



Imperial Court of New York

Bylaws

Revised

December 22, 2021

The Imperial Court of New York, Inc.
A 501(c)(3) Non-Profit Corporation

93 Fourth Avenue #269
New York, NY 10003

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BYLAWS
of the
Imperial Court of New York, Inc
Revised – December 2021

ARTICLE I - Name and Purposes

Section 1.01. Name

The name of the organization is the Imperial Court Of New York, Inc. (hereafter referred to as ICNY).

Section 1.02. Office

The principal address of the corporation shall be 93 Fourth Avenue #269 New York, NY 10003 in the Borough of Manhattan in the County of New York, State of New York. The Corporation may also have offices at such other places within or without this State as the Board may from time to time determine or the business of the Corporation may require.

Section 1.03. Purpose

ICNY is organized for the charitable purposes of raising funds for the Gay, Lesbian, Bisexual and Transgender communities, HIV/AIDS organizations, social services organizations, youth organizations and any other organization the board of directors determines appropriate; enabling them to further enrich the quality of community and personal lives in that community, providing a safe social environment for people with the same interests as the Corporation, and promote positive awareness of the ideals of the International Court System.

Section 1.04. Powers

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things to engage in any and all lawful activities which may be necessary, or convenient to effect any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any such purposes. The powers of the Corporation shall include, but not be limited to the acceptance of contributions from the public and private sectors, whether financial or in-kind contributions. Notwithstanding anything herein to the contrary, the Corporation shall exercise its powers only in furtherance of exempt purposes as such terms are defined in Section 501(c)(3) of the Internal Revenue Code and the regulations promulgated hereunder.

Section 1.05. Nonprofit Status

The Corporation is a nonprofit organization, and no part of the net earnings of the Corporation shall inure to the benefit or be distributable to a director, officer, or other private person, except that the Corporation shall be authorized and empowered to pay compensation or fees for the services rendered and to make payments and distribution in furtherance of the purposes set forth in the

Articles of Incorporation and these Bylaws, and in accordance with financial policies and procedures adopted by the Board.

Section 1.06. Dissolution

Dissolution will require a two-thirds (2/3) majority vote of the Board of Directors and a two-thirds (2/3) majority vote of the membership of the ICNY. In the event dissolution is contemplated, at least ten (10) days prior written notice setting forth a proposed action and time and place of meeting shall be given to all Directors.

Upon quorum vote of the Board of Directors general membership will be notified within ten (10) days and a vote must be cast by all members in good standing of ICNY within one (1) month.

1. In the event of dissolution of the Corporation, the Board of Directors, shall after payment of all liabilities of the Corporation, dispose of the assets of the Corporation, exclusively for the purposes of the Corporation in such manner to such organizations organized and operating exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section of 501(c)(3) the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) and which is organized for purposes substantially similar to that of the Corporation.

Section 1.07. National/International Relations

1. ICNY is an independent autonomous 501(c)(3) corporation.
2. ICNY, Inc. will work cooperatively within the Imperial Court System to recognize Sponsors who have contributed to the Imperial Court System for awards and activities.

Section 1.08. Equal Opportunity

ICNY, Inc. prohibits discrimination on the basis of race, color, national origin, sex, religion, age, disability, political belief, sexual orientation, gender identity, marital or family status.

Section 1.09. Restrictions

All policies and activities of ICNY are consistent with:

1. applicable federal, state, and local antitrust, trade regulation or other requirements; and
2. applicable tax exemption requirements, including the requirements that ICNY not be organized for profit and that no part of its net earnings inure to the benefit of any private individual; and
3. no part of the activities of ICNY may participate in, intervene in, or promote propaganda (including the publishing or distributing of statements) for any political campaign on behalf of (or in opposition to) any candidate for public office, and
4. no part of the net earnings of the ICNY may inure to the benefit of any private shareholder or individual; and
5. must remain organized and operated exclusively for religious, charitable, scientific, testing for public safety, literary, or educational purposes as stated within the Article 1, Section 3.

Section 1.10. Report of Changes

ICNY shall report any and all changes to its bylaws on IRS Form 990 as required by law.

Section 1.11. Corporate Seal

The Seal of the Corporation shall be as follows:

and shall be maintained by the Secretary of the Corporation.

ARTICLE II - Members

Section 2.01. Classes

At the discretion of the Board, there may be multiple classes of membership formed.

Section 2.02. Qualifications & Responsibilities

1. Membership may be granted to any individual that supports the mission and purposes of the organization, and who pays the annual dues as set by the Board of Directors. Membership is restricted to persons 18 years of age and older. The Vice President must approve all applicants. Membership enrollment is open to accept new members for the entire fiscal year. Requirements for members in good standing are listed in Section 2.02.3 and Section 2.02.4.
2. An annual non-refundable membership fee will be assessed at the beginning of September (fiscal year) each year. New members will be assessed a one-time non-refundable processing fee at the time they join. Payment of the annual membership fee is a requirement to be designated as a member in good standing.
 - a. If new members join after the annual September meeting, the fee will be prorated to match number of months left until next Annual Membership Meeting.
3. Attendance of six (6) General Membership Meetings and/or Board of Directors Meetings in the current fiscal year are also requirements to be designated a member in good standing unless otherwise stated in these bylaws. If a meeting is cancelled, credit for attendance of that meeting will be given to all members.
4. All members are expected to conduct themselves in an acceptable manner of dignity, respect, responsibility, and decorum.
5. A member may use the name of the ICNY and assigned/earned Title during Court functions and functions reflecting the purpose of the court as defined in Section 1.03. Members may not use the name ICNY or their assigned/earned title for personal gain. Abuses of the ICNY name/title for criminal activities or monetary gain are grounds for immediate termination as defined in Section 2.03.

6. Eligibility to vote:
 - a. Only members in good standing are eligible to vote in all elections and on all issues brought to the general membership, per these by laws.

Section 2.03. Termination of Membership

As duly elected officials the Board of Directors, by affirmative vote of two-thirds of all the members of the Board, may suspend or expel a member who is in violation of membership qualifications, rights and responsibilities as set forth in Section 2.02. Notice to the member of the reason(s) for this action will be given, and the member will be afforded a reasonable opportunity to respond and be heard by the Board of Directors.

Section 2.04. Resignation

Any member may resign by filing a written resignation with the Secretary; however, such resignation shall not relieve the member so resigning of the obligation to pay charges theretofore accrued and unpaid.

Members who resign from the ICNY, or are terminated for default in payment of dues, and leave ICNY with no pending disciplinary action and wish to return to the ICNY will be able to return to their former title, so long as, all dues from the date of termination or resignation are paid in full. They will only be considered members in good standing when they fulfill the appropriate requirements. Returning members that do not wish to pay arrears are required to restart as Lords or Ladies.

Section 2.05. Meetings

The annual membership meeting shall be held in September each year. A minimum of 50% plus one (1) of the members in good standing shall constitute a quorum for transaction of business at a membership meeting. Meetings may be called by the President or at the request of at least 10% of the members by notice mailed, telephoned, or e-mailed to each member not less than thirty (30) days before such meeting.

Section 2.06. Non-Voting Memberships

At their discretion, the Board of Directors may establish other membership classes that have no vote and that are ineligible to serve as Directors or officers.

Section 2.07. Life and Honorary Membership

Life and Honorary Membership with or without voting rights may be conferred upon individuals under terms the Board of Directors determines. Charles Ching, as an Original Incorporator, is granted Life Membership and a permanent position as a member of the Board of Directors in addition to the thirteen (13) voting positions previously described; provided they are a Member in Good Standing. In the event that Mr. Ching is elected as an Officer of the Corporation, the number of the Board will total thirteen (13) voting members. Monarchs who have successfully completed their reign are automatically granted Life Membership in ICNY. However, to maintain voting rights and privileges they must comply with sections 2.02.03 and 2.02.4.

Section 2.08. Leave of Absence

Upon written request submitted and approved by the Board, any member, at any time, may be

granted a leave of absence. The Member agrees to such terms as the Board may determine, so that member can fulfill duties and obligations such as Jury Duty, work obligations, school obligations or medical problems. The member's status will not be adversely affected and the member may return when the leave of absence ends as a member in good standing, so long as all unpaid dues are paid.

ARTICLE III -- Meetings of the Membership

Section 3.01. Parliamentary Procedure

All meetings of the Board of Directors and membership shall be governed by *Roberts' Rules of Order Newly Revised* (current edition), unless contrary procedure is established by the Articles of Incorporation or these Bylaws-

Section 3.02. Membership Meetings

1. Exclusive of the Annual Membership Meeting, there will be a minimum of 11 meetings to handle the business of keeping the members informed and up to date with the corporation's activities. The date and location will be announced at the previous general membership meeting and/or noted in the distributed general membership meeting's minutes. In the case there are extenuating circumstances, and there are less than 11 membership meetings, all members will get attendance credit for any cancelled meeting. The cancellation and/or rescheduling of any membership meeting will be communicated to the membership via email and social media.
2. A quorum shall be 50% plus one or more of the membership in good standing and shall be required to conduct the business of the Corporation. A lesser number, however, may adjourn the meeting for a period prior to or until the next membership meeting scheduled by these By-Laws. The Secretary shall cause a notice of the rescheduled date of the meeting to be sent to those members who were not present at the meeting originally called.
3. A membership roll showing the list of members in good standing as of the record date, certified by the Vice President (Membership Chairman) of the Corporation, shall be produced at all monthly meetings.

Section 3.03. Annual Membership Meetings

1. The Annual Membership Meeting and elections of the Corporation shall be held during the September Membership Meeting of each year. If the September Meeting needs to be rescheduled, the Directors shall fix a day not more than two weeks from the date fixed by these By-Laws. The Secretary shall cause to be mailed and/or e-mailed to every member in good standing at their address, as it appears on the membership roll book of the Corporation, a notice stating the time and place of the Annual Membership Meeting and election.
2. Every Member in good standing may exercise the right to vote by absentee ballot for business being conducted at the Annual Membership meeting and election. Absentee ballots are permitted and will be due at the official

corporation address no less than seven (7) days prior to the date of the Annual Membership meeting in September.

3. The Vice President and Secretary of ICNY must validate absentee ballots received.
4. An absentee ballot is to be the approved format designed by the Board and must specify the motion to be voted on, or the members to be elected as Monarchs, Board of Directors' members, and Minister of Protocol.

Section 3.04. Special Meetings

The Board of Directors may call special membership meeting. No less than seven (7) days prior, the Secretary shall mail and/or e-mail to every member at their address, as it appears on the membership roll book of the Corporation, a notice stating who called the meeting, time, place and nature of the Special Meeting. To conduct any other business other than that specified in the notice will require unanimous consent of all members in good standing present at said Special Meeting.

ARTICLE IV - Board of Directors

Section 4.01. Authority of Directors

The Board of Directors is the policy-making body and may exercise all the powers and authority granted to the Corporation by law and by these bylaws.

Section 4.02. Number, Selection, and Tenure

1. The Board shall consist of not less than thirteen (13) voting directors that shall consist of the President, Vice-President, Treasurer, Secretary, the reigning Monarchs and enough elected Members-At-Large to equal thirteen (13) or the currently defined number of Board Members.
2. The Officers of the Board shall hold office for a term of two (2) years and may remain in the same officer position for no more than two (2) consecutive terms. The President and Secretary will run in even numbered years. Vice-President and Treasurer will run in odd numbered years.
3. Upon their election, the two incoming Monarchs (Imperial Crown Prince Royal, ~~the~~ Imperial Crown Princess Royale, or Imperial Crown Prin Royal) shall have a non-voting seat on the Board of Directors.
4. If the Board so decides, the Dowager Monarchs will be required to attend a Board of Director meeting(s) for the express purpose of unfinished business pertaining to their step-down ball. This requirement is not to be extended past the end of the fiscal year.
5. Members-At-Large and Minister of Protocol shall hold office for one (1) year and will be elected annually.
6. Vacancies of an Officer due to resignation (See Section 4.04), death, incapacity or removal (See Section 5.04) before the expiration of their term shall be filled by a majority vote of the membership except as noted in 5.02.02. In the event of a tie vote, the Board of Directors shall vote on the succeeding director.

7. Vacancies of a Member at Large of the Board shall be appointed by majority vote of the board to complete the unexpired term.
8. The number of Directors may be increased or decreased by a majority vote of the Board of Directors, with ratification of the General Membership in good standing. No decrease in the number of Directors shall shorten the term of any incumbent.

Section 4.03. Meetings of the Board of Directors

1. The first Meeting of the newly elected Board shall be no less than two (2) weeks following the election and annual meeting of members (First Wednesday of September). The Board shall meet on a monthly basis thereafter.
2. Special meetings of the Board may be called by the President or by written request of two (2) Directors, with at least 48 hours' notice.
3. The Board may act via alternative means of communication without meeting, when the daily operations of the Corporation require such action to be taken.
4. A majority of the entire board shall constitute a quorum for the transaction of any type of business.

Section 4.04. Resignation

Resignations are effective upon written receipt by an Officer of the Board.

Section 4.05. Regular Meetings

The Board of Directors shall hold at least twelve (12) regular meetings per calendar year. Meetings shall be at such dates, times and places as the Board shall determine. (See Section 3.04.1).

Section 4.06. Special Meetings

Meetings shall be at such dates, times and places as the Board shall determine. (See Section 3.04.).

Section 4.07. Notice for Special Meetings

Meetings may be called by the President or at the request of any two (2) directors by notice e-mailed, mailed, or telephoned to each member of the Board not less than 48 hours before such meeting (See Section 3.04).

Section 4.08. Quorum

A quorum shall consist of a majority of the Board attending in person. All decisions will be by majority vote of those present at a meeting at which a quorum is present. If less than a majority of the directors is present at said meeting, a majority of the directors present may adjourn the meeting on occasion without further notice.

Section 4.09. Action Without a Meeting

Any action required or permitted to be taken at a meeting of the Board of Directors (including suggested amendment(s) of these Bylaws) or of any committee may be taken without a meeting if a majority of the Board or committee consent in writing or an e-mail to taking the

action without a meeting, and the majority approves the specific action. Such consents shall have the same force and effect as a majority vote of the Board or the committee that which a quorum is present.

Section 4.10. Election of Officers

Elections occur during the September General Membership Meeting. The candidates for office(s) will be confirmed by the Candidate Review Committee and elected by the members by majority vote (50% plus one) of all valid ballots cast. New officers will assume their duties on the date of election upon completion of the General Membership Meeting.

1. An officer shall be a current member in goodstanding.
2. Individuals seeking office are required to submit a brief candidacy statement of no more than 250 words to the President no later than June 30th of the year. The President shall make certain the candidate meets all the requirements before passing the application to the Candidate Review Committee.
3. All statements of candidacy will be publicized at least (30) days prior to the election.
4. In the event that there are no eligible or willing candidates for open office(s), the board of directors shall have the right to reschedule the election until such time as there are eligible or willing candidates.
5. In the event an officer leaves office, the board of directors may appoint an interim eligible member to fill the vacancy until a special election is held.
6. If there is no eligible member to fill a vacancy, the board of directors may choose to seek candidacy from the general membership by an application process.
7. In case of a tie vote for office(s), another vote shall be taken for that specific office(s) as soon as possible.

Section 4.11. Reimbursement

Directors shall serve without compensation with the exception that expenses incurred in the furtherance of the Corporation's business are allowed to be reimbursed with documentation and prior approval.

Section 4.12. Pending Litigation

The Board shall report the following actions related to pending litigation, and the votes or abstentions thereon, at the next membership meeting after which the closed session was held:

1. Approval to legal counsel to defend, appeal or not appeal, or otherwise appear in litigation. This report shall identify the adverse parties, if known, and the substance of the litigation.
2. Approval to legal counsel to initiate or intervene in a lawsuit. This report shall state that directions to initiate or intervene in the action have been given and that details will be disclosed to inquiring parties after the lawsuit is commenced unless doing so would jeopardize the corporation's ability to serve process on unserved parties or its ability to conclude existing settlement negotiations to its advantage.
3. Acceptance of a signed offer from the other party or parties which finalizes the

settlement of pending litigation. This report shall state the substance of the agreement.

If approval is given to legal counsel to settle pending litigation and if final approval rests with the other party or with the court, the corporation shall report the fact of approval, the substance of the agreement and the vote and abstentions thereon to persons who inquire once the settlement is final.

Section 4.13. Self-Insurance Claims

The Board shall report the disposition of joint powers authority or self-insurance claims and the votes or abstentions thereon at the next membership meeting after the Board Meeting is held. This report shall include the name of the claimant(s), the name of the agency claimed against, the substance of the claim and the monetary settlement agreed upon by the claimant.

Section 4.14. Personnel Matters

The Board may report any personnel action taken and the votes or abstentions thereon at the next membership meeting after the Board Meeting is held. This report shall identify the title of the position. However, any report of a dismissal or nonrenewal shall be deferred until the first membership meeting after administrative remedies have been exhausted.

Section 4.15. Open Session

All meetings are open to the public except for declared executive (closed) sessions of the board.

ARTICLE V BOARD OF DIRECTORS – DUTIES AND REQUIREMENTS

Section 5.01. Officers

The officers of the Corporation shall be a President, a Vice-President, a Secretary, a Treasurer, and such other officers as the Board of Directors may designate. (See Section 4.02.)

Section 5.02. Appointment of Officers; Terms of Office

1. The officers of the Corporation shall be elected by the General Membership at the Annual Membership Meeting (see Section 3.02.), or, in the case of vacancies, as soon thereafter as convenient. New offices may be created and filled at any meeting of the Board of Directors. Officers shall hold office until a successor is duly elected and qualified with the exceptions noted in Sections 5.03 and 5.04.
2. **Special Circumstances:** In the event that the period of time between termination, resignation or other incapacitation of a member of the Board of Directors and the General Membership Meeting is less than six (6) months the Board of Directors may decide to exercise the powers of the full Board until

the vacancy is filled at the next regular election or by a majority vote of the board may appoint a member to temporarily fill the vacancy until the next election.

Section 5.03. Resignation

Resignations are effective upon receipt by the President of the Board of a written notification.

Section 5.04. Removal

1. An officer may be removed by the Board of Directors at a meeting, or by action in writing, whenever in the Board's judgment the best interests of the Corporation will be served thereby. Any such removal shall be without prejudice to the contract rights, if any, of the person so removed.
2. Board Members (including Reigning Monarchs) will be removed from the board should they miss more than three (3) Board of Director's Meetings within a twelve (12) month period, unless excused by the President of the Board.
3. Any Director of the Corporation may be removed, with or without cause, by the votes of a majority (50% plus one (1)) of the members present at a meeting of members of the Corporation called for the purpose, at which a quorum is present. If such action is taken by membership, immediate procedures for replacement of Director shall proceed.

Section 5.05. President

1. The President shall be an Officer of the Corporation and will preside at all meetings of the Board of Directors and general membership meetings. The President shall perform all duties attendant to that office, subject, however, to the control of the Board of Directors, and shall perform such other duties as on occasion shall be assigned by the Board of Directors.
2. The President shall be the chief operating officer of the Corporation and shall oversee the general management of the affairs of the Corporation.
3. The President shall preside at all meetings and shall see that all orders and resolutions of the Board are carried into effect.
4. The President shall vote only to break ties in Board of Director Business. They may participate in all general membership voting.
5. The President shall follow Parliamentary Procedures based upon Roberts Rules of Order, general business practices, the Bylaws and standing Policies & Procedures of ICNY.
6. The President shall enforce the rules of decorum and discipline and be fair and impartial at all times.
7. The President shall attend to the sound fiscal management of the Corporations funds and enter into contracts on behalf of the Corporation.
8. The President shall give signature when necessary, including co-signing checks, or delegating another duly authorized signatory.
9. Must be capable of being bonded.
10. The President is charged with establishing a Bylaw Review Committee as set forth in Section 8.03.2.
11. The President shall have been a sitting board member for at least one full term

prior to election as President.

Section 5.06. Vice-President

1. The Vice-President shall be an Officer of the Corporation and will preside at meetings of the Board of Directors in the absence of or request of the President. The Vice-President shall perform other duties as requested and assigned by the President, subject to the control of the Board of Directors.
2. The Vice-President shall Chair the Membership Committee.
3. The Vice-President shall maintain attendance records at meetings and events considered toward membership in good standing and handle all correspondence relating to membership, including notification of number of meetings required for protocol and voting rights.
4. The Vice-President shall be responsible for the orientation of all new members regarding protocol, practices, and procedures of the ICNY.

Section 5.07. Treasurer

1. Treasurer shall be an Officer of the Corporation and shall keep the books proper for that purpose. The Treasurer shall also report to the Board of Directors at each regular meeting on the status of the Corporation's finances. The Treasurer shall work closely with all members of the Corporation to ascertain that appropriate procedures are being followed in the financial affairs of the Corporation and shall perform such other duties as occasionally may be assigned by the Board of Directors.
2. The Treasurer should have a firm knowledge of accounting procedures, such as having a degree in Business Management, being a CPA or working in a financial management position.
3. The Treasurer shall have the care and custody of the funds and securities of the Corporation. The Treasurer shall oversee deposits of said funds. All funds received by the Treasurer in the name of the Corporation must be deposited within ten (10) business days in such bank or trust company as the Board may elect.
4. The Treasurer, when duly authorized by the Board of Directors, sign and execute all contracts in the name of the Corporation, when countersigned by the President.
5. The Treasurer shall preside at membership/board meetings in the absence of the President and Vice President.
6. The Treasurer shall co-sign all checks, drafts, notes, and orders for the payment of money when duly authorized by the Board of Directors.
7. The Treasurer shall exhibit the Corporation's books and accounts to any director or member of the Corporation upon request, given at reasonable and acceptable time and location.
8. The Treasurer shall audit the accounts of the Corporation at the end of each official ICNY function and shall present such audit in writing within two (2) membership meetings following the event.
9. Must be capable of being bonded.
10. The Treasurer shall be the liaison with the CPA who has been hired by the Corporation to perform the Following duties:
 - a. The CPA shall present an annual report setting forth in full the financial condition of the Corporation.

- b. The CPA shall see that all taxes and required documents for local, state and federal agencies are completed and filed in a timely manner.
- c. Audits may be performed by independent certified public accountants (CPAs). In performing audits, auditors are professionally and ethically obligated by Rule 202 of the American Institute of Certified Public Accountants' (AICPA) *Code of Professional Conduct* to follow generally accepted auditing standards (GAAS)—standards set by the AICPA and promulgated in *Statements on Auditing Standards*.
- d. Safeguards:
 - i. Auditors should not perform management functions or make management decisions, nor should they be members of ICNY.
 - ii. Auditors should not audit their own work or provide non-audit services in situations when the non-audit services are significant to the audit subject matter.

Section 5.08. Secretary

1. The Secretary shall be an Officer of the Corporation and will preside at all meetings of the Board of Directors and general membership meetings in the absence of the President, Vice President, and Treasurer. The Secretary shall perform all duties attendant to that office, subject, however, to the control of the Board of Directors, and shall perform such other duties as on occasion shall be assigned by the Board of Directors
2. The secretary shall keep or cause to be kept a record of all meetings of the members and the board of directors and record all votes and the minutes of all proceedings in a book to be kept for that purpose. The Secretary shall give, or cause to be given, notice of all meetings of the members and special meetings of the board of directors, and shall perform such other duties as may be prescribed by the board of directors or president, under whose supervision they shall be. They shall keep in safe custody the seal of the corporation and shall affix the same to any instrument requiring it. The secretary shall keep the President and members of the board apprised of all appointments and schedules.
3. The Secretary should have a firm working knowledge of computer software and secretarial knowledge.
4. The Secretary shall take and keep the minutes of all meetings of the General Membership and the Board of Directors.
5. The Secretary shall distribute minutes of the previous General Membership and Board of Directors meetings to the members and have copies of all minutes available upon request, when given reasonable notice of such request.
6. Minutes shall be in format approved by the board and provide adequate information about important topics. In the event that a person abstains from voting for reasons of a conflict of interest, such conflict must be noted in the Minutes.
7. The Secretary shall report on important correspondence.
8. The Secretary shall attend to the giving and serving of all notices of the Court, including out of town ball packages, with a reasonable number of copies to be available

to the membership.

9. The Secretary shall attend to such correspondence as may be assigned to them and perform all the incidental duties of their office.
10. The Secretary shall hold an updated membership roll, compiled by the Vice- President (Membership Chairman), containing the full legal name, of all persons who are members of the Corporation, showing their primary place of residence, and all other pertinent contact information.
11. The Secretary shall preside at the Membership/Board meeting in the absence of the President, Vice-President, and Treasurer.
12. The Secretary shall be responsible for the preparation of all election materials including ballots and absentee ballots.
13. The Secretary shall be responsible for collection of mail at agreed upon intervals with the President.

Section 5.09. Minister of Protocol

The Minister of Protocol shall be responsible for the following:

1. The Minister of Protocol shall provide the Reigning Monarchs with Protocol for Out-of-Town coronations/functions upon request.
2. Unless otherwise designated, the Minister of Protocol is not an Officer of the Corporation.
3. The Minister may serve as the co-chair of the membership committee.

Section 5.10. Board Members at Large

1. The Board Members at Large shall serve as directors of the board and participate fully in the business of the board and undertake special projects as requested by the Board.
2. The term of office of Member at Large Board members shall be one (1) year.
3. Represent the membership, as a whole, in matters before the Board of Directors.
4. Assist the Board in its activities during the term of office of the Members at Large, e.g., participate in and chair committees.
5. Are expected to participate in every Board of Directors meeting.

Section 5.11. Conflicts of Interest

1. For purposes of this provision, the term "interest" shall include personal interest, interest as director, officer, member, stockholder, shareholder, partner, manager, trustee or beneficiary of any concern and having an immediate family member who holds such an interest in any concern. The term "concern" shall mean any corporation, association, trust, partnership, limited liability entity, firm, person or other entity other than the organization.
2. No director or officer of the organization shall be disqualified from holding any office in the organization by reason of any interest in any concern. A director or officer of the organization shall not be disqualified from dealing, either as vendor, purchaser or otherwise, or contracting or entering into any other transaction with the organization or with any entity of which the organization is an affiliate. No transaction of the organization shall

be voidable by reason of the fact that any director or officer of the organization has an interest in the concern with which such transaction is entered into, provided:

- a. The interest of such officer or director is fully disclosed to the board of directors.
 - b. Such transaction is duly approved by the board of directors not so interested or connected as being in the best interests of the organization.
 - c. Payments to the interested officer or director are reasonable and do not exceed fair market value.
 - d. No interested officer or director may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting at which such transaction may be authorized.
3. The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

Section 5.12. Board Responsibilities

1. The Board, in conjunction with the College of Monarchs, will make certain that the Reigning Monarchs maintain the dignity, responsibility and trustworthiness of the office they hold during the period of their reign. In the event that the Board deems it necessary to request the dismissal of a Reigning Monarch, they will request the convening of a Tribunal, which shall consist of the Board of Directors and the College of Monarchs. The Reigning Monarch in question may attend this meeting to present their case. The Tribunal's decision is final.
2. Each officer and director is independently expected to raise a minimum of \$500 during each fiscal year of their service on the Board, independent of NOATG.
3. The Board shall supervise the annual election of the Monarchs, Officers and Directors of the Board, and the Minister of Protocol.
4. The Board has the responsibility of overseeing the production of all events each year. No other person, including the Reigning Monarch(s), has the authority to appoint a person or entity to participate in any way in these productions without the expressed approval of the Board. The Reigning Monarchs may recommend preference to the Board, but final approval on all decisions regarding events must come from the Board.

Section 5.13. Board Ethics

The purpose of this Section is to maintain the highest standards of ethical conduct within the Board of Directors, and to provide the public and membership with confidence in the objectivity of the Board's decisions by seeking to avoid both actual and perceived conflicts of interest among Board members. The general principles within this section form the basis for the ethics rules and standards of conduct contained in the Section.

When a situation is not covered by the Section's specific standards, Board members shall apply the principles set forth in this section in determining whether their conduct is proper and/or vote. Should a vote be required, results of such vote shall become standard until the next Bylaw Review Committee, adoption of amendment to the bylaws or until such time as a question to the soundness of such decision is made.

1. Unless authorized by the Board, no Board member shall disseminate or otherwise

disclose any information obtained in the course and scope of their duties, and which has not been released, announced, or otherwise made available publicly.

2. Unless authorized to speak on behalf of the Board, Board members shall include a disclaimer for any private publication or public statement by indicating that the views expressed are those of the author or speaker and do not necessarily reflect the view of the Board or other Board members.
3. Board members should at all times be mindful that, in the course and scope of their board activities, they may obtain knowledge of a confidential, non-public nature that if disclosed, might affect the authority of the board and the mission of ICNY. Accordingly, Board members and staff may not –
 - a. disseminate or otherwise disclose any confidential, non-public information obtained by virtue of their position with the Board, regardless of whether that information may be considered to be "important"; or
 - b. use such information for the gain, financial or otherwise, of themselves or others.
4. No Board member shall act in a manner, regardless of whether specifically prohibited by this Section, which might reasonably result in or reasonably create the appearance that the board member is –
 - a. using their official position with the Board, or confidential information obtained through service for the Board, for the private gain of any person;
 - b. giving preferential treatment to any person with respect to the Board member;
 - c. losing independence or objectivity with respect to their work for the Board;
 - d. adversely affecting the public confidence in, or the integrity, independence or objectivity of the Board; or
 - e. otherwise hindering the interests or reputation of the Board.

Section 5.14. Board Composition

The ICNY shall strive to attain representation in the composition of the Board of Directors that reflects the diversity of New York's geographic and cultural and ethnic communities and the diversity of the nonprofit sector itself. The Board of Directors may establish guidelines for a nominating committee to attain this diversity. In order to be considered for membership on the Board of Directors the individual must be 18 years of age and a member in good standing of ICNY.

Section 5.15. Legal Role of Board Members

A director, officer or incorporator of a corporation shall perform their duties as such, including, in the case of a director, their duties as a member of a committee of the board on which they may serve in good faith and in a manner, they reasonably believe to be in the best interests of the corporation, and with such care as an ordinarily prudent person in a like position with respect to similar corporation organized under this chapter would use under similar circumstances.

(A New Article Will Be Inserted Here)

ARTICLE VI – COLLEGE OF MONARCHS – This Section will be vetted out with the Board and College of Monarchs, and submitted as a separate insertion to be voted on separately later this year. Once inserted all articles after this new section will be re-numbered.

ARTICLE VII - INDEMNIFICATION

Section 7.01. Indemnification of Directors and Officers

To the fullest extent permitted by the laws of the State of New York, including future amendments of those laws, the corporation shall indemnify and hold harmless each director of the corporation against any and all claims, liabilities, and expenses (including attorneys' fees, judgments, fines, and amounts paid in settlement) actually and reasonably incurred and arising from any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, to which any such person shall have become subject by reason of having held such a position or having allegedly taken or omitted to take any action in connection with any such position.

However, the foregoing shall not apply to:

1. any breach of such person's duty of loyalty to the corporation or its members.
2. any act or omission by such person not in good faith or which involves intentional misconduct or where such person had reasonable cause to believe their conduct was unlawful; or
3. any transaction from which such person derived any improper personal benefit.

Section 7.02. Determination of Entitlement of Directors and Officers to Indemnification

The decision concerning whether a director or officer seeking indemnification has satisfied the provisions of Section 5.1 shall be made by (i) the board of directors by a majority vote of a quorum consisting of directors who are not parties to the action, suit, or proceeding giving rise to the claim for indemnity ("Disinterested Directors"), whether or not such majority constitutes a quorum; (ii) if there are no Disinterested Directors, or if the Disinterested Directors so direct, by independent legal counsel in a written opinion; or (iii) a vote of the members.

Section 7.03. Indemnification of members and agents

The board of directors may, in such cases as, in its complete discretion, it deems appropriate, indemnify and hold harmless members and agents of the corporation, and persons who formerly held such positions against any or all claims and liabilities (including reasonable legal fees and other expenses incurred in connection with such claims or liabilities) to which any such person shall have become subject by reason of having held such a position or having allegedly taken or omitted to take any action in connection with such position.

ARTICLE VIII - WHISTLEBLOWER POLICY

Section 8.01. General

ICNY expects its Board of Directors, members, and other representatives to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As representatives of ICNY, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

Section 8.02. Reporting Responsibility

It is the responsibility of all directors, and members to report Wrongful Conduct in accordance with this Whistleblower Policy.

Section 8.03. Wrongful Conduct

“Wrongful Conduct” is defined in this Whistleblower Policy to include: a serious violation of ICNY policy; a violation of applicable state and federal law; or the use of the ICNY property, resources, or authority for personal gain or other non-organization-related purpose except as provided under ICNY policy.

This definition of Wrongful Conduct is not intended to be an exclusive listing of the illegal or improper activity encompassed by the Whistleblower Policy. Rather, the Whistleblower Policy is intended to serve as a means of reporting all serious improprieties that potentially impact the integrity and effective operation of ICNY.

Section 8.04. No Retaliation

No director or member who in good faith reports Wrongful Conduct will suffer harassment, retaliation or adverse consequence. Any director or member who retaliates against anyone who has reported Wrongful Conduct in good faith is subject to discipline up to and including termination of membership or removal from the Board or Directors, as applicable. This Whistleblower Policy is intended to encourage and enable members and others to raise serious concerns within the ICNY prior to seeking resolution outside ICNY.

Section 8.05. Reporting Wrongful Conduct

ICNY encourages its directors and members to share their questions, concerns, suggestions, or complaints with someone who can address them properly. Any director or member may report Wrongful Conduct to the President or Vice President of the Board of Directors. If the Wrongful Conduct implicates one or both of the President or Vice President of the Board of Directors, or if the reporting individual is not comfortable speaking with or not satisfied with response of the foregoing individuals, the issue may be reported to any member of the board of directors. The President or Vice president of the Board of Directors and all members of the board of directors to whom a report of Wrongful Conduct is made are required to immediately advise the full board of directors of such report of Wrongful Conduct.

Section 8.06. Acting in Good Faith

Anyone filing a complaint of Wrongful Conduct must be acting in good faith and have reasonable grounds for believing the information disclosed indicates Wrongful Conduct. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

Section 8.07. Confidentiality

Reports of Wrongful Conduct or suspected Wrongful Conduct may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of Wrongful Conduct or suspected Wrongful Conduct will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Section 8.08. Handling of Reported Wrongful Conduct

A representative of the Board of Directors will notify the sender and acknowledge receipt of the reported Wrongful Conduct or suspected Wrongful Conduct within five (5) business days, unless such report was submitted anonymously. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

ARTICLE IX -- Advisory Boards and Committees

Section 9.01. Establishment

The Board of Directors may establish one or more Advisory Boards or Committees. The Board of Directors may, by resolution adopted by a majority of the Directors in office, establish committees of the Board composed of at least two (2) persons which, except for an Executive Committee, may include non-Board members. The Board may make such provisions for appointment of the chair of such committees; establish such procedures to govern their activities, and delegate thereto such authority as may be necessary or desirable for the efficient management of the property, affairs, business, and activities of the Corporation.

Section 9.02. Size, Duration, and Responsibilities.

The size, duration, responsibilities and authority of such boards and committees shall be established by a majority vote of the Board of Directors.

Section 9.03. Standing Committees

The Board of Directors shall determine the Standing Committees to be formed for that fiscal year. Each Standing Committee shall be chaired by a Member of the Board or a member of the General Membership. Standing Committees may consist of, but are not necessarily limited to Fund-Raising, Community Outreach and Promotions/Public Relations.

Section 9.04. Monarch Candidate Review Committee

The College of Monarchs shall consist of all Monarchs who have successfully completed

their reign. Members of the College shall serve on the Monarch Review Committee. Only College of Monarch members in good standing will be allowed to vote to approve monarch applications.

Section 9.05. Nominating Committee

The board may form a Nominating Committee. If formed this committee shall be composed of five (5) Board Members not currently running for membership on the Board of Directors. Each member of the committee shall have one (1) vote and decision shall be made by the majority. This Committee identifies needed board member skills, reviews potential member's qualifications and orients new members to the Board of Directors.

The Nominating Committee shall name at least two (2) candidates for each opening member-at-large position on the Board of Directors at least thirty (30) days before the Annual Membership Meeting. The Nominating Committee shall also name at least two (2) members running for either the positions of President and Treasurer or for the positions of Vice President and Secretary.

The Nominating Committee, in conjunction with the Monarch Candidate Review Committee, shall name at least one (1) candidate running for the position of Monarch. Candidates named can be any combination of the Emperor, ~~and~~ Empress, or Emprex titles.

(2) Section 9.06. Bylaws Review Committee

Bylaws Review Committee is formed at least every five (5) years and as deemed necessary by the Board of Directors. To ensure compliance with laws, regulations and doctrine, the chairman for the Bylaws Review Committee is given full control over the committee and the committee is unimpeded by any member of the board for the duration of the Bylaws Review Committee. Upon completion of work, the

recommended changes to the bylaws are presented to the Board of Directors for review. Upon review, thirty (30) day notice and a copy of proposed bylaws, general membership votes on ratification of bylaws.

Section 9.07. Audit and Accounting Review Committee

The board may form an Audit and Accounting Review Committee. The purpose of the Audit and Accounting Review Committee is to assist the Board of Directors in overseeing:

1. the accounting, timely reporting, and financial practices of ICNY, including the integrity of the financial statements.
2. the internal control environment in which the Corporation operates; and
3. the qualifications, independence, and performance of both the Corporation's independent auditor and its internal audit function.

The Audit Committee shall consist of five members who shall serve for a term of two (2) years. They shall be chosen from among the members of the Corporation. The chairman shall be the currently elected Treasure of ICNY. Their duties are unimpeded by members of the board. If any vacancy occurs through death, resignation, or otherwise before the expiration of the term, the member selected to fill the vacancy shall serve for the unexpired term. Meetings shall

occur minimally every quarter to review financial data and determine the above mentioned are being complied with. Full disclosure of findings to the board and membership is required and becomes public record.

The Audit Committee shall employ certified public accountants hired by the Board of Directors to examine the books of ICNY for the next fiscal year, and such other financial and investment records as the Audit Committee deems appropriate from time to time.

The certified public accountants shall report thereon to the Audit Committee, which shall in turn present the report of audit, including the scope of the examination, to the members of the Corporation at their next meeting with such recommendations as the Audit Committee shall deem appropriate. A review is required before the expiration of each fiscal year and results to be published to the members of ICNY no later than the Annual Membership Meeting held in September.

Section 9.08. Special Committees

Special Committees may be formed as determined by the President or the Board of Directors, with its Chair being appointed by the same. Such Committees shall include special events, or any such task as determined by the President or Board of Directors. These temporary committees shall be dissolved upon completion of the assigned task.

ARTICLE X -- MONARCHS

Section 10.01. Monarch Nominations and Applications

1. The Board shall supervise the College of Monarchs Candidate Review Committee as they review the applications for the election of the Monarchs of ICNY. This Committee shall consist of the entire College of Monarchs, who are members in good standing of ICNY. Candidates for Monarch positions are not eligible to serve on this committee.
2. Candidates must submit an official application to the President no later than June 30th of the election year. The President will certify that the Monarch Candidates applying meet all requirements as stated in Section 9.02 and will report to the Board of Directors in the event there are no qualified Candidates.
3. Candidates must specify on the application which one of the following Monarch titles (Emperor, Empress, or Emprex) they are applying for.
4. The College of Monarchs Candidate Review Committee shall review the applications confirming each applicant meets all requirements as stated in Section 9.02, interview applicants, and upon approval notify the Board of Directors of the qualified Monarch candidates to be presented to the general membership as-Monarch candidates.

Section 10.02. Qualifications for Monarchs

1. Submit a completed and signed application, with two signed letters of recommendation by June 30th.
2. Be a Member in good standing.
3. Have been a Member for a minimum of three complete years of service at the time of

application.

4. Have chaired or co-chaired a court related event
5. Have attended a minimum of four out of town coronations within two years preceding submitting the application.
6. Be an effective public speaker and performer
7. Have actively participated in at least six court related events within the two years preceding the application deadline.
8. Must not have been convicted of a felony in the past seven (7) years.

Section 10.03. Monarch Election

1. The election of the Monarchs will occur at the September Membership Meeting. In the case online voting is required, the Monarch elections must be completed no later than the September Membership Meeting.
2. In order to be elected, Monarch candidates must receive a majority (50% plus one) of all valid ballots cast.
3. The elected Monarch candidates can be any combination of the three Monarch titles (Emperor, Empress, or Emprex).
4. If three or more candidates obtain the majority of the vote, the two candidates with the highest number of votes will be elected to the Monarch positions regardless of chosen title.
5. If there are three or more candidates for a position and no majority is attained, one run-off election of the three candidates who received the most votes will be held to derive a majority vote.
6. In the event that there is only one candidate presented for Monarch, that candidate must receive a majority vote of approval (50% plus one) of all valid ballots cast.
7. Failure to receive a majority vote of approval will result in that position being decided by the Tribunal.
8. In the event that there is:

no candidate for any Monarch position,

OR

only two candidates for Monarch and neither obtain the majority of the vote

OR

all candidates fail to receive the majority of the vote after a run-off election

OR

the position becomes vacant for any reason,

then a Tribunal consisting of the Board of Directors and the College of Monarchs shall convene. The Tribunal shall decide if a Regent Monarch or Monarchs is/are necessary and if so, select the Regent(s) from the College of Monarchs for the remainder of the reign. The Tribunal shall determine the rights and responsibilities of the Regent Monarch at the time of their selection.

Section 10.04. Monarch Rights and Responsibilities.

1. Each Monarch is individually expected to raise a minimum of \$1,500.00 during their reign independent of NOATG activities, with the ICNY as the sole beneficiary.
2. Each Monarch shall receive a stipend of up to \$1,500.00 upon completion of their reign, and upon fulfillment of their financial commitment as outlined in Article V, Section C. Paragraph 6. However, if that \$1,500.00 requirement should not be met, their stipend shall be reduced to equal the amount actually raised. The Corporation shall also shoulder the cost of the ball tickets for Out-of-Town Court Coronations and Barony Adornments, upon approval of the Board.
3. The Court shall pay for the production of 500 reign pins for each reign year. The Board of Directors must approve the pin design.

ARTICLE XI - EVENTS

Section 11.01. Approval

Any and all events or fundraising activities, sponsored or participated in by the ICNY members in an official capacity must have Board of Director approval.

Section 11.02. Safety Considerations

The Host/Hostess, member of the Board, or reigning Monarchs may prevent any person injured, overly intoxicated or otherwise potentially at risk of causing injury to themselves or others from participating in any event.

ARTICLE XII - FINANCIAL ADMINISTRATION

Section 12.01. Fiscal Year

The fiscal year of the Corporation shall be September 1 - August 31 but may be changed by resolution of the Board of Directors.

Section 12.02. Checks, Drafts, Etc.

All checks, orders for the payment of money, bills of lading, warehouse receipts, obligations, bills of exchange, and insurance certificates shall be signed or endorsed by such officer or officers or agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors or of any committee to which such authority has been delegated by the Board.

Section 12.03. Deposits and Accounts

All funds of the Corporation, not otherwise employed, shall be deposited from time to time in general or special accounts in such banks, trust companies, or other depositories as the Board of Directors or any committee to which such authority has been delegated by the Board may

select, or as may be selected by the President or by any other officer or officers or agent or agents of the Corporation, to whom such power may from time to time be delegated by the Board. For the purpose of deposit and for the purpose of collection for that account of the Corporation, checks, drafts, and other orders of the Corporation may be endorsed, assigned, and delivered on behalf of the Corporation by any officer or agent of the Corporation.

Section 12.04. Investments

The funds of the Corporation may be retained in whole or in part in cash or be invested and reinvested on occasion in such property, real, personal, or otherwise, or stock, bonds, or other securities, as the Board of Directors in its sole discretion may deem desirable, without regard to the limitations, if any, now imposed or which may hereafter be imposed by law regarding such investments, and which are permitted to organizations exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code.

Section 12.05. Account Tracking and Pro-rata Share

Special fundraising and award accounts which have been set up to provide scholarships, awards and other benefits to benefactors; and have a minimum average balance of \$1,000 or greater during the year (excluding Allotment accounts) will be allocated their pro-rata share of any investment increases or decreases that occur during the year including both realized and unrealized gains. The following Special funds have specific directed donations that need tracking each year:

- 1) Mathew Sheppard Fund

ARTICLE XIII - BUSINESS RECORDS RETENTION SCHEDULE

Business records, especially those that are voluminous and bulky, should be disposed of as soon as they outlive their usefulness. The President and the Board will shred all records after the retention period has passed.

	Retention Period
Accident reports and claims (settled cases)	7 years
Accounts payable ledgers and schedules	7 years
Accounts receivable ledgers and schedules	7 years
Audit reports	Permanently
Bank reconciliations	1 year

Capital stock and bond records; ledgers, transfer registers, stubs showing issues, record of interest coupons, options, etc.	Permanently
Cashbooks	Permanently
Checks (cancelled but see exception below)	7 years
Checks (cancelled for important payments, i.e., taxes, purchases of property, special contracts, etc.) (checks should be filed with the papers pertaining to the underlying transaction)	Permanently
Contracts and leases (expired)	7 years
Contracts and leases still in effect	Permanently
Correspondence (legal and important matters only)	Permanently
Deeds, mortgages and bills of sale	Permanently
Duplicate deposit slips	1 year
Employee personal records (after termination)	3 years
Employment applications	3 years
Financial statements (end-of-year, other months optional)	Permanently
General and private ledgers (and end-of-year trial balances)	Permanently
Insurance policies (expired)	3 years
Insurance records, current accident reports, claims, policies, etc.	Permanently
Internal audit reports (in some situations longer retention periods may be desirable)	3 years
Minute books of directors and stockholders, including by-laws and charter	Permanently
Payroll records and summaries	7 years

Sales records	7 years
Stock and bond certificates (cancelled)	7 years
Subsidiary ledgers	7 years
Tax returns and worksheets, revenue agents' reports and other documents relating to determination of income tax liability	Permanently
Vouchers for payments to vendors, employees, etc. (including allowances and reimbursement of employees, officers, etc. for travel & entertainment expenses)	7 years

ARTICLE XIV- GIFT ACCEPTANCE POLICY

In accepting gifts, bequests, and devises, it is the intention that the Directors will manage the affairs in such a manner so as to comply with the meaning of the terms and limitations of the Articles of Incorporation and these By-Laws so that such actions will not jeopardize the federal income tax exemption of this Corporation pursuant to the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954 as now in force or as may be amended.

1. Procedures for accepting gifts and establishing funds, including any necessary approvals.
 - a. Discussion with donor as to restrictions on fund
 - b. Preparation of endowment agreement
 - c. Gift made and agreement signed by donor and ICNY President accepting the gift and fund
2. Conditions under which board approval is required to accept a gift or asset type or establish a fund
 - a. Board approval required if gift, asset, or fund restrictions are outside previously accepted type of gift, asset, or restriction
 - b. Board approval if staff feels that gift, asset or fund restrictions warrant extra scrutiny

ARTICLE XV - BOOKS AND RECORDS

Correct books of account of the activities and transactions of the Corporation shall be maintained by the Corporation. These shall include a minute book, which shall contain a copy of the Certificate of Incorporation, a copy of these Bylaws, and all minutes of meetings of the Board of Directors and General Membership Meetings.

They shall also include all business records in Article XIV not past their expiration date.

ARTICLE XVI - CONSTRUCTION

1. If a conflict exists between the provisions of the Certificate of Incorporation and these Bylaws, the provisions of the Certificate of Incorporation shall prevail.
2. The Bylaws of the Imperial Court of New York are numbered sequentially. Any changes to these bylaws to add or remove an article or section shall cause all unaffected sections to be renumbered to preserve the sequential ordering without further amendment.

ARTICLE XVII - AMENDMENT

The Bylaws may be adopted, amended or repealed only by the Board of Directors and ratified by the General Membership. If any Bylaw regulating an impending election of the Directors or Officers is adopted, amended or repealed by the Board, they shall be set forth in the notice of the next meeting of members, with a concise statement of the changes made.

Adoption of the Revisions of the ICNY Bylaws

Adopted by the 2017-2018 ICNY Board of Directors by resolution and vote of all ICNY Members on September, 2018 to begin in force as of September 5, 2018.

2019-11-06: Revision to Sections 2.07 and 4.02 (1) proposed and approved by the 2019-2020 ICNY Board of Directors by majority vote on September 11, 2019 and ratified by the ICNY membership on November 6, 2019 to be in force as of November 6, 2019.

2021-06-02: Revision to Section 10.02 (5) proposed and approved by the 2020-2021 ICNY Board of Directors by majority vote on April 14, 2021 and ratified by the ICNY membership on June 2, 2021 to be in force as of June 2, 2021. Address was also updated to reflect change to physical mailing address.

2021-07-27: Revision to Section 4.02 (1) proposed and approved by the 2020-2021 ICNY Board of Directors by majority vote on June 9, 2021 and ratified by the ICNY membership on July 25, 2021 to be in force as of July 25, 2021. Section 2.07 was updated to reflect the number approved in Section 4.02 (1).

2021-12-22: Revisions to Sections 1.02, 1.07, 4.03, 4.07, updated processes to elect non-gender specific Monarch, and all removed gender-specific pronouns proposed and approved by the 2021-2022 ICNY Board of Directors by majority vote on October 13, 2021 and ratified by the ICNY membership on December 22, 2021 to be in force as of December 22, 2021.

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