



# **Constitution and Bylaws**

As amended by the Delegates pursuant to a  
resolution adopted by the 52nd National  
Convention Delegates on August 10, 2024.

**Effective January 1, 2026**

# TABLE OF CONTENTS

Table of Contents .....	1
Constitution and Bylaws .....	1
Name and Objectives.....	1
Definitions.....	1
Nominating/Election Committee.....	3
Executive Committee.....	3
High Court.....	3
Resignation or Vacancy Issues .....	4
Duties of High Court Officers .....	5
High Spiritual Director .....	5
High Chief Ranger .....	5
Lead Directors.....	6
High Court Trustees .....	6
President/Chief Executive Officer.....	6
Secretary.....	7
Revenue of the High Court.....	7
Beneficiaries .....	8
Benefit Policies .....	8
Investment and Control of Funds.....	9
Trials and Appeals by High Court .....	9
Miscellaneous Provisions .....	9
AMENDMENTS .....	10
Jurisdictions.....	10
Jurisdiction Meetings .....	11
Membership .....	11
Regular Membership .....	11
Limited Membership .....	12
Funds and Property .....	12
Local Courts.....	13
State Holding Courts .....	13
Payment of Premiums and Assessments.....	13
Suspension of Members .....	13
Reinstatement of Suspended Members .....	13
Member Expulsion .....	14
Miscellaneous Provisions .....	14
Arbitration.....	15
Certification of High Court Officers .....	17
Bylaws Governing the Youth Department .....	18
Index .....	20

# CONSTITUTION AND BYLAWS

## **Name and Objectives**

### **SECTION 1**

This organization, by virtue of a charter granted by the State of Illinois on the 24th day of May, A.D. 1883, and subsequent changes thereto, will be known as the Catholic Order of Foresters.

### **SECTION 2**

The objectives of the Catholic Order of Foresters are to promote friendship, unity, and true Christian charity among its members; exhibit friendship by helping one another by all honorable means; show unity by joining together for mutual support of one another in times of distress; and foster true Christian charity by doing unto others as we would have others do unto us.

The Order will grant death, health, accident, or other benefits, in consideration of specified premiums in policies authorized by the High Court Trustees according to the applicable laws and regulations.

The Order will do all things for the benefit of its members, their beneficiaries, and public causes, as permitted by the laws and regulations governing fraternal societies.

## **Definitions**

### **SECTION 3**

For purposes of the Constitution and Bylaws of the Catholic Order of Foresters the following definitions shall apply:

**“Beneficial Member”** shall mean any individual that owns an Insurance Certificate.

**“Beneficial Member in Good Standing”** Shall be defined by the High Court.

**“Convention Call” or “Call of the Convention”** shall mean the notice sent to all Jurisdiction and Local Courts of the date of the National Convention. Such notice shall be sent at least twelve (12) months prior to the date set for the beginning of the National Convention unless giving such notice is not feasible due to an emergency situation. Said notice shall provide the date and location of the National Convention.

**“Elected Local Court Officers”** shall mean the Chief Ranger, Vice Chief Ranger, Recording Secretary, Treasurer, and as many Trustees as deemed necessary and elected by the Local Court.

**“Elected Jurisdiction Court Officers”** shall mean the Chief Ranger of the Jurisdiction, Vice Chief Ranger of the Jurisdiction, Secretary of the Jurisdiction, Treasurer of the Jurisdiction (or Secretary-Treasurer), and Jurisdiction Court Trustees.

**“Electronic Meetings”** shall mean a meeting held by electronic means that allows all participants to simultaneously communicate with each other.

**“High Chief Ranger”** shall mean the High Chief Ranger/Chair of the Board.

**“High Court” or “High Court Members”** shall mean the High Court Officers together with the High Court Trustees.

**“High Court Officers”** shall mean the High Chief Ranger/Chair of the Board, and all of the Lead Directors of the Board.

**“High Court Trustees”** shall mean the Trustees/Board of Director members.

**“Insurance Certificates”** for purposes of this Constitution and Bylaws means insurance, long-term care, disability product, annuity policies, and/or any other product issued by the Order.

**“Jurisdiction”** shall mean the geographic area, including state jurisdictions or regional jurisdictions, as determined by the High Court for the purposes determined by the High Court.

**“Jurisdiction Court”** shall mean a subordinate body of the Order established by the High Court.

**“Lead Directors”** shall mean the High Court Trustees nominated to serve as Lead Directors in accordance with Section 37.

**“Order”** shall mean the Catholic Order of Foresters.

**“President”** shall mean the President/Chief Executive Officer/CEO.

**“Secretary”** shall mean the Corporate Secretary of the Order.

**“State Holding Court”** shall mean the subordinate body that members are assigned where no Local Court (as hereinafter defined) exists.

**“Supreme Governing Body”** shall mean the High Court.

#### **SECTION 4**

- A) The High Chief Ranger together with the number of High Court Trustees, as stated in Articles of Incorporation, as amended and this Section 4, will be elected in accordance with rules and regulations adopted by the Supreme Governing Body. The ballot shall be prepared in accordance with such rules sent to the Beneficial Members in Good Standing. Each Beneficial Member shall have one vote for each elected High Court Trustee and one vote for the High Chief Ranger position
- B) The High Court Member shall be elected by a plurality of the votes cast by Beneficial Members in Good Standing.
- C) A High Court Member candidate must have been a Beneficial Member in Good Standing for two (2) full years before nomination.
- D) A High Court Member candidate shall not have been convicted of a felony.
- E) Each candidate for nomination for High Court Member must receive the approval of the Nominating Committee and should possess general knowledge of fraternal benefit societies.
- F) Each member of the High Court must successfully complete all orientation and educational training as required by the High Court within six (6) months after their election. Any High Court member failing to complete such requirements shall forfeit office.
- G) No more than one (1) High Court member may come from the same Local Court. (This limitation does not apply to State Holding Courts.) No more than two (2) High Court Members may come from the same Jurisdiction Court.
- H) No full-time employee of the Order may be nominated for any High Court office until that employee tenders a resignation of employment effective as of the date of election.
- I) The minimum number of High Court Trustees shall be eleven (11).
- J) The term of office for High Court Members elected by the Beneficial Members in Good Standing begins on January 1 following their election and continues until their successors have been duly elected and qualified.

#### **SECTION 5**

- A) Prospective High Court candidates will submit a nomination petition and a résumé to the Secretary in accordance with rules and regulations adopted by the Supreme Governing Body.
- B) Each candidate for High Chief Ranger or High Court Trustee must receive the approval of the Nominating Committee of the High Court and should possess general knowledge of fraternal benefit societies.
- C) No member who will be sixty-eight (68) years of age or older before taking office will be eligible for election to a High Court.

D) The High Court Trustees shall annually set the High Court Officers' remuneration and publish any change.

## **NOMINATING/ELECTION COMMITTEE**

### **SECTION 6**

- A) The High Chief Ranger shall appoint not less than three(3) individuals, all of whom shall be Beneficial Members in Good Standing to the Nominating Committee. The appointment shall be subject to ratification by the High Court.
- B) The Nominating Committee shall adopt procedures for nomination of candidates and obtain any and all information deemed by the Committee as necessary to evaluate a candidate and for presentation to the Beneficial Members in Good Standing to enable them to make an informed decision.
- C) No individuals seeking to be elected as High Chief Ranger or High Court Trustee shall be eligible to be appointed to the Nominating Committee. No member of the immediate family of an individual seeking to be elected shall be eligible to be appointed to the Nominating Committee.
- D) The Nominating Committee shall review all candidates' applications and determine if such individual is eligible to serve in the position the individual is seeking.
- E) The Nominating Committee shall also review the background and credentials of the candidates and recommend the candidates the Committee determines are best qualified and compliment the skills matrix for the entire High Court.
- F) The Nominating Committee shall submit a slate of qualified candidates for election to the Beneficial Members in Good Standing for their consideration.
- G) The Nominating Committee shall publish background information, résumés, and other relevant information for each of the candidates on the ballot.

## **EXECUTIVE COMMITTEE**

### **Authority and Duties**

### **SECTION 7**

The Order's Executive Committee will consist of the High Chief Ranger, President, and at least one additional member nominated to the Executive Committee by the President and ratified by the High Court. The Executive Committee will consist of no less than three (3) individuals.

### **SECTION 8**

With the exception of all benefits provided by members' policies and other contractual obligations, the High Court will annually adopt a board policy establishing the maximum expenditure without approval by a majority of the Executive Committee. Each such expenditure will be subject to review by the High Court at its next meeting.

### **SECTION 9**

The Executive Committee shall have such authority as delegated to them by the High Court including but not limited to providing organizational direction and advising the High Court on decisions and business matters ranging from strategy planning, policy, investment, and risk.

### **SECTION 10**

The Executive Committee will keep all meeting minutes and submit them to the High Court at its next meeting.

## **HIGH COURT**

### **Authority and Duties**

### **SECTION 11**

The High Court's official seat will be located in the State of Illinois, at a place determined by and subject to change by the High Court.

## **SECTION 12**

- A) The High Court constitutes the Order's Supreme Governing Body, empowered with full legislative, judicial, and governing powers.
- B) The High Court will be vested with full executive authority and charged with the Order's general supervision. This High Court retains complete authority to promote and advance the Order's business interests, for the good of the entire membership.
- C) The High Court may enact or amend the Constitution and Bylaws for governing itself, the High Court, Jurisdiction Courts, Local Courts, and State Holding Courts.
- D) The High Court will hold regular and/or special meetings at a time and place designated by the High Chief Ranger. The High Court must hold a minimum of four (4) regular meetings each year.
- E) With permission of the High Chief Ranger, any High Court member may participate in and act at any High Court or committee meeting by electronic means or any other form of communication that allows all participants to simultaneously communicate with each other. Such participation will constitute the High Court Officer's or Trustee's official attendance at such meeting.
- F) The High Court shall determine the geographic boundaries of each Jurisdiction.
- G) The High Court possesses full authority to interpret the Order's laws. Its interpretation is binding upon the Order and its members. As provided in these Bylaws, the High Court may levy special assessments.
- H) The Order's officers and members are subject to the control of and will perform duties required by the High Court may remove, for cause only, and High, Jurisdiction, Local Court officer or trustee/director. The High Court may also expel members found guilty of violating the Order's Charter or Constitution and Bylaws. The High Court may also expel members who neglect official duties of office or membership; however, such action does not affect membership rights as granted in their benefit policies.
- I) When the High Court amends the Order's Constitution and Bylaws, after approval of the Illinois Department of Insurance, notice of the amendment(s) will be published in *Catholic Forester* magazine. Amendments, from the date of publication, will be binding on every member and on all those deriving legal rights from a member.
- J) The High Court Trustees shall annually set the High Court Officers' renumeration.
- K) The High Court shall annually ratify the compensation of the President.
- L) The High Court has full authority to define, merge, dissolve and disband all subordinate bodies.
- M) The High Court shall annually conduct a self-assessment in accordance with 215 ILCS 5/286.1 paragraph c(5).

## **SECTION 13**

The High Court shall determine the minimum number of adult members necessary for a Local Court or Jurisdiction Court.

## **SECTION 14**

- A) The High Court is authorized to reimburse all necessary expenses to High Court members. High Court Trustees will receive remuneration, as set jointly by the High Chief Ranger and President.
- B) High Court Trustees will be reimbursed for any reasonable expenses incurred while engaged in the Order's business or while attending assigned functions other than High Court meetings.

## **SECTION 15**

The High Court will issue Rituals of the Order, which specifies ceremonies for Local and Youth Courts to use. The High Court may approve any additional ceremony.

## **RESIGNATION OR VACANCY ISSUES**

### **SECTION 34**

- A) The High Court has authority to fill all vacancies occurring among High Court Officers or Trustees. All appointments are subject to the provisions of Section 5.

- B) If a High Court Trustee resigns, dies, or is removed from office for any reason, the High Court will direct the Secretary to publish a notice in the next publication of the official Order publication of the vacancy and the availability of applications for the position. A candidate must submit a completed application postmarked or delivered within forty-five (45) days from the date of publication of the vacancy to the Secretary.
- C) High Court vacancies, occurring for any reason, are to be filled within one hundred eighty (180) days.
- D) The Secretary will refer the nominee's Petition for Nomination and résumé to the Nominating Committee for review and recommendation.
- E) Any individual elected to fill a vacancy will take office upon election and serve the unexpired term of the High Court Trustee whose vacancy the individual is filling.

## **Duties of High Court Officers**

### **HIGH SPIRITUAL DIRECTOR**

#### **SECTION 17**

The High Spiritual Director will be accorded the privilege of conducting all religious services held during any Order meeting or event. When present, the High Spiritual Director will be requested to open and close such meeting or event with prayer. In his absence, this privilege will be accorded to any Catholic clergyman present, to the High Chief Ranger, or to any member the High Chief Ranger designates.

### **HIGH CHIEF RANGER**

#### **SECTION 18**

- A) The High Chief Ranger will be the chairman of the board.
- B) The High Chief Ranger will preside over all High Court meetings. The High Chief Ranger will decide all questions of order, subject to appeal.
- C) The High Chief Ranger will appoint the chairperson and members of all High Court committees.
- D) The High Chief Ranger will appoint an Audit committee in compliance with 215 ILCS 5/286.1(c)(6) and IL Admin Code Rule Title 50 Part 925.140.
- E) The High Chief Ranger will appoint a Reinsurance Committee in compliance with 215 ILCS 5/179b.
- F) The High Chief Ranger will report a Nominating Committee which must be ratified by the High Court. The Nominating Committee will screen, propose, and recommend individuals for election to the High Court.
- G) With approval of a two-thirds vote of the High Court, the High Chief Ranger may remove any High Court Trustee who fails, without good cause, to attend two (2) consecutive High Court meetings; who fails or neglects to perform the duties of the office; who fails to perform duties assigned by the High Court or the High Chief Ranger; or who engages in any conduct unbecoming the office or the Order.
- H) The High Chief Ranger will sign all charters before issue.
- I) The High Chief Ranger will perform any other duties required by the High Court.
- J) The High Chief Ranger's orders will be obeyed under penalty of suspension, subject to appeal to the High Court.
- K) The High Chief Ranger has full authority to organize Local Courts and State Holding Courts and initiate, direct, and supervise membership campaigns within jurisdictions.
- L) The High Chief Ranger, together with the President, shall annually set the compensation of the High Court Trustees.

## **LEAD DIRECTORS**

### **SECTION 19**

- A) The High Chief Ranger, together with the President, shall nominate two (2) or three (3) High Court Trustees to serve as Lead Directors.
- B) Such nominated High Court Trustees shall be subject to the approval of the High Court.
- C) Each Lead Director shall serve a two (2) year term or until their successor shall be nominated and approved by the High Court.
- D) Lead Directors may be removed from office at the discretion of the High Chief Ranger and President.
- E) The High Chief Ranger, together with the President, shall designate the individuals nominated to serve as Lead Directors in the order of precedence in which they serve.
- F) In the absence of the High Chief Ranger, a Lead Director (in the order of precedence) will preside at all High Court meetings.
- G) In the High Chief Ranger's extended absence, the Lead Director serving as the Interim High Chief Ranger will receive the remuneration of the High Chief Ranger's office.
- H) In case of vacancy in the High Chief Ranger's office, the Lead Director (in order of precedence) will fill and receive the remuneration of the High Chief Ranger's office until the vacancy is filled by the majority vote of the High Court.
- I) A Lead Director will perform any other duties required by the High Chief Ranger and/or the High Court.

## **HIGH COURT TRUSTEES**

### **SECTION 20**

The High Court Trustees will:

- A) Attend all High Court meetings unless excused.
- B) Serve on committees and perform all duties required by the High Court or the High Chief Ranger unless excused.
- C) Sign all charters issued to Local Courts.
- D) Appoint a public accounting firm to audit the Order's records.

## **PRESIDENT/CHIEF EXECUTIVE OFFICER**

### **SECTION 21**

- A) Any person service as the President shall meet the following qualifications:
  - 1) May not have been convicted of a felony;
  - 2) Must have at least five (5) years of insurance industry or insurance regulatory experience;
  - 3) Must possess two (2) or more of the following qualifications:
    - a) Working knowledge of financial accounting;
    - b) Bachelor's degree from an accredited university or equivalent combination of education and financial industry experience;
    - c) Prior management experience; or
    - d) Demonstrated superior judgement, analytical ability, communication skills and leadership.
- B) The President shall be nominated by the High Chief Ranger and elected by the High Court.
- C) The President shall be the principal executive officer of the Order and, subject to the supervision of the High Court, shall supervise and control all of the business and affairs of the Order. In general, the President shall perform all duties incident to that office and such other duties as may be prescribed by the High Court from time to time.

- D) The President will devote full time to the duties of this office and will not engage in any other business or occupation.
- E) The President, together with the High Chief Ranger, will sign all charters.
- F) The President, together with the Secretary, will sign all member policies before issue.
- G) The President shall have full authority to employ, appoint, contract with and set salaries, commissions, incentives and bonuses for all employees, regional directors, general agents, associate general agents, and agents.
- H) The High Court may remove the President for reasonable cause.

## **SECRETARY**

### **SECTION 22**

The President shall name a Secretary.

### **SECTION 23**

The Secretary shall:

- A) Give or cause to be given all notices required by either the law or these bylaws;
- B) Create and maintain corporate records and documents including High Court meetings;
- C) Prepare and present to the High Court any and all resolutions and corporate documents;
- D) Report to the High Court on any matters as may be requested;
- E) Under the High Court's direction, conduct all High Court correspondence;
- F) Ensure compliance with statutory and regulatory compliance;
- G) Provide advice and guidance with regard to governance matters;
- H) Together with the President sign all member policies before issue; and
- I) Perform such other duties and responsibilities as assigned by President/CEO.

## **REVENUE OF THE HIGH COURT**

### **SECTION 24**

If the Catholic Order of Foresters assets exceed liabilities, including liabilities in the tabular reserves computed on the basis specified in the member's policy or in the Constitution and Bylaws, by an amount equal to five percent of said reserves, increased by an amount equal to all its other liabilities, the High Court may distribute the excess with payment of an equitable dividend.

### **SECTION 44**

The High Court is authorized to levy special assessments to provide for the Order's legal reserves and other liabilities. When in the High Court's opinion a deficiency exists, the High Court will determine and levy each member's equitable proportion of the deficiency. If payment is not made, the member may choose, within thirty (30) days of the levy's notice, that the deficiency 1) stand as an indebtedness against the policy and draw interest not to exceed the rate provided in the policy for policy loans or 2) a proportionate reduction in the Insurance Benefits provided by the policy. No such assessment shall take effect unless a thirty (30) day notification has been provided to the Illinois Director of Insurance, who shall have the ability to disapprove the assessment only if the Illinois Director of Insurance finds that such assessment is not in the best interests of the members. However, in no event may an assessment obligation be forgiven, credited or repaid by whatever means in lieu of collection or reduction in benefits, unless provided to all members of the Order and approved in writing by the Illinois Director of Insurance. Notwithstanding the foregoing, the Order may fully repay, credit, or forgive an assessment from the date of death of any life insured under a certificate so long as the plan to forgive or repay the assessment is certified by an independent actuary and filed with the Illinois Director of Insurance to make reasonable and adequate provision for the forgiveness or repayment of the assessment to all assessed members of the Order as a result of the death.

## **SECTION 26**

Any member in good standing may request transfer to another court. This request must be made in accordance with rules and regulations established by the High Court.

## **SECTION 27**

Upon application, a member having a right to a policy's net cash value will be entitled to receive, as a cash surrender, any qualifying policy's net cash value. Members must give the Order ninety (90) days written notice of intention to surrender before the High Court will be obligated to pay the net cash value.

## **BENEFICIARIES**

### **SECTION 28**

- A) Policy benefits may be payable to any person or persons, institutions, or entities legally permitted to be named beneficiaries by an owner in accordance with state laws governing the policy.
- B) Any determination, made in good faith, by the Order that the contingent beneficiary is entitled to a policy's proceeds and any benefit paid by the Order to the contingent beneficiary, will be forever binding upon the primary beneficiary and the contingent beneficiary.
- C) If the payee is a minor or legally disabled, the policy proceeds due upon death or maturity will remain on deposit with the Order and accumulate interest at not less than the current rate paid on funds left with the Order under the member or beneficiary option until:
  - 1. the payee reaches full legal age or has been legally restored or
  - 2. the payee's legal guardian elects one of the available settlement options.
- D) In states where such payment can be legally made, benefits may be paid to the legally appointed guardian or to a minor's natural guardian.
- E) Owners or their beneficiaries are entitled to all options available in the policy and all other options in effect at the time the request is made.

### **SECTION 29**

If one or more designated beneficiaries predeceases the insured or is an institution or entity not in existence at the time of payment, and if no other or further disposition of its share has been made, the Insurance Benefit will be paid in full to the surviving beneficiary or beneficiaries. Each shares *pro rata*, as provided in the policy. The beneficiary or beneficiaries must furnish satisfactory proof of death or non-existence of the other beneficiary or beneficiaries.

### **SECTION 30**

In the event of the death or non-existence of all beneficiaries designated by the owner before the insured's death and provided no other or further disposition has been made, the benefit will be paid to the owner or owner's estate.

### **SECTION 31**

No action at law or in equity will be brought or maintained on any cause or claim arising from membership in the Order on any insurance benefit policy previously or subsequently issued, unless the suit is commenced within five (5) years from the date of the insured's death or the date the cause of action accrues. If the law governing the policy prohibits the five (5) year period, then the period will be the shortest period permitted by the law governing the policy.

## **BENEFIT POLICIES**

### **SECTION 32**

- A) A beneficiary designation may be changed at any time by filing a written notice, satisfactory to the Order, at the Home Office. A change of beneficiary becomes effective only when the Secretary endorses the written notice.
- B) The change takes effect and is retroactive to the date the owner signed the beneficiary change request. This effective date applies whether or not the insured is living at the time of the Secretary's

endorsement, but without prejudice to the Order because of any payment made before receiving the change of beneficiary designation in the High Court office.

#### **SECTION 33**

A policy's conditions and specific provisions concerning Insurance Benefits take precedence over the Order's Constitution and Bylaws wherever a conflict exists between the Constitution and Bylaws and the policy's conditions and provisions.

### **INVESTMENT AND CONTROL OF FUNDS**

#### **SECTION 34**

The Order's Investment Committee will include the High Chief Ranger, President and no less than two (2) High Court members appointed by the High Chief Ranger and confirmed by the High Court. The Investment Committee is responsible for investing the Order's funds. Any High Court member wishing to serve on the Investment Committee must meet the requirements established by the High Court prior to committee appointment.

#### **SECTION 35**

The High Court will have full control of all the Order's investments. Between High Court meetings, the Investment Committee may make investments or convert any investment into cash, provided the decision is ratified by a majority of the Investment Committee.

#### **SECTION 36**

- A) The High Court is vested with full responsibility for the Order's funds. The High Court is authorized to take any actions necessary to enforce Bylaws governing the Order's funds.
- B) The High Court will periodically, as circumstances require, file with the custodian a certification of the signatures of officers who may authorize the deposit or investments withdrawals.

### **TRIALS AND APPEALS BY HIGH COURT**

#### **SECTION 37**

All trials and appeals shall be conducted in accordance with rules and regulations adopted by the High Court.

#### **SECTION 38**

If the Bylaws provide a penalty for the matter, the High Court will set the penalty for an accused found to be in violation of the allegations. If the Bylaws provide no penalty, the High Court Trustees may determine the penalty by a majority vote.

### **MISCELLANEOUS PROVISIONS**

#### **SECTION 39**

The Order's fiscal year begins on January 1 and ends on December 31.

#### **SECTION 40**

- A) None of the following may serve as Officer or Trustee of a Local Court, Jurisdiction Court, or the High Court. The same may not be elected or appointed as a Delegate or Alternate Delegate to a Jurisdiction Convention or the National Convention:
  - 1) Any Order registered representative or financial advisor,
  - 2) Any licensed insurance agent; or
  - 3) Any Order broker
- B) No full- or part-time employees of the Order may serve as an Officer or Trustee of a Jurisdiction Court or High Court; or
- C) No High Court member may, directly or indirectly, serve as an Officer or Agent of any other society or company selling life insurance.

## **SECTION 41**

The Order's official publication, *Catholic Forester*, will be published and distributed periodically to the address of record for every member household in good standing, unless otherwise requested. *Catholic Forester* will be managed under the direction of the High Court.

## **SECTION 42**

No elected High Court member may, directly or indirectly, as an owner, partner, stockholder, employee, director, consultant, or otherwise, bid on or enter into any contract with the Order for services, tangible or intangible, that would result in that High Court member obtaining personal gain.

## **SECTION 43**

- A) The Order will completely indemnify to the full extent, now or subsequently permitted by law, any High Court member, officer, or employee who was, is, or has been threatened to be made a party to any contemplated, pending, or completed action:
  - 1) wherever the action may be brought,
  - 2) whether civil, criminal, administrative, or investigative;
  - 3) brought because that person is or was a High Court member, officer, or employee;
  - 4) against all expenses, attorney fees, judgments, costs, fines, and amounts paid in settlement actually and reasonably incurred by that person in connection with the investigation, defense, handling, negotiation, and settlement of any action, suit, or proceeding.
- B) This right of indemnification is not conclusive of any other rights to which that person is entitled as a matter of law.
- C) Further, such indemnification shall specifically exclude any willful, (meaning not following any professional's advice) wanton or reckless acts committed by any High Court member or employee.

# **AMENDMENTS**

## **SECTION 44**

Any member of the Order in good standing has the right to propose to the High Court an amendment, substitution, or repeal of any part of the Order's Constitution and Bylaws.

## **SECTION 45**

Amendment of the Articles of Incorporation is reserved for the Beneficial Members in Good Standing.

## **SECTION 46**

Any amendment of the Articles of Incorporation shall require two-thirds of the votes cast.

## **SECTION 47**

- A) The number of votes needed to amend the Order's Constitution and Bylaws, Charter and Articles of Incorporation, or any of these documents' amendments will be no less than two-thirds of the High Court's votes.
- B) Unless otherwise provided, all amendments will take effect after the approval by the Illinois Department of Insurance and publication in the *Catholic Forester* magazine.

# **JURISDICTIONS**

## **SECTION 48**

Jurisdictions shall operate in accordance with rules and regulations adopted by the High Court.

## **SECTION 49**

- A) For representation at a Jurisdiction Meeting, each Local Court within the Jurisdiction having an adult membership numbering no fewer than twenty (20) and no more than one hundred fifty (150) will elect one (1) delegate and one (1) alternate delegate.

- B) Each Local Court within the Jurisdiction having an adult membership numbering between one hundred fifty-one (151) and three hundred (300) will elect two (2) delegates and two (2) alternate delegates.
- C) Each Local Court within the Jurisdiction having an adult membership numbering between three hundred one (301) and five hundred fifty (550) will elect three (3) delegates and three (3) alternate delegates.
- D) Each Local Court within the Jurisdiction having an adult membership numbering between five hundred fifty-one (551) and eight hundred (800) will elect four (4) delegates and four (4) alternate delegates.
- E) Each Local Court within the Jurisdiction having an adult membership numbering between eight hundred one (801) and one thousand one hundred fifty (1,150) will elect five (5) delegates and five (5) alternate delegates.
- F) Each Local Court within the Jurisdiction having an adult membership numbering between one thousand one hundred fifty-one (1,151) and one thousand five hundred (1,500) will elect six (6) delegates and six (6) alternate delegates.
- G) Each Local Court within the Jurisdiction having an adult membership of one thousand five hundred one (1,501) or more will elect seven (7) delegates and seven (7) alternate delegates. Each State Holding Court shall be entitled to the same number of delegates to the Jurisdiction Meeting as the Local Courts based on the number of members assigned to such State Holding Court.

## **Jurisdiction Meetings**

### **SECTION 50**

Delegates and alternates to the Jurisdiction Meeting will be elected at the Local Courts' regular meeting held prior to a date set by the High Court. State Holding Court Delegates shall be selected in accordance with rules and regulations adopted by the High Court.

### **SECTION 51**

A Catholic Order of Foresters adult regular members in good standing:

- A) is a Catholic in union with Rome, and
- B) carries a Catholic Order of Foresters Insurance or Annuity Certificate.

### **SECTION 52**

All current High Court members of the Jurisdiction in good standing are entitled to honorary seats with a voice and vote. All members belonging to the Jurisdiction in good standing are entitled to admission to the Jurisdiction Meeting but are not entitled to a voice or vote.

## **Membership**

### **REGULAR MEMBERSHIP**

#### **SECTION 54**

Any person qualifies for regular membership in the Order who possesses good moral character and is at least eighteen (18) years of age, has an Insurance Certificate, and fulfills all requirements of the Catholic Church in union with Rome for membership in good standing with the Church, as defined in Section 55.

#### **SECTION 55**

- A) No person is eligible for regular membership in the Order who has been expelled from the Order for any reason, is knowingly a member of any organization antagonistic to the Catholic Church, has been excommunicated, or is not permitted in the external forum to participate in the Church's sacramental life.
- B) To continue membership in good standing in this Order, a member must remain a Catholic in union with Rome.

C) Any suspension because of failure to remain a member of the Catholic Church will not affect a member's Insurance Certificates.

#### **SECTION 56**

Every eligible person seeking regular membership in the Order will be proposed for membership in the manner and form herein prescribed.

#### **SECTION 57**

Every proposed applicant for regular membership will furnish any information required by the signed application or other required forms.

#### **SECTION 58**

A recommendation for regular membership must be endorsed and signed by a member of the Order in good standing who certifies that the proposed member is a practicing Catholic in union with Rome and is worthy of Catholic Order of Foresters membership.

### **LIMITED MEMBERSHIP**

#### **SECTION 59**

A) The Order may accept as insurance members a limited class of non-Catholic persons. These limited members are not entitled to hold office in the Order or attend any of the Order's business meetings. Limited members may receive fraternal benefits as approved by the High Court.

B) Limited membership includes the following:

- 1) The non-Catholic spouse or children of a current or prospective Insurance Benefit member.
- 2) The non-Catholic parent, stepparent, stepchild, grandparent, or grandchild of a current or prospective Insurance Benefit member.
- 3) The non-Catholic beneficiary of a benefit member who elects a benefit option available under the Insurance Benefit certificate's terms or is created or allowed by operation of law.
- 4) Non-Catholic Insurance benefit certificate owners whose certificates are acquired by virtue of a merger or consolidation of the Order with another fraternal benefit society or as part of a group association.
- 5) Non-Catholic employees of a Catholic institution that purchases a Catholic Order of Foresters' product.
- 6) Non-Catholic individuals who acquire a COF product through an agent licensed with another Catholic fraternal benefit society.
- 7) Non-Catholic employees of a business owned by a COF regular member.

### **FUNDS AND PROPERTY**

#### **SECTION 60**

A) All fees, payments, dues, allowances, and court reimbursements will be placed in and constitute a Jurisdiction and Local Court's fund. This fund will be used solely to pay necessary court costs in connection with actual court operating expenses.

B) All expenditures require the signature of two Local Court officers. One signature must be that of the local Treasurer or Financial/Recording Secretary.

#### **SECTION 61**

A) As provided in the Order's Charter and Constitution and Bylaws, all court funds and property are held in trust for the Order's benevolent objectives and for necessary costs in the court's actual operation. Distributing in excess of the lesser of \$2,500 or 25 percent per year from the treasury of the court as of the beginning of the year for other purposes, spending, or dividing these funds among members is a violation of the Order's Charter, trusts, and Constitution and Bylaws unless waived by the High Court. The penalty for violation may include expulsion of the individuals responsible for the distribution.

B) In the event of a Local Court merger, funds remaining in the Local Court's treasury revert to the High Court. Local Court funds abandoned by a Local Court or Local Court officers revert to the High Court.

## **LOCAL COURTS**

### **Local Court Meetings**

#### **SECTION 62**

Every Local Court shall operate in accordance with rules and regulations adopted by the High Court.

### **Trials and Appeals by Local Courts**

#### **SECTION 63**

All trials and appeals by Local Courts shall be conducted in accordance with rules and regulations adopted by the High Court.

## **STATE HOLDING COURTS**

#### **SECTION 64**

Any member not assigned to a Local Court shall be assigned to a State Holding Court.

#### **SECTION 65**

Accredited Delegates from the State Holding Court to the Jurisdiction Meeting shall be selected in accordance with rules and regulations established by the High Court.

## **PAYMENT OF PREMIUMS AND ASSESSMENTS**

#### **SECTION 66**

Any member suspended for payment failure will forfeit all membership privileges and Insurance Certificate rights, except non-forfeiture options granted by the Constitution and Bylaws or by the Insurance Certificate's terms.

#### **SECTION 67**

All member premium payments are to be paid to the Home Office.

## **SUSPENSION OF MEMBERS**

#### **SECTION 68**

A member may only be suspended in accordance with rules and regulations adopted by the High Court.

## **REINSTATEMENT OF SUSPENDED MEMBERS**

#### **SECTION 69**

The Order will reinstate a member suspended for premium nonpayment, if that member complies with all Constitution and Bylaws requirements applicable to the case.

#### **SECTION 70**

Any of the Order's officers suspended for any cause will forfeit the office held. Reinstate to membership will not automatically reinstate the officer to the previously held office.

#### **SECTION 71**

A suspended member will be reinstated, if found to have complied with all applicable requirements of the Bylaws.

#### **SECTION 72**

Any person who, according to the Order's Bylaws, forfeited reinstatement or whose reinstatement application was rejected or declared void is eligible and may be proposed as a new member applicant in any of the Order's courts.

## **SECTION 73**

Between the reinstatement application filing and formal action taken to reinstate a suspended member, neither the suspended member nor the member's beneficiaries have any right or title in or claim against the Local Court or the Order.

## **MEMBER EXPULSION**

### **SECTION 74**

Any member shall be expelled *ipso facto* if convicted of a felony or when membership in good standing with the Catholic Church in union with Rome ceases. However, expulsion does not affect the member's Insurance Certificates.

### **SECTION 75**

- A) A member or suspended member will be expelled from the Order for failing, neglecting, or refusing to deliver any High Court or Local Court books, accounts, or other property in the member's control or possession within ten (10) days of written demand, served personally or by registered mail, by any High Court or Jurisdiction authorized officer or representative, any High Court or Local Court books, accounts, or other property in the member's control or possession.
- B) A member or suspended member will be expelled from the Order for failing, neglecting, or refusing to surrender any money in the member's control or possession that belongs to the High Court, Jurisdiction or Local Court or for which a judgment against the member has been obtained. This expulsion does not affect the member's Insurance Certificates.

## **MISCELLANEOUS PROVISIONS**

### **SECTION 76**

- A) The Order's Constitution and Bylaws is binding on the Order, every member, and all beneficiaries. No local body, local officers, or members have authority to waive any Constitution or Bylaws provisions. The entire contract between the Order and the policy owner includes the following, with all amendments to each:
  - 1) Articles of Incorporation and the Order's Constitution and Bylaws;
  - 2) The policy with all riders and endorsements;
  - 3) Application for membership;
  - 4) Declaration of insurability, if used instead of a medical examination; and
  - 5) Any part of the medical examination signed by the applicant.
- B) All policy owners, insureds, and beneficiaries are bound by any changes, additions, or amendments to the Articles of Incorporation or the Constitution and Bylaws enacted following an Insurance Certificate's issuance. Any changes will govern and control the agreement in all respects, as though the changes, additions, or amendments had been made and were in force at the time of membership application.
- C) Insurance Certificates previously and subsequently issued are incorporated by the reference into the Order's Constitution and Bylaws and form a part of the Order's Constitution and Bylaws as though written therein.

### **SECTION 77**

The words "member", "owner", "policy owner", or "insured", appearing anywhere in the Order's Constitution and Bylaws, membership application, policy, or other forms, refer to both male and female members. A masculine pronoun appearing anywhere in the Order's Constitution and Bylaws, membership application, policy, or other forms refer to both male and female members. A masculine pronoun appearing anywhere in the Order's Constitution and Bylaws, membership application, policy, or other forms refers to both male and female members.

## **SECTION 78**

**Robert's Rules of Order.** In the absence of any rules or regulations governing any particular phase of the deliberations of any constituent body of the Order, the current edition of "Robert's Rules of Order Newly Revised" shall apply.

## **Arbitration**

### **SECTION 79**

The following provisions shall apply to all products of the Order except qualified (IRA) annuities.

- A) This section's purpose is to prescribe the sole means to present and resolve grievances, complaints, or disputes between insured members, certificate or policy owners, or beneficiaries and the Order or its directors, officers, agents, and employees relating to the Order's Insurance Certificates (for instance, benefit certificates or policies and non-qualified annuities). Procedures set forth in this section are meant to provide prompt, fair, and efficient opportunities for dispute resolution consistent with the fraternal nature of the Order without the delay and expense of formal legal proceedings.
- B) Except as expressly limited in this paragraph, this section applies to all past, current, and future Insurance Certificates or policies, members, insureds, certificate or policy owners, beneficiaries, and the Order.

It applies to all claims, actions, disputes, and grievances of any kind or nature whatsoever relating to the Order's Insurance Certificate products.

It includes, but is not limited to, claims based on breach of benefit contract, as well as claims based on fraud, misrepresentation, violation of statute, discrimination, denial of civil rights, conspiracy, defamation, and infliction of distress against the Order or its directors, officers, agents, or employees.

To the extent permitted by applicable law, this section applies to all claims, actions, disputes, and grievances brought by the Order or its insured members against other members, certificate or policy owners, or beneficiaries with respect to the Order's Insurance Certificate products.

In the event that a court or arbitrator of competent jurisdiction deems any party or claim in a dispute not subject to this section, this section shall remain in full force and effect as to any remaining parties or claims involved in such dispute.

This section does not apply to any claims or disputes relating to major medical insurance certificates or pension or retirement benefit plans for the Order's employees. This section also does not apply to claims or disputes made after the applicable statute of limitations have expired.

- A) No lawsuits or any other actions may be brought for any claims or disputes covered by this section.

The following are the steps and procedures for presenting and resolving disputes:

- i. Appeal of the dispute to a designated reviewer within the Order appropriate to the dispute.
- ii. If an appeal as provided in (i) above does not result in a mutually satisfactory resolution, either party has the right to have the matter mediated in accord with the applicable mediation rules of the American Arbitration Association.
- iii. If mediation does not result in a mutually satisfactory resolution, the matter will be resolved by binding arbitration administered by and in accordance with the applicable arbitration rules as prescribed by the American Arbitration Association as applicable to the type of matter in dispute. The arbitrator's decision shall be final and binding, subject only to the right to appeal such decision as provided in the arbitration rules and applicable law.
- iv. The member or benefit certificate or policy owner or beneficiary shall have the right to consult with legal counsel of his or her choosing at any time at his/her own expense (unless, as provided in section (v) below, he or she is awarded attorneys' fees). If an issue in dispute is subject to law that prohibits parties from agreeing to submit future disputes to binding

arbitration, arbitration results shall be non-binding, unless both the individual and the Order agree to binding arbitration after the claim or dispute has arisen.

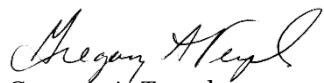
- v. The administrative costs of the mediation and/or arbitration (including mediators' or arbitrators' fees and expenses, filing fees, reasonable and necessary court reporting fees) shall be paid by the Order. Provided, however, unless awarded pursuant to paragraph (vi) below, each party shall bear its own attorneys' fees, expert fees and discovery costs.
- vi. This section's procedures are designed to afford individual members, Insurance Benefit certificate or policy owners, beneficiaries, and the Order a prompt, fair, and efficient means of resolving individual disputes. Accordingly, no disputes may be brought forward in a representative group on behalf of or against any "class" of persons, and the disputes involving multiple members or Insurance Certificate, or policy owners or beneficiaries (other than immediate family) may not be joined together for purposes of these procedures without the express written consent of both (a) all members and Insurance Certificate or policy owners and beneficiaries affected thereby and (b) the Order.
- vii. This section applies to any claim or dispute resolved through binding arbitration as provided in section (vi) above, and it applies to any action if a court or arbitrator of competent jurisdiction deems any party or claim in a dispute not subject to binding arbitration. Except as expressly limited in this section, the parties to a dispute may be awarded any and all damages or other relief allowed for the claim in dispute by applicable federal or state law, including attorneys' fees and expenses if such attorneys' fees and expenses are deemed appropriate under applicable law. Exemplary or punitive damages may be awarded pursuant to federal or state statute or, if awarded pursuant to the common law, exemplary or punitive damages may be awarded but may not exceed three times the amount of compensatory damages.
- viii. In the event that any Court or arbitrator of competent jurisdiction deems any portion of this section to be unenforceable or otherwise void under applicable law, this section's remaining portions shall remain in full force and effect.
- ix. In the event that member, benefit certificate, policy owner or beneficiary fails to respond or provide any necessary information and/or documentation regarding their claim within thirty (30) days of a request for same, it will be deemed that said party has voluntarily terminated the process.

## **SECTION 80**

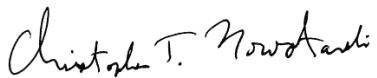
Before any civil legal action may be commenced concerning a violation of the Order's Constitution and Bylaws, an aggrieved party must exhaust his or her alternative dispute resolution remedies as provided herein.

# CERTIFICATION OF HIGH COURT OFFICERS

We certify that the preceding is a true and correct copy of the Catholic Order of Foresters Constitution and Bylaws as authorized pursuant to a resolution approved by the 52nd quadrennial session of the National Convention held August 10, 2024. We also certify that the same is in full force beginning January 1, 2026.



Gregory A. Temple  
President/Chief Executive Officer



Christopher T. Nowotarski  
Secretary

# BYLAWS GOVERNING THE YOUTH DEPARTMENT

## SECTION 1

Children, from birth to actual age eighteen (18), who fulfill the requirements of the Catholic Church in union with Rome, may be admitted to the Youth Department under conditions determined by the High Court. These conditions for admission must not conflict with any state's statutes or laws.

## SECTION 2

The High Court may periodically determine, within specified conditions noted in this document, requirements for Youth Department admission, policy forms, membership applications, and medical forms.

## SECTION 3

All applicants are required to submit a membership application, with a medical examination report, if required.

## SECTION 4

The Order will provide adequate notice of any regular or special premium payment required under any policy. This notice will be issued in the same manner as provided under all policies and will be considered due notice, within the meaning of the Order's Constitution and Bylaws and any state statutes.

## SECTION 5

All youth members will automatically transfer to adult membership upon their eighteenth (18th) birthday.

## SECTION 6

Upon transfer of a youth member to adult membership, ownership of the youth policy remains with the original owner unless the owner consents in writing to the transfer of ownership to the youth member. All rights of all parties interested in such policy are always subject to the Order's Constitution and Bylaws and laws of the member's state.

## SECTION 7

Youth members transferring to adult membership will be required to fulfill all adult membership obligations.

## SECTION 8

- A) If the owner dies or fails to pay the premium when due, youth policy ownership may be transferred to another adult who files written acceptance of the policy conditions and provisions. A person related to the youth must make the request.
- B) Ownership may be transferred:
  - 1) if the owner consents in writing;
  - 2) at the request of the personal representative of the decedent's estate; or
  - 3) in the event that no decedent's estate is opened then if the insured youth is younger than eighteen (18) years of age the ownership of the policy shall transfer to the *in loco parentis* of the insured, if the youth insured is eighteen (18) years of age or older, then the policy ownership shall transfer to the insured.

## SECTION 9

Youth members do not have a voice in the Order's management.

## SECTION 10

Every youth policy is subject to changes, additions, or amendments made to the Order's Charter, Articles of Incorporation, or Constitution and Bylaws. Any changes, additions, or amendments made will govern and control outstanding youth policies in the same manner and to the same extent as if they had been made and were in force at the time of the policy's application and issuance. They are binding on the owner, the member, and the beneficiary or beneficiaries.

## **SECTION 11**

All sections of the Order's Bylaws apply to youth membership, youth policies, and beneficiaries. These include all sections dealing with officer duties, beneficiaries, proofs of claims, time of bringing recovery of benefits action, waivers, receipts, receipt allocation and fund disbursements, membership transfers, business details, premium payments, dividends declarations, and failure to pay premiums consequences.