

CONSTITUTION AND BY-LAWS

of

OSIA LODGE 2225, INC.
(aka Annapolis Lodge 2225)
an affiliate of the

ORDER SONS OF ITALY IN AMERICA

CONSTITUTION

PREAMBLE

We the members of OSIA LODGE 2225, INC. (hereafter referred to as "the Lodge"), an affiliate of the ORDER SONS OF ITALY IN AMERICA (hereafter referred to as "the Order"), a fraternal organization, being a part of the United States of America, which we serve at all times with undivided devotion, and to whose progress we dedicate ourselves; united in the belief in God; conscious of being a representative element of an old civilization that has contributed to the enlightenment of the human spirit, and that through our activities, institutions and customs may enrich and broaden the pattern of the American way of life; realizing that through an intelligent and constant exercise of civic duties and rights, and obedience to the Constitution of the United States, we uphold and strengthen this Republic, in order to make known our objectives and ensure their attainment through the harmonious functioning of all the parts of our organization, the said Lodge does hereby ordain and establish the following as its Constitution:

PURPOSES

The purposes of this organization shall be:

- a) To attract and enroll in its membership all persons of Italian birth or descent and all others as prescribed in Article II of the Lodge by-laws.
- b) To promote education and secure adequate laws for the benefit of its members by active participation in the political, social and civic life of our communities.
- c) To encourage the dissemination of Italian culture in the United States and uphold the prestige of the people of Italian heritage in America.
- d) To initiate and organize movements for patriotic and humanitarian purposes, thereby establishing a motto of "Liberty, Equality and Fraternity."

EMBLEM, MOTTO, COLOR, LANGUAGE

The emblem of the Order shall be a Golden Lion in a field of white. The motto shall be "Liberty, Equality and Fraternity." The official color of the Order shall be purple. The official language of the Order shall be both Italian and English, and each may be used in the course of meetings.

ORGANIC STRUCTURE – THE ORDER

The organic structure of the Order is based on a Lodge system. The basic unit is the Local Lodge. The Local Lodge is comprised of members. The members have rights and obligations that the Local Lodge, by virtue of the powers conferred to it by these by-laws, administers and controls.

The Lodges of the Order shall be known as:

- The Local Lodge
- The Grand Lodge
- The National Lodge

The Local Lodge functions and operates within the limits of its locality. The Local Lodge is chartered by the National Council and is given a name chosen by its members with the approval of the National Council. A number is assigned to each Lodge by the National Council in numerical order. The Local Lodge is a constituent part of the Grand Lodge of the state wherein it is located and is subordinate to such Grand Lodge. The Local Lodge participates in the administration of the affairs of the Grand Lodge, to which it is subordinate, through its State Delegates. But the Local Lodge, unless restricted by these by-laws and by the by-laws of the Grand Lodge, is autonomous and may administer its affairs under such rules and regulations adopted by its members that do not conflict with any of the by-laws to which they apply.

EXECUTIVE POWER

The executive power of the Local Lodge, when the assembly is not in session, shall be exercised by its Executive Board consisting of President, Vice-President, Past President, Recording Secretary, Treasurer, Orator, Financial Secretary, Trustees, Guard and Masters/Mistresses of Ceremonies.

LEGISLATIVE POWER

The legislative power, which is the power to make and promulgate by-laws and to adopt amendments thereto, shall be exercised by the Lodge, while in session, in all matters affecting the rights and obligations of its members, provided the laws made and promulgated, together with amendments made thereto, are not in conflict with the by-laws of the National Lodge nor the by-laws of the Grand Lodge. The legislative power of the Local Lodge shall not be delegated to any council, nor to any commission or committee.

BY-LAWS OF THE GRAND LODGE AND LOCAL LODGE

The by-laws of the Grand Lodge and of the Local Lodge consist of rules and regulations adopted by them, in conformity with the by-laws of the National Lodge, to govern, administer and control the affairs and institutions under their jurisdiction. To be valid, the by-laws adopted by the Grand Lodge must be submitted for approval to the National Council; the by-laws adopted by the Local Lodge must be submitted for approval to the Grand Lodge which has jurisdiction over the Local Lodge.

JUDICIARY POWER

The judiciary power, in the application of corrective and disciplinary measures when violations occur, shall be governed by and pursuant to the provisions of the Judicial Code (as stated in the National by-laws).

MEETINGS

All meetings of the Lodge which do not conform with the by-laws are to be considered null and void. The general procedures of the Lodge meetings shall follow the guidelines of the Ritual (revised edition of August 1989).

LODGE BY-LAWS

The National by-laws and the Grand Lodge by-laws (in that order) shall prevail whenever there is a conflict with the by-laws of the local Lodge. In cases where none of the above covers the situation, Roberts Rules of Order (second edition 2005) shall govern.

ARTICLE I: NAME

The name of the Lodge is OSIA Lodge 2225, Inc. However, the Lodge may also use the doing business as (DBA) name of "Annapolis Lodge 2225 Order Sons and Daughters of Italy in America".

ARTICLE II: MEMBERSHIP

A: Criteria

Sec. 1 Membership in the Lodge shall be restricted to those of Italian birth or descent including the spouses of those of Italian descent, or to those who have been adopted by persons of Italian descent and the spouses of such adopted persons. Non-Italians whose marital status changes (widow, widowers or divorcees) shall be grandfathered in.

Sec. 2 Admission to the Lodge is open to any person at least eighteen (18) years of age meeting the requirements of the above Section 1.

Sec. 3 A member may be considered in "good standing" if he or she has paid the current dues and fees required by the Lodge and meets all the requirements of the by-laws of the Lodge and Order.

Sec. 4 All members of the Lodge shall be known as "Brothers" or "Sisters".

Sec 5 There shall be no classification of membership known as Social Members (i.e., non-Italians).

B. Duties

All members of the Lodge are required to uphold the following duties:

- To obey and respect the authorities of the Lodge and Order,
- To pay current dues and assessments,
- To obey all the by-laws of the Lodge and Order,
- To assist in the work of the Lodge and Order,
- To settle any grievances that may arise by submitting such grievances in writing to the Orator of the Lodge, and then if necessary to the Grand Lodge, and
- To not resort to any civil court to enforce any claim, demand, right or cause of action that he/she may have until he/she has pursued and exhausted all remedies provided by the by-laws of the Lodge and Order.

C: Rights, Voting, Quorum

Sec. 1 Members may participate in all discussions, make proposals, vote on matters discussed, be elected to office, receive any benefits the Lodge may adopt and any other privileges or rights accorded by the Lodge, Grand Lodge or National Lodge.

Sec 2 Unless otherwise provided in these by-laws, a majority of the members present and constituting a quorum at a duly called general meeting of the Lodge shall be sufficient to take or authorize action upon any matter that may properly come before the meeting of the Lodge.

Sec 3 Twenty (20) members of the Lodge shall constitute a quorum for transactions at any meeting of the membership.

Sec 4 Absentee ballots shall be accepted when a member in good standing cannot be present to render his/her vote. Absentee ballots will be provided for all voting items that are published/presented to the membership. A written and signed vote must be received by the Orator at least four (4) hours prior to the meeting in which voting will be held. In lieu of an absentee ballot, an email to the Orator from a member in good standing shall be accepted as his/her vote provided it is received by the Orator within the above time constraint.

Sec 5 Changes and/or amendments to the Lodge by-laws must be introduced at an Executive Board meeting of the Lodge and approved by a majority vote of the Executive Board members present for subsequent approval by the general membership. Written notification of the proposed amendment must then be placed in the very next issue of Le Parole. At the next regular general membership meeting, a majority vote of the members present will approve or deny the amendment.

D. Default, Cancellation, Resignation, Separation, Transfer

Sec 1 Members will be in default when dues are in arrears three (3) months or more. When a member is in default, his/her membership rights cannot be exercised until the default is satisfied.

Sec 2 Cancellation of membership can be enacted if a member does not meet the requirements of the Order as defined above in Duties of the members, or does not satisfy arrears membership dues within three (3) months.

Sec 3 A member may resign or separate from the Lodge at any time he/she so desires with no refund of the annual dues.

Sec 4 Reinstatement into the Lodge must be obtained by a majority vote of approval by the general membership at a regular meeting. Reinstatement must occur within one (1) year of default, resignation or separation, otherwise an applicant will be considered a new member.

Sec 5 Transfer to another Lodge will be honored upon request of a member in accordance with Chapter Four of the Grand Lodge by-laws.

E: Committees

The chairperson and members of the various committees shall be appointed by the President. However, it will be the prerogative of the President to permit members of the committee to be chosen by the chairperson.

ARTICLE III: DUES

A: Membership Fees

Sec 1 An annual membership fee shall be charged to each member.

Sec 2 All yearly dues cover the period January 1 through December 31.

Sec 3 Dues must be paid annually.

Sec 4 Membership dues must be current before a member can be nominated for an office, and/or participate in Lodge elections or vote on any matter before the membership.

Sec 5 All dues are payable at the time of reinstatement.

Sec 6 Dues shall not be increased or decreased unless approved by two thirds (2/3) vote of the membership at a regularly scheduled meeting.

B: Unpaid Dues

Sec 1 All members shall be notified by the Financial Secretary if their dues are three (3) months in arrears. A member will be re-notified sixteen (16) days after the first notice of overdue monies. If response to the second notice is not received within ten (10) days, a member will be in default and may be dropped from the rolls.

Sec 2 If dues are in arrears, a member may not:

- Vote in an election;
- Hold an office;
- Vote on any motion placed before the membership or place a motion before same; or
- Participate on any committees of the Lodge.

ARTICLE IV: MEETINGS

A: Monthly Meetings

Sec 1 Regular meetings of the Lodge shall be held on the last Tuesday of each month. Notification for the regular meeting of the Lodge shall be posted in Le Parole and distributed to all members at least five (5) days in advance of such meeting.

Sec 2 Lodge Executive Board meetings shall convene monthly at a site and time designated by the President.

B: Special Meetings

Sec 1 Special meetings may be called by the President.

Sec 2 The business of a special meeting shall be limited to the purpose for which it was called (order of the day).

Sec 3 The Recording Secretary, upon order of the President, shall give notice of the meeting and the order of the day to each Lodge member no less than five (5) days prior to such special meeting.

C: Committee Meetings

Committee meetings will be scheduled as necessary by the Committee Chairperson.

D: Trustees Meetings

The Trustees shall meet annually to conduct a formal financial audit of the Lodge's accounts.

ARTICLE V: ELECTIONS

Sec 1 Elections shall be held annually at the regular November membership meeting. Installation of newly elected officers shall be held in January of each year. In November of odd-numbered calendar years, the membership shall elect a President, Financial Secretary, Guard, two (2) Trustees and one (1) Master/Mistress of Ceremonies, whose 2 year terms shall begin January of the following year. In November of even-numbered calendar years, the membership shall elect a Vice President, Recording Secretary, Orator, Treasurer, one (1) Trustee and two (2) Masters/Mistresses of Ceremonies, whose 2 year terms shall begin January of the following year.

Sec 2 No member shall be nominated to any office in absentia unless a letter of acceptance is presented to the Nominating Committee prior to the nomination procedure for all offices.

Sec 3 Any member of the Lodge in good standing and who has been a member of the Lodge for at least six (6) months prior to his/her nomination for office is eligible to run for any office on the Executive Board of the Lodge with the exception of President. However, no husband and wife, brother and sister, or parent and child shall serve together as officers of the Lodge, unless approved by majority vote at a regular meeting of the membership. Any member of the Lodge elected as an Executive Board officer shall not serve on any other Executive Board except for the Grand Lodge and the National Lodge.

Sec 4 To be eligible to run for the office of President, the member must have been an officer of the Executive Board of the Lodge for at least one (1) year prior to his/her nomination for the office of President.

Sec 5 The term of elective offices shall be for two (2) years.

Sec 6 An incumbent may be elected for a successive two-year term, after which he/she may not hold an Executive Board position for at least one (1) year. However, if no replacement candidate is available for a vacant board position, an incumbent, who has served for two successive two-year terms, may be nominated to fill that vacant position for another term.

Sec 7 The election of Lodge officers shall be in accordance with these by-laws and the by-laws of the Grand Lodge of Maryland.

Sec 8 At the August membership meeting, the Lodge President shall appoint a Nominating Committee, comprised of a chairperson and two (2) other members in good standing to solicit and nominate a slate of officers for the ensuing term. The slate shall be presented to the Lodge at the regular October membership meeting at which time additional nominations will be

accepted from the floor. Nominations will remain open until the November meeting when elections will be held.

ARTICLE VI: ORGANIC STRUCTURE OF THE LODGE

Sec 1 The organic structure of the Lodge shall be comprised of the Executive Board which shall govern the affairs of the Lodge.

Sec 2 The Executive Board consists of the President, Vice President, Immediate Past-President, Orator, Recording Secretary, Financial Secretary, Treasurer, three (3) Trustees, three (3) Masters/Mistresses of Ceremonies and the Guard. The Executive Board meets in ordinary session monthly and in special session whenever the meeting is called by the President or at the request of five (5) of its members.

Sec 3 The Executive Board is the administrative and controlling body of the Lodge. The Executive Board has the power to administer and control the affairs of the Lodge, but not the power to impose new assessments. The Executive Board shall not incur expenses other than those necessary for the administration of the regular affairs of the Lodge. In case of emergency, the Executive Board, by a majority vote thereof, may appropriate a sum of money not to exceed \$300.00 with which to meet expenses incidental to such emergency, and the appropriation so made shall be reported to the membership at its next regular meeting. The Executive Board shall neither have the power to change or modify the deliberations of the membership nor the power to change or modify the by-laws of the Lodge.

Sec 4 Whenever a vacancy occurs in the Executive Board, it shall be filled by holding a special election to fill such vacancy at the next regular or special meeting of the membership. This shall be announced in Le Parole no later than five (5) days prior to the election.

Sec 5 All Executive Board officers are required to perform the duties of their positions as outlined in these by-laws, the Lodge procedures and any tasks delegated by the President. All officers are required to attend monthly Board meetings, monthly membership meetings and appropriate special meetings. If an officer cannot attend due to illness or travel, it is his/her responsibility to notify the Recording Secretary or President prior to the meeting. The officer shall then be marked excused, not absent. The recording secretary shall notify the Executive Board if any officer is not present (absent, not excused) at three (3) consecutive membership meetings or three (3) consecutive Executive Board meetings. This may result in his/her termination from the Executive Board.

ARTICLE VII: PRESIDENT

The President is the highest ranking officer of the Lodge. He/she is the leader of the Lodge and as such:

- a) Calls and presides over all meetings of the Executive Board and the membership.

- b) Sees that the by-laws of the Lodge are observed and the deliberations of the Executive Board and the membership are carried out.
- c) Sees that the by-laws of the Order are respected and observed and the orders of the National Lodge and the Grand Lodge are obeyed.
- d) Controls the affairs of the Lodge and supervises the performance of duties by the other officers.
- e) Unless the by-laws of the Lodge provide otherwise, appoints all committees of the Lodge and serves as an ex-officio member.
- f) Refrains from making proposals at the meetings of the membership and participates in discussions only to clarify the issues presented. Votes only in case of a tie.
- g) After hearing the opinion of the Orator, rules upon controversies involving the application of the by-laws. Any member who disagrees with the ruling and the interpretation of the President may appeal within ten (10) days to the Orator for resolution. If not resolved, the Orator shall refer the case to the Grand Lodge.

ARTICLE VIII: VICE PRESIDENT

The Vice President is the second ranking officer of the Lodge. As such, assists the President and takes his/her place when the President is absent or unable to act. In the absence of the President, performs the duties and exercises the prerogatives for the President to the same extent and with like power that the President would have, if present.

ARTICLE IX: IMMEDIATE PAST-PRESIDENT

The Immediate Past-President is the member who served one (1) complete term as President of the Lodge immediately preceding the incumbent. If, because of death, disqualification, resignation or removal, the office of Immediate Past President becomes vacant, the office shall be filled by the preceding former Presidents in the inverted order of the tenure of office. In case there are no preceding former Presidents, the office of Immediate Past President shall be filled by electing such officer from among the members of the Lodge who have served a full term as officer of the Lodge. The Immediate Past-President assumes the office of President whenever the President and Vice President are unable to act or are absent from the meeting of the Executive Board or the membership, and performs the duties and exercises the prerogatives of the President to the same extent and with like powers as the President, if present.

ARTICLE X: ORATOR

Sec 1 The Orator gives opinions concerning the application and interpretation of the by-laws of the Lodge and sees that the by-laws of the Lodge are observed and properly applied. In matters that relate to the administration of the affairs of the Lodge, the Orator is subordinate to the

President. In matters relating to the exercise of Judicial Power, the Orator is subordinate to the State or National Orator.

Sec 2 The Orator determines whether a quorum is present at each regular meeting of the Lodge membership.

Sec 3 The Orator, either on his/her own initiative or upon complaint being made to him/her, shall have the power to prefer written charges against a member who has violated the by-laws of the Lodge.

ARTICLE XI: RECORDING SECRETARY

The Recording Secretary is the custodian of the archives. Duties are:

- a) To take and record the minutes of the meetings of the Executive Board and the membership, which minutes are to be read at the successive meeting.
- b) To make up and keep up to date the Executive Board roll call of the Lodge.
- c) To read and respond to correspondence for which he/she is directed by the President.
- d) To be the officer through whom a member may communicate with the Grand Lodge.
- e) To submit to the State Recording Secretary a list of all elected officers and delegates, no later than April 1.

ARTICLE XII: FINANCIAL SECRETARY

The Financial Secretary is the collector of the annual dues and maintains a continuing membership list of the Lodge. His/her duties are:

- a) To collect dues and assessments, giving proper receipt.
- b) To notify by e-mail and/or mail those members who are in default with the payment of dues and assessments.
- c) To announce members in default with the payment to dues and assessments to the membership.
- d) To make a quarterly financial report which is to be audited and signed by all three (3) trustees.
- e) To request a check from the Treasurer for payment to the Grand Lodge for the annual per capita tax, computed based on the number of members listed on the membership roll as of December 31st. As new members are installed, any additional tax will be paid as required by a request and report submitted to the Treasurer.

ARTICLE XIII: TREASURER

The Treasurer is the custodian of the funds of the Lodge. Duties are:

- a) To receive all money collected and issue proper receipt.
- b) To record in and keep up to date the Cash Book of the Lodge, in which record he/she shall register monthly income and disbursements of the Lodge.
- c) Not later than three (3) days after each meeting, to deposit in previously designated banks the funds received by him/her in accounts opened in the name of the Lodge.
- d) To issue and sign checks upon receipt of proper order of payment and deliver to the payee.
- e) To make up and keep up to date financial records.
- f) To communicate at each meeting the total collection and disbursement since the previous meeting.
- g) To prepare an annual budget for the upcoming year and provide a quarterly budget versus actual report. All budget reports shall be presented to the Executive Board for approval, then to the General membership for discussion and final approval.

ARTICLE XIV: TRUSTEES

The Trustees shall:

- a) Examine and audit the books kept by the Treasurer of the Lodge.
- b) Examine periodically and annually audit the reports of the Treasurer certifying to correctness by affixing their initials thereon, provided, however, that such report shall not be valid unless it bears the signature of no less than two (2) trustees in addition to that of the Financial Secretary.

ARTICLE XV: MASTERS/MISTRESSES OF CEREMONIES

The Masters/Mistresses of Ceremonies are officers of the Lodge who participate in ceremonial activities prescribed by the by-laws of the Order during meetings of the membership of the Lodge.

ARTICLE XVI: GUARD

The Guard is the doorkeeper of the Lodge. His/her duty is to exclude strangers from the meetings of the assembly.

ARTICLE XVII: CHAPLAIN

The Chaplain is appointed by the President. The Chaplain's primary duties shall be to conduct whenever practicable all religious exercises of the Lodge. The Chaplain shall also perform such other duties relating to his or her post and any assigned to him or her from time to time by the President.

ARTICLE XVIII: HERALD

The Herald is a ceremonial officer of the Lodge appointed for the occasion by the presiding officer during the meetings of the membership of the Lodge. The duties of the Herald are to assist the presiding officer, in conformity to the by-laws of the Order and in due Ritualistic form on the occasion of the installation of the Lodge, the installation of officers, and the initiation of new members of the Lodge.

ARTICLE XIX: STATE DELEGATES

The State Delegates are the representatives of the Lodge at the State Convention of the Grand Lodge. The Delegates, and their alternates, if any, shall be elected by the membership of the Lodge for a two (2) year term. The number of Delegates shall be that which is fixed by the by-laws of the Grand Lodge. The President of the Lodge is an ex-officio member of its State Delegation.

ARTICLE XX: SPECIAL DISBURSEMENTS

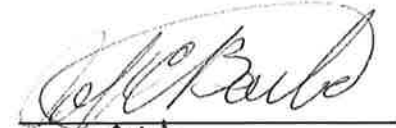
Whenever proposals for the imposition of new assessments or for the expenditure of sums of money not in the Budget or for other than ordinary purposes of the Lodge are contemplated, the proposal must be inserted in the notice for the Lodge meeting in Le Parole that is sent to each member in good standing of the Lodge at their last known address. Unless the proposal for the purposes intended is inserted in the Le Parole notice, it cannot be discussed and acted upon at any Lodge meeting.

THIS CONSTITUTION AND BY-LAWS WERE APPROVED ON FEBRUARY 26, 2019

Officers:

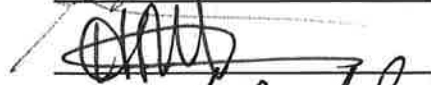
President

John Barbo



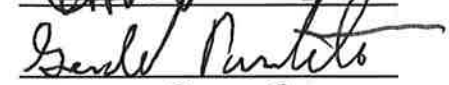
Vice President

Ray Gamble



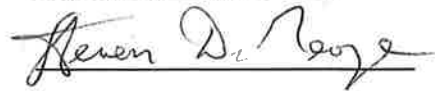
Immediate Past President

Jerry Pantaleo



Orator

Steven DeGeorge

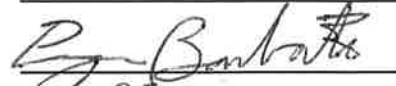


Recording Secretary

VACANT

Treasurer

Eugene Barbato



Financial Secretary

Sara Guay Taylor



Trustees

Corinne Gamble



Michael Serafini



Doannie Tambascio



Guard

Frank Deluca

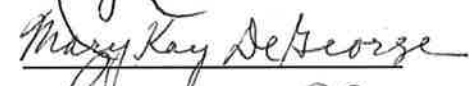


Master/Mistresses of Ceremonies

Mary Rose Barron



Mary Kay DeGeorge



Sammi Olmo

