

Lyceum of Trees, Inc. Bylaws

These Bylaws were approved by unanimous vote of the Members present at the General Membership Meeting on September 23, 2017.

Article I: Name & Purpose

The name of this organization shall be Lyceum of Trees, Inc., hereinafter known as Lyceum.

Lyceum is a tax-exempt non-denominational Pagan spiritual organization incorporated in the State of Oregon as a religious non-profit with members.

Lyceum has five primary purposes, as follows:

- To provide education in Pagan paths to those seeking such knowledge, without requiring commitment to Lyceum or to a specific Pagan path.
- To provide celebrations of the wheel of the year and other occasions.
- To provide education for those seeking to be Pagan clergy.
- To provide spiritual service to those following Pagan paths in need of such services.
- To provide a community for those who are following a Pagan path.

Article II: Membership

Membership is open to any person eighteen years of age or older. Each Member is responsible for upholding the Statement of Principles of Lyceum and for paying an annual membership fee as set by the Board.

Lyceum does not discriminate on the basis of ability, race, gender, or sexual preference.

Levels of Participation and Membership

Participants

Participants are all those who are active in Lyceum rituals, classes, workshops, and events who are not currently Members or Initiates as defined below.

Minors less than 18 years old may be active participants with written permission of a parent or guardian.

Members

Members are those who have paid the annual membership fee for the current year. Each Member has one vote in any membership decision. Voting by proxy is not permitted. Members physically unable to attend may participate remotely using their own communication arrangements.

Lyceum participants who have not paid the membership fee for the current year are not currently Members and are not eligible to vote in membership decisions, to Initiate into Lyceum, or to participate in member-only or initiate-only activities such as Ordination studies. Any participant may become a member or return to member status by paying the non-prorated annual fee for the current year. The Board may choose to waive the membership fee based on need.

Initiates

Members may request initiation into Lyceum as an additional spiritual and practical commitment to Lyceum and its goals. Those wishing to be initiated should write a Letter of Intent to Initiate and be accepted by a Mentor who is a Lyceum Initiate. The Board may decline a request for initiation.

Member Meetings

There is an annual meeting of the general membership held once each year on a date set by the Board, at which time all membership fees are due and payable.

The regular election of members of the Board of Directors is held at the annual meeting, and the Board of Directors will make a report to the members.

Special membership meetings may be called by the Board of Directors for a specific and immediate purpose.

A minimum of thirty (30) days and a maximum of sixty (60) days notice is required for all member meetings with meeting materials ready for review no less than fourteen (14) calendar days before the meeting.

Article III: Board of Directors

The officers of Lyceum shall be as follows:

- Steward (President),
- Secretary,
- Treasurer,
- Clerical Director,
- Education Director,
- Communications Director, and
- Member at Large.

These elective officers are members of the Board of Directors. In the event of a vacancy, the Board must announce the vacancy and may fill the vacancy by appointment from qualified volunteers.

Candidates for a position on the Board must place their own name into nomination a minimum of fourteen (14) days prior to the Annual Meeting.

The Steward of Lyceum is prohibited from being an officer or taking a role similar to being an officer in any other non-profit organization.

1. Requirements

To hold office as a Board member, a person must:

- 1) Be a current Member; and

- 2) Either a) be an Initiate of Lyceum or b) be working towards becoming an Initiate of Lyceum and receive approval of the Board.

2. Terms of Office

The term of service for all Board members is two (2) years. To ensure that the Board does not lose continuity, Board terms will be staggered as follows:

Even years: Steward, Communications Director, Member at Large, Clerical Director

Odd years: Secretary, Treasurer, Education Director

A board member may be removed from the Board, for cause, by the by unanimous consent of remainder of the Board.

If a Board Member fails to report, fails to communicate, or fails to fulfill the duties of their position for two Board meeting cycles, the Board may declare that position vacant at the following (third) Board meeting.

3. Duties and Powers

The duties and powers of Lyceum are vested in the Board of Directors who are authorized to do all things necessary or convenient, not inconsistent with law, to further the activities and affairs of Lyceum.

The Board of Directors may deny membership, exclude from participation, or remove from membership anyone whose activities are harmful to Lyceum or counter to Lyceum's Principles.

- The **Steward** is responsible for the leadership and day-to-day operations of Lyceum.
- The **Secretary** is responsible for documenting, publishing, and archiving records of Lyceum's activities.
- The **Treasurer** is responsible for all fiscal matters concerning Lyceum and for maintaining membership records.
- The **Clerical Director** is responsible for maintaining the schedule of Esbats and Sabbats, supporting ritual leaders, and oversight of Lyceum clergy.
- The **Education Director** is responsible for the oversight of Lyceum classes and Special Interest Groups (SIGs).
- The **Communications Director** is responsible for maintaining Lyceum's online presence.
- The **Member at Large** assists and supports the other members of the Board.

4. Board Meetings

The Board will meet as often as necessary to conduct the business of Lyceum. A quorum of four or more Board members must be present for the Board to make any decisions.

All meetings of the Board will be open to the public. Any person at the meeting may participate in Board discussions. However, only Board members as the legal fiduciaries of Lyceum may take part in decisions of the Board, and only Board members can change the agenda. Persons who are not Board members can request agenda changes.

In the event a member of the Board cannot attend a meeting, the Steward must be notified as soon as possible and a written report must be submitted for inclusion in the minutes.

5. Types of Board Meetings

A Regular Board Meeting is held at a site and time announced no more than thirty (30) days and at least seven (7) days in advance on the Lyceum web site, by email to all members on the mailing list, by publication in any newsletter or other instrument of notification of Lyceum, or via some other method designed to ensure that the meeting time and site is public knowledge.

A Special Board Meeting may be held on shorter notice. Every reasonable effort must be made to contact each Board member in sufficient time that they could attend. Special Meetings are *only* for urgent situations that cannot wait until a Regular Board Meeting. Special Board meetings have a limited agenda relating directly to the cause for which they have been called, and no other business can be conducted at a Special Meeting. The next regular Board meeting must review the actions of the Special meeting and either approve, cancel, or modify those actions.

6. Board Decision Making Process

Board members are expected to attend Board meetings. The Board members present may decide to allow attendance by remote communication under extenuating circumstances. All Board decisions will be made by consensus of the Board members in attendance using the “five fingers” method. Proxies are not permitted. Board Members will recuse themselves on matters where there is a conflict of interest.

Article IV: Policies & Procedures

The Board will be responsible for developing and maintaining Policies & Procedures relating to the governance of Lyceum.

Article V: Expectations for Conduct at Lyceum Events

Children are welcome at all public Lyceum events at which all behavior will be appropriate for people of all ages.

Any person behaving inappropriately may be asked to leave by the person in charge of the activity or by two (2) members of the Board.

Nudity is not appropriate at any Lyceum activity.

Article VI: Disputes and Grievances

Willingness to resolve interpersonal conflicts and disputes is a core value of Lyceum. Therefore disputes should be resolved as quickly and smoothly as possible with the parties communicating directly and reaching a resolution without involving others. If needed, the parties are encouraged to involve a trusted mediator. The situation may be brought directly to the Board at any point in the process, and the Board’s decision will be final.

Article VII: Amendments

Amendments to these bylaws may be proposed by any member and brought before the Board of Directors at a regularly scheduled meeting. The Board of Directors will determine the relevance of the

proposal, make any changes or revisions, and may then propose the amendment to the general membership for consideration.

Proposed amendments to the bylaws and the meeting announcement both must be presented to the membership thirty (30) days prior to a general membership meeting at which a vote will be taken. Approval of amendments requires two-thirds (2/3) majority vote of those members in attendance.

Article VIII: Dissolution

If there are no longer four people on the Board to be a quorum, a special membership meeting will be called by the remaining Board members with thirty (30) days notice at which elections will be held to fill vacant positions. If that election does not result in there being at least four Board members, an immediate vote of the membership on whether to dissolve Lyceum will take place.

If a majority of the members present vote to dissolve, the remaining Board members will dissolve Lyceum in accordance with Oregon state law.

If a majority of the members present vote to continue Lyceum, they must assemble a transition team including the remaining Board members. The transition team must call a membership meeting within ninety (90) days and present a continuation plan to the membership to restore governance of Lyceum.

By-laws revisions

Proposed revisions of August, 2017

Revisions of March, 2014

Bylaws from 2003 through February, 2014