

**ORDER OF QUETZALCOATL**  
**DIAMOND STATE TEOCALLI #777**

**BY-LAWS**

Diamond State Teocalli #777, New Castle, Delaware, was chartered on October 1, 2000 by the Order of Quetzalcoatl, Supreme Teocalli, at New Castle, Delaware.

Our Motto: See nothing, hear nothing, say nothing (like the three monkeys)  
Our Emblem: The Big “Q” and the feathered serpent  
Our Purpose: Fun, Good Fellowship, and support of the Hospital Transportation Fund

**ARTICLE I**  
**MEMBERSHIP MEETINGS**

Section 1. **Place and Time of Meetings:** All meetings of this Teocalli will be held at a location and at a time designated by the Camaxtli.

Section 2. **Annual Meeting:** The annual meeting shall be for the purpose of nominating and electing and installing officers as well as acting on any other appropriate business, and shall be in November of each year. Officers elected at the annual meeting will be installed no later than January 31<sup>st</sup> of the year following their elections.

Section 3. **Special Meetings:** Special meetings of the members may be called at anytime by the Camaxtli and/or Executive Committee by written notice to all members. Said notice must be given a minimum of two (2) weeks prior to said meeting.

Section 4: **Monthly meetings:** The Camaxtli shall advise members of the time and place of said meetings. He may, at his discretion, designate a member to do the same in his behalf.

Section 5. **Quorum:** A minimum of 20% of the regular members must be present at any meeting to constitute a Quorum. Acting and/or voting on any official business shall require a Quorum to be present.

Section 6: **Mandatory Attendance:** Each member is required to attend a minimum of three meetings (including one social event) each calendar year. Any member not meeting the minimum attendance requirements will be reviewed by the Board of Directors for possible removal from the active role by a majority vote of the regular members present at an annual meeting.

## **ARTICLE II BOARD OF DIRECTORS**

Section 1. **Number:** The Board of Directors of the Diamond State Teocalli #777 shall consist of six (6) officers which will be the Camaxtli, Chimalma, Huemac, Titlacauan, Tlacuilo, and Calpixque. All Past Camaxtlis are ex-officio or advising members of the Board of Directors, but shall have no voting privileges at Board of Directors meetings. The Board of Directors will have the primary responsibility for handling the affairs and carrying on the routine business matters of the Teocalli. Actions taken by the Board of Directors shall be reported to the general membership at an appropriate monthly, special, or annual meeting of the Teocalli.

Section 2. **Removal of Directors:** The entire Board of Directors or any individual Director may be removed from office by a two-thirds vote of the regular members of Diamond State Teocalli #777 who are present when such a vote is taken.

Section 3. **Meetings:** Meetings of the Board of Directors shall be called by the Camaxtli or a majority of the members of the Board for the purpose of

conducting the business of the Teocalli. In the absence of the Camaxtli, meetings may also be called by the Chimalma.

### **ARTICLE III OFFICERS**

Section 1. **Number and Progression:** The elected officers of the Teocalli shall be Camaxtli, Chimalma, Huemac, Titlacauan, Tlacuilo, and Calpixque. They shall serve for a period of one year or until their successors are duly installed. The Chimalma, Huemac, and Titlacauan shall progress automatically by a majority vote of the members present at an annual meeting or a meeting called to elect officers (no proxies will be allowed). The Tlacuilo and Calpixque may hold their offices indefinitely until succeeded by proper vote at an annual meeting or a meeting called to elect officers and may be considered for nomination to a progressive line office upon the Board of Directors being notified by the Tlacuilo and/or Calpixque of their desire at least thirty (30) days before the annual meeting or meeting called to elect officers. The Tlacuilo and Calpixque shall be recommended for election after a search of the membership, with approval of the majority of the Board of Directors. Any vote resulting in a tie or even vote by the Board of Directors shall be decided by the Camaxtli.

The candidate for the office of Titlacauan shall be selected by a nominating committee at least 30 days prior to the annual meeting or meeting called to elect officers. The names of those candidates must be published in the meeting notice. Should the nominating committee be unable to field a candidate, nominations will be opened from the floor at the annual meeting or meeting called to elect officers. Even if the nominating committee is successful in fielding a candidate, nominations from the floor will be permitted. Prior to being nominated, each candidate must affirm his willingness to progress through the offices to Camaxtli.

Election of the new Titlacauan will take place at the annual meeting or meeting called to elect officers by a simple majority of members present (no proxies will be allowed).

The Board of Directors will appoint a nominating committee each January, and the members of that committee shall serve for one (1) year. In addition to a candidate for Titlacauan, the nominating committee will present a complete slate of officers in the form of a motion at the annual or special meeting called to elect officers.

The Camaxtli shall appoint members to serve as Cuautemoc (Inner Guard) and Nezahualcoytl (Outer Guard) each year.

Section 2. **Compensation and Tenure:** No officer of this Teocalli shall receive any compensation for his services. Tenure for the Camaxtli, Chimalma, Huemac, and Titlacauan will be one year from date of installation, or in the case of emergency appointments, the remainder of the current year.

Section 3. **Vacancies:** In the event a vacancy exists in the progressive line, the line will customarily and automatically advance with each elected officer moving up to the next higher office. The resulting vacancy shall be filled by a majority vote at the next Teocalli meeting or as soon thereafter as possible. However, special circumstances may not make it feasible and or in the best interest of the Teocalli. In this event the Board of Directors shall determine the best course of action for the good of the Teocalli. Such action shall only be temporary and shall not extend beyond the next annual meeting of the Teocalli. In the event of a vacancy in the office of Tlacuilo or Calpixque, the Board of Directors will appoint a qualified member to assume the duties of the office until the vacancy can be filled by a majority vote at the next annual meeting of the Teocalli.

Section 4.

**Duties:**

- a. The **Camaxtli** shall be the principal officer of the Teocalli and shall have all of the powers and duties of an organization president and shall preside at all meetings of the Teocalli, Board of Directors, and Executive Committee.
- b. The **Chimalma** shall have the duties normally and usually performed by a first vice president of an organization and in the absence of the Camaxtli, shall perform the duties of the Camaxtli and have such other duties as from time to time may be conferred on him by the Camaxtli and/or the Board of Directors.
- c. The **Huemac** shall have the duties usually performed by a second vice president of an organization and in the absence of the Chimalma and Camaxtli shall perform the duties of Camaxtli and shall have such other duties as from time to time may be conferred upon him by the Camaxtli and/or the Board of Directors.
- d. The **Titlacauan** shall have the duties normally and usually performed by a third vice president of an organization and in the absence of the Huemac, Chimalma and Camaxtli, shall perform the duties of the Camaxtli and shall from time to time perform such other duties as may be conferred upon him by the Camaxtli and/or the Board of Directors.
- e. The **Cuautemoc** shall be responsible for the conduct of all meetings and shall attend the door to said meeting to keep out all unauthorized persons from any of the meetings of the Teocalli and shall attend the presiding officer and follow his direction regarding the removal of unauthorized or unruly persons in the meeting.
- f. The **Nezahualcoytl** shall guard the meeting and shall allow no unauthorized persons to enter the meeting, or no person in the meeting to leave without permission of the Camaxtli.
- g. The **Tlacuilo** shall have the usual powers and duties of a secretary of any organization and shall be responsible for the keeping of all records and minutes of the Teocalli. He shall collect and receive all

funds due to the Teocalli and transmit those funds to the Calpixque in a timely manner. He shall also perform such other duties as required by the Camaxtli and Board of Directors and that are usual to a secretary of any organization.

- h. The **Calpixque** shall collect and receive all monies from the Tlacuilo and deposit them to the credit of the Teocalli in depositories approved by the Board of Directors, keep a just and accurate account thereof, and shall expend all funds as may be ordered by the Board of Directors or general membership. He shall render a Treasurer's Report at each monthly meeting and at the annual meeting. At the January meeting of each year he shall make an annual report of all financial transactions during the previous year, to include the financial condition of the Teocali as of December 31<sup>st</sup> of that previous year. He shall perform such other duties as required by the Camaxtli and Board of Directors. All expenditures of funds over Five Hundred dollars shall be ratified by a majority of the Board of Directors for approval.

Section 5. **Camaxtli's Jewel.** The Camaxtli, upon election and installation, shall be presented a Camaxtli's jewel which may be obtained from the Supreme Teocalli. At the end of his term a Past Camaxtli's jewel identifying him as a Past Camaxtli will be presented. The cost of these jewels will be borne by the Teocalli.

#### **ARTICLE IV SPECIAL COMMITTEES**

The Camaxtli shall appoint all special committees to perform various duties.

**ARTICLE V**  
**TEOCALLI GUIDELINES**

Insofar as practical the aims, objectives and orders contained in the By-Laws of the Supreme Teocalli shall be binding upon these By-Laws.

Unless specifically provided or authorized elsewhere in these By-Laws or by directive of the Board of Directors or general membership, no individual has any authority, expressed or implied, to act as agent of, to act on behalf of, to bind the Teocalli, nor by an act of omission, obligate or bind the Teocalli.

**ARTICLE VI**  
**GOVERNING RULES**

Section 1.       **Robert’s Rules of Order:** Unless otherwise provided in these By-Laws, the current edition of “Robert’s Rules of Order” shall govern. A copy shall be present and available at all meetings for reference should there be a dispute.

Section 2.       **Announcements and Sales of Tickets:** All announcements at regular meetings shall pertain to the Order of Quetzacoatl only. No member or visiting guest may make any announcement or sell any tickets not pertaining to the Order of Quetzalcoatl. If done, a fine may be levied.

**ARTICLE VII**  
**MEMBERSHIP**

Section 1.       **Number:** Membership in Diamond State Teocalli #777 shall be limited to 77 active members. This number shall include the original charter members, but shall not include honorary members or members from other jurisdictions awaiting the establishment and/or dispensation from the Supreme Teocalli or their own Teocalli. Once membership in

Diamond State Teocalli reaches 77, members will only be accepted on a replacement basis.

Section 2.

**Membership Types:**

- a. **Regular Members** are those who make up the regular body of the Teocalli and who pay regular dues. They shall be entitled to vote on all matters of the Teocalli requiring a vote and they shall enjoy all other normal rights, privileges and responsibilities of “regular” membership.
- b. **Life Members** are those who have served as Camaxtli or who have been given a life membership because of long or distinguished service in the operation of the Teocalli. Life members are exempt from paying dues, but not exempt from paying any and all assessments called for. They shall enjoy all normal rights, privileges and responsibilities of “regular” members. The Board of Directors shall nominate such individuals to the Teocalli membership and, after a favorable majority vote of the Teocalli regular members present when such a vote is taken, Life Membership status shall be conferred.
- c. **Honorary Members** are members of other Teocallis who have held office of Camaxtli or Supreme Camaxtli and who have been recognized for extended courtesies to Diamond State Teocalli #777. Honorary members are not permitted to vote and are exempt from paying dues. Honorary members are not considered to be active members as described in Article VII, Section 1, above. The Board of Directors may confer Honorary membership following a majority vote of the Teocalli regular members present when such a vote is taken.

Section 3.

**Membership Qualifications:** Regular and life memberships in Diamond State Teocalli #777 are limited to those who are members in good standing of, or affiliated members of, Nur Shrine. The Order of Quetzalcoatl seeks members from those Nobles who are truly “Artisans



of the Temple”. To be considered for membership, a candidate must have rendered outstanding, conspicuous and unselfish service to his Shrine Center, and Shrinedom. He must be recognized in his Shrine Center for his accomplishments, past and present. He must be able to attend the sideboard with dignity, and always be a gentleman. He must also be highly regarded in his community. Above all, he must be a Noble who will bring credit to his Teocalli and project a positive image among men and Masons, for the good of the Order. A prospective member must have been a Noble in good standing for a period of not less than one (1) year, however three (3) years is strongly recommended, before being eligible for nomination for membership in our Order.

Section 4. **Proposal of New Members:** Only members in good standing of Diamond State Teocalli #777 may submit names of a candidates to be considered for membership. Such new candidates’ names; addresses; employment; and information as to their character, accomplishments and leadership in Shrinedom, along with all reasons they should be considered for membership, must be submitted to the Board of Directors via the Teocalli’s membership recommendation form. The Board of Directors, in turn, will review such submissions and report their findings at the next Teocalli membership meeting following their review.

Section 5. **Election of Members:**

- a. Membership recommendation submissions which have been reviewed by the Board of Directors shall be read at the next Teocalli membership meeting following review of such submissions. At that time the Board of Directors will also announce their recommendations regarding the proposed members and voting shall take place by secret ballot using a written paper ballot listing the name of the proposed candidate(s). A favorable vote of the membership present shall have no more than two (2) negative votes. Proposed members receiving unfavorable votes cannot be submitted

again for membership for at least one year from the time of rejection. Those proposed members receiving favorable votes shall be invited to join by members who submitted their names or by authorized representatives of those recommending members. Candidates who accept membership invitations will be invited to the next Teocalli membership meeting at which time membership application fees and dues will be payable. Any candidate who declines a membership invitation can never again be considered for Teocalli membership.

- b. **Coate.** A candidate awaiting the conferral of the Artisan degree shall be designated a Coate. Such individual has one year from the date of acceptance to present himself for the Artisan degree, otherwise a special dispensation must be requested from the Supreme Teocalli. A Coate has all rights and privileges of an Artisan, except he cannot hold elective office.
- c. When it appears that the Teocalli membership is reaching its maximum, the Tlacuilo will mark membership recommendation submissions by date and time submitted. Review and balloting will then be held on those membership recommendation submissions in chronological order of receipt by the Tlacuilo.

Section 6. **Resignation:** If a member has resigned his membership, he may request reinstatement in writing addressed to the Board of Directors and may be reinstated upon approval of the Board of Directors, provided the Teocalli does not already have 77 members.

Section 7. **Suspension:** Any conduct unbecoming a member which is reported to the Board of Directors shall cause that member to be suspended by a two-thirds (2/3) vote of the Teocalli membership.

Section 8. **Demits:** Any active member in good standing shall be permitted to request a demit from the organization without prejudice. Such action could be for personal reasons, a temporary business issue, or relocation.

A demit shall not be used for inability to pay dues, resignation or personal reasons without sufficient justification. Upon request for a demit of an active member, the Teocalli must issue the demit. A demit shall be valid for the remaining period of time in the calendar year requested plus one full additional calendar year. The member may request return to active status anytime during this period without prejudice or vote of the Teocalli (either Diamond State Teocalli #777 or with a new Teocalli in instances of a permanent relocation). After this period the demit shall become ineffective and the former member shall be dropped from the rolls. Subsequent reapplication for membership in any Teocalli must follow the same rules as a new candidate.

**Section 8. 9. Initiation Fee and Dues:**

- a. The **Initiation Fee** shall be as determined annually by the Board of Directors; however, it shall be not less than \$100.00. The prescribed initiation fee will be remitted no later than sixty (60) days after an invitation has been extended to a candidate.
- b. Annual **Dues** shall be as determined annually by the general membership and shall be due on the December 31<sup>st</sup> preceding the year for which they are applicable. Any member not paying his dues by the following March 1<sup>st</sup> shall be suspended by action by the Teocalli membership. Dues for new members will be the full annual dues amount, regardless of when new members join during the year. Any member who is suspended for non-payment of dues may be reinstated for a fee of \$100.00. An affirmative vote of two-thirds of the members present at the next scheduled Teocalli meeting after payment of the required fee is also required. Hardship cases shall be reviewed each year by the Board of Directors for possible remission of dues.

**ARTICLE VIII**  
**FINES**

Section 1.       **Limitation:** The Camaxtli, from time to time, may levy fines upon members to keep order. No member may be fined more than a total of \$5.00 per meeting, except for flagrant violations such as missing monkeys, charter, or failure of the Chimalma to wear his wig. Stiffer fines can only be levied by the Camaxtli.

Section 2.       **Use of Fine Money:** Fine money collected will be used to defray Teocalli expenses but will not be restricted to same.

**ARTICLE IX**  
**ALLEGIANCE STATEMENT**

This Teocalli acknowledges the Supreme Jurisdiction wherein it is situated, in all matters of Masonic and Shrine Law, Traditions and Ethics. It pledges never to interfere with or meddle in the affairs of any Masonic Lodge or Shrine Center; nor to engage in, or sponsor, any activity prohibited by said Grand Lodge or Shrine Center under whose jurisdiction one serves; nor to permit its members to engage in unseemly conduct which might reflect adversely upon the institution and character of the Order of Quetzalcoatl specifically, and Masonry in general.

**ARTICLE X**  
**AMENDMENTS**

These By-Laws may be amended as follows:

- a. The change shall be recommended by the Board of Directors.
- b. The Tlacuilo shall mail, or otherwise distribute, to the entire Teocalli membership the present wording of that portion of the By-Laws being recommended for amendment as well as the proposed change. Said mailing or other distribution shall be given no later

than fifteen days prior to the meeting at which the change (amendment) shall be voted upon.

- c. A two-thirds vote of the members present at the meeting at which the change (amendment) is considered shall be required.
- d. **Modification of Amendment.** A proposed amendment may be modified by the Teocalli membership while it is under consideration, but such modification must be germane to the subject matter thereof, and may not go beyond the scope of the proposal submitted.

THESE BY-LAWS REPLACE ALL PREVIOUS BY-LAWS AND AMENDMENTS INCLUSIVE AND WERE APPROVED BY AT LEAST TWO-THIRDS OF THE MEMBERSHIP AT A MEETING HELD BY THE TEOCALLI ON FEBRUARY 4, 2004.

s/ Donald F. Taylor\_\_\_\_\_

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Camaxtli, Donald F. Taylor

s/ C. G. Maass\_\_\_\_\_

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Tlacuilo, Charles G. Maass

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***(For Supreme Teocalli Use)***

ATTESTED TO THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 2005  
APPROVED AS TO FORM:

s/ David S. Sweeney\_\_\_\_\_

David S. Sweeney  
Chief Supreme Tlaloc  
Committee

s/ Roger A. Fuller\_\_\_\_\_

Roger A. Fuller  
Chairman, Jurisprudence

# Order of Quetzalcoatl®



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(Supreme Bylaw Approval Addendum)

This addendum is to be attached as the last page of the Teocalli/Association bylaws document

The attached bylaws document of     **Diamond State**     Teocalli     **777**    

Dated on: February 4, 2004

Consisting of     13     pages, has been approved by the Supreme Office.

APPROVED AS TO FORM:     *Loran Wm Goff, PCST*     DATE:     8/31/2010      
(Signature of Supreme Tlacuilo)  
Loran Wm. Goff, PCST

