A. The Administrative and Governing Bodies shall meet annually on or about the Spring Equinox, at a time determined by the Executive, for the purpose of receiving reports on the past year's business from each of the Governing Bodies of the Order, and transacting such other business as may come before the meeting.
- B. The Administrative and Governing Bodies participating in the annual Joint Meeting of Governing Bodies may include the Secret Areopagus, the Supreme Grand Council, the Grand Tribunal, and the Electoral College, each meeting separately and reporting to the Executive, which may also meet at such time. The schedule of meetings shall be prepared by the Grand Secretary General in consultation with the secretaries of each of the Governing Bodies.

### ***Section 11.03. Place.***

The annual Joint Meeting of Administrative and Governing Bodies shall be held at the principal office of O.T.O. U.S.A. or at such other place within or without the State of California as may be designated from time to time by resolution of the Executive.

### ***Section 11.04. Notice of Meetings.***

Written or printed notice of the time and place of every special meeting and annual meeting shall be delivered personally to each member entitled to vote or sent to him or her by United States mail, postage prepaid, or by telegram, at least thirty-one (31) days prior to such meeting. If sent by mail or telegram, the notice shall be addressed to the member at his or her address as shown on the books of the corporation and shall be deemed given at the time it is deposited in the mail or delivered to the telegraph company. The notice shall be given by the Grand Secretary General or other person designated by the National Grand Master General. On the neglect or refusal of the person charged with giving notice, any Director or member of the Secret Areopagus shall give the required notice. For the purpose of giving the required notice, the person giving notice shall be given access to the Membership Books of O.T.O. U.S.A. at its principal office during regular business hours.

### ***Section 11.05. Contents of Notice.***

Notice of meetings of Governing Bodies shall specify the place, the day, and the hour of the meeting and, in the case of special meetings, the general nature of the business to be transacted.

***Section 11.06. Quorum.***

A quorum shall consist of two-thirds of the voting members, present either in person or by proxy.

***Section 11.07. Adjournment for Lack of a Quorum.***

In the absence of a quorum, any meeting of the members may be adjourned from time to time by the vote of a majority of the voting members present in person or by proxy, but no other business shall be transacted.

***Section 11.08. Notice of Adjourned Meeting.***

When a meeting is adjourned for thirty-one (31) days or more, notice of the adjourned meeting shall be given as in the case of the original meeting. When a meeting is adjourned for less than thirty-one (31) days, it is not necessary to give any notice of the time and place of the adjourned meeting or of the business to be transacted thereat other than by announcement at the meeting at which the adjournment is taken.

***Section 11.09. Loss of Quorum.***

The members present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment notwithstanding the withdrawal of enough members to leave less than a quorum.

***Section 11.10. Voting.***

Voting at duly held meetings shall be by voice vote unless a member entitled to vote demands that the vote be by ballot, in which event the vote shall be by ballot.

***Section 11.11. Voting by Mail.***

Any vote, including the Amendment of the Articles of Incorporation or the Bylaws, may be conducted by mail in such manner as the Executive may from time to time designate.

***Section 11.12. Fractional Votes.***

No single vote shall be split into fractional votes.

***Section 11.13. Cumulative Voting.***

No member entitled to vote may cumulate his or her votes. However, each member entitled to vote, shall be entitled to cast one vote on each ballot per office or issue as set forth in Section 11.10 of these Bylaws.

***Section 11.14. Proxy Voting.***

- A. Members entitled to vote shall have the right to vote either in person, or by a written proxy executed by such person or his or her duly authorized agent and filed with the Grand Secretary General of O.T.O. U.S.A. Except as otherwise expressly provided in these Bylaws, no proxy shall be valid after one year from the date of its execution.
- B. Written proxies may contain specific binding instructions for voting per office or issue.

C. Proxy-holders to Governing Bodies must meet the minimum Initiate degree requirements necessary for holding a position on that Governing Body, unless specific exception is made by the National Grand Master General. Where no suitable proxy-holder may be found, proxies may be addressed to the secretary of the Governing Body who shall vote the member's proxy in accordance with any written instructions.

***Section 11.15. Conduct of Meetings.***

- A. Meetings of the Governing Bodies of O.T.O. U.S.A. shall customarily be presided over by the appropriate presiding officer pursuant to Article V. In the absence of the presiding officer, the meeting shall be presided over by a chairperson chosen by a majority of the voting members present in person or by proxy. The secretary of the Governing Body shall act as Secretary of all meetings of the Governing Body, provided that in his or her absence the presiding officer shall appoint another person to act as Secretary of the meeting.
- B. The Joint Meetings of the Governing Bodies shall be governed by such rules of order as may be adopted by majority vote, insofar as such rules of order are not inconsistent with or in conflict with these Bylaws, with the Articles of Incorporation of O.T.O. U.S.A., or with the law.

***Section 11.16. Written Consents.***

Whenever the law, the Articles of Incorporation of O.T.O. U.S.A., or these Bylaws authorize members to give their written assent or consent to action of O.T.O. U.S.A. in lieu of attending and voting at duly held meetings, such written consents may be given by, and shall be accepted from persons who are voting members, as shown by the books of O.T.O. U.S.A., at the time their consents are given, or their proxies. Any member giving written consent, or his or her proxy, may revoke the consent prior to the time that written consents of the number required to authorize the proposed action have been filed with the Grand Secretary General of O.T.O. U.S.A., but may not do so thereafter.

## **Article XII: International Provisions.**

### ***Section 12.01.***

- A. Ordo Templi Orientis is a California not-for-profit religious corporation, for clarity herein referred to as O.T.O. International. O.T.O. U.S.A. is a duly chartered Grand Lodge of O.T.O. International. O.T.O. U.S.A. is subject to the doctrines and discipline of O.T.O. International as set forth in the Bylaws of O.T.O. (International), which are incorporated herein by reference.
- B. Membership in O.T.O. U.S.A. confers membership in O.T.O. International.
- C. The Directors of O.T.O. International are responsible for coordinating the expansion, management and growth of O.T.O. in every country of the world. The Directors of O.T.O. International are collectively known as the International Supreme Council, Supreme Council, or International Executive Committee, and comprise:
  - i. The Outer Head of the Order (O.H.O.), Frater Superior, or Caput Ordinis.
  - ii. The Secretary General (or Cancellarius).
  - iii. The Treasurer General (or Quaestor).

The qualifications, powers, duties and responsibilities of these International Officers are defined in the Bylaws of O.T.O. (International).

## **Article XIII: Execution of Instruments, Deposits, and Funds.**

### ***Section 13.01. Execution of Instruments.***

The Executive, except as otherwise provided in these Bylaws, may by resolution authorize any officer or agent of the corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of O.T.O. U.S.A., and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind O.T.O. U.S.A. by any contract or engagement or to pledge its credit or to render it liable pecuniarily for any purpose or amount.

### ***Section 13.02. Checks and Notes.***

Except as otherwise specifically determined by resolution of the Executive, as provided in Section 11.01, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidences of indebtedness of the corporation shall be signed by the Grand Treasurer General or, if the Grand Treasurer does not sign, then by a specifically authorized Assistant Treasurer if countersigned by one (1) other Director of O.T.O. U.S.A.

### ***Section 13.03. Deposits.***

All funds of O.T.O. U.S.A. shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the Executive may elect.

### ***Section 13.04. Gifts.***

The Executive may accept on behalf of O.T.O. U.S.A. any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the corporation.

## **Article XIV: Corporate Records, Reports, and Seal**

### ***Section 14.01. Minutes of Meetings.***

- A. O.T.O. U.S.A. shall keep at its principal office, or at such other place as the Executive may order, a book of minutes of all meetings of Directors, with the time and place of holding, whether regular or special, and, if special, how authorized, the notice given, the names of those present at Director's meetings and the proceedings thereof.
- B. Those Governing Bodies of O.T.O. U.S.A. with an Assistant Secretary appointed by the Executive shall file minutes of the meetings of the Governing Body with the Grand Secretary General.

### ***Section 14.02. Books of Account.***

O.T.O. U.S.A. shall keep and maintain adequate and correct accounts of its properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses.

### ***Section 14.03. Records Available to Assessor.***

On request of an assessor appointed by the O.H.O., the National Grand Master General, Executive, the Secret Areopagus or by a proper order of a court of law in cognizance of this corporation's First Amendment rights under the U.S. Constitution, O.T.O. U.S.A. shall make available at its principal office or at a place mutually acceptable to the assessor and O.T.O. U.S.A. a true copy of its business records relevant to the amount, cost, and value of property, subject to local assessment, which it owns, claims, possesses, or controls within the county.

### ***Section 14.04. Inspection of Records.***

- A. The books of account shall at all reasonable times be open to inspection by any Director and/or Revolutionary. Every Director and/or Revolutionary except as provided in Section 2.13 of these Bylaws, shall have the absolute right at any reasonable time to inspect all books, records, documents of every kind, and the physical properties of the corporation. Such inspection may be made in person or by agent or attorney, and the right of inspection includes the right to make written extracts or photocopies.
- B. This right of inspection specifically excludes material of a religious nature, whether archival or otherwise, that pertains to an Initiate class of membership not possessed by the Director exercising his or her right of inspection under this Section, in the sole judgment of the National Grand Master General.

### ***Section 14.05. Annual Report and Financial Statement.***

The Executive may provide for the preparation and submission to the members of a written annual report including a financial statement. Such report, if required by the Executive, shall summarize the corporation's activities for the preceding year. The financial statement shall consist of a balance sheet as of the close of business of O.T.O. U.S.A.'s fiscal year, contain a summary of receipts and disbursements, be prepared in such manner and form as is sanctioned

by generally-accepted accounting principles, and be certified by the Grand Treasurer General. If authorized by the Executive, the annual report may be submitted for review or audit by a certified public accountant.

***Section 14.06. Corporate Seal.***

The Executive may adopt, use and at will, alter, a corporate seal. Such seal, if adopted, may be affixed to all corporate instruments, but failure to affix it shall not affect the validity of any such instrument.

***Section 14.07. Media.***

Any treasury and secretarial records, books, and other corporate records of O.T.O. U.S.A. may be maintained on electromagnetic and/or optical media, except such reports and records as may be required by law to be maintained on paper.

## **Article XV: Fiscal Year**

### ***Section 15.01. Fiscal Year.***

The fiscal year of O.T.O. U.S.A. shall begin on the first day of March and end on the last day of February in each year.

### ***Section 15.02. Annual Budget.***

The Executive may from time to time direct the Grand Treasurer General to prepare an annual budget for O.T.O. U.S.A.

## **Article XVI: Bylaws**

### ***Section 16.01. Effective Date of Bylaws.***

These Bylaws shall become effective immediately on their adoption. Amendments to these Bylaws shall become effective immediately on their adoption unless the Directors, in adopting them, provide that they are to become effective at a later date.

### ***Section 16.02. Amendment.***

- A. Subject to any provision of law applicable to the amendment of Bylaws of non-profit religious corporations, these Bylaws, or any of them, may be altered, amended, or repealed and new Bylaws adopted as follows:
  - i. By the vote of at least a two-thirds majority of Directors present or represented at any regular or special meeting of Directors at which a quorum is present, provided that written notice of such meeting and of the intention to change the Bylaws thereat is delivered to each Director at least fourteen (14) days prior to the date of such meeting, as provided in Article VI of these Bylaws, or by the written consent of all Directors without a meeting as also provided in Article VI of these Bylaws; and
  - ii. By the approval of the Secret Areopagus, with ratification by the Sovereign Sanctuary, as set forth in the Bylaws of O.T.O. (International); and
  - iii. Provided that any such amendments are duly recorded in the minutes of the International Supreme Council and have the final approval of the O.H.O., who holds veto power over any amendments to Bylaws; or
  - iv. At the direction of the O.H.O.
- B. These Bylaws shall not be amended during a vacancy or interregnum in the office of X°.

### ***Section 16.03. Certification and Inspection.***

The original, or a conformed copy, of the Bylaws as amended to date, certified by the Grand Secretary General of O.T.O. U.S.A., shall be recorded and kept in a book which shall be kept in the principal office of O.T.O. U.S.A., and such book shall be open to inspection by the members at all reasonable times during office hours.

## **Article XVII: Voting Shares Held by Corporation**

### ***Section 17.01.***

The Grand Secretary General of this corporation, or in his or her absence or on his or her refusal or inability to act, such other officer as may be designated by resolution of the Executive, shall have the power and authority on behalf of this corporation to vote in person or by proxy all shares of any corporation standing in the name of this corporation and shall, on behalf of O.T.O. U.S.A., at any shareholders' meeting, subject to the instructions of the Executive.

## **Article XVIII: Investments**

### ***Section 18.01. Investments.***

O.T.O. U.S.A. shall have the right to retain all or part of any securities or property acquired by it in whatever manner, and to invest and reinvest funds held by it, according to the judgment of the Executive, without being restricted to the class of investments which a trustee is or may hereafter be permitted by law to make or any similar restriction, provided, however, that no action shall be taken by or on behalf of the corporation if such action is a prohibited transaction under Sections 4941 through 4945 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

## **Article XIX: Prohibition Against Sharing Corporate Profits and Assets.**

### ***Section 19.01.***

No member, Director, officer, employee, or other person connected with this corporation, or any other private individual, shall receive at any time any of the net earnings or pecuniary profit from the operations of O.T.O. U.S.A., provided, that this provision shall not prevent payment to any such person of reasonable compensation for services rendered to or for O.T.O. U.S.A. in effecting any of its purposes as shall be fixed by resolutions of the Executive; and no such person or persons shall be entitled to share in the distribution of, and shall not receive, any of the corporate assets on dissolution of O.T.O. U.S.A. All members of the corporation shall be deemed to have expressly consented and agreed that on such dissolution or winding up of the affairs of the corporation, whether voluntary or involuntary, the assets of the corporation, after all debts have been satisfied, then remaining in the hands of the Executive shall be distributed as required by the Articles of Incorporation of this corporation and not otherwise.

## **Article XX: Prohibited Transactions.**

### ***Section 20.01.***

Notwithstanding any other provision in these Bylaws, O.T.O. U.S.A. shall not engage in any act of self-dealing as defined in Section 9243 of the California Corporations Code.

## **Article XXI: Construction**

### ***Section 21.01.***

A. As used in these Bylaws:

- i. The present tense includes the past and the future tenses, and the future tense includes the present.
- ii. The masculine gender includes the feminine and neuter.
- iii. The singular number includes the plural, and the plural includes the singular.
- iv. The word ``shall'' is mandatory and the word ``may'' is permissive.
- v. Unless specified otherwise, the words ``Directors'' and ``Board'' have the meaning stated in Article VI of these Bylaws.

## **Article XXII: Parliamentary Authority**

A. The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern O.T.O. U.S.A. in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order O.T.O. U.S.A.