



# Constitution and Bylaws

As amended at the 51st National  
Electronic Convention, August 15, 2020

Effective January 1, 2021

# Contents

1. Name and Objectives .....	1
2. Definitions.....	1
3. National Convention .....	2
4. Revenue of the High Court.....	14
5. Benefit Policies .....	16
6. Investment and Control of Funds .....	16
7. Trials and Appeals by High Court.....	16
8. Miscellaneous Provisions.....	17
9. Amendments .....	18
10. Jurisdictions.....	18
11. Membership.....	22
12. Funds and Property .....	23
13. Local Courts .....	24
14. Arbitration.....	26
15. Certification of High Court Officers .....	29
16. Bylaws Governing the Youth Department .....	30
17. Index.....	32

# 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:

**“Accredited Delegates”** when used in conjunction with the National Convention shall mean, those delegates elected at the Jurisdiction Conventions, all National Convention Committee members, all current High Court members (as defined below) and all past High Court members in good standing.

**“Accredited Delegates”** when used in conjunction with the Jurisdiction Convention shall mean, those delegates eligible and elected by a Local Court and all Jurisdiction Court Officers in good standing and current High Court members from the said Jurisdiction.

**“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”** 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, Vice High Chief Ranger/Vice Chair of the Board and High Secretary of the Board.

**“High Court Trustees”** shall mean the Trustees/Board of Director members elected at the National Convention.

**“High Secretary”** means the High Secretary of the Board.

**“Insurance Certificates”** for purposes of this Constitution and Bylaws means insurance, long-term care, and/or annuity policies.

**“Jurisdiction”** shall mean the geographic area, including state jurisdictions or regional jurisdictions, as determined by the High Court for the purpose of electing delegates to the National Convention.

**“National Convention”** shall mean the National Quadrennial Convention held every four (4) years as required by the Illinois Fraternal Insurance Code.

**“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.

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

## NATIONAL CONVENTION

### SECTION 4

Catholic Order of Foresters will hold its National Convention every four (4) years between August 1, and September 30 unless a different date is approved by the High Court for good cause. The High Court will select the convention dates and location. The Call of the Convention will be issued by the High Chief Ranger.

In the Call of the Convention, the High Court will set a per diem and travel expenses to cover the number of the convention’s full or partial days and for travel to and from each jurisdiction. The High Court shall adopt and approve any additional rules for convention expenses and costs as deemed necessary by the High Court.

The High Chief Ranger may call special sessions of the National Convention and set the time and place. This may be done at the High Chief Ranger’s discretion or following receipt of a written request from either a simple majority of the preceding convention’s duly Accredited Delegates or from two-thirds of the High Court members.

The High Secretary shall give notice of the date of any special convention or continued convention at least thirty (30) days and not more than ninety (90) days prior to the start of the convention.

No business other than that specified in the call will be acted on during a special session. Any special session will have the power and authority to

authorize the High Court to pay any convention expense not already provided for.

Unless the situation dictates, the National Convention shall be held in-person. If an in-person National Convention is not feasible, the National Convention may be held as an Electronic Meeting.

#### **SECTION 5**

The National Convention's membership will include members of the High Court, all members of the National Convention Committees, and delegates elected by Jurisdiction conventions. All past High Court members in good standing are entitled to be designated National Convention delegates at large with both a voice and vote.

This membership will be designated Accredited Delegates.

Except for any executive sessions, all Catholic Order of Foresters members in good standing are entitled to admission to all convention sessions but will have no voice or vote.

All votes taken at the National Convention or in its committees are to be individually cast by duly Accredited Delegates. Voting by proxy is prohibited.

#### **SECTION 6**

The High Chief Ranger will appoint two conductors and two sentinels for each National Convention or special session.

Conductors and Sentinels are required to attend all National Convention sessions or special sessions for which they are appointed. They are to perform the duties required by the High Chief Ranger. Their term of office and duties end at the conclusion of the National Convention or special session for which they are appointed.

Conductors and Sentinels have no voice or vote unless they are accredited National Convention or special session delegates. If not Accredited Delegates, they receive the same per diem and expense and travel allowance as Accredited Delegates.

#### **SECTION 7**

At the National Convention or any special session, two-thirds of the Accredited Delegates will constitute a quorum for transaction of all business, but a lesser number may adjourn, from time to time.

#### **SECTION 8**

Delegates are required to present their credentials to the Credentials Committee, in the manner established by the High Court.

If a delegate fails to present credentials, is not approved by the Credentials Committee, or, after having been approved, leaves the convention for any reason, the alternate delegate becomes the Accredited Delegate and the delegate will no longer be considered an Accredited Delegate.

In the absence of the duly elected delegate, any duly authorized Alternate Delegate from the same Jurisdiction, who qualifies, may be appointed as a delegate by that Jurisdiction's Chief Ranger.

In the absence of any duly authorized Alternate Delegate from that Jurisdiction, the Jurisdiction's Chief Ranger may appoint as delegate any member from that Jurisdiction who is in good standing and qualifies.

## **SECTION 9**

On opening the National Convention or any special session, the High Chief Ranger may fill *pro tem* any vacancies in office. In the High Chief Ranger's absence, the Vice High Chief Ranger may fill *pro tem* any vacancies in office. If both are absent, a *pro tem* organization may be created by election.

# **Order of Business of the National Convention**

## **SECTION 10**

The National Convention Accredited Delegates shall adopt an agenda for the National Convention.

# **Authority and Duties of the National Convention**

## **SECTION 11**

The National Convention or its special sessions constitute the Order's supreme body, empowered with full legislative, judicial, and governing powers.

The National Convention or its special sessions may enact or amend the Articles of Incorporation and the Constitution and Bylaws for governing itself, the High Court, Jurisdictions, and local courts.

The National Convention or its special sessions will consider any matter lawfully brought before it.

The National Convention or its special sessions have power to authorize the High Court/Board of Directors to pay any expense that the High Court/Board of Directors has not already provided for.

## **SECTION 12**

Between sessions of the National Convention, the Order's Articles of Incorporation and Constitution and Bylaws may be amended and/or special business conducted in the following manner:

The High Court may consider and approve necessary or desirable amendments and/or special business. The High Secretary will then certify and submit these amendments and/or special business to all of the previous National Convention's duly Accredited Delegates, submitting them in ballot form.

Accredited Delegates are to indicate acceptance or rejection of each proposed amendment. Accredited Delegates are to complete and submit the official referendum ballot to the High Secretary within thirty (30) days of the High Court office's notification date. Forty (40) days following the notification date, the High Secretary will tabulate all referendum ballot votes received and certify the results to the High Court.

For an amendment to be approved, by referendum, it must receive a two-thirds affirmative vote of the previous National Convention's duly Accredited Delegates. A ballot not submitted within the thirty (30)-day period allotted will be considered an affirmative vote for each proposed amendment. Amendments will take effect on the first day of the month following approval of the Illinois Department of Insurance and membership notification in *Catholic Forester*, the Order's official publication.

The High Court may adopt emergency bylaws, subject to repeal or change by action of the Accredited Delegates, which shall notwithstanding any different

provision elsewhere in the Articles of Incorporation, Constitution or Bylaws, be operative during any emergency resulting from an attack on the United States or on a locality in which the Order conducts its business or in the year of the National Convention, the site of said convention or during any disaster or existence of any catastrophe, or other similar emergency condition, as a result of which a regular or special convention cannot be held and the time to approve an amendment by referendum to the Articles of Incorporation, Constitution or Bylaws would prove to be detrimental to the Order.

To the extent not inconsistent with any emergency bylaws so adopted, the Constitution and Bylaws of the Order shall remain in effect during any emergency and upon termination, the emergency Constitution and Bylaw amendments shall cease to be operative after a reasonable time.

### **SECTION 13**

The High Court Officers together with the number of High Court Trustees, as stated in Articles of Incorporation, as amended and this Section 13, will be elected by convention ballot.

A High Court Officer or Trustee candidate must have been a member in good standing for two (2) full years before nomination.

A High Court Officer or Trustee candidate shall not have been convicted of a felony.

Each candidate for nomination as a High Court Trustee must receive the approval of the Nominating/Election Committee and should possess general knowledge of the fraternal benefit system and fraternal workings of the Order. Each applicant should also be free to travel, as required, on the Order's business.

Each member of the High Court must successfully complete all orientation and educational training as required by the High Court within twelve (12) months after taking office. Any High Court member failing to complete such requirements shall forfeit office.

Prospective High Court candidates will submit a nomination petition and a résumé to the High Secretary on forms provided by the High Court, by the date established by the High Court and published in the Call to the Convention. Candidates whose nomination petitions and résumés are not received by the High Secretary by the established date will not be eligible for nomination or to have their name placed on the ballot.

No more than one (1) High Court member may come from the same local court. No more than two (2) High Court members may come from the same Jurisdiction.

No member who will be sixty eight (68) years of age or older before taking office will be eligible for election by the National Convention or High Court to a High Court position.

If two (2) or fewer individuals qualify as candidates for a position and, if following the established cut-off date but prior to election, one candidate dies, withdraws his/her candidacy, or is unable to fulfill his/her duties of office if elected, the High Court will convene in special session and nominate an individual to take that candidate's place.

The Nominating/Election Committee in accordance with this Section 13 and a two-thirds majority of the High Court must approve said individual.

The minimum number of High Court Trustees shall be nine (9). Delegates will vote for no less than nine (9) or no more than twelve (12) candidates for High Court Trustee, unless a lesser number of qualified candidates are nominated.

A majority of votes cast is necessary for election. After the second ballot, each succeeding ballot the candidate receiving the least number of votes will be eliminated from the next and succeeding ballots. Voting shall continue until the earlier of (i) no candidate receives a majority of the votes cast or (ii) maximum number High Court Trustees are elected or if applicable the High Court Officer positions are filled.

Should the National Convention fail to elect the required number of High Court Trustees, the High Court will, within thirty (30) days following the National Convention, solicit candidates. Vacancies will be filled as provided for in Section 34.

Nominees are to be submitted within sixty (60) days following the High Court's call for candidates.

If the High Court does not fill the required number of High Court Trustees positions within one hundred eighty (180) days following the National Convention, the High Court will consist of the High Court Trustees and High Court Officers elected at the National Convention or elected by the High Court. Candidates will be subject to the provisions of this section 13.

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.

The term of office for High Court members elected at the National Convention begins on January 1 following their election at the National Convention and continues until their successors have been duly elected and qualified.

#### **SECTION 14**

The National Convention will set annual remuneration for High Court Trustees.

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

## **National Convention Committees**

#### **SECTION 15**

Prior to the National Convention, the High Chief Ranger will appoint Constitution, Nominating/Election, Credentials, Compensation, State of the Order, Resolutions/Petitions, Fraternal Activities committees and any other committees necessary for orderly transaction of convention business. All committee members and the chairs will become automatic National Convention Accredited Delegates unless a member is an employee of the Order. Every member and chair of the committees must be selected from members in good standing. Each committee will include no less than five (5) and no more than ten (10) members. These committees will meet at a time and place designated by the High Chief Ranger.

Committees will examine and report to the National Convention regarding all matters referred to them. Committee members will receive the same per diem

and expense and travel allowance for work prior to the National Convention as set by the High Court Executive Committee in the Call of the Convention.

## **Committee Appointments**

### **Nominating/Election Committee**

#### **SECTION 16**

The High Chief Ranger will appoint a Nominating/Election Committee whose duties are outlined below.

The Nominating/Election Committee will actively seek out potential candidates to serve on the High Court and screen all nomination petitions and résumés to determine if candidates meet High Court Officer or Trustee qualifications as specified in this Constitution and required by any law or regulation. Each candidate to be elected at the National Convention will have their qualifications mailed or delivered electronically to all delegates at least fifteen (15) days prior to the convention.

All candidates approved by the Nominating/Election Committee will be nominated from the convention floor by the Nominating/Election Committee chairperson. No other nominations will be permitted from the convention floor.

Candidate names for each High Court Office or High Court Trustee position, approved by the Nominating/Election Committee, will be listed on the ballot. Placement will be determined by random drawing.

Following the Nominating/Election Committee chairperson's report, the duties of this committee will be to conduct and certify the election of the High Court.

### **Constitution Committee**

#### **SECTION 17**

The Constitution Committee will examine all proposed Constitution and Bylaws amendments and report the Committee's recommendations to the National Convention.

The Order's General Counsel will serve as an *Ex-Officio* committee member, but will not be a convention delegate or have a vote. This *Ex-Officio* member will, however, have a voice during the convention.

### **Credentials Committee**

#### **SECTION 18**

The High Chief Ranger will appoint a Credentials Committee from among the High Court Trustees.

The Credentials Committee will examine and report to the National Convention on the election and eligibility of National Convention Accredited Delegates. Accredited Delegates will take the following pledge of office:

*"We, individually and collectively, do solemnly promise that we will respect and uphold the Constitution and Bylaws of the Catholic Order of Foresters and be loyal to and recognize this National Convention as the supreme authority of the entire Order. To this we pledge our word of honor as Catholic Foresters."*

## **Compensation Committee**

### **SECTION 19**

The Compensation Committee will examine and report to the National Convention the committee's recommendations on High Court Trustee remuneration and regarding all financial matters referred to it by the National Convention, any accredited delegate, or any High Court member.

The Committee will also examine and report to the National Convention all of the High Court Officers' remuneration. The National Convention shall determine the High Court Trustees' (excluding the High Court officers) remuneration and per diem paid while engaged in the Order's business.

## **State of the Order Committee**

### **SECTION 20**

The State of the Order Committee will examine High Court officers' reports and recommend to the National Convention any changes in policy or fraternal matters that the Committee considers advisable.

In addition, it will report on the state and progress of the Order and suggest measures it considers appropriate for the welfare of the Order and its members.

## **Resolutions/Petitions Committee**

### **SECTION 21**

The Resolutions/Petitions Committee will examine all resolutions and petitions referred to it by Jurisdiction Conventions or submitted to it by the National Convention. The Committee will then report to the National Convention recommendations regarding all resolutions and petitions that the committee considers appropriate.

## **Fraternal Activities Committee**

### **SECTION 22**

The Fraternal Activities Committee will examine all communications and petitions relating to fraternal and youth activities. The committee will then report to the National Convention, suggesting measures it considers appropriate for the membership.

## **All Convention Action**

### **SECTION 23**

Any motion or resolution, adopted by the National Convention, resulting in an expenditure of more than \$10,000 per calendar year or that has to be actuarially determined must be ratified by the High Court before becoming effective.

## **Executive Committee**

### **Authority and Duties**

#### **SECTION 24**

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 25**

With the exception of all benefits provided by members' policies and other contractual obligations, no expenditure exceeding \$25,000 will be authorized unless approved by a majority of the Executive Committee. Each such expenditure will be subject to review by the High Court at its next meeting.

**SECTION 26**

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 27**

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 28**

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 29**

The High Court will be vested with full executive authority and charged with the Order's general supervision. The High Court retains complete authority to promote and advance the Order's business interests, for the good of the entire membership.

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.

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.

The High Court shall determine the geographic boundaries of each Jurisdiction.

The High Court possesses full authority to interpret the Order's laws. Its interpretation is binding upon the Order and its members, provided an appeal of any decision may be taken to the next regular National Convention. As provided in these Bylaws, the High Court may levy special assessments.

Within one hundred eighty (180) days of the National Convention's close, the High Court will ratify or reject all approved motions or resolutions authorizing an expenditure of more than \$10,000 per calendar year or that have to be actuarially determined. Such change becomes effective upon High Court's ratification.

The Order's officers and members are subject to the control of and will perform duties required by the High Court. The High Court may remove, for cause only, any 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.

In order to comply with laws or insurance department rulings having the effect of law in any state or country where the Order is licensed for business, the High Court may, by resolution, amend without National Convention Accredited Delegate approval any provision of this Constitution and Bylaws which now or subsequently conflicts with any such laws or rulings.

When the High Court amends the Order's Constitution and Bylaws under this Section 29, notice of the amendment(s) will be published in *Catholic Forester* magazine. Amendments, from date of publication, will be binding on every member and on all those deriving legal rights from a member. Amendments will remain in effect until altered, amended, or repealed by the National Convention during a regular or special session.

### **SECTION 30**

The High Court has full authority to organize, merge, dissolve and disband Jurisdiction Courts and local courts. At the time of institution, the High Court will issue a charter to a court or jurisdiction. This charter will be signed by High Court Officers and Trustees and bear the High Court seal. A newly organized local court must have a minimum of twenty-five (25) new, adult regular members. In order to maintain its charter, the court must submit bylaws within one (1) year.

### **SECTION 31**

When a local court's adult membership falls below fifteen (15) adult members, the High Court will notify the Jurisdiction. If membership does not increase within one hundred twenty (120) days following notification, the High Court, at its discretion, may take action to merge the court with another court.

When a Jurisdiction's adult membership falls below three hundred (300), the High Court will notify the Jurisdiction. If membership does not increase within one hundred twenty (120) days following notification, the High Court, at its discretion, may take action to merge that Jurisdiction with another Jurisdiction and reorganize the new Jurisdiction.

### **SECTION 32**

The High Court is authorized to reimburse all necessary expenses to High Court members. High Court Trustees will receive remuneration, as set by the convention.

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 33**

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

Between National Conventions, 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 13.

If a High Court Trustee resigns, dies, or is removed from office for any reason, the High Court will direct the High 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 High Secretary.

High Court vacancies, occurring for any reason, are to be filled within one hundred twenty (120) days.

The High Secretary will refer the nominee's Petition for Nomination and résumé to the Nominating/Election Committee for review and recommendation.

A nominee's rejection by the High Court may be for cause only.

## Duties of High Court Officers

### High Spiritual Director

#### SECTION 35

The High Spiritual Director will be accorded the privilege of conducting all religious services held during the National Convention. When present, the High Spiritual Director will be requested to open and close National Convention sessions 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 36

The High Chief Ranger will be the chairman of the board.

The High Chief Ranger will preside over all National Convention and the High Court meetings. The High Chief Ranger will decide all questions of order, subject to appeal.

The High Chief Ranger will have the deciding vote when the High Court's vote is equally divided.

The High Chief Ranger will appoint the chairperson and members of all High Court committees.

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.

The High Chief Ranger will appoint a Reinsurance Committee in compliance with 215 ILCS 5/179b.

The High Chief Ranger will report to the National Convention on the Order's general condition and on all matters of interest relating to the Order.

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.

The High Chief Ranger will sign all charters before issue.

The High Chief Ranger will perform any other duties required by the High Court.

The High Chief Ranger's orders will be obeyed under penalty of suspension, subject to appeal to the High Court.

The High Chief Ranger has full authority to organize local courts and initiate, direct, and supervise membership campaigns within jurisdictions.

## **Vice High Chief Ranger**

### **SECTION 37**

The Vice High Chief Ranger, in the High Chief Ranger's absence, will preside at all National Convention and High Court meetings.

In the High Chief Ranger's temporary absence, the Vice High Chief Ranger will fill the office and receive the remuneration of the High Chief Ranger's office.

In case of vacancy in the High Chief Ranger's office, the Vice High Chief Ranger 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.

The Vice High Chief Ranger will perform any other duties required by the High Court.

## **High Secretary**

### **SECTION 38**

The High Secretary shall serve as the secretary of the High Court and keep accurate records of the National Convention and High Court meetings and shall report to the High Court and the National Convention on any matters as may be requested.

Under the High Court's direction, the High Secretary will conduct all High Court correspondence.

The High Secretary will report any local court officer's dereliction of duty to the High Court.

The High Secretary will perform all duties incident to that office and required by the High Court.

## **High Court Trustees**

### **SECTION 39**

The High Court Trustees will:

- Attend all regular and special sessions of the National Convention and High Court meetings, unless excused.
- Serve on committees and perform all duties required by the High Court or the High Chief Ranger unless excused.

- Sign all charters issued to local courts.
- Appoint a public accounting firm to audit the Order's records.

## **President/Chief Executive Officer**

### **SECTION 40**

Any person serving 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.

The President shall be nominated by the High Chief Ranger and elected by the High Court.

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.

The President will devote full time to the duties of this office and will not engage in any other business or occupation.

The President, together with the High Chief Ranger, will sign all charters.

The President, together with the Corporate Secretary, will sign all member policies before issue.

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.

The High Court may remove the President for reasonable cause.

## **Corporate Secretary**

### **SECTION 41**

The President shall name a Corporate Secretary.

### **SECTION 42**

The Corporate Secretary shall:

- 1) Give, or cause to be given all notices required by either the law or these bylaws;
- 2) Create, and maintain Corporate records and documents;

- 3) Prepare and present to the High Court any and all resolutions and corporate documents;
- 4) Ensure compliance with statutory and regulatory compliance;
- 5) Provide advice and guidance with regard to governance matters;
- 6) Together with the President sign all member policies before issue; and
- 7) Perform such other duties and responsibilities as assigned by the CEO/President.

## REVENUE OF THE HIGH COURT

### SECTION 43

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 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.

If the member does not exercise an option within 30 days of levy notification, the indebtedness (1) will stand as an indebtedness against the policy and draw interest, not to exceed the rate provided in the policy for policy loans if the policy is an annuity or whole life policy or (2) shall reduce proportionally any benefit payable under the policy if the policy, when issued, was not intended to have cash value.

### SECTION 45

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 46**

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 47**

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.

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.

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.

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.

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 48**

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 49**

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 50**

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 51**

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.

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 52**

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 53**

The Order's Investment Committee will include the High Chief Ranger, Vice High Chief Ranger, High Secretary, President and no less than two High Court Trustees 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 Trustee wishing to serve on the Investment Committee must pass the LOMA Institutional Investing: Principals and Practices test prior to committee appointment.

### **SECTION 54**

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 55**

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.

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 56**

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

### **SECTION 57**

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 58

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

### SECTION 59

None of the following may serve as Officer or Trustee of a Local Court, Jurisdiction, or the High Court. The same may not be elected or appointed as Delegate or Alternate Delegate to a Jurisdiction Convention or the National Convention:

- Any registered representative or financial advisor,
- Any licensed insurance agent, or
- Any broker

No full- or part-time employees of the Order may be elected or appointed as a Delegate or Alternate Delegate to a Jurisdiction Convention, National Convention or serve on a Jurisdiction or High Court.

No High Court member may, directly or indirectly, serve as an Officer or Agent of any other society or company selling life insurance.

### SECTION 60

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 61

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 62

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.

This right of indemnification is not conclusive of any other rights to which that person is entitled as a matter of law.

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 63

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

### SECTION 64

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 Accredited Delegates' votes.

Unless otherwise provided, all amendments will take effect the later of January 1 following the National Convention's close or approval by the Illinois Department of Insurance.

## JURISDICTIONS

### SECTION 65

For representation at a Jurisdiction Convention 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.

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.

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.

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.

Each local court within the Jurisdiction having an adult membership of eight hundred one (801) or more will elect five (5) delegates and five (5) alternate delegates.

Only adult members carrying Insurance Certificates will be considered when determining the number of delegates and alternates.

## Jurisdiction Conventions

### SECTION 66

Delegates and alternates to the Jurisdiction Convention will be elected at the local courts' regular meeting held prior to a date set by the High Court.

### SECTION 67

Jurisdiction Conventions will be held quadrennially and may convene any time as determined by the High Court and announced in the Call of the

Convention. Jurisdiction Conventions may be held in person or by an Electronic Meeting. The High Chief Ranger may grant permission for Jurisdictions to hold conventions on other dates.

Jurisdiction Conventions may be held in a city designated by the preceding Jurisdiction Convention or by the Jurisdiction Court Officers.

The Jurisdiction Convention membership will include the Spiritual Director of the Jurisdiction, Elected Jurisdiction Court Officers, Trustees, and Delegates elected by the local courts within the Jurisdiction.

Before being admitted to a Jurisdiction Convention, delegates must present documentation required by the High Court.

Only adult members who carry Insurance Certificates and are in good standing may be considered when determining the number of delegates and alternates. Before any delegates can be elected, the local court must give no less than ten (10) days' notice to all adult members of the date, time, and place of election.

Before delegates can be admitted to a Jurisdiction Convention, the local court must be in good standing, having filed the required High Court documents prior to September 30 of the year preceding the convention. This paragraph does not apply to membership of a newly organized court.

#### **SECTION 68**

Delegates and alternates must have been regular adult members in good standing with their court in the convention year.

A local court's delegate allocation to the Jurisdiction Convention count is based on the number of adult members in good standing as of September 30 of the year preceding the convention.

#### **SECTION 69**

A Catholic Order of Foresters adult regular member in good standing

- 1) is a Catholic in union with Rome and
- 2) carries Catholic Order of Foresters Insurance or annuity Certificate.

#### **SECTION 70**

Jurisdiction Convention officers will include the Jurisdiction Spiritual Director, Jurisdiction Chief Ranger, Jurisdiction Vice Chief Ranger, Jurisdiction Secretary, Jurisdiction Treasurer, or Jurisdiction Secretary-Treasurer and such Jurisdiction Trustees as deemed necessary by the Jurisdiction. Their term of office and expense allowance begins January 1 following the Jurisdiction Convention and continues until their successors are duly elected and qualified.

The Spiritual Director is permitted a voice and a vote in the convention.

The Chief Ranger of the Jurisdiction may appoint two (2) sentinels and two (2) conductors as Jurisdiction Convention officers. They will have no voice or vote in the Convention unless they are regularly elected delegates. Their term of office and duties end with the Convention's conclusion.

#### **SECTION 71**

Unless prohibited by Section 69, any regular member in Good Standing belonging to the Order is eligible for any Jurisdiction elective office or National Convention delegate or alternate position.

**SECTION 72**

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 Jurisdiction convention sessions.

**SECTION 73**

Delegates are to present themselves on the day and place designated by a Jurisdiction for its convention. Prior to being admitted, delegates will present their credentials to the Credentials Committee for acceptance. The Credentials Committee will be appointed from the Jurisdiction's officers.

All accredited and accepted delegates will take the following pledge of office:

*"We, the delegates of the local courts of the jurisdiction of (name of jurisdiction) of the Catholic Order of Foresters, do pledge that we will hold allegiance to this convention, be loyal thereto, and that we will perform our duties as members of the convention to the best of our ability."*

## **Powers and Duties of the Jurisdiction Convention**

**SECTION 74**

Jurisdiction conventions will convene at the time specified by the High Court or at a time approved by the High Chief Ranger if permission has been granted for another time and if a quorum is present.

The Jurisdiction Chief Ranger will serve as the Chair of the Convention. The Chief Ranger may appoint a Chair *pro tem* to preside over any Jurisdiction Convention or meeting if the Chief Ranger believes it is in the best interests of the Jurisdiction Court. In the absence of one or more officers, the Jurisdiction Chief Ranger may make appointments *pro tem* to fill vacancies. In the absence of the Jurisdiction Chief Ranger, the Jurisdiction Vice Chief Ranger may preside. If neither the Jurisdiction Chief Ranger nor the Jurisdiction Vice Chief Ranger is present, a temporary organization may be affected by election.

**SECTION 75**

A majority of a Jurisdiction Accredited Delegates constitute a quorum for the transaction of all business. A lesser number may adjourn from time to time.

**SECTION 76**

Each Jurisdiction Convention will adopt an order of business and model Bylaws as approved by the High Court for governing itself.

**SECTION 77**

Each Jurisdiction Convention will decide all cases of contested delegations and take proper action on all regularly presented petitions.

**SECTION 78**

All Accredited Delegates that attend the Jurisdiction Convention shall be entitled to the remuneration as approved by the High Court.

**SECTION 79**

A Jurisdiction Convention may by resolution recommend to the High Court or National Convention any measure it believes necessary for the Order's advancement and best interests.

**SECTION 80**

The election of Jurisdiction officers and trustees and National Convention delegates and alternates will take place at the Jurisdiction Convention.

**SECTION 81**

One (1) delegate and one (1) alternate for each delegate will be elected to the National Convention for the first five hundred (500) insured adult members in the same jurisdiction.

An additional delegate and alternate will be elected for each additional five hundred (500) insured adult members or for a major fraction of adult members in the same jurisdiction, provided each Jurisdiction now and subsequently organized with High Court approval, is entitled to at least one delegate.

Delegates and alternates will be elected at the Jurisdiction Convention's last regular session, preceding the Order's National Convention. Delegates and alternates will hold their respective terms of office for four (4) years beginning August 1 and continuing until their successors are duly elected and qualified.

Using September 30 of the year preceding the Order's National Convention as criteria, the High Secretary will determine the number of adult members in a Jurisdiction.

**SECTION 82**

National Convention delegates and alternates must have the same qualifications as Jurisdiction Convention delegates.

**SECTION 83**

Within twenty (20) days following delegate elections, each Jurisdiction secretary must forward to the High Court a copy of each elected delegate's National Convention credentials.

## **Jurisdiction Court Powers and Duties**

**SECTION 84**

The Jurisdiction Court will include the Elected Jurisdiction Court Officers, and Spiritual Director. A Jurisdiction may have as many trustees as the Jurisdiction deems necessary.

**SECTION 85**

The Jurisdiction Chief Ranger will appoint a Jurisdiction Spiritual Director. It is the Jurisdiction Spiritual Director's privilege to conduct/arrange all Jurisdiction Convention and religious services. When present, the Jurisdiction Spiritual Director may be requested to open and close sessions with prayer. The Jurisdiction Spiritual Director may advise the Jurisdiction Court in all religious and spiritual matters. Advice in these matters will be respected.

The Jurisdiction Spiritual Director is permitted a voice and a vote at Jurisdiction meetings.

**SECTION 86**

It is the Jurisdiction Secretary's duty to forward to the High Court and local courts in the Jurisdiction an annual financial statement of Jurisdiction receipts and an itemized account of expenditures.

Within thirty (30) days following each Jurisdiction Convention, the Jurisdiction Secretary will forward to the High Court, a copy of any reports prepared at the Jurisdiction Convention.

## **MEMBERSHIP**

### **Regular Membership**

#### **SECTION 87**

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 88.

#### **SECTION 88**

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.

To continue membership in good standing in this Order, a member must remain a Catholic in union with Rome.

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

#### **SECTION 89**

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

#### **SECTION 90**

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

#### **SECTION 91**

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.

#### **SECTION 92**

No owner, applicant nor an applicant's designated beneficiary has any rights in or claim against the Order before the applicant makes the prescribed payments.

### **Limited Membership**

#### **SECTION 93**

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, serve as any convention's delegate or alternate delegate, or attend any of the Order's business meetings. Limited members may receive fraternal benefits as approved by the High Court.

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 94

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.

All expenditures require the signature of two local court officers. One signature must be that of the local treasurer or financial/recording secretary.

### SECTION 95

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.

In the event of a local court merger, funds remaining in the local court's treasury revert to the High Court or to the accepting local court. Local court funds abandoned by a local court or local court officers revert to the High Court. This section's provisions shall also apply to merged or disbanded Jurisdiction courts.

## **LOCAL COURTS**

### **Local Court Meetings**

#### **SECTION 96**

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

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

#### **SECTION 97**

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

### **Payment of Premiums and Assessments**

#### **SECTION 98**

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 99**

All member premium payments are to be paid to the High Court office.

### **Suspension of Members**

#### **SECTION 100**

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

### **Reinstatement of Suspended Member**

#### **SECTION 101**

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 102**

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

#### **SECTION 103**

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

#### **SECTION 104**

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 membership applicant in any of the Order's courts.

### **SECTION 105**

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 106**

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 107**

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.

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 108**

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:

- Articles of Incorporation and the Order's Constitution and Bylaws,
- The policy with all riders and endorsements,
- Application for membership,
- Declaration of insurability, if used instead of a medical examination,
- Any part of the medical examination signed by the applicant.

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.

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 109

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 refers to both male and female members.

## SECTION 110

**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 111

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.

- C) 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 112**

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 adopted at the 51st quadrennial session of the National Convention held electronically, August 15, 2020. We also certify that the same is in full force beginning January 1, 2021.



David E. Huber  
High Chief Ranger/Chair of the Board



Rodney W. Oligmueller  
High 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**

No benefit will at any time be offered or promised through the Youth Department that exceeds the Insurance Benefits provided under the Table of Mortality on which a policy is issued. All youth benefit forms will be established on adequate rates, based on a mortality table, interest basis, and valuation standard approved by the states where the Order is licensed for business.

## **SECTION 4**

The Order grants policies only upon receiving a written application, signed by a person qualified under state statutes to make the application. An Order member in good standing will sign the application verifying that the applicant fulfills requirements for membership.

## **SECTION 5**

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

## **SECTION 6**

If a membership application is rejected, all payments previously made are returned to the applicant. No repayment claims will be allowed for any other reason.

## **SECTION 7**

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 8**

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

## **SECTION 9**

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 10**

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

**SECTION 11**

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.

Ownership may be transferred:

- if the owner consents in writing,
- at the request of the personal representative of the decedent's estate, or
- 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 12**

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

**SECTION 13**

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 14**

All sections of the Order's Bylaws apply to the 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.

# Index

## A

### Adult Membership

- and Jurisdiction Convention representation ..... 18
- and Jurisdiction membership below 300..... 10
- and Youth transfer ..... 30-31
- and Local Court below 15 members ..... 10
- and requirements of regular membership..... 19

**Agent** ..... 13, 17, 23, 26

**All Convention Action** ..... 8

### Alternate Delegate

- to a Jurisdiction Convention ..... 17, 24
- to National Convention ..... 5, 19, 24

**amend** ..... 4, 10, 18

**amendment** ..... 4-5, 7, 10, 18, 25, 31

### annuity

- and certificate..... 19
- and membership requirement ..... 19

**appeal** ..... 9, 11, 12, 16, 24, 27

**Articles of Incorporation** ..... 4, 5, 18, 25, 31

**attorney fees** ..... 17, 27, 28

**audit** ..... 13

**Audit Committee** ..... 11

### authority of

- Executive Committee ..... 8-9
- High Chief Ranger ..... 12
- High Court ..... 9, 10, 11
- Local Officers ..... 25
- members..... 25
- National Convention ..... 4, 7
- President ..... 13
- Special Sessions ..... 2

**authorization of** ..... 16

- Executive Committee..... 9
- High Court ..... 10, 14, 16, 25
- Jurisdiction..... 25
- National Convention..... 4
- National Convention Special Sessions..... 4

## B

**Beneficiary** ..... 15, 16, 22, 27, 28, 31  
 and non-Catholic ..... 23

**benefit policies** ..... 10, 16

**benefit society** ..... 23

**benefits** ..... 1, 9, 16, 31  
 and fraternal ..... 22

**binding** ..... 9, 10, 15, 25, 27, 31

**Binding Arbitration** ..... 27

**bylaws** ..... 2, 14, 16  
 Amending of..... 4, 18  
 and Authority for special assessment..... 9  
 and Constitution Committee ..... 7  
 and court funds ..... 23  
 and dispute resolution ..... 28  
 and emergency adoption of..... 4  
 and Jurisdiction model..... 20  
 and Jurisdiction Courts ..... 10  
 and Local Courts..... 10  
 and member definition ..... 26  
 and miscellaneous provisions ..... 25  
 and policy provisions ..... 16  
 and premiums and assessments..... 24  
 and reinstatement of suspended members..... 24  
 and Youth policies ..... 31  
 governing the Youth Department..... 30  
 in Accredited Delegate pledge ..... 7  
 in trials and appeals..... 16

**C**

**Call of the Convention**..... 7  
**candidate**  
 and approval by Nominating/Election Committee..... 7  
 and minimum/maximum for High Court ..... 6  
 and National Convention election..... 6  
 and Nominating/Election Committee role ..... 7  
 and replacement ..... 5  
 and vacancies ..... 6  
 and vacancy ..... 11  
 for High Court of Trustee ..... 5  
 for the High Court..... 5  
**case**  
 for reinstating suspended members..... 24  
 of contested Jurisdiction delegation ..... 20  
**cash**  
 and converting investments to ..... 16  
 and Policy Value..... 14  
*Catholic Forester magazine* ..... 4, 10, 17  
**ceremony**..... 10  
**Chairman of the Board**..... 11  
**Change of Beneficiary** ..... 16  
**charter**..... 18  
 and funds and property ..... 23  
 and Youth Department..... 31  
**claim/claims**  
 against the Order..... 22  
 and arbitration..... 26  
 and Arbitration Resolution..... 27  
 and beneficiaries ..... 15  
 and reinstatement..... 25  
 and repayment..... 30

**clergyman** ..... 11

**Committee**

- and appointments ..... 7
- Compensation ..... 8
- Constitution..... 3, 7
- Credentials ..... 7
  - and appointment of ..... 7
- Executive ..... 8
- Fraternal Activities ..... 8
- Investment..... 16
- Nominating/Election..... 7, 11
  - and High Court candidates..... 7
- Reinsurance..... 11
- Resolutions/Petitions ..... 8
- State of the Order..... 8

**Compensation Committee**.....*See Committee*

**compensatory and arbitration** ..... 28

**conductors** ..... 3, 19

**Constitution Committee** .....*See Committee*

**contest of delegates** ..... 20

**corporate records**..... 13

**Corporate Secretary** ..... 13

- and duties..... 13, 14

**Credentials Committee**.....*See Committee*

## D

**Delegate**..... 18-21

- and amount to amend Constitution and Bylaws..... 18
- and Conductors ..... 19
- and Jurisdiction Convention representation ..... 17-18
- and Limited Membership..... 22
- and National Convention ..... 21
- and Pledge of Office ..... 20
- and Sentinels..... 19
- and term of office..... 21

**deposit**

- and High Court authority ..... 16
- to Beneficiary..... 15

**disbursements**..... 31

**dues** ..... 23

## E

**electronic**..... 2, 28

- and meeting..... 3

**Emergency Bylaws adoption** ..... 4

**employee** ..... 6, 13, 17

- and arbitration..... 26, 27
- and High Court office ..... 6
- and nomination for High Court office..... 6
- and non-Catholic..... 23

**Executive Committee**.....*See Committee*

**Executive Sessions at the National Convention** ..... 3  
**expenditure** ..... 8, 9

**F**

**federal** ..... 28  
**felony**  
    and Candidates for office ..... 5  
    and member expulsion ..... 25  
    and President ..... 13  
**financial statement and Jurisdiction Secretary** ..... 21  
**fiscal year** ..... 17  
**Fraternal Activities Committee** ..... *See Committee*

**G**

**guardian** ..... 15

**H**

**High Chief Ranger**  
    and vacancy ..... 12  
    duties ..... 11, 12  
**High Court** ..... 4, 5, 6, 9  
    and age guidelines ..... 5  
    and authority over Local/Jurisdiction Courts ..... 10  
    and beginning term ..... 6  
    and Court merger ..... 10  
    and compliance with insurance laws ..... 10  
    and duties ..... 11  
    and number of annual meetings ..... 9  
    and reimbursement authority ..... 10  
    and removal of officers ..... 10  
    and remuneration ..... 6  
    and revenue of ..... 14  
    and Rituals of the Order ..... 10  
    and vacancies ..... 11  
**High Court Officers** ..... 5  
    and duties ..... 11  
**High Court Trustees** ..... 5  
    and duties ..... 12  
**High Court/Board of Directors** ..... 4  
**High Secretary** ..... 12, 28  
    and determining Convention delegates ..... 21  
    and duties ..... 12  
    and filling High Court vacancy ..... 11  
    and funds ..... 16  
**High Spiritual Director** ..... 11

**I**

**Illinois** .....1, 2, 4, 9, 14, 18  
     and Fraternal Insurance Code ..... 2

**indebtedness** ..... 14  
     against an insurance contract..... 14

**insurance**  
     and Limited Membership..... 22

**Insurance**  
     and arbitration..... 26  
     and benefits..... 14, 16  
     and benefits for youth ..... 30  
     and certificate..... 19  
     and member expulsion ..... 25  
     and miscellaneous provisions ..... 25  
     and non-Catholic benefits ..... 23  
     and number of delegates/alternates ..... 19  
     and premium and assessments ..... 24  
     and regular membership..... 22  
     and youth ..... 29

**insurance certificate**  
     and determining number of National Convention delegates ..... 18  
     and membership requirements ..... 19

**insurance policy** ..... *See Insurance Certificate*

**investment**..... 16  
     and High Court authorization..... 16

**Investment Committee** ..... *See Committees*

**ipso facto**..... 25

**issue**  
     and Insurance Certificates..... 25  
     in dispute..... 27

**J**

**Jurisdiction**..... 18  
     and Convention representation ..... 18  
     and Convention Powers and Duties ..... 20  
     and Court ..... 1, 19, 23  
     and powers and duties..... 21  
     and Secretary financial statement ..... 21  
     and Trustees ..... 1

**Jurisdiction Convention** ..... 18  
     and delegate requirements ..... 19  
     and determining delegates/alternates ..... 18  
     and frequency..... 18-19  
     and National Convention delegates ..... 21

## L

<b>law</b> .....	7, 13, 15, 17, 23
and state law .....	15
<b>levy</b> .....	14
and special assessments .....	9
<b>liabilities</b> .....	14
<b>licensed</b> .....	29
and insurance agents .....	17
<b>Limited Membership</b> .....	<i>See Membership</i>
<b>Local Court</b> .....	4, 10, 12-13, 18-21, 24
and High Court authority .....	10
and meetings .....	24
and trials and appeals.....	24

## M

<b>majority</b> .....	16, 17
for a quorum .....	20
for vote.....	6
<b>management</b> .....	13, 30
<b>membership</b>	
and Limited Member .....	22-23
and member expulsion .....	25
and member in good standing.....	22
and non-Catholic.....	23
and Regular Member .....	22
and reinstatement of suspended member .....	24
<b>membership campaigns</b> .....	12

## N

<b>National Convention</b>	
and amendment approval .....	4
and amendment referendum approval.....	4
and Call of Convention .....	2
and Committees .....	6
and Committee appointments .....	7
and Emergency Bylaws .....	4-5
and frequency.....	2
and membership of.....	3
and order of businss .....	4
and per diem .....	7
and travel allowance .....	7
and voting .....	5-6
<b>Nominating/Election Committee</b> .....	<i>See Committee</i>

## O

<b>owner</b> .....	15-17, 22, 25, 30-31
--------------------	----------------------

## P

<b>payment</b> .....	14-16, 24, 30
<b>pension</b> .....	26
<b>per diem</b> .....	6
<b>Petition for Nomination</b> .....	11
<b>Pledge of Office</b> .....	7
<b>President</b> .....	8, 13, 14, 16
and duties .....	13
<b>President/Chief Executive Officer</b> .....	<i>See President</i>
<b>pro tem</b>	
and Jurisdiction Convention .....	20
and National Convention vacancies .....	4

## Q

<b>quorum</b>	
for Jurisdiction Convention .....	20
for National Convention .....	3

## R

<b>rates</b> .....	29
<b>record</b>	
of address .....	17
of the National Convention .....	12
of the Order .....	13
<b>referendum</b> .....	4, 5
<b>reimbursement</b> .....	23
<b>reinstate</b>	
of suspended members .....	24, 25
<b>repaid</b> .....	14
<b>Report</b>	
for Jurisdiction Convention .....	22
of medical examination .....	30
of National Convention Committees .....	6
of Nominating/Election Committee chair .....	7
of the Compensation Committee .....	8
of the Constitution Committee .....	7
of the Credentials Committee .....	7
of the Fraternal Activities Committee .....	8
of the High Chief Ranger .....	11
of the High Secretary .....	12
of the Resolutions/Petitions Committee .....	8
of the State of the Order Committee .....	8
<b>resignation of High Court Officers, Trustees</b> .....	11
<b>Resolutions/Petitions Committee</b> .....	8
<b>résumé</b> .....	11
<b>Revenue of the High Court</b> .....	14
<b>Rituals of the Order</b> .....	10
<b>Robert's Rules of Order</b> .....	26

## S

<b>Secretary</b> .....	2
<b>Spiritual Director</b>	
of the High Court .....	11
of the Jurisdiction .....	19, 21
<b>State of the Order Committee</b> .....	<i>See Committee</i>
<b>surrender</b> .....	15
and member expulsion .....	25
<b>suspended</b> .....	25
and reinstatement .....	24
of members .....	24
of premiums and assessments .....	24

## T

<b>Treasurer</b>	
of Jurisdiction .....	1, 19
of Local Court .....	1, 23
<b>Treasury of the Local Court</b> .....	23
<b>Trial</b> .....	24
<b>Trustee</b>	
and amount for Jurisdiction .....	19
and candidates for .....	7
and charter of new Local Court .....	10
and Credentials Committee .....	7
and High Court .....	1, 2, 9, 21
and Jurisdiction Conventions .....	19
and Local Court .....	1
and maximum amount .....	6
and minimum High Court amount .....	6
and reimbursement .....	10
and removal of .....	12
and remuneration of .....	6
and trials and appeals .....	17
and vacancies .....	11

## V

<b>vacancy</b> .....	11-12
and High Court Officers/Trustees .....	11
<b>vested</b> .....	9, 16
<b>Vice High Chief Ranger</b>	
and duties .....	12
and investment and control of funds .....	16
and vacancy .....	12
<b>vote</b> .....	19, 20
and amount needed to amend Constitution and Bylaws .....	18
and Jurisdiction Spiritual Director .....	21
and Spiritual Director .....	19
and Trials and Appeals .....	17

## W

### writing

and Illinois Director of Insurance approval .....	14
and Owner's consent.....	31
and providing consent.....	27, 30

### written.....

and request .....	2
and demand.....	25
and notice.....	15, 16

## Y

### Youth

and benefits .....	30
and Ownership of transfer to Adult Membership .....	30
and policy Ownership .....	31



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