

Bylaws of The Imperial Sovereign Court of All Connecticut, Inc.

CHAPTER 1: IDENTIFICATION

Section 1.1 Name. The name of the Corporation is “The Imperial Sovereign Court of All Connecticut, Inc.” (The “Corporation”)

Section 1.2 Offices. The principal office of the Corporation shall be located in the City of Hartford, State of Connecticut. The Corporation may also have other offices at such other places, within the State of Connecticut, as the Board of Directors may determine or as the activities of the Corporation may require.

Section 1.3 Purpose. The purpose of the Corporation is to raise needed funds, managed by Connecticut-based nonprofit agencies that serve community members in need, through fundraising activities as allowed in accordance with Section 501(c)(3) of the Internal Revenue Code.

Section 1.4 Intention. It is the intention of the Corporation to:

(A) Conduct such activities and programs as may be carried out by a corporation under Connecticut General Laws and within the rules and described in Section 501(c)(3) of the internal Revenue Code.

(B) Help bring the LGBTQIA+ Communities and the Community at Large into prideful, viable and joyous unity.

(C) Represent the LGBTQIA+ Community at various functions, including those within the Community at Large.

(D) Electively work with the INTERNATIONAL COURT SYSTEM in joint efforts to benefit all people and to foster and promote cultural, business, and social endeavors which give the LGBTQIA+ people of Connecticut a sense of community, identity and pride.

(E) Perform noble deeds for social services and people in need; and promote human rights and equality amongst all people.

CHAPTER II: THE GENERAL MEMBERSHIP

Section 2.1 Definition

(A) The General Membership of the Corporation (“General Membership”) shall consist of individuals (“Members”) with the qualifications, privileges, and responsibilities as described in the Policies and Procedures Manual and in this document.

(B) All Applicants will be accepted for membership after the application is screened by the Board of Directors, for accuracy, or action as defined as detrimental to the Corporation. Any of the above can be grounds for rejection, but will be handled on a case by case basis. All denied applicants have the right to appeal the decision to the General Membership, which follows the normal membership voting process,

(C) Membership in the Corporation is open to all persons who fulfill the membership requirements as specified in the Policies and Procedures and in this document. The Corporation will not discriminate against any person because of age, race, sex, marital status, national origin, religion, sexual orientation, gender identity, gender expression, ability, or immigration status. Please refer to the Code of Conduct for additional information.

Section 2.2 Qualifications for New Applicants to the General Membership

(A) Applicants for General Membership (“Applicants”) shall be at least twenty-one (21) years of age.

(B) Should a former member have been removed or asked to resign due to violations of the Bylaws, that person

will not be allowed to reapply as a member of the Corporation unless approved by the Board of Directors.

Section 2.3 Privileges and Requirements of Members

(A) Annual membership dues will be assigned at the beginning of each fiscal year by the General Membership at the recommendation of the Board of Directors. Payment of the membership dues is a requirement for membership.

(B) Members must pay the annual membership dues by the annual General Membership meeting. The Secretary of the Board of Directors shall set forth in writing via United States mail and/or electronically, no later than 60 days prior to the annual General Membership meeting, a notice of payment due to all Members.

(C) Individuals not paying their annual membership dues in full by the beginning (“Call to Order”) of the annual General Membership meeting will no longer be considered Members of the Corporation. Members who have not paid their dues will relinquish all titles, with the following exceptions:

- (I) Past monarchs wishing to rejoin the organization must pay the current year dues plus the dues for each year in which membership dues were not paid, at the current rate, back to the last time membership dues were paid. Exceptions to this dues requirement, including a cap on the dues, can be set by the College of Monarchs with approval of the Board of Directors.
- (II) Those who resume their membership within three months of their lapse will have their titles and membership duration automatically restored upon completion of all requirements as a member.
- (III) All other members who resume their dues payment within a year of their membership previously expiring can have their titles and membership durations restored if approved by the Board of Directors.

(D) For dues received by US mail, we recommend it to be postmarked at least ten (10) days prior to the Annual General Membership meeting.

(E) Members must sign the Code of Conduct annually, either before or within two weeks of the Annual General Membership meeting. Failure to do so will place a membership in Not in Good Standing status until the document is signed. It may be signed physically or electronically. See Sections 3.2 and 3.3 for details on other membership requirements.

(F) Upon acceptance of the membership application and upon verification that a member application meets the requirements under the bylaws, the new member will immediately be assigned the lowest level title for their preferred line. A ceremonial investiture of the member by the Reigning Monarchs will take place at an event.

(G) Members may not use the name of the Corporation and/or their titles for their own personal gain. Abuse of the name/title is grounds for immediate revocation of membership status.

(H) If a member is in violation of the guidelines outlined in the Code of Conduct that is signed by every member, that member may be removed by the Board or by a vote of the General Membership.

CHAPTER III: GENERAL MEMBERSHIP MEETINGS

Section 3.1 Definition.

(A) The General Membership shall hold a minimum of ten (10) meetings per calendar year to handle the business of keeping the Members informed and up to date with the Corporation’s daily activities (i.e. offer Treasurer’s reports, Board of Directors’ report, upcoming fundraising and social engagements, etc.). These meetings are open to the General Public and shall be conducted according to Roberts Rules of Order.

Section 3.2 Democratic Procedure.

(A) The Vice President of the Board of Directors must run the General Membership Meetings as a democracy and shall have all decisions made by a majority vote of the General Membership who are members in good standing as defined in sections 2.3 (E) and 3.3 (A).

(B) The Corporation, as a whole, shall discuss and make suggestions as to how to best achieve the goals set forth in these Bylaws and may put proposals to vote.

Section 3.3 Voting.

(A) Dues-paying members who have attended at least fifty (50) percent of the General Membership Meetings since date of enrollment or the most recent Annual General Membership Meeting shall be known as members in good standing and are eligible to vote on all items brought to the General Membership for a vote. Monarch elections have separate requirements; see Section 4.2 (B) i for those additional requirements.

(B) Absences may be excused at the discretion of the Reigning Monarch(s), limited to 2 per member per yearly cycle starting with the Annual General Membership Meeting, and excused absences count towards attendance as a member in good standing, as long as they are accounted for accurately in the minutes.

Section 3.4 Quorum.

(A) A quorum must be present to conduct any official business during any General Membership Meeting. A quorum is defined as:

(I). Fifty percent plus one (50% + 1) Members in good standing, or

(II). Thirty percent plus one (30% + 1) Members in the Corporation's dues-paying roster including the presence of the following: one (1) of the Reigning Monarchs, two (2) officers of the Board of Directors, two (2) general members of the Board of Directors, the President or Recording Secretary of the College of Monarchs

(B) Each dues-paying member in good standing may hold one (1) proxy per meeting. A proxy shall consist of a signed, written statement specifying how the absentee member wishes to vote and/or who will represent them. No proxies will be accepted at the Annual General Membership Meeting.

Section 3.5 Special Meetings.

(A) A Special Meeting may be called by the Officers of the Board of Directors or the Reigning Monarchs. The Secretary of the Board of Directors shall issue a notice of such meeting, to be mailed (physically and/or electronically) to all members at their addresses/emails as they appear on the membership roster at least seventy-two (72) hours before the scheduled date of such meeting. The notice shall include who called said meeting and its purpose. No other business but that specified in the notice may be transacted at such meeting without the unanimous consent of all present at such meeting.

CHAPTER IV: THE MONARCHS OF THE IMPERIAL SOVEREIGN COURT OF ALL CONNECTICUT, INC.

Section 4.1 Definition:

(a) A Monarch of the Corporation ("Monarch") is an individual elected to such position with the limitations, privileges and responsibilities described in this chapter and in Policies and Procedures.

Section 4.2 Election of Monarchs

(A) The election of the monarchs occurs three (3) months prior to the coronation event.

(B) The Election of Monarch may be held either a public (community) vote or private (member-only) vote.

(I). Election of Monarchs, if to be voted upon solely by the General Membership, shall be voted upon only by individuals who have been General Members for at least six (6) months at the time of election and meet the requirements of Chapter 3.3.

(II) No Monarchical Candidate may offer incentives, either tangible or intangible, to either members of the public or Members of the Corporation. Items disallowed or approved for campaign use are defined in the Policies and Procedures.

(C) The Monarch Candidate Selection Committee will consist of:

- The College of Monarchs as described in Addendum-(A),
- A member of the Board of Directors who is not a past or current reigning monarch
- A member of the general membership who is: 1) not a past or current reigning monarch, 2) not a current member of the Board of Directors, 3) who has been a member of the Corporation for at least eighteen (18) months, and 4) is a dues-paying Member in good standing.

(I) The Board of Directors and the General Membership positions of the Monarch Candidate Selection Committee will be elected no later than the General Membership meeting prior to the application due date. If there is no qualifying member from the Board of Directors or the General Membership, those positions will remain vacant.

(II) All committee members may participate in the interview and approval of Monarchical candidates. For candidate approval votes to be considered valid, it requires a quorum of the College of Monarchs and attendance of the elected representatives (from the Board of Directors and General Membership).

(D) The President of the College shall oversee all aspects of the Monarch Election Process, including the counting of ballots as well as chair the Monarch Candidate Selection Committee.

- (I) Regardless of format, all ballots shall be voted under a secret ballot format, where all ballots are anonymous, and no ballots shall be counted before voting is closed.
- (II) Voting can take place in person, by mail or electronically. The President of the College shall notify all members eligible to vote at least two (2) weeks ahead of the election with their options to vote and who are the eligible Candidates.
- (III) An independent witness that is not a Member of the Corporation must be present during the ballot counting process to certify all rules have been followed.

(E) Individuals wishing to become candidates for the Election of Monarchs ("Potential Monarchical Candidates") must fulfill the following general criteria in these Bylaws. Failure to comply with any of the following will result in disqualification:

(I) General Members may not disclose publicly their intent to become Potential Monarchical Candidates.

(II) Potential Monarchical Candidates must fill out the Application form in its entirety (including any application fees and additional attachments) and return it to the President of the College of Monarchs by the due date stated on the application letter.

(III) A Candidate must have previously served at least one complete term as a member of the Board of Directors at the time of their application. A term is defined as starting at an Annual General Membership Meeting and completing at the next Annual General Membership Meeting.

(IV) A Candidate must be a member of the International Court System for at least a total of two (2) years at the time of their potential step-up and a member of the Corporation fulfilling the requirements in Sections 2.3 and 3.3 for at least twelve (12) months prior to submitting their Application to become a

Monarchical Candidate.

(F) After the due date, the President of the College of Monarchs will forward all completed packets to the Candidate Selection Committee, who will then review all of the applications to confirm all criteria in both these Bylaws and the Policies and Procedures Manual has been met as well as carefully consider the information provided.

- (I) The Monarch Candidate Selection Committee will then interview each applicant privately at a time to be determined by the President of the College of Monarchs based on availability of the committee.
- (II) The committee will then discuss each interview that was conducted and conduct a secret ballot vote to determine whether each potential candidate will be deemed approved.
 - a. The potential candidate will be considered approved for presentation to the general membership if they receive a majority of the votes (50% + 1) cast in approval.
 - b. Secret ballots will be cast on paper for those present. If a committee member is participating virtually or by phone, they will be able to cast their vote electronically (such as via text) to the General Member representative voted to participate by the membership. Should there be a year where there is not a General Member representative, the Board of Directors Representative will receive the electronic votes. If neither the Board or GM seat are filled, the Secretary of the College of Monarchs will collect the electronic votes.
 - c. The votes will be tallied by the President of the College of Monarchs and the General Member representative voted to participate by the membership. Should there be a year where there is not a General Member representative, the Board of Directors Representative will tally votes with the President of the College of Monarchs. If neither the Board or GM seat are filled, the Secretary of the College of Monarchs will tally votes with the President of the College of Monarchs.

(III) The College of Monarchs will then, at the next General Membership meeting, provide the General Membership with the names of the individuals approved by the Committee to become candidates in the election of Monarchs.

(G) During the elections, each Member eligible to vote will receive a ballot that lists each candidate with a Yes or No voting option. The eligible Member can vote Yes to up to two Monarch Candidates. Ballots that have more than two Yes votes will be deemed ineligible to be counted. Write-in candidates are not allowed.

(H) All approved candidates will run without announcing the line for which they will participate as a Monarch. Up to the top two vote recipients will be elected as Monarchs, as long as they also receive a majority of the yes votes (50 percent +1 votes) as well. This supersedes state law.

- (I) Once the monarchs are determined, each elected Candidate will be able to declare their lineage under any line offered under the Policies and Procedures. Both Monarchs can choose to be under the same line.
- (II) In the case of a tie that leads to a situation where two winning Candidates cannot be resolved, a runoff election will happen at the meeting, with those eligible to vote able to cast their vote between the candidates that are tied. Electronic votes will be accepted for the runoff, such as via text, for the runoff only, and sent to the independent observer. The outcome of that runoff election will break the tie.

Section 4.3 Limitations.

(A) There will be no more than two (2) Reigning Monarchs at one time ("Reigning Monarch" being defined as the individual elected to represent the Corporation as the "Crowned Head of State" for the duration of a reign, which is usually approximately one (1) year beginning on Coronation).

(B) Reigning Monarchs may not campaign for, be elected to, or hold an office (i.e. President, Vice President, Secretary, Treasurer) on the Board of Directors until their reign has been completed, unless such term will begin as of step down.

Section 4.4 Privileges.

(A) The Reigning Monarchs shall have authority to enforce, with the advisory counsel of the College of Monarchs, matters of protocol as allowed under the Policies and Procedures. See the Policies and Procedures Manual of the Corporation.

(B) The Reigning Monarchs may represent the Corporation at any and all functions or events as the Official Delegates of the Corporation.

(C) The Reigning Monarchs may elect to utilize the Ceremonial State Crowns at officially sanctioned Corporation functions.

(D) The Reigning Monarchs may have up to four (4) out-of-state Coronation tickets sanctioned by the INTERNATIONAL COURT SYSTEM paid by the Corporation Treasury up to an amount authorized by the Board of Directors.

Section 4.5 Responsibilities.

(A) The Reigning Monarchs shall at all times respect the titles of Monarchs and designated delegates of other Empires of the INTERNATIONAL COURT SYSTEM as representatives of their people. They shall not allow personal differences to interfere with their duties and obligations to the people of Connecticut as their representatives.

(B) Health allowing and except for special circumstances beyond their control, the Reigning Monarchs shall be required to complete all requirements for a Monarch as listed in the Policies and Procedures.

(C) The Reigning Monarchs shall be solely responsible for maintaining the Ceremonial State Crowns and regalia during their reign. They will be wholly liable for any damage or destruction to the Ceremonial State Crowns unless the Monarch(s) elect to turn the Ceremonial State Crowns to the College of Monarchs for safe keeping, at which point such liability will be the responsibility of the College of Monarchs.

(D) The Reigning Monarchs, at all times while representing the Corporation, shall conduct themselves with dignity, decorum and responsibility, following the guidelines set forth in the Policies and Procedures Manual of the Corporation, including the Code of Conduct.

(E) The Reigning Monarchs must serve as members of the Board of Directors for the duration of their reign.

(F) The Reigning Monarchs shall be responsible for selecting a General Membership Secretary.

(G) Reigning Monarchs must remember the Corporation's Mission Statement, Purpose, Pledge, and these Bylaws that they have promised to uphold with certain deportment. Any violation of the Mission Statement, Purpose, Pledge, or these Bylaws shall be viewed as an attempt to undermine the Corporation and disciplinary action will be taken, only to be done with due process, in sequential order with each process documented in the minutes of the Board of Directors.

- (I) Verbal Warning
- (II) Written Warning
- (III) Removal from office

Section 4.6 Completion of Reign.

(A) A Reign shall be considered complete only when a Monarch fulfills Section 4.5. If a Monarch fails to fulfill

section 4.5 in its entirety, then the Board of Directors in conjunction with the College of Monarchs will review the past reign and may determine, by majority vote, to not allow the Monarch to retain their title of “Emperor / Empress / Monarch of the Imperial Sovereign Court of All Connecticut.”

CHAPTER V: COLLEGE OF MONARCHS

Section 5.1 Definition.

(A) The College of Monarchs (“College”) shall consist of all Past Reign Monarchs of the Imperial Sovereign Court of All Connecticut that have successfully completed their Dowager year as defined in the Policies and Procedures, and has successfully completed all requirements as set forth by the College of Monarchs. Exceptions to this definition include members of the College existing at the time of incorporation, and monarchs moving to our Empire, who have been named monarch in other realms.

Section 5.2 Regent Monarchs.

(A) If for some reason one of the Reigning Monarch positions is vacated during the reign, or not filled during the Monarch Elections, the title may be re-assumed by a past monarch, appointed by the college as a Regent Monarch.

Section 5.3 Responsibilities and Privileges of Members of the College.

(A) Meetings of the College:

(I) The College shall elect among themselves a President to preside over all proceedings of the College. This election shall take place prior to the beginning of each new board term, and the President term will align with the board term year. If a vacancy opens mid-term, the College shall elect a replacement, which will complete the board term.

(II) The College shall elect among themselves a Recording Secretary. This election shall take place prior to the beginning of each new board term, and the Recording Secretary term will align with the board term year. If a vacancy opens mid-term, the College shall elect a replacement, which will complete the term (as aligned with the Board of Directors).

(III) The College shall meet at all times appropriate to fulfill its responsibilities as set forth within these Bylaws. In no calendar year shall there be less than two (2) meetings.

(IV) Meetings of the College shall by default be open to the General Membership. However, the College shall have the power to enter into executive session, either in whole or part of a meeting, for confidential matters during which the meeting would be closed to the General Membership.

(B) President of the College.

(I) The President of the College shall be an officer of the Corporation.

(II) The President of the College shall be the liaison between the Board of Directors and the College, and will determine, by either election or appointment, the Chair of each committee the College is responsible for overseeing, and shall report such decisions to the Board.

(III) The President of the College shall provide a monthly report of the proceedings of the College, including executive sessions, to the Board.

(IV) The President of the College shall provide a monthly report of the proceedings of the College, excluding executive sessions, to the General Membership.

(C) Recording Secretary

(I) The Recording Secretary shall record all decisions and recommendations of all proceedings of the College, including electronic votes (email, etc.).

(II) The Recording Secretary, in the absence of the President of the College, shall assume the responsibilities of the President within the proceedings of the college.

(D) Policies and Procedures. The College shall act as advisory counsel to the Reigning Monarch(s) in all matters of policy, procedure and protocol.

(E) Review of Potential Monarchical Candidates. The College, and Monarch Selection Committee, shall have the responsibility of determining whether a General Member meets the requirements, including but not limited to those set forth in these Bylaws, of a Monarchical Candidate, as stated in Section 4.2.

(F) Review of Potential Members of the College. The College shall have the responsibility of determining whether a Monarch, fulfilling the requirements of Sections 4.6 and 5.1, meets the requirements to become a Member of the College.

CHAPTER VI: BOARD OF DIRECTORS

Section 6.1 Definition.

(A) The Board of Directors (hereinafter referred to as the "Board") shall be the ruling body for all matter of business and day to day operations of the Corporation.

(B) The Board shall consist of a minimum of five (5) and a maximum of thirteen (13) total members (hereinafter referred to as "Board Members", see CHAPTER VII).

(C) The Board shall consist of five (5) executive board members (President, Vice President, Secretary, Treasurer, and President of the College of Monarchs). Two (2) seats will be reserved for the Reigning Monarchs. The remaining seats shall be filled with members at large. Any of the above positions, with the exception of the College seat, will be filled according to the rules defined in Section 6.13.

(D) The Executive Board (President, Vice President, Secretary, and Treasurer), are two (2) year terms. The President and Treasurer will be elected in even numbered years, the Vice President and Secretary will be elected in odd numbered years. All other board seats are one (1) year terms.

(E) When the Corporation has a reigning heir, the heir is given an honorary position on the board which includes no voting privileges, or the ability to make or second a motion.

(F) The Board shall hold a minimum of eleven (11) meetings per year.

Section 6.2 Qualifications.

(A) Candidates for the Board must be members of the Corporation for at least one (1) year at the time of election.

Section 6.3 Elections.

(A) Elections will take place by secret ballot and the count overseen by at least one incoming Monarch and the President of the College.

(B) Voting will take place in stages:

(I) In the first stage, voting will take place for either President (even-numbered years) or Vice President

(odd-numbered years).

- (II) In the second stage, voting will take place for either Treasurer (even-numbered years) or Secretary (odd-numbered years).
- (III) In the final stage, voting will take place for the six (6) general Board Member seats.

Section 6.4 Attendance.

(A) If a Board Member does not personally attend at least seventy-five percent (75%) of all Board of Directors meetings, excluding emergency Board Meetings, said Board Member will be required by the President of the Board to resign.

(B) One excused absence may be granted by the President of the Board (or otherwise the individual in the highest ranking position) and will not count towards the seventy-five percent (75%) requirement.

Section 6.5 Proxies.

(A) In the absence of a Board Member, a proxy will be accepted. Each Board Member may only hold one proxy per meeting. A proxy will consist of a written statement specifying either how the absentee Board Member wishes to vote or which Board Member will represent them, and must be signed by the absentee Board Member. However, if three (3) or more proxies are present at any Board Meeting, all proxies will be considered abstentions when a vote is called.

Section 6.6 Quorum.

(A) A quorum of fifty percent plus one (50% +1) Board Members must be present to conduct any official business during any Board Meeting. However, a proxy may be used to meet the quorum.

Section 6.7 Executive Sessions.

(A) All meetings of the Board shall be open to the General Membership. However, the Board may enter into Executive Session, which is closed to the General Membership, when it is considering matters which might infringe upon Member's rights of privacy and/or confidentiality. No minutes shall be taken during such Executive Sessions, but a summary can be added to Board Meeting minutes to confirm business conducted during the session.

Section 6.8 Personal or Professional Interest.

(A) If a Board Member has any personal or professional interest from which they might realize personal or professional gain regarding a matter which has come to vote or decision by the Board, such member shall abstain from voting and discussion.

Section 6.9 Emergency Board Meetings.

(A) Any Member of the Executive Board may call an emergency meeting giving a minimum of twenty-four (24) hours notice, and what business will be transacted. Proxies may not be used either to meet quorum or for voting. No other business but that specified by the notice may be transacted at such a meeting.

Section 6.10 Committees of Directors

(A) The Board, by majority vote, may designate one or more Members of the Corporation to chair a committee. Such committee, to the extent provided in the resolution of the Board, shall have and may exercise the powers of the Board in the management of the business, property and affairs of the Corporation, and shall keep records of its acts and proceedings and report the same to the Board as when required. Any committee chair may be removed from a committee with or without cause by a majority affirmative vote of the Board.

Section 6.11 Action Without Meeting.

(A) Any action required or permitted to be taken at any meeting of the Board, or of any committee thereof, may be taken without a meeting, if all members of the Board or committee, as the case may be, consent thereto in writing, and such written consent is filed with the minutes of proceedings of the Board or committee. Such consent may be taken electronically (via email, etc.).

Section 6.12 Resignation and Removal

(A) Any Board Member may resign or be removed at any time. A Board Member who intends to resign shall give written notice to the President or to the Secretary. Removal of a Board Member, with or without cause, may be effected by the affirmative vote of the Board of Directors.

(B) If a Board Member is removed or involuntarily forced to resign, they may not run or be appointed again for two (2) terms. If a Board Member voluntarily resigns, they may not run or be appointed for the remainder of the term.

Section 6.13 Vacancies.

(A) In the event of a vacancy of a Board member at large (see Section 6.12), the General Membership will be asked to elect a new member at large at the following General Membership Meeting. A member at large elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor and until his or her successor is duly elected.

(B) Executive Board Member vacancy election. If the positions of Vice President, Secretary, or Treasurer becomes vacant, the position will be filled by vote of the General Membership. If the position of President becomes vacant, the Vice President is elevated to President to complete the term, unless they choose to decline the position. In that scenario, they are acting board President until the next General Membership Meeting, at which time a board President will be elected to complete the term.

Section 6.14 Further Privileges and Responsibilities of the Board of Directors.

(A) Any member of the Board may attend a General Membership Meeting and offer his or her advice of specific decisions regarding the Corporation.

(B) Any member of the Board in violation of these Bylaws will be subject to disciplinary action by majority vote of the Board with due process. The Board reserves the right to make the discipline fit the seriousness of the offense and the severity of the disciplinary action will depend upon the nature of the offense.

(C) The board reserves the right to remove a Reigning Monarch from their position if it feels that the individual is acting, or has acted, in a manner unbecoming of a Monarch or "Crowned Head of State." Should the board feel that the Corporation's Mission Statement, Purpose, Pledge, or these Bylaws have been violated by a Reigning Monarch, disciplinary action can be taken according to Section 4.5(G).

(D) Any member of the Board, acting in an official capacity pertaining to the Corporation's business, is indemnified and protected by the Corporation's Director's Insurance.

(E) The Board of Directors must ratify all proclamations made by the reigning monarchs at the end of their reign to be considered official. Said ratified proclamations shall become resolutions of the organization, for a total of five (5) reigns. Proclamations ratified prior to Reign 2005 remain in effect in perpetuity.

CHAPTER VII: OFFICERS OF THE BOARD OF DIRECTORS**Section 7.1 President.**

(A) The President shall function as Chief Operating Officer of the Corporation, and shall oversee the general management of the affairs of the Corporation.

(B) They shall acquire a working knowledge of Parliamentary law and Procedures; and a thorough understanding of the chapters of Roberts Rules of Order.

(C) They shall enforce the rules of decorum and be absolutely fair and impartial at all times.

(D) They shall attend to a sound fiscal management of the Corporation's funds.

(E) They may, when duly authorized by the Board, sign and execute contracts in the name of the Corporation when countersigned by another Executive Board member.

(F) They may appoint interim committee chairs as the need arises (as long as no member of the organization wishes to volunteer to fill said position), until a board meeting takes place to allow for a full board vote.

Section 7.2 Vice President.

(A) During the absence or inability of the President, the Vice President shall have all the powers and functions of the President, either whole or in part.

(B) They shall acquire and enforce a working knowledge of Parliamentary Law and Procedures; and a thorough understanding of chapters and have the ability to reference Roberts Rules of Order at meetings.

(C) They shall be a liaison between the Board and all Committees and Chairs, and serve as Chairperson if no suitable Board Member candidate is appointed or volunteers.

(D) If the position of President becomes vacant, the Vice President may assume all duties of the office of President (See Section 6.13).

(E) The Vice President will chair all meetings of the General Membership.

(F) They will be responsible for maintaining the court event calendar.

Section 7.3 Treasurer.

(A) The Treasurer may, when duly authorized by the Board, sign and execute contracts in the name of the Corporation when countersigned by another Executive Board member.

(B) They must submit a monthly financial report, setting forth in writing a line-by-line statement stating the financial conditions of the Corporation, at each meeting of the Board and General Membership.

(C) They shall present an annual report, setting forth in full, the financial conditions of the Corporation, at the General Membership Annual Business meeting.

(D) They shall oversee allocation of monies and funds raised at all Corporation events. Net proceeds raised at fundraisers by the Corporation for a specific reason, such as for a person or group in need, must be used for that purpose. Monies raised for the Corporation may be used for any official court expense, such as stationary, banners, etc., but in no case may be used for such things as personal expenses (i.e., props, costumes, etc.).

(E) They shall reimburse for any materials considered court expenses, as approved by the Board.

(F) They shall be bonded by the Corporation.

(G) The Treasurer must open the Financial Record book to any General Member who requests so in writing within one (1) week after request to do so.

Section 7.4 Secretary.

- (A) The Secretary shall keep, and maintain, the minutes of all the meetings of the Board.
- (B) Upon approval of a Board of Directors Meeting's minutes, they shall publicly post the minutes via venues that can reach the entire General Membership, such as our electronic mailing lists and social media groups.
- (C) They shall call the meeting to order in the absence of the President and Vice President.
- (D) If there is no President and Vice President in position at the time of a board meeting, they shall preside until the election of a Chairperson/Operation Officer Protem from among the Board, which should take place immediately.

Section 7.5 President of the College of Monarchs.

- (A) See Section 5.3(b)

Section 7.6 Committees.

- (A) All officers may act as ex officio members of any and all Board committees.

Section 7.7 Other Officers.

- (A) Such other officers as appointed shall exercise duties and have powers as the Board of Directors may assign.

Section 7.8 Transfer of Authority.

- (A) In case of the absence of any officer of the Corporation or for any other reason that the Board may deem sufficient, the Board may transfer the powers or duties of that officer to any other officer or to any director or General Membership of the Corporation, provided that the majority of the Board approves.

CHAPTER VIII: FISCAL YEAR

Section 8.1 Fiscal Year.

- (A) The fiscal year of the Corporation shall be determined by resolution of the Board of Directors.

CHAPTER IX: PARLIAMENTARY AUTHORITY

Section 9.1 Parliamentary Authority

- (A) These Bylaws supersede state law.
- (B) Meetings will be conducted in adherence to Roberts Rules of Order (latest edition of the Newly Revised series) in all cases where they are not constant with these Bylaws. The Vice President will be the Parliamentarian.

CHAPTER X: PRIVATE FOUNDATION REQUIREMENTS AND RESTRICTIONS

Section 10.1 Private Foundation Requirement.

- (A) In any taxable year in which this Corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the Corporation shall:

(I) Distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code.

(II) Not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code.

(III) Not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code.

(IV) Not make any investments in such manner as to subject the Corporation to tax under Section 4944 of the Internal Revenue Code; and

(V) Not make any taxable expenditures as defined in Section 4941 (d) of the Internal Revenue Code.

CHAPTER XI: EXCLUSIVITY OF PURPOSE

Section 11.1 Exclusivity of Purpose.

(A) Notwithstanding anything else herein provided, the Corporation is organized and shall be operated exclusively for charitable, educational and literary purposes, as said terms have been and shall be defined pursuant to sections 170(c) and 501(c)(3) of the Internal Revenue Code or any corresponding section of any future federal tax code, which purposes are set forth in CHAPTER 1. All powers of the Corporation shall be exercised only in such manner as will assure the operation of the Corporation exclusively for said charitable, educational and literary purposes, as so defined, it being the intention that this the Corporation shall be exempt from federal income tax and that contributions to it shall be deductible pursuant to said sections of said Code, and all purposes and powers herein shall be interpreted and exercised consistently with this intention.

CHAPTER XII: DISSOLUTION OF CORPORATION CLAUSE

Section 12.1 Definition

(A) Except as may be otherwise required by law, the Corporation may at any time authorize a petition for its dissolution to be filled with the Supreme Judicial Court of the State of Connecticut by affirmation vote of a majority of the directors of the Corporation then in office; provided however, that in the event of any liquidation, dissolution, termination, or winding up of the Corporation (whether voluntary or involuntary or by operation of law), the property of the Corporation shall be conveyed, transferred, distributed and set over outright to one or more educational, charitable, or literary institutions or organizations, created and organized for one or more exempt purposes similar to those of the Corporation, which qualify as exempt from income tax under Section 501(c)(3) of the Internal Revenue Code.

CHAPTER XIII NO POLITIC CLAUSE

Section 13.1 Definition

(A) No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf, or in opposition to, any candidate for public office.

CHAPTER XIV: NON-INCUREMENT CLAUSE

Section 14.1 Definition

(A) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members,

directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes set forth in these chapters.

CHAPTER XV: AMENDMENT OF BYLAWS

Section 15.1 Adoption, Amendment or Repeal.

(A) Any adoption, amendment, or repeal to these Bylaws shall take place no more than once per year unless changes are required to comply with local, state, or federal law.

(I) A committee shall be created by the Board of Directors to review and recommend changes to the Bylaws.

(II) Once revised by the committee, changes will be submitted to the Board of Directors for review and approval.

(III) Approved changes will be sent to all General Members, either physically or electronically, at their addresses as they appear on the membership roster at least one (1) week prior to the scheduled date of the General Membership meeting where approval may take place.

(B) At said General Membership meeting, these changes must be approved by majority vote of the General Membership who meet the requirements of Section 3.3.

(C) Once approved, all changes become effective immediately.

BYLAWS OF THE IMPERIAL SOVEREIGN COURT OF ALL CONNTECTICUT, INC.

UPDATED AND APPROVED: JANUARY 23, 2021

Revised by:

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