

**ARTICLES OF INCORPORATION OF
MYSTIC KREWE OF APOLLO - BATON
ROUGE**

**UNITED STATES OF AMERICA
STATE OF LOUISIANA**

ARTICLE I

The name of this corporation is Mystic Krewe of Apollo - Baton Rouge

ARTICLE II

This Corporation is organized and it shall be operated for the purpose of producing an annual Bal Masque celebrating the Mardi Gras Carnival Season. This fraternal Corporation is intended to foster unity in the community it serves. Through its AIDS/CRISIS FUND this Corporation shall assist members of the community in need.

In furtherance of these purposes, the Corporation is empowered to levy dues on its members and sponsor a variety of fund raising activities as authorized by its Board of Directors.

ARTICLE III

This Corporation shall enjoy perpetual corporate existence unless sooner dissolved in accordance with law. This Corporation shall not be allied with any sect, denomination, political organization or institution. It shall not engage in any controversy, neither endorse nor oppose any causes.

ARTICLE IV

The location of its Registered Office is as the Officers of said Corporation shall designate each year in the Annual Report which is filed with the Office of the Secretary of State of the State of Louisiana as required by law.

ARTICLE V

The name and address of its Registered Agent is as follows:

Krewe of Apollo Baton Rouge
Attention: Krewe President
PO BOX 3591
Baton Rouge, LA 70821

ARTICLE VI

This Corporation shall be a non-profit corporation and shall not have capital stock. The Board of Directors shall determine what is necessary or acceptable for the proper functioning of the Corporation. Under no circumstances shall any of the net earnings or assets of the Corporation inure or be distributed to the benefit of its Members, Directors, Officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article II. The Corporation shall neither participate in, nor intervene, in any political campaign on behalf of any candidate. The Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1954, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954.

ARTICLE VII

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 as the Board of Directors determine.

The Membership of this Corporation shall consist of its duly elected Board of Directors, Appointed Committee Members, General Membership and Associate Membership. Members must meet requirements to be elected to a position as described in the Corporation's By-Laws. Members shall have a right to vote as described in the Corporation's By-Laws.

ARTICLE VIII

There shall be at least three General Membership Meetings a year and a monthly meeting of the Board of Directors except in December, January and February.

ARTICLE IX

The three general membership meetings shall be held in March, May, and October of each year.

ARTICLE X

The powers of this Corporation shall be exercised by a Board of Directors which shall consist of twelve (12) Members in good standing of the Corporation. The Members to be elected are President, Vice President, Treasurer, Corresponding Secretary, Recording Secretary, Captain, Co-Captain, and five (5) Board Members-at-Large.

These elected members shall be the Board of Directors of the Corporation. They shall be elected by majority vote of the entire membership of the Corporation. Their term of office shall be for one (1) year. The election for Board of Directors shall be held in October of each year.

The newly elected Board shall take their office on the first day of the following month after the Bal and be formally sworn in before the members at the first meeting.

ARTICLE XI

The Board of Directors shall have the power to make, amend, and repeal By-Laws to govern this Corporation provided they are in accordance with and do not conflict with these Articles and any amendments hereafter. Any amendment altering these Articles may be adopted by a two-thirds (2/3) majority vote of the voting membership at any General Membership Meeting.

ARTICLE XII

The names and address of the Board are as follows:

Tyson O'Brien
President
1637 E. Lakeshore Dr.
Baton Rouge, LA 70808

Josh Richardson
Co-Captain
9725 Kinglet Drive
Baton Rouge, LA 70809

Rick Cain
Vice President
11510 Southfork Ave. #33
Baton Rouge, LA 70816

Travis Dupuy
Board Member-at-Large
16817 Ticonderoga
Baton Rouge, LA 70817

Matt Lawson
Treasurer
6141 Wood Wren Drive
Baton Rouge, LA 70817

Jacob Lacara
Board Member-at-Large
1845 Winter Ridge Ave.
Baton Rouge, LA 70816

Carlos Perez
Corresponding Secretary
2424 Drusilla Lane, Apt. 124
Baton Rouge, LA 70809

Chase Niedringhaus
Board Member-at-Large
447 Highland Creek Parkway
Baton Rouge, LA 70808

KD Linkous-Smith
Recording Secretary
9855 Jefferson Highway W-11
Baton Rouge, LA 70809

Mike Smith
Board Member-at-Large
4643 Nichols Creek Road
Milton, FL 32583

Scot Aidt
Captain
16023 Creekround Drive
Prairieville, LA 70769

Eric Collier
Board Member-at-Large
1637 E. Lakeshore Dr.
Baton Rouge, LA 70808

SECTION I

- A. The Mystic Krewe of Apollo - Baton Rouge, also known as MKABR, KABR or the Krewe, is incorporated as a non-profit fraternal organization communicating with the public through one voice only, that of its President.
- B. No person under the age of 21 years shall hold membership in this Krewe.

SECTION II – MEMBERSHIP

- A. Members are expected to have the best interests of the Krewe at heart and have respect, understanding and consideration for their fellow members.
- B. A member in good standing is defined as a member that is up-to-date on financial obligations to the Krewe and does not have any disciplinary actions imposed by the Committee on Ethics and the Board of Directors.
- C. A membership extends from February 1 to January 31 of the following year.
- D. Membership in the Krewe is set at the discretion of the Captain and Co-Captain(s) depending upon the Bal Masque venue for the year with the Board's approval. The number of members must be set before the first meeting of the year.
- E. General membership renewal and dues information must be mailed or emailed to all members from the previous year's membership before the first general membership meeting. The number of members set in Section II, Subsection D, above cannot be less than the total members in good standing at the end of the previous year.
- F. Returning members may renew their membership for the new fiscal year by paying one third (1/3) of the annual dues by the first Krewe meeting, the second installment due by July 1, and the balance due on or before October 1. If a member's first installment is not received before the second

installment becomes due, his place will be declared vacant and will be filled with a new member.

- G. The Treasurer shall determine the number of vacancies once the Captain and Co-Captain(s) have set the membership and after the first general membership meeting when general membership renewal forms have been received. New applications for membership must be accompanied by payment of at least half (1/2) the annual dues together with the recommendations of at least two active members. The Board shall vote at any meeting to accept applicants into the Krewe by a majority vote.
- H. Annual dues shall be assessed by a majority vote of the Board of Directors. For bookkeeping purposes, the Treasurer shall not accept payment of dues except by check, money order and bank card. No dues are refundable except those of an unsuccessful applicant for membership.
- I. The full amount of all dues must be paid by October 1 each year, except that should a member be unable to pay his dues in full by that date, he must contact the Board who may grant an extension to the member. Should any member not fulfill obligations, the Board will turn that name over to the Chairman of the Committee on Ethics. The Committee on Ethics shall vote on the future of that member.
- J. No member shall speak or act publicly in such a manner as may discredit, disparage or reflect adversely on the Krewe. Krewe members may not use written media, electronic social media or email in any way that may be seen as insulting, embarrassing, harassing, or offensive by other persons with regard to the Krewe of Apollo Baton Rouge or its members. Questions as to such activities shall be referred to the Chairman of the Committee on Ethics and the Chairman shall apprise the President of the reason and the recommendation of the Committee prior to the next meeting. The President shall present the committee's recommendation to the Board and the Board shall vote on the recommendation in executive session during the next meeting.
- K. The Secretary shall give copies of the Articles of Incorporation and By-Laws to new members within two weeks of their admittance, and they are expected to abide by all provisions thereafter. When there are revisions in the Articles or By-Laws, revised copies shall be sent to all members.

- L. No member may renew his membership as long as he is in arrears on financial obligations to the Krewe.
- M. The President shall designate a Big Brother for each new member to assist in acquainting him with Krewe procedures and encourage him to participate in Krewe activities to his full potential.

SECTION III - MEMBERSHIP CLASSIFICATION

There shall be two classifications of membership.

- A. General members will be assigned a table for ten at the Krewe's annual Bal Masque. Assigned seats must be purchased at prices and under procedures set by the board of directors and are not included as part of the member's dues. Any assigned seats not purchased by the deadline set by the board of directors will be released for public sale.
- B. Associate members will be assigned two seats at the Krewe's annual Bal Masque. Assigned seats must be purchased at prices and under procedures set by the board of directors and are not included as part of the member's dues. Any assigned seats not purchased by the deadline set by the board of directors will be released for public sale.

SECTION IV -MAILING ADDRESS

Krewe of Apollo - Baton Rouge shall maintain a post office box (P.O. Box 3591Baton Rouge, LA 70821). The Treasurer and Corresponding Secretary shall have keys for that year. The box shall not be used for personal use, and they shall deliver all mail unopened to the addressee.

SECTION V – MEETINGS

- A. There are two categories of Krewe meetings, one designated a Board Meeting and the other designated a General Membership Meeting. Members are invited to attend all meetings, whether Board or General Membership. An executive session may be called by the President during any meeting at any time during the meeting, at which time only Board Members will be allowed to discuss highly important or sensitive issues.
- B. The Board of Directors shall meet monthly, except December, January & February, with March, May and October meetings designated as General

Membership Meetings. The Board may meet at other times when the President or a majority of the Board feels it is necessary. *Only* Board Members may vote on Board matters.

C. There shall be at least three General Membership Meetings a year and the President may call others with two weeks written notice to each member advising as to the reason for the meeting.

1. The first General Membership Meeting shall be held in March to coincide with the date of the March Board Meeting.

2. The second General Membership Meeting shall be held in May to coincide with the date of the May Board Meeting. In addition to such other business as may come before the Krewe, members shall elect a King and Queen to be presented at the next Bal Masque. The election shall be conducted by the Captain and Co-Captain(s).

3. The third General Membership Meeting shall be held to coincide with the October Board Meeting, at which time the Board of Directors shall be elected in accordance with the provisions in Article X.

D. Reigning Royalty present at meetings and social events of this Krewe shall be recognized.

SECTION VI - BOARD OF DIRECTORS

No act of the Board shall be official unless a quorum of at least seven members is present and voting. All Board members must be general members of the Krewe.

A. **President.** He must have been a general member at least two years and a member of the Board for at least one year. He will work to promote harmony and cooperation among members, preside over all Board and General Meetings, appoint all Committees and execute all decisions of the Board and uphold the Articles of Incorporation and By-Laws set forth by the organization. He *may* not vote on Board business except to break a tie, but he may vote on elections for Krewe officers and for King and Queen. All Krewe correspondence should be addressed to him and he shall, with the Secretary, sign all outgoing Krewe correspondence except that sent by the Captain and Co-Captain(s) relating to Bal activities. Krewe letterhead and stationery shall be used *only* for Krewe business or as authorized by the

President. He shall work in conjunction with the Recording Secretary to ensure the completion and filing of the annual report to the Secretary of State's office. He shall work in conjunction with the Treasurer to ensure the completion and annual filing of tax reports and audit reports. He shall appoint a web master from the Board of Directors.

- B. **Vice-President.** He will perform such duties as the President may assign and shall act in the absence of the President. When serving as Presiding Officer, the Vice-President shall have no vote on Board matters except to break tie votes. He will serve as Chairman of the Committee on the Constitution. He shall serve as the Board's Liaison to the Women's Auxiliary. He will be responsible for communications between the Auxiliary and the Board, attending their meetings when possible and will be required to advise the Board on all matters of concern to the Krewe and/or the Auxiliary.
- C. **Recording Secretary.** He shall keep accurate minutes of all Board and General Membership Meetings and be the custodian of the minutes which shall be available for review-on request by a member. He will be required to keep copies of all Board Meeting minutes, all changes made to the Articles and By-Laws for that year, and any other pertinent information to be passed on to the future Recording Secretary as reference material for future Board members. He will also be required to maintain an accurate Krewe membership list with names, addresses and phone numbers to be used for official Krewe business. He will also be required in conjunction with the President to file and complete required annual reporting with the Secretary of State's office.
- D. **Corresponding Secretary.** He shall, with the President and Recording Secretary shall be responsible for distributing all Krewe correspondences, compose and send to each member a newsletter within two weeks following a meeting, noting actions of the Board, plans for future events and other information which may lead to more active member participation. He shall also be responsible for maintaining an accurate and current roster containing information for all members.
- E. **Treasurer.** He shall receive all funds payable to the Krewe, keep accurate records of receipts and disbursements and maintain records in accordance with general accounting principles and recommendations from a certified

public accountant. A separate ledger on each member as to dues and other obligations paid and payable must be maintained. The treasurer in conjunction with the President shall work with a certified public accountant to file annual tax reports and audit reports. These reports must be reported to the Board by no later than the August meeting. He must report to the Board at each regularly scheduled Board Meeting for their approval on revenues and expenditures and keep records available for member review on request. He shall submit to the Board the names of any members delinquent in payment of dues as of October 1.

- F. **Captain.** He must have been a general member at least two years and a member of the Board for at least a year. The Captain must have previously served as Co-Captain. The Captain shall be responsible for the production of and enforcement of all rules relating to the annual Bal Masque. He may appoint one additional Co-Captain at his discretion. The appointment must be announced during the first general membership meeting. The Captain and Co-Captain(s) shall work together in all phases of ball preparation.
- G. **Co-Captain.** He must have been a member at least two years and served previously as a Lieutenant. Should no one meeting these qualifications desire the office, the position shall be open to the General Membership.
- H. **Co-Captain (Appointed).** He must have been a general member for at least two years and served previously as a Lieutenant. He will not be a Board member.
- I. **Board Members-at-Large.** They will consist of five members elected from the General Membership to serve on the Board of Directors.
- J. **Vacancies**
 - 1. Should the office of President become vacant for any reason, it shall be filled by the Vice-President. Should the Captain be unable to fulfill his duties, the elected Co-Captain shall assume his position. Any other vacancy shall be appointed by the Board from the General Membership.

2. Should there be a vacancy on any Standing Committee, the President shall appoint a member to fill that vacancy immediately and announce such at the next Board Meeting.
3. Any Board member who misses two Board Meetings consecutively without permission from the President or without just cause shall be replaced at the third Board Meeting missed. At the Board Meeting, Board Members shall select one member from the General Membership to fill the vacancy.

SECTION VII - ELECTIONS

- A. General members (members in good standing) are eligible to run for election and vote in both elections of the Board of Directors and Royalty. Voting shall be by a signed and dated ballot, provided to all general members via mail or email in advance of the meeting (or at the meeting, on request).
- B. The Committee on Elections shall notify members about the general election of Board of Directors no later than the second Monday in August. A nomination form will be provided which must be dated, signed and returned to the committee before the September Board meeting. After receiving nominations from the General Membership, the Committee on Elections shall mail (or email) the official ballots within seven days after the September Board meeting. Ballots may be cast in person at the October General Membership Meeting or mailed to the Krewe's post office box (or emailed to the chairman of the Committee on Elections Chairman) signed and dated by the Member prior to that meeting.
- C. The election of the Board of Directors shall be conducted at the third General Membership Meeting in October. The Committee on Elections shall count the ballots and report the final tabulation to the President who shall announce the results.

SECTION VIII – COMMITTEES

The newly elected President shall appoint members to the Standing Committees. The official announcement of Committees shall occur during the First General Membership Meeting. The President may recall any appointee to any of the Standing Committees if he deems it necessary.

- A. **Committee on Elections**, comprised of one Board Member and two General Members, one of whom the President shall designate as Chairman. The duties and responsibilities are provided in Section VII Sub-Sections B, C and D.
- B. **Committee on Means and Budget**, comprised of the President, who shall serve as Chairman, the Treasurer, the Captain and Co-Captain, and three General Members. This Committee should periodically review the finances of the Krewe and if necessary meet to make recommendations to the Board of Directors.
- C. **Committee on Membership**, comprised of one Board Member and two General Members, one of whom the President shall designate Chairman. This Committee promotes awareness of membership in the community and shall receive all applications and present them to the Board of Directors.
- D. **Committee on Ethics**, comprised of one Board Member and two General Members, one of whom the President shall designate as Chairman. The duties and responsibilities are provided in Section II Sub-Section I and J.
- E. **Committee on the Constitution**, comprised of the Vice-President, who serves as Chairman, two Past Presidents, Captains or Co-Captains, and two General Members. The duties and responsibilities are provided in Section IX Sub-Section A.
- F. **Committee on the AIDS/Crisis Fund**, comprised of five members, one of whom shall be a Board Member-at-Large designated as Chairman, and four members from the general membership. The Committee shall control all expenditures from the Fund.

The Committee on the AIDS/Crisis Fund shall determine what money is available to the Fund and the extent the Fund can finance requests.

Guidelines by which the Committee shall function are:

1. Providing emergency assistance in payment for housing (rent or mortgage), utilities (including telephone), for medications, and any other

- expenditure that the Committee deems unanimous in decision (i.e.; funeral expenses).
2. The Committee will distribute grant money requests to area agencies that request and provide HIV/AIDS services.
 3. No check shall be made payable to any individual client, but shall be made payable to the provider of utilities, home mortgages, or rental housing, pharmacies or similar providers. No assistance shall be given by the Committee except through applications to members or by reference from recognized referral agencies and accompanied by the Committee-Approved Application Form.
 4. The Committee shall be responsible for raising the funds for the AIDS/CRISIS Fund.
 5. The Committee shall also raise funds for the AIDS/CRISIS Fund in conjunction with the annual Bal Masque.

G. Media and Public Relations Committee, comprised of the Captain, Co-Captain(s) and three General Members, one of whom shall serve as the Chairman, and the webmaster. The purpose of this Committee is to facilitate a greater awareness of the Krewe to outside organizations and individuals through recognized media in the community it serves.

SECTION IX – REVISION

- A. General Members may submit proposed amendments to the Articles of Incorporation and By-Laws in writing to the Vice-President. The Committee on the Constitution shall examine each proposal for conformity with the existing Articles and By-Laws for clarity and content then present By-Law proposals to the Board for a final vote. Proposals to the Articles of Incorporation shall be distributed by the committee to the General Membership by the Board meeting the month prior to a General Membership meeting.
- B. In any parliamentary question which may arise and which is not provided in these By-Laws, Roberts Rules of Order shall prevail.

- C. All amendments to the Article of Incorporation or By-Laws shall be governed by Article XI of the Articles of Incorporation.
- D. Any amendment to the Articles of Incorporation or By-Laws will become effective immediately on the date of voting and any amendments to the Articles of Incorporation will be filed with the Secretary State's Office during the filing of the Annual Report.

SECTION X – FUNDRAISING

- A. Funds from a Krewe fund raising event must be counted as soon as possible after the event by the Treasurer in the presence of at least two Board Members.
- B. Members incurring Krewe operating expenses shall be reimbursed by the Treasurer on presentation of receipts and approval by the President or Captain.
- C. All Krewe expenses must be paid with a Krewe check or credit/debit card. Cash may not be dispensed.
- D. Tickets to fund will be sent to each Member who encouraged to sell or purchase them. All tickets will be numbered and assigned to members with a record of such being by Secretaries and Treasurer. Members will be held accountable for all tickets issued to them, must return unused tickets and/or money to Treasurer within 30 days of an event. After 30 days of fill event, a bill will be issued to each member with outstanding tickets and payment is expected upon receiving the bill. All unused tickets will be void and
- E. The Board of Directors shall determine the types of fundraising activities the Krewe will undertake, the purposed locations and dates of such activities and prospective budget for each event. A Member of the Board shall serves as Chairman of each evet and shall appoint a Co-Chairman from the General Membership.

SECTION XI-AWARDS

The Krewe may present the following five (5) Awards:

- A. **Apollo's Hall of Fame Award** is based on meritorious service to the Krewe. The President will meet with the Active Members of the Hall of Fame to submit three nominees for this Award. The General Membership shall vote by mail-in (or email) ballot during the first week of December. The Captain and/or Co-Captain(s) shall present the Award at the Royalty Luncheon.
- B. **Hal S. Phillips, Jr. President's Memorial Award** is based on service to the President above the call of duty. The President annually shall select the recipient for this Award. This Award shall be presented by the President at the Royalty Luncheon.
- C. **Truman May Memorial Captains' Award** is based on service to the Captain and Co-Captain(s) above the call of duty. The Captain and Co-Captain(s) annually shall select the recipient for this Award. This Award shall be presented by the Captain and Co-Captain(s) at the Royalty Luncheon.
- D. **Founder's Brotherhood Award** is based on the Member who promotes brotherhood among the Members and community he serves. Past Recipients shall select the recipient of this Award. This Award is given at the discretion of the Past Recipients at the Royalty Luncheon.
- E. **Friend of the Krewe of Apollo Award** is based on service to the Krewe by a non-member. Any Member of the Board of Directors may nominate a candidate for consideration. The Board shall annually select a recipient with a majority vote by secret ballot to be counted by the Vice-President. The Vice-President shall present this Award at the Royalty Luncheon.

SECTION XII - BAL MASQUE

- A. The Captain and Co-Captain(s) shall select all Members of the Court.
- B. The Captain and Co-Captain(s) must present a planned program and budget to the Board of Directors for their approval. It is the Captain and Co-Captain(s)'s responsibility to see that a planned budget is submitted to and approved by the Board no later than the August meeting.

- C. The Captain and Co-Captain(s) shall propose a location of their choice and the date and time for the Bal Masque to the Board of Directors for their final approval.
- D. It is the Captain and Co-Captain(s)'s responsibility to assure that the presentation of the King and Queen and participating Royalty is paramount to the Bal Masque.
- E. The Captain and Co-Captain(s) on announcing the New Royalty for the upcoming Bal masque, shall present the Reigning King and Queen the Pin designed exclusively for the Krewe of Apollo by Lee Michael's Jewelers.
- F. Nominations for King and Queen of the Bal Masque will come from the Captain and Co-Captain(s), limited of no more than six nominations, three for each title. Intended nominees must be submitted to the Constitution Committee prior to any agreements, announcements or public nominations to ensure potential nominees meet the guidelines outlined in this paragraph for nomination. (Any names submitted will be held in the strictest confidence by the committee.) Royalty Candidates must have been members or involved with the Krewe as a title holder (Mr. or Miss Apollo) for two full years at the time of nomination. Royalty Candidates must have served at least one full term as an officer or member of the board of directors or a full year as a ball lieutenant prior to nomination. The General Membership will vote for King and Queen at the May General Membership Meeting with only the President, Captain, and Co-Captain(s) counting the results. Royalty candidates will be required to sign a contract, providing at a minimum that they agree to abide by all rules in the Krewe Constitution and By-laws; to appear at both balls (for ascension and return); and conduct themselves in such a manner as to neither dishonor nor embarrass the Krewe. (A monetary penalty may be assessed for failure to comply with the written contract and/or these basic rules.) The Captain and Co-Captain(s) will make the official announcement of Royalty-elect at the Captains' Royalty Announcement Party.
- G. The Returning Royalty, Reigning Royalty, Captain, and Co-Captain(s) each will receive one additional complementary table to the annual Bal Masque.

- H. The Captain and Co-Captain(s) shall be responsible the for distribution of all invitations to the Bal Masque only after the Treasurer certifies that the member is in good standing and having paid all obligations due.
- I. The Captain and Co-Captain(s) may issue a complementary admit card to the Captain and Reigning Royalty of all Sister Krewes at their discretion.
- J. The Reigning King and Queen will host the annual Royalty Dinner inviting only Royalty from previous years.
- K. The Luncheon honoring the Reigning King and Queen shall be held the Sunday following the Bal Masque.
- L. Traditions of Carnival will be adhered to in the presentation of the Bal Masque in areas not otherwise specified.
- M. The Captain and Co-Captain elect will have access to \$2,500.00 that will be maintained within the Krewe's savings account. These funds may be used to pay deposits and must be replenished by March 31st of the following year.

SECTION XII – MR. AND MISS APOLLO

- A. The President and Board of Directors shall determine a mechanism (either pageant or nomination) for selecting Mr. and Miss Apollo Baton Rouge before the June meeting.
- B. The Board of Directors shall vote on the nominees for Mr. and Miss Apollo Baton Rouge, if a pageant is not to be held.
- C. The Krewe shall present a crown and sash to be awarded to Miss Apollo and a medallion and sash to be awarded to Mr. Apollo before September 1.
- D. Mr. and Miss Apollo are required to represent the Krewe at the National Pageant.
- E. The Krewe shall pay entrance fees for both Mr. and Miss Apollo to the National Contest.

- F. Failure to compete in the National Pageant will result in forfeiture of the title.
- G. If a title is forfeited, the crown/medallion and sash will be returned to the Krewe.
- H. The Krewe shall give two tickets each for the annual Bal Masque to Mr. and Miss Apollo.

SECTION XIV – LADIES OF APOLLO

The Krewe of Apollo-Baton Rouge charters a Women's Auxiliary, hereafter known as the Ladies of Apollo (or the Auxiliary). This organization shall maintain a separate set of Articles and By-laws to govern their organization. The Articles and By-Laws of the Ladies of Apollo cannot conflict with those of the Krewe of Apollo-Baton Rouge.

SECTION A

- A. The Ladies of Apollo is an organization communicating with the public through one voice only, that of its President.
- B. No person under the age of 21 years shall hold membership in the Ladies of Apollo.

SECTION B –MEMBERSHIP

- A. Members are expected to have the best interests of the Ladies of Apollo at heart and have respect, understanding and consideration for their fellow members.
- B. A member in good standing is defined as a member that is up to date on financial obligations to the organization.
- C. A membership extends from February 1 to January 31 of the following year.
- D. General membership renewal and dues information must be mailed (or emailed) to all members from the previous year's membership before the first general meeting.
- E. Returning members may renew their membership for the new fiscal year by paying half (1 /2) of the annual dues by the first meeting and the balance due on or before July 1. If a member's first installment is not received before the last installment becomes due, her place will be declared vacant.
- F. New applications for membership must be accompanied by payment of at least half (1/2) the annual dues together with recommendations of at least two active members. The Ladies of Apollo Board shall vote at any meeting to accept applicants into the organization by a majority vote.

- G. Annual dues shall be assessed by a majority vote of the Board of Directors. For bookkeeping purposes, the Treasurer shall not accept payment of dues except by check, money order and bank card. No dues are refundable except those of an unsuccessful applicant for membership.
- H. No member may renew her membership as long as she is in arrears on financial obligations to the organization.

SECTION C – MEETINGS

- A. There are two categories of Ladies of Apollo meetings, one designated a Board Meeting and the other designated a General Membership Meeting. Members are invited to attend and meetings, whether Board or General Membership. An executive session may be called by the President during any meeting at any time during the meeting, at which only Board Members will be allowed to discuss highly important or sensitive issues.
- B. The Board of Directors of the Ladies of Apollo shall meet monthly, except December, January and February, with March, May October meetings designated as General Membership Meetings. The Board may meet at other times when the President or a majority of the Board feels it is necessary. Only Board Members may vote on Board matters.
- C. There shall be at least three General Membership Meetings a year and the President may call others with two weeks written notice to each member advising as to the reason for the meeting.
 - 1. The first General Membership Meeting shall be held March to coincide with the date of the March Board Meeting.
 - 2. The second General Membership Meeting shall be held in May to coincide with the date of May Board Meeting.
 - 3. The third General Membership Meeting shall be held to coincide with the October Board Meeting, at which time the Board of Directors shall be elected.

SECTION D - BOARD OF DIRECTORS

No act of the Board shall be official unless a quorum is present and voting.

- A. **President.** She will work to promote harmony and cooperation among members, preside over all Meetings, appoint all Committees and execute all decisions of the Board and uphold the By-Laws set forth by the organization. She may not vote on Board business except to break a tie, but she may vote in elections for the Auxiliary. All Auxiliary correspondence should be addressed to her and she shall, with the Secretary, sign all outgoing Auxiliary correspondence.
- B. **Vice-President.** She will perform such duties as the President may assign and shall act in the absence of the President. When serving as Presiding Officer, the Vice-President shall have no vote on Board matters except to break tie votes.
- C. **Secretary.** She shall keep accurate minutes of all Board and General Membership Meetings and be the custodian of the minutes which shall be available for review on request by a member. She will also be required to maintain an accurate Auxiliary membership list with names, addresses and phone numbers to be used for official Auxiliary business.
- D. **Treasurer.** She shall receive all funds payable to the Auxiliary, keep accurate records of receipts and disbursements and maintain records in accordance with general accounting principles and recommendations from a certified public accountant. A separate ledger on each member as to dues and other obligations paid and payable must be maintained. She must report to the Board at each regularly scheduled Board Meeting for their approval on revenues and expenditures and keep records available for member review on request. She shall submit to the Board the names of any members delinquent in payment of dues as of July 1.
- E. **Vacancies**
1. Should the office of President become vacant for any reason, it shall be filled by the Vice-President. Any other vacancy shall be appointed by the Board from the General Membership.
 2. Should there be a vacancy on any Standing Committee, the President shall appoint a member to fill that vacancy immediately and announce such at the next Board Meeting.

3. Any Board member that misses two Board Meetings consecutively without permission from the President or without just cause shall be replaced at the third Board Meeting missed. At the Board Meeting, Board Members shall select one member from the General Membership to fill the vacancy.
- F. Upon request, the board of directors of the Krewe may review all Auxiliary records.

SECTION E – ELECTIONS

- A. General members are eligible to vote in election of the Board of Directors. Voting shall be by a signed and dated ballot
- B. The election of the Board of Directors shall be conducted at the third General Membership Meeting October. The appointed Committee on Elections shall count the ballots and report the final tabulation to the President who shall announce the results.

SECTION F – FUNDRAISING

- A. Funds from an Auxiliary fund raising event must be counted as soon as possible after the event by the Treasurer in presence of at least two Board Members.
- B. Members incurring Auxiliary operating expenses shall be reimbursed by the Treasurer on presentation of receipts and approval by the President.
- C. All Auxiliary expenses must be paid with an Auxiliary check.
- D. The Board of Directors shall determine the types of fundraising activities the Auxiliary will undertake, the purposed locations and dates of such activities and prospective budget for each event. Member of the Board shall serve as Chairman of each event.

SECTION G - BAL MASOUE

The Krewe shall sell the Women's Auxiliary a table for ten at the base amount of a Krewe Membership.