

KREWE BY-LAWS

STATE OF LOUISIANA
PARISH OF NATCHITOCHES
RESTATEMENT OF ARTICLES
OF
KREWE OF DIONYSOS

August, 2010

Revised August 26, 2024

BE IT KNOWN, that on August 9, 2010 before me, the undersigned Notary Public in and for the Parish and State aforesaid, personally came and appeared, Dennis Bryant, a competent resident of Natchitoches Parish, Louisiana, appearing herein as the Captain (President) of Krewe of Dionysos Inc., a Louisiana Non-Profit Corporation, who hereby declare that Krewe of Dionysos, Inc. was incorporated on November 12, 1998, that each amendment to the original Articles of Incorporation Krewe of Dionysos, Inc., as hereinafter set forth was enacted in conformity with law at a meeting called for that purpose, and that the following is a restatement of the By-Laws of Krewe of Dionysos, Inc. including any amendments to such Articles, effective as of this date.

ARTICLE I

NAME

The name of this corporation is KREWE OF DIONYSOS, INC. It shall hereinafter be referred to as the "Krewe" in these by-laws.

ARTICLE II

PURPOSE

The purpose of this corporation shall be to participate in the celebration of Mardi Gras and to promote the Mardi Gras season in Central Louisiana. It shall be nonsectarian, nonpolitical and nonpartisan in its policies and activities.

ARTICLE III

MEMBERSHIP

3.1 Open Membership. Membership shall be open to the general public without regard to gender, race, religion or national origin. There shall be no limit on Individual members. There shall be no limit to the number of Associate Members. Each Individual and Charter member shall be entitled to all of the rights and privileges of membership in this corporation, including the right to attend all meetings of the membership and to cast a vote, equal to that of any other member, upon all matters presented to the membership for consideration.

3.2 Classes of Members. Membership shall be comprised of four classes:

1. Charter Members,
2. Individual Members,

3. Associate Members and
4. Honorary Members

3.3 Charter Members. A Charter Member is anyone who became a member on or before January 15, 1999 and who has remained a member without a lapse in membership since that date.

3.4 Individual Members. An individual member is any individual joining after January 15, 1999.

3.4.1 Requirements of Membership:

1. In support of our parading Krewe, Charter and Individual members must plan to ride in the Krewe of Dionysos parade at least every three years (3) unless a valid excuse is submitted to the Board of Directors.
2. Members must pay all dues by the deadlines established by the Board of Directors.
3. Members riding in the parade must agree to mask for the duration of the parade.
4. Members riding in the parade must wear the costume designated by the Float Lieutenant.
5. Members riding in the annual parade must purchase that year's throw package from the Krewe of Dionysos.
6. Members must agree to be assigned to a float group and participate to the best of their ability in float group activities.
7. Members must agree to be assigned to one of the seven (7) standing committees and participate to the best of their ability in committee activities.
8. Riding position is non-transferable. Only members of the Krewe of Dionysos may ride on the Float. Violation of this policy will result in revocation of membership. If Float positions are available – Float rides will/can be sold to vetted "Members for a Day" for \$125 plus the cost of a throw package. Krewe members will suggest a list of names of non-members to ride in the Parade and use an application especially for this event only. A committee consisting of the Captain, Co-Captain of the Parade and Membership Chair will meet to vet the proposed names turned in by the application process. The committee will then consider the applications. Thirty-five (35) days after throw package bills have been mailed these names will be called in the order they are received to determine if they are still interested in riding. Payment must be received by Float Rider meeting. A choice of float will not be guaranteed, only the ride. The ability to ride as a "Member for a Day" will be extended only once.

3.6 Associate Members. Associate members shall be outside a 50-mile radius of the city of Natchitoches.

3.6.1 Requirements of Associate Membership:

1. Must plan to ride in the Krewe of Dionysos parade at least once every three (3) years.
2. Members riding in the parade must wear the costume designated by the Float Lieutenant.
3. Yearly dues will be payable on a date designated by Board of Directors, or upon admission to the Krewe of Dionysos as an Associate Member.
4. The by-laws adopted by the Krewe of Dionysos shall, unless otherwise specified, govern the Associate Membership.
5. No Associate Member shall be eligible to hold office or royalty positions or serve on the Board of Directors as a voting member. (unless full membership dues are paid)
6. No Associate Member shall be eligible to be a float lieutenant on a Krewe of Dionysos float.
7. Associate Members shall not have voting rights in any election by the Krewe of Dionysos.
8. All Associate Members riding in the Krewe of Dionysos must purchase a throw package from the Krewe of Dionysos at a cost determined by the Krewe of Dionysos.
9. Riding position is non-transferable. Only members of the Krewe of Dionysos may ride on float. Violation of this policy will result in revocation of membership.

3.7 Revocation of Membership. Any member of any class of membership may have their membership revoked if their behavior is deemed undesirable and likely to injure the reputation of the Krewe. In order for membership to

be revoked, the Membership Committee, by two thirds (2/3) vote, must recommend the revocation to the Board of Directors. The Board of Directors shall then vote upon such recommendation with a two thirds (2/3) vote of the Board of Directors being required in order to revoke such membership.

ARTICLE IV

MEMBERSHIP DUES

4.1 Charter Membership Dues. Membership dues for Charter Members are and shall always be \$150.00 per year.

4.2 Other Members. The amount of dues for all other members will be established by the Board of Directors.

4.3 Entertainment Fee. Regular members will be assessed a \$50.00 Entertainment fee each year.

ARTICLE V

TENURE OF MEMBERSHIP

The Krewe's official year shall run from May 1 through April 30 of the following calendar year. Any membership dues received shall be credited to the official year in which they are paid. All dues (other than those paid by new members joining the Krewe after June 30), shall be paid by June 30 of each year. Any existing member who shall fail to pay his or her dues by June 30, of each year shall automatically have his or her membership revoked. If a member has his or her membership revoked for non-payment of dues by June 30 and wants to re-apply for membership before May 1 of the next calendar year, they will be assessed a \$50.00 late fee per member in addition to dues and all other fees in effect at that time. (The \$50.00 late fee will go directly to the building fund debt). Deadline for application for membership for the current year is July 1, unless otherwise specified by the Board of Directors.

ARTICLE VI

MEMBERSHIP MEETINGS

6.1 Annual. The Annual meeting for the month of March of each year shall be the annual meeting of the Membership. Semi-Annual General Membership meetings shall be in March and September of each year.

6.2 Quorum. A quorum of the membership shall not be necessary in order to conduct any Krewe business. A quorum is defined as a majority unless otherwise specified.

6.3 Voting. Unless otherwise specified in the Articles of Incorporation or in these by-laws, decisions of the membership shall be made by majority vote of the members present at the meeting at which the matter is presented for vote.

ARTICLE VII

OFFICERS AND DIRECTORS

7.1 Board of Directors. The governing body of this corporation shall be a Board of Directors, consisting of up to seventeen (17) members. Any member considered for election or appointment to the Board of Directors must have been a charter or individual member of the Krewe in good standing for two years.

7.2 Duties and Responsibilities. The planning of each year's activities shall be vested in the Board of Directors. The Board of Directors shall be responsible for the control and management of the affairs, property, and interests of the corporation, and may exercise all powers of the corporation, except as otherwise provided by law or in the Articles of Incorporation.

7.3 Members. The Board of Directors shall consist of the Captain, four (4) Co-Captains, a Co-Captain of Parade, a Co-Captain of Bal, a Co-Captain of Events, and a Co-Captain of Administration, a Secretary, a Treasurer and eight (8) standing committees as follows: a chairperson of the 1) Bal Committee, 2) Parade Committee, 3) Events Committee, 4) Publicity Committee, 5) Corporate Committee, 6) Membership Committee, 7) Royalty, and 8) Throws Committee. Board Members/Committee Chairpersons shall serve a 2-year term. Half of the board members shall be elected in any given year.

7.4 Appointments. The Captain at his or her discretion may appoint additional persons to the Board of Directors, provided that the Board of Directors shall not exceed seventeen (17) members. The Captain may request special temporary non-voting appointments to the Board as deemed necessary, but as not to exceed seventeen (17) members.

7.5 Captain. The Captain shall be the chief executive officer of the corporation. He/she shall preside at all meetings of the members and directors and have general and active management of the business of the corporation. The Captain for the next year shall be selected by the Board of Directors at its regularly scheduled meeting in March and shall take office at the May meeting. The Captain shall have served on the Board of Directors prior to his or her selection as Captain. A Captain may serve an unlimited number of consecutive terms.

7.5.1 Vice Captain. The Vice Captain shall serve as the Captain-Elect of the Krewe. The Vice Captain shall be appointed by the Board of Directors. He/she shall serve as an ex-officio, non-voting member of the Board of Directors.

7.6 Vacancy of the Captain. In the event the Captain resigns or is unable to fulfill his or her duties, the Board of Directors may select a new or interim Captain to fulfill the un-expired term. The new or interim Captain shall be elected from among the four (4) Co-Captains.

7.7 Four (4) Co-Captains. The Co-Captains shall assist the Captain in carrying out the duties of his/her office and shall generally fulfill any tasks assigned by the Captain. The Co-Captains shall be appointed by the incoming Captain or upon their appointment if appointed after the Captain takes office. A Co-Captain may serve as a committee chairperson while serving as a Co-Captain. The Captain may remove a Co-Captain from office. The Co-Captains shall serve for the same term as the Captain who appointed them.

7.7.1 Co-Captain of Parade. The Co-Captain of Parade shall plan and execute the Annual Mardi Gras Parade with the assistance of the Parade Chairperson. He/she shall also direct the efforts of the Float Lieutenants.

7.7.2 Co-Captain of Bal. The Bal Co-Captain shall plan and execute the Krewe's annual Mardi Gras Ball with the assistance of the Bal Chairperson.

7.7.3 Co-Captain of Events. The Co-Captain of Events shall plan and execute all of the Krewe's social events throughout the year.

7.7.4 Co-Captain of Administration. The Co-Captain of Administration shall be responsible for the membership roster, recruitment and retention of members and recruitment and retention of corporate sponsors with the assistance of the Membership Chairman and the Corporate Sponsor Chairman.

7.8 Secretary. The Secretary shall give notice of and attend all meetings of the Board of Directors and all meetings of the members and shall keep minutes of all proceedings and records of all votes. The Secretary shall be elected by the general membership of the Krewe, in accordance with the procedure hereinafter set forth and shall serve until a new Secretary is elected and takes office. The Secretary shall take office at the May meeting of the Board of Directors.

7.9 Treasurer. The Treasurer shall have charge of all funds of the corporation and of its disbursements under the direction of the Board of Directors and shall keep records of all receipts and disbursements. The Treasurer shall be elected by the general membership of the Krewe, in accordance with the procedure hereinafter set forth and shall serve until a new Treasurer is elected and takes office. The Treasurer shall take office at the May meeting of the Board of Directors.

7.10 Eight (8) At-Large Board Members/Committee Chairmen. The eight (8) At-Large Board members shall also serve as Chairmen of the eight (8) standing committees. They shall serve as voting members of the Board of Directors and shall be available to perform such tasks as may be assigned to them by the Captain. The eight (8) At-Large Directors/Committee Chairmen shall be elected by the general membership of the Krewe, in accordance with the procedure hereinafter set forth, for two (2) year terms to be staggered in such a manner that no more than four (4) such At-Large Directors shall be elected in any given year. The newly elected At-Large Directors shall take office at the May meeting of the Board of Directors.

7.10.1 Chairperson of the Bal Committee. The Chairperson of the Bal Committee shall assist the Bal Co-Captain in planning and implementing the Krewe's annual Mardi Gras Bal. The Chairperson of the Bal Committee shall be elected by the membership and serve a two (2) year term. The Chairperson of the Bal Committee may serve an unlimited number of terms.

7.10.2 Chairperson of the Parade Committee. The Chairperson of the Parade Float Committee shall be in charge of the construction and decoration of the Krewe's Mardi Gras floats and the planning and implementing the Krewe's Annual Mardi Gras Parade.

7.10.3 Chairperson of the Events Committee. The Chairperson of the Events Committee shall assist the Co-Captain of Events with the planning and execution of the Krewe's social events throughout the year. The chairperson of the Events Committee shall be elected by the general membership and shall serve until a new Chairperson of the Events Committee is elected and takes office. The Chairperson of the Events Committee may serve an unlimited number of terms.

7.10.4 Chairperson of the Publicity Committee. The Chairperson of the Publicity Committee shall be responsible for placement of all publicity and media relations. The Chairperson of the Publicity Committee shall be elected by the general membership and shall serve until a new Chairperson of the Publicity Committee is elected and takes office. The Chairperson of the Publicity Committee may serve an unlimited number of terms.

7.10.5 Chairperson of the Corporate Sponsor Committee. The Chairperson of the Corporate Committee shall be in charge of obtaining sponsors and raising the money necessary to put on the Krewe's annual Mardi Gras Parade. The Chairperson of the Corporate Sponsor Committee is elected by the general membership and shall serve until a new Chairperson of the Corporate Sponsor Committee is elected and takes office. The Chairperson of the Corporate Sponsor Committee may serve an unlimited number of terms.

7.10.6 Chairperson of the Membership Committee. The Chairperson of the Membership Committee shall consist of a Chairperson and four (4) members of a Committee appointed by the Membership Committee Chairperson. The Membership Committee shall accept applications and act upon such applications in accordance with these by-laws and subject to certain rules and regulations that the Board of Directors may enact. The Membership Committee shall prepare an appropriate application form for membership in the Krewe. Said form shall be subject to the approval of the Board of Directors. The Membership Committee shall keep a current roster of the members of the Krewe and shall regularly provide Secretary and Treasurer with an updated roster. The Chairperson of the Membership Committee shall be elected by the general membership and shall serve until a new Chairperson of the Membership Committee is elected and takes office. The Chairperson of the Membership Committee may serve an unlimited number of terms.

7.10.7 Chairperson of the Royalty Committee. The Chairperson of the Royalty Committee shall manage all aspects of the Krewe Royalty during the Mardi Gras Year. This includes all communication with Royalty, costume decisions, and the Tableau. The Chairperson of the Royalty Committee will also be responsible for the Junior Court. The

Chairperson of the Royalty Committee shall be elected by the general membership and shall serve until a new Chairperson of the Royalty Committee is elected and takes office. The Chairperson of the Royalty Committee may serve an unlimited number of terms.

7.11.7 Chairperson of the Throws Committee. The Chairperson of the Throws Committee shall be responsible for planning and purchasing throws and specialty items for the Krewe. The Chairperson of the Throws Committee shall be elected by the general membership and shall serve until a new Chairperson of the Throws Committee is elected and takes office. The Chairperson of the Throws Committee may serve an unlimited number of terms.

7.11 Past Captain. The immediate past Captain of the Krewe shall serve as an ex-officio, non-voting member of the Board of Directors.

7.12 Meetings. The Board of Directors shall meet on the second Monday of each month or at any special meeting called by the Captain of the Krewe. Should the second Monday of any month be a legal holiday, the monthly meeting of the Board of Directors for that month shall be held on a date selected by the Captain. In such an event, the Captain shall give written notice to the Board Members of the date selected.

7.13 Telephone Meetings. The Board of Directors may meet by telephone conference call, zoom, or similar means of communication as circumstances direct this type of Board meeting.

7.14 Quorum. A quorum of members of the Board of Directors shall be necessary in order for the Board of Directors to conduct any Krewe business. A quorum is defined as 2/3 of the voting Board members.

7.15 Voting. Unless otherwise specified in the articles of incorporation or in these by-laws, decisions of the Board of Directors shall be made by majority vote of the Board Members present at the meeting at which the matter is presented for vote.

7.16 Absences. Members of the Board of Directors must attend a minimum of nine (9) Board meetings in a fiscal year, May – April. A Board member with less than nine (9) attended Board meetings will come under review of the Board of Directors for termination. Board members are allowed a maximum of three (3) phone call-ins to participate in a scheduled Board meeting.

7.17 Vacancies. The Captain shall fill vacancies occurring on the Board of Directors. Elected positions shall be appointed by the Captain and approved by majority vote of the Board of Directors until the next regular Board of Directors election, at which time the vacant position will be elected by the general membership.

7.18 Removal. Any Director may be removed for cause at any time by affirmative vote of the members of the corporation at a special meeting of the members called for that purpose by two-thirds (2/3) vote of the Board of Directors.

ARTICLE VIII

COMMITTEES

8.1 Executive Committee. The Executive Committee shall consist of the Captain, four (4) Co-Captains, Secretary and Treasurer. It shall meet at the discretion of the Captain.

8.2 Nominating Committee. The Nominating Committee shall consist of five (5) persons who shall be appointed by the Captain. Said five (5) persons shall consist of the past Captain or Founding Member, two (2) members of the Board of Directors and two (2) persons appointed from the general membership of the Krewe. The Chairman of the nominating committee must have served on the previous year's Nominating Committee. The Captain shall select the Nominating Committee at the Board of Directors' regularly scheduled meeting in February. The Captain shall inform the membership of the formation of the Nominating Committee at the February Board meeting and advise the membership on how to make nominations to the Nominating Committee for the offices of Secretary and Treasurer and the At-Large Board positions coming available. The duty of the Nominating Committee is to

present one nominee for each office to be filled. The offices are, Secretary, Treasurer and up to four (4) At-Large Board Members. The Committee shall report at the meeting in March. Nominations may be made from the floor providing the consent of the nominees has been obtained. Election shall be by ballot, however, if there is only one candidate for the office, that vote may be taken by voice. The term of office shall begin at the May meeting.

8.3 Ad Hoc Committees. From time to time various committees may be established at the discretion of a majority vote of the Board of Directors. The Captain shall appoint the Chairperson. The Chairperson shall select the committee members.

ARTICLE IX

ROYALTY

9.1 Royalty. The Royalty which shall reign over the Mardi Gras celebration of the Krewe shall be a King, a Queen, a Duke and a Duchess of Dance, a Duke and a Duchess of Desire, a Duke and a Duchess of Destiny and a Duke and a Duchess of Decadence and a Junior Court consisting of the Queen's Royal Ladies and the King's Royal Guards. Members must enter their second (2nd) year of membership to be eligible for Royalty.

9.2 Selection of a King and a Queen. The King and Queen shall be selected by the Board of Directors. Each selection will be made on merit of member of the Krewe of Dionysos. The persons selected as King and Queen shall be notified of their selection by the Board of Directors prior to the Coronation Party. The persons selected may decline the selection of King and Queen and at such time the Board of Directors will select another member to serve as King and/or Queen. Following notification and acceptance of the positions of King and Queen, the King and Queen shall be announced to the general membership at the Coronation Party. No person having served in the capacity of King and Queen shall be allowed to once again be selected as King or Queen until five (5) years have elapsed.

9.3 Selection of Dukes and Duchesses. Each of the four (4) Dukes and Duchesses shall be selected by the Board of Directors in accordance with procedure established by the Board of Directors. Each selection will be made on merit of member of the Krewe of Dionysos. No person having served in the capacity of Duke or Duchess shall be allowed to once again be selected as a Duke or Duchess until two (2) years have elapsed.

9.4 Obligations and Duties of Royalty. The Royalty is considered good will ambassadors of the Krewe. All members of the Royalty are expected to conduct themselves in such a manner as to reflect well upon the Krewe and to abide by the guidelines for Royalty established by the Board of Directors. Royalty may be removed during their reign by a majority vote of the Board of Directors for conduct unbecoming Royalty of the Krewe.

9.5 Requirements of the Junior Court. The court is open to the unmarried sons/daughters or grandsons/granddaughters of members in good standing who have been members of the Krewe of Dionysos for no less than two (2) years. They shall be eligible to serve on the Junior Court in their senior year of high school.

ARTICLE X

AMENDMENTS

Amendments to these by-laws may be enacted by a two-thirds (2/3) vote of the members of the Board of Directors, and shall be ratified by two-thirds (2/3) vote of the members present at any regular or special meeting of the Krewe, provided written notice of the proposed amendments is mailed to the last known address of each member of the Krewe at least seven (7) days prior to the date of such meeting.

THUS DONE AND PASSED before me, in Natchitoches, Natchitoches Parish, Louisiana on the day, month and year first above written, in the presence of the undersigned competent witnesses, after due reading of the whole.

This document was acknowledged before me on this ____ day of _____ 20__

Signature of Notary Public _____

Full Legal Name _____

My Commission Expires _____

State of _____

Parish of _____