

BYLAWS
OF
EASTERN UPPER PENINSULA MASONIC CHARITY, INC.
(EUPMC)

A Michigan Nonprofit Corporation

Adopted: 11 Nov, 2025

Supersedes: All prior bylaws and amendments

ARTICLE 1. NAME, OFFICES, AND PURPOSE REFERENCE

Section 1.1 - Name. The name of the corporation is Eastern Upper Peninsula Masonic Charity, Inc. (EUPMC).

Section 1.2 - Principal Office. The principal office shall be in Sault Sainte Marie, Michigan, at such address as the Board of Directors ("Board") may designate.

Section 1.3 - Other Offices. The Corporation may maintain other offices as the Board determines.

Section 1.4 - Purposes. The charitable, educational, and historical-preservation purposes of the Corporation are as stated in the Articles of Incorporation (the "Articles"). These Bylaws shall be construed consistently with the Articles, the Michigan Nonprofit Corporation Act (the "Act"), and Internal Revenue Code Section 501(c)(3). The purposes shall be carried out in a manner consistent with the Corporation's tax-exempt status under Section 501(c)(3).

ARTICLE 2. NO MEMBERS

Section 2.1 - No Voting Members. The Corporation shall have no voting members. All corporate powers are vested in the Board subject to law and the Articles.

Section 2.2 - Non-voting Associates. The Board may establish non-voting categories (e.g., Friends, Volunteers) for engagement and fundraising.

ARTICLE 3. BOARD OF DIRECTORS

Section 3.1 - Number and Composition. The Board shall consist of not fewer than seven (7) and not more than eleven (11) directors. A majority of directors shall always be Master Masons in good standing or members of affiliated Masonic organizations. This governance requirement reflects the Corporation's historical origins and ensures continuity of its preservation and charitable mission, but does not limit the public benefit of the Corporation's charitable programs and services, which are dedicated to the general public as set forth in Section 3.2.

Section 3.2 - Public Charitable Purpose. While the governance of the Corporation shall remain in the hands of Master Masons or members of affiliated Masonic organizations, the charitable

purposes, activities, and services of the Corporation are expressly and permanently dedicated to the general public without regard to Masonic affiliation. Nothing in these Bylaws shall be construed to limit charitable beneficiaries to Masons or their families.

Section 3.3 - Representation of Building Users. Any organization that regularly uses the building for at least twenty (20) days per calendar year may recommend one (1) individual to the Board for consideration as a director. Such nominees must: Meet the eligibility requirements of Section 3.1; Demonstrate skills, experience, or qualifications that advance the Corporation's mission; and Be approved by majority vote of the Board.

Section 3.4 - Historic Representation. In recognition of Bethel Lodge's historic role in donating the land and constructing the building, the following directors shall serve on the Board by right of office: The Worshipful Master of Bethel Lodge, The Senior Warden of Bethel Lodge, and The Junior Warden of Bethel Lodge. One (1) director may also be drawn from the Order of the Eastern Star Chapter meeting in the building. Notwithstanding the foregoing, ex-officio directors serving under this Section 3.4 shall never constitute a majority of the Board. The Board shall at all times include sufficient additional directors to ensure that ex-officio directors from Bethel Lodge and affiliated organizations do not exceed fifty percent (50%) of the total Board membership. All such directors, together with all other directors, shall serve in a fiduciary capacity to the Corporation as a whole, consistent with Section 3.6.

Section 3.5 - Officers as Directors. The principal officers of the Corporation (President, Secretary, Treasurer, and, if applicable, Vice President) shall serve as directors during their terms of office.

Section 3.6 - Independence and Fiduciary Duty. All directors, including those serving by right of office under Section 3.4, shall serve in a fiduciary capacity to the Corporation as a whole. Directors owe duties of care, loyalty, and obedience to the Corporation's charitable and educational mission and may not act primarily as representatives of any outside organization, lodge, or chapter.

Section 3.7 - At-Large Directors. The Board may elect at-large directors, including individuals with professional expertise in finance, law, construction, fundraising, nonprofit management, or other areas that strengthen the Corporation's preservation and charitable mission. At-large directors shall have full voting rights, provided they meet the eligibility requirements of Section 3.1.

ARTICLE 4. BOARD MEETINGS

Section 4.1 - Annual Meeting. Held in January (or by February 15 if necessary) to: Elect directors and officers; Approve the budget; Receive annual financials; Set the strategic calendar.

Section 4.2 - Regular Meetings. The Board shall meet at least quarterly at dates set by resolution.

Section 4.3 - Special Meetings. Special meetings may be called by the President or any two (2) directors. The notice shall state the purpose(s) of the meeting.

Section 4.4 - Notice. Seven (7) days' notice for regular meetings; Three (3) days' notice for special meetings; Notice delivered by mail or electronic transmission to each director's address of record; Attendance without objection waives notice.

Section 4.5 - Quorum; Voting. A majority of directors then in office constitutes a quorum. Except as otherwise required, actions are by majority vote of directors present. Proxy voting by directors is not permitted unless expressly authorized by Michigan law.

Section 4.6 - Remote Participation. Directors may participate by telephone or videoconference where all persons can hear each other. Such participation counts as presence.

Section 4.7 - Action Without Meeting. Any action may be taken without a meeting by unanimous written consent, including electronic signatures, filed with the minutes.

Section 4.8 - Minutes. The Secretary shall maintain minutes recording: Attendance; Motions; Votes; Recusals; Actions.

ARTICLE 5. OFFICERS

Section 5.1 - Officers. The Corporation shall have three principal officers: President, Secretary, and Treasurer. The offices of Secretary and Treasurer may be held by the same person; however, in such cases, the Board shall also elect a Vice President so that at least three principal officers are always serving concurrently. The Board may create additional officer positions as it deems necessary for effective governance.

Section 5.2 - Election and Term. Officers are elected annually by the Board at the Annual Meeting and serve one-year terms, or until successors are elected.

Section 5.3 - Duties. President: Chief volunteer officer; presides at meetings; ensures Board decisions are implemented; signs instruments authorized by the Board; serves ex-officio on committees (non-voting unless otherwise appointed). Vice President (if any): Performs duties of the President when absent and other duties as assigned. Secretary: Keeps minutes and corporate records; issues notices; maintains director/officer roster; keeps the seal (if any); files required state reports; maintains the compliance calendar. Treasurer: Chief financial officer; oversees banking; ensures internal controls; presents quarterly financial reports; leads budgeting; ensures timely filings (IRS Form 990/990-N); maintains insurance policies; coordinates reviews/audits.

Section 5.4 - Removal; Resignation; Vacancies. Any officer may be removed by majority vote of the Board, with or without cause. Officers may resign by written notice. Vacancies are filled by Board vote for the unexpired term.

Section 5.5 - Multiple Offices. One person may hold more than one office, except that the offices of President and Secretary may not be held by the same person.

ARTICLE 6. COMMITTEES

Section 6.1 - Committees of the Board. The Board may establish standing or special committees as needed to carry out the work of the Corporation. Standing committees may

include Finance, Governance/Nominating, Facilities, and Programs/Community Engagement. Committee members and chairs are appointed by the President with Board approval.

Section 6.2 - Executive Committee (Optional). If established, the Executive Committee may act between Board meetings within limits set by the Board, but may not: Amend the Bylaws; Approve budgets; Hire or fire the chief staff officer (if any) without prior authorization; Dissolve the Corporation; Fill Board vacancies.

Section 6.3 - Procedure and Minutes. Committees shall keep minutes and report to the Board. A majority of committee members constitutes a quorum; actions are by majority of those present.

Section 6.4 - Advisory Groups. The Board may appoint non-voting advisory groups to provide expertise or stakeholder input.

ARTICLE 7. CONFLICT OF INTEREST, ETHICS, AND WHISTLEBLOWER PROTECTIONS

Section 7.1 - Conflict of Interest and Ethics Policy. The Board shall adopt and maintain a written Conflict of Interest and Ethics Policy consistent with IRS guidance. Each director and officer must: Annually sign a disclosure statement affirming compliance with the policy, and Promptly update disclosures if potential conflicts arise during the year.

Section 7.2 - Recusal and Review Procedures. Any director, officer, or committee member with a financial or personal interest in a matter shall: Disclose the interest to the Board before discussion or vote, Answer questions solely for clarification, and Recuse themselves from further deliberation and voting. The minutes shall reflect both the disclosure and recusal. All such transactions must be fair, reasonable, and in the best interest of the Corporation.

Section 7.3 - Whistleblower Protection and Anti-Retaliation. The Corporation strictly prohibits retaliation against any individual who, in good faith, reports suspected violations of law, policy, or ethical standards. Reports may be made to the President, Secretary, or Governance Chair. Confidentiality will be preserved to the greatest extent possible, consistent with a thorough and fair investigation.

Section 7.4 - Prohibited Transactions. To protect the Corporation's tax-exempt status and ensure integrity of operations: No loans shall be made to directors or officers. No "excess benefit transactions" shall occur as defined by the Internal Revenue Code. No part of the Corporation's net earnings shall inure to the benefit of any director, officer, or private individual.

ARTICLE 8. FINANCIAL AFFAIRS

Section 8.1 - Fiscal Year. The Corporation's fiscal year shall run from January 1 through December 31.

Section 8.2 - Budget and Reserves. The Board shall adopt an annual budget no later than January 31. The Corporation shall seek to maintain operating reserves equal to at least three (3) months of expenses, when feasible.

Section 8.3 - Banking and Disbursements. All funds shall be deposited in insured financial institutions. Two authorized signatures are required for any disbursement over \$1,000. Authorized signers include: The President; The Treasurer; One Board-designated director.

Section 8.4 - Contracts and Instruments. The Board may authorize officers or agents to execute contracts or instruments on behalf of the Corporation. Contracts exceeding \$2,500 require prior Board approval, unless they fall within an already approved budget line item.

Section 8.5 - Financial Review and Audit. An independent financial review is required if annual gross receipts exceed \$250,000. An independent audit is required if annual gross receipts exceed \$500,000, or when required by grantors or law.

Section 8.6 - Gift Acceptance. Unrestricted gifts are preferred. Restricted gifts must align with the Corporation's mission and restrictions must be honored. The following gifts require prior Board approval: Gifts with conditions; Gifts valued over \$10,000; Real estate; Non-cash gifts that pose material obligations or liabilities.

Section 8.7 - Books and Records. Accurate financial books and records shall be maintained in accordance with generally accepted accounting principles (GAAP) or another basis approved by the Board. Records shall be retained in accordance with the Corporation's Recordkeeping and Retention Policy.

Section 8.8 - Public Support and Fundraising. The Corporation shall seek to maintain public-charity status, generally by receiving at least one-third of support from the public (or meeting the facts-and-circumstances test). The Corporation shall comply with all applicable charitable-solicitation laws. Written acknowledgment letters shall be issued in a timely manner for all gifts of \$250 or more.

ARTICLE 9. FACILITY USE AND PUBLIC-BENEFIT COMPLIANCE

Section 9.1 - Public-Benefit Usage. The Corporation shall dedicate a substantial portion of facility use each year to charitable, cultural, and educational programs open to the public. These include, but are not limited to, community meetings, classes, heritage programs, and other events that support individuals and organizations striving to build a better life for themselves and their neighbors, in order to ensure continued qualification as a charitable and educational organization under Section 501(c)(3).

Section 9.2 - Fraternal and Private Use. Use of the facility for Masonic or affiliated organizations, member events, or private rentals shall not exceed forty percent (40%) of total booked hours annually. The Corporation shall ensure that charitable and educational purposes remain primary, consistent with its mission and tax-exempt status.

Section 9.3 - Priorities and Agreements. Facility scheduling shall prioritize: Charitable, cultural, or educational programs open to the public; Community partner organizations (such as Scouts, 4-H, or civic groups); Masonic and affiliated fraternal bodies; and Private rentals or member events. Regular users may be required to execute Facility Use Agreements specifying schedule, insurance requirements, contributions or fees, maintenance responsibilities, and expected standards of conduct.

Section 9.4 - Documentation. The Secretary (or designee) shall maintain a Facility Use Log recording: Date and hours of use; Purpose of use; Group name; Attendance (estimate acceptable); Fee charged or waiver applied; Public/charitable, community partner, fraternal, or private classification; Insurance verification, if applicable. Waived fees shall be recorded as in-kind charitable contributions when appropriate.

Section 9.5 - Prohibited Uses and Compliance. The facility may not be used for purposes contrary to law, the Articles of Incorporation, these Bylaws, or the Operations Manual. All events must comply with applicable accessibility standards. Activities involving alcohol, firearms, gambling, or other higher-risk uses require prior written Board approval and proof of adequate insurance coverage.

ARTICLE 10. INDEMNIFICATION, INSURANCE, AND LIMITATION OF LIABILITY

Section 10.1 - Indemnification. To the fullest extent permitted by the Michigan Nonprofit Corporation Act ("the Act"), the Corporation shall indemnify its directors and officers against expenses, judgments, fines, settlements, and other amounts reasonably incurred in connection with proceedings arising from their service to the Corporation, provided they acted: In good faith, and In a manner reasonably believed to be in the best interests of the Corporation.

Section 10.2 - Insurance. The Corporation shall maintain appropriate insurance coverage, including but not limited to: General Liability Insurance: Minimum coverage of \$1,000,000 per occurrence / \$2,000,000 aggregate; Directors and Officers (D&O) Insurance: Minimum coverage of \$500,000; Property Insurance: As needed to cover Corporation facilities and assets. The Board may purchase higher limits when required by law, contract, or grant conditions, or as otherwise deemed prudent.

Section 10.3 - Limitation of Liability. To the extent permitted by the Act and the Articles of Incorporation, no director of the Corporation shall be personally liable for monetary damages for actions taken in the course of their official duties.

ARTICLE 11. RECORDS, TRANSPARENCY, AND PRIVACY

Section 11.1 - Required Records. The Corporation shall maintain the following records in written or electronic form: Articles of Incorporation and amendments; These Bylaws and any amendments; Board and committee minutes; Board-adopted policies; Financial statements and accounting records; IRS determination letter and annual returns (Form 990, 990-EZ, or 990-N); Current roster of directors and officers; Facility-use logs and related compliance records.

Section 11.2 - Inspection by Directors. Each director is entitled to inspect the Corporation's records for a proper purpose, at any reasonable time, upon providing reasonable notice.

Section 11.3 - Public Disclosures. The Corporation shall make available for public inspection, in accordance with applicable federal and state law: Its current IRS exemption letter; Its most recent three (3) annual returns (Form 990, 990-EZ, or 990-N); These Bylaws.

Section 11.4 - Retention and Security. Records shall be retained and destroyed in accordance with the Board-adopted Recordkeeping and Document Retention Policy. Electronic records shall be securely backed up. Cloud accounts shall use multi-factor authentication (MFA). Administrative passwords shall be rotated no less than twice annually.

ARTICLE 12. NONDISCRIMINATION, SAFETY, AND CONDUCT

Section 12.1 - Nondiscrimination. The Corporation shall not discriminate in its programs, services, employment, or volunteer opportunities on the basis of race, color, religion, sex, sexual orientation, gender identity or expression, national origin, age, disability, veteran status, or any other classification protected by federal, state, or local law.

Section 12.2 - Youth Protection. When programs involve minors, the Corporation shall implement prudent safety measures, including but not limited to: The "two-adult rule" (no adult left alone with a minor in program settings); Background checks for staff and volunteers with regular youth contact; Compliance with mandatory reporting requirements for suspected abuse or neglect; Other practices consistent with applicable law and adopted policies.

Section 12.3 - Code of Conduct. Directors, officers, volunteers, and participants are expected to conduct themselves with civility, integrity, and respect. Conduct shall reflect the Corporation's mission and the Masonic values of Love, Relief, and Truth.

ARTICLE 13. NOTICES, ELECTRONIC TRANSACTIONS, AND SEAL

Section 13.1 - Notices. Notices required under these Bylaws or applicable law may be delivered by mail or by electronic transmission to the director's or officer's address or email address on record. Notices shall be deemed effective upon dispatch.

Section 13.2 - Electronic Signatures and Consents. Electronic signatures, electronic transmissions, and electronic consents shall have the same legal effect as original written signatures and consents, to the fullest extent permitted by law.

Section 13.3 - Corporate Seal. The Board may adopt, use, or dispense with a corporate seal at its discretion. The presence or absence of a seal on corporate documents shall not affect their validity.

ARTICLE 14. PARLIAMENTARY AUTHORITY

The latest edition of Robert's Rules of Order Newly Revised shall govern Board procedure in all cases where applicable and not inconsistent with law, the Articles of Incorporation, these Bylaws, or Board-adopted policies.

ARTICLE 15. AMENDMENTS

These Bylaws may be amended by a two-thirds (2/3) vote of the entire Board at any meeting, provided that at least ten (10) days' advance written notice of the proposed amendment has been given. All amendments must: Comply with the Michigan Nonprofit Corporation Act; Be consistent with the Articles of Incorporation; and Conform to requirements of Section 501(c)(3)

of the Internal Revenue Code. Material changes affecting the Corporation's exempt purposes shall be reported to the IRS as required.

ARTICLE 16. TRANSITION AND EFFECTIVE DATE

Upon adoption, these Bylaws supersede all prior bylaws of the Corporation. Policies referenced herein, including but not limited to Conflict of Interest, Record Retention, Gift Acceptance, Facility Use, and Whistleblower protections, are incorporated by reference and may be amended by Board resolution, provided such amendments remain consistent with law and these Bylaws.

ARTICLE 17. AFFILIATED CHAPTERS AND SUBORDINATE ORGANIZATIONS

Section 17.1 - Authority to Charter Affiliated Chapters. The Corporation may establish, charter, and oversee subordinate affiliated chapters ("Chapters") within Michigan to further its charitable, educational, and historical preservation purposes as set forth in the Articles of Incorporation. Each Chapter shall operate exclusively for purposes described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law).

Section 17.2 - Relationship to Corporation. Each Chapter shall be a subordinate organization operating under the general supervision and control of the Corporation. This relationship shall be evidenced by: A written Charter Agreement approved by the Board of Directors specifying the terms, conditions, and standards governing the Chapter's operations; The Chapter's organizing documents (Articles of Incorporation and Bylaws) expressly stating its subordinate status to the Corporation and requiring Corporation approval for any amendments thereto; The Chapter's agreement to operate in accordance with the Corporation's policies, procedures, and compliance requirements; and The Corporation's authority to revoke the Chapter's charter for cause as provided herein.

Section 17.3 - Supervision and Control. The Corporation shall maintain supervision and control over each Chapter through the following mechanisms: Annual Review: The Corporation shall conduct an annual review of each Chapter's finances, activities, and compliance with applicable laws and the Charter Agreement. Written Notification: The Corporation shall notify each Chapter in writing of the requirements necessary to maintain tax-exempt status under Section 501(c)(3) and any applicable state laws. Governance Oversight: The Corporation shall have the right to approve or reject amendments to each Chapter's Articles of Incorporation and Bylaws, and may require specific governance provisions to ensure compliance with the Corporation's standards. Financial Reporting: Each Chapter shall submit quarterly financial reports and an annual financial summary to the Corporation in such form as the Board may prescribe.

Section 17.4 - Tax-Exempt Status. Operation Under Fiscal Sponsorship: Unless and until a formal IRS group exemption is obtained, each Chapter shall operate as a project or program of the Corporation under a fiscal sponsorship arrangement. All tax-deductible charitable contributions to or for the benefit of a Chapter shall be received through or acknowledged by the Corporation pursuant to its federal tax-exempt status under Section 501(c)(3) of the Internal

Revenue Code. Chapters shall not apply separately for federal tax-exempt recognition without the prior written consent of the Board. Group Exemption: The Corporation may, at its discretion, apply to the Internal Revenue Service for a group exemption letter covering itself and its Chapters. Upon issuance of such group exemption, each Chapter shall be included as a subordinate organization thereunder and shall comply with all requirements for maintaining such status. Compliance Requirements: Each Chapter shall operate exclusively for purposes described in Section 501(c)(3) of the Internal Revenue Code and shall not engage in any activity that would jeopardize its tax-exempt status or that of the Corporation, including but not limited to: (i) Carrying on propaganda or otherwise attempting to influence legislation as a substantial part of its activities; (ii) Participating or intervening in any political campaign on behalf of or in opposition to any candidate for public office; (iii) Allowing any part of its net earnings to inure to the benefit of any private shareholder or individual; or (iv) Operating for purposes other than charitable, educational, or historical preservation purposes within the meaning of Section 501(c)(3).

Section 17.5 - Chapter Requirements. Each Chapter shall, as a condition of receiving and maintaining its charter: Be separately incorporated as a Michigan nonprofit corporation in good standing; Obtain its own Employer Identification Number (EIN) from the Internal Revenue Service for state incorporation, banking, payroll, and other operational purposes; provided, however, that all tax-deductible charitable contributions shall be received through or reported to the Corporation until such time as a group exemption is obtained; Adopt Articles of Incorporation and Bylaws that include: (i) a purpose clause consistent with Section 501(c)(3); (ii) language acknowledging its subordinate status to the Corporation; (iii) a dissolution clause directing assets to the Corporation or another Section 501(c)(3) organization; and (iv) provisions prohibiting private inurement and political activity; Maintain a Board of Directors of not fewer than five (5) members who exercise independent judgment in service of the Chapter's charitable mission; Adopt and implement conflict of interest, whistleblower, and document retention policies consistent with Corporation standards; Maintain appropriate insurance coverage, including general liability and directors and officers liability insurance, naming the Corporation as an additional insured; Provide written authorization to the Corporation to include the Chapter in any group exemption application or annual update filed with the Internal Revenue Service; and Comply with all applicable federal, state, and local laws, including charitable solicitation registration requirements.

Section 17.6 - Use of Name. Chapters are authorized to use the name "Eastern Upper Peninsula Masonic Charity" followed by a geographic identifier (e.g., "Eastern Upper Peninsula Masonic Charity - Newberry Chapter") for all lawful charitable and educational activities consistent with the Corporation's mission. Chapters shall not use the Corporation's name or any derivative thereof in any manner that would bring disrepute to the Corporation or that is inconsistent with the Corporation's charitable purposes.

Section 17.7 - Property and Assets. Title to Property: A Chapter may hold title to real and personal property in its own name, subject to the restrictions set forth in this Article and the Charter Agreement. Major Transactions: No Chapter shall sell, transfer, mortgage, pledge, or otherwise encumber any real property, or enter into any transaction involving real property with a value exceeding \$10,000, without the prior written approval of the Corporation's Board of Directors. Dissolution Assets: Upon dissolution or termination of a Chapter's charter, all assets of

the Chapter shall be distributed to the Corporation, or if the Corporation is not then in existence or is not then a Section 501(c)(3) organization, to one or more organizations organized and operated exclusively for charitable, educational, or historical preservation purposes as shall at the time qualify under Section 501(c)(3) of the Internal Revenue Code.

Section 17.8 - Charter Revocation. The Board of Directors may revoke a Chapter's charter for cause, including but not limited to: Violation of the terms of the Charter Agreement or these Bylaws; Engaging in activities that jeopardize the Chapter's or the Corporation's tax-exempt status; Financial mismanagement, fraud, or failure to maintain adequate financial records; Failure to submit required reports after written notice and a reasonable opportunity to cure; Actions that bring material disrepute to the Corporation; or Failure to operate in accordance with Section 501(c)(3) requirements. Before revoking a charter, the Board shall provide the Chapter with written notice of the grounds for revocation and at least sixty (60) days to cure the deficiency or to be heard by the Board. Revocation shall require a two-thirds (2/3) vote of the entire Board.

Section 17.9 - Voluntary Withdrawal. A Chapter may voluntarily withdraw from its affiliation with the Corporation by providing ninety (90) days' written notice to the Board of Directors. Upon withdrawal, the Chapter shall immediately cease using the Corporation's name and shall no longer operate under the Corporation's tax-exempt status or fiscal sponsorship. A withdrawing Chapter may apply to the Internal Revenue Service for its own recognition of tax-exempt status under Section 501(c)(3), but shall have no right to the Corporation's exemption or group exemption following withdrawal.

Section 17.10 - Indemnification and Limitation of Liability. Chapter Indemnification of Corporation: Each Chapter shall indemnify, defend, and hold harmless the Corporation and its directors, officers, employees, and agents from and against any and all claims, damages, losses, costs, and expenses (including reasonable attorneys' fees) arising out of or related to the Chapter's operations, activities, or omissions. Limitation of Corporation Liability: The Corporation shall not be liable for the debts, obligations, acts, or omissions of any Chapter. Each Chapter is a separate legal entity responsible for its own operations and liabilities.

Section 17.11 - Annual Reporting to IRS. If the Corporation obtains or holds a group exemption letter from the Internal Revenue Service, the Corporation shall submit to the IRS annually, at such time and in such manner as the IRS may prescribe, information regarding: (a) subordinates that have changed names or addresses; (b) subordinates no longer to be included in the group exemption; and (c) subordinates to be added to the group exemption. Each Chapter shall cooperate fully with the Corporation in providing information necessary for such filings.

Section 17.12 - Charter Agreement. The Board of Directors shall adopt a standard form of Charter Agreement incorporating the requirements of this Article. The Board may approve modifications to the standard form for individual Chapters as circumstances warrant, provided such modifications are consistent with the requirements of Section 501(c)(3) and do not diminish the Corporation's supervision and control over the Chapter.

ARTICLE 18. CERTIFICATION

The undersigned Secretary certifies that these Bylaws were adopted by the Board of Directors of Eastern Upper Peninsula Masonic Charity, Inc. on the date below and are in full force and effect.

Date: 11 November 2025



Patrick Kelly Davis, Secretary

Eastern Upper Peninsula Masonic Charity, Inc.

Attested:



Robert William Linn, President