

Woman's Life[®]
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2002
Laws
and
Articles of
Incorporation

Woman's Life Insurance Society[®] A Fraternal Benefit Society
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**ARTICLES OF INCORPORATION
OF THE
WOMAN'S LIFE INSURANCE SOCIETY**

ARTICLE I

The name of this corporation is "Woman's Life Insurance Society."

(Amended July, 1995)

ARTICLE II

This corporation is a fraternal benefit society formed and carried on for the sole benefit of its members and juniors and their beneficiaries, and not for profit. It has a lodge system with ritualistic form of work and a representative form of government.

ARTICLE III

The principal office of this corporation shall be located in the City of Port Huron, in the County of St. Clair, State of Michigan.

ARTICLE IV

The objects of this Society are:

- (1) To promote the general welfare of society by uniting, fraternally, persons of good character who are morally and socially acceptable, mentally and physically qualified, and who are not proscribed by its laws;
- (2) To strive to generate on the part of its members a pride of country and of the Society and a common concern for the needs of others;
- (3) To meet the fraternal, social, recreational and cultural needs of its members and juniors by giving moral and material aid to and relieving the distress of its members, those dependent upon them and of its juniors;
- (4) To provide death benefit protection to its members and juniors and, to the extent permitted by the laws of the State of Michigan, to meet the insurance needs of its members, juniors and their families;
- (5) To strive aggressively for the improvement of its fraternal and insurance services and products for the benefit of present and future members, juniors and their families;
- (6) To provide its services and products at the lowest possible cost through highly trained and qualified representatives; and
- (7) To assure the greatest possible value to its certificateholders through excellence in investment and management practices.

All or any of the foregoing objects, in whole or in part, may be carried out when and as from time to time provided for in, and in the manner prescribed by, the laws, rules and regulations of this Society

(Amended August, 1974; July, 1995)

ARTICLE V

This Society shall be composed of a National Convention and of such subordinate branches or bodies by whatsoever name designated, as may be provided for in its laws, rules and regulations. It shall have power, as hereinafter provided, to enact its own laws, rules and regulations, and, from time to time, to institute, consolidate, reorganize and dissolve such subordinate branches or bodies as may be deemed advisable to promote and facilitate the business of this Society, in manner as provided for in its laws, rules and regulations.

(Amended July, 1982; August, 1990; July, 1995)

ARTICLE VI

The supreme legislative and governing body of this Society shall be known as the National Convention and shall be composed of its officers, and of such delegates as may be elected, directly or indirectly from the membership of this Society, in manner as provided in the laws, rules and regulations of this Society.

The National Convention shall have the power to enact laws, rules and regulations for the government and control of this Society, and of all rights, duties and obligations of its members or juniors, or both and to amend or repeal the same, and this power shall be a continuing one.

The National Convention shall be the judge of the election and qualifications of its own members. It shall be the tribunal to which all appeals shall be taken except as otherwise provided by the laws, rules and regulations of this Society, and its decision shall be final and binding upon every member or junior, or both, and the beneficiary or beneficiaries of such member or junior, or both.

No suit at law or equity shall be commenced or maintained by any member or the beneficiary or beneficiaries of any member or by or in behalf of any junior or the beneficiary or beneficiaries of any junior against this Society until after such member, junior, beneficiary or beneficiaries shall have exhausted the remedies provided for in the laws, rules and regulations of this Society.

The National Convention shall have the power to regulate and control all of the funds of this Society, and of the subordinate branches or bodies thereof; to fix and determine the premiums, assessments or contributions to be paid by the members, or by, for, or in behalf of, the juniors, or both, to said several funds, and the time for payment thereof, and to change the same from time to time, both as to amount and time of payment; to make provision for the support of this Society, and to carry out its objects; to provide for the redress of grievances; and to do all lawful acts necessary or helpful to accomplish the objects for which this Society is formed.

(Amended July, 1982; August, 1990; July, 1995)

ARTICLE VII

Regular and special meetings of said National Convention shall be called and held in manner as provided in the laws, rules and regulations of this Society. The regular meetings of said National Convention and the election of officers thereof, and delegates thereto, shall be held as often as once in four calendar years. Such regular meetings may be postponed in conformity with the laws of the State of Michigan.

(Amended July, 1982; July, 1995)

ARTICLE VIII

The principal officers of the National Convention shall be a national president and a national secretary-treasurer. There shall be elected by said National Convention when convened in regular meeting, a national president, national vice president, national secretary-treasurer and such other officers as may be provided in the laws, rules and regulations of this Society, all of whom shall hold their several offices for such term as may be prescribed therein. All of the foregoing officers may have different but similar titles as provided in the laws of the Society.

(Amended July, 1982; July, 1995)

ARTICLE IX

There shall be a board of trustees of this Society which shall consist of the national president, national secretary-treasurer and at least three members of the National Convention to be elected by it at its regular meeting. The board of trustees shall possess and exercise such powers and perform such duties as provided in the laws, rules and regulations of this Society.

(Amended July, 1982; July, 1995)

ARTICLE X

The Society shall have such fund or funds as may be prescribed by the board of trustees.

Such fund or funds shall be maintained, invested, disbursed and applied for the use and benefit of this Society, and in accordance with its laws, rules and regulations.

(Amended July, 1982; July, 1995)

ARTICLE XI

These articles of incorporation may be amended by said National Convention at any regular or special meeting thereof, upon a two-thirds vote in favor of such amendment or amendments.

(Amended July, 1982)

ARTICLE XII

The corporate existence of this corporation shall be in perpetuity from date of the adoption of these revised and amended articles of incorporation.

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**LAWS
OF THE
WOMAN'S LIFE INSURANCE SOCIETY**

CHAPTER I

The Society, Name, Definition, Principal Office, Objects, Funds, Official Organ, Indemnification

SEC. 1. NAME, DEFINITION, PRINCIPAL OFFICE. – This body, known as the "Woman's Life Insurance Society" (hereafter referred to as the "Society"), is a fraternal benefit society, organized and incorporated under the laws of the State of Michigan, formed and carried on for the sole benefit of its members and juniors and their beneficiaries, and not for profit, having a lodge system with a ritualistic form of work, and a representative form of government. Its principal office shall be located in the City of Port Huron, in the County of St. Clair, State of Michigan.

(Amended July, 1995)

SEC. 2. OBJECTS OF THE SOCIETY. – The objects of this Society are, among others:

(1) To promote the general welfare of society by uniting, fraternally, persons of good character who are morally and socially acceptable, mentally and physically qualified, and who are not proscribed by its laws;

(2) To strive to generate on the part of its members a pride of country and of the Society and a common concern for the needs of others;

(3) To meet the fraternal, social, recreational and cultural needs of its members and juniors by giving moral and material aid to and relieving the distress of its members, those dependent upon them and of its juniors;

(4) To provide death benefit protection to its members and juniors and, to the extent permitted by the laws of the State of Michigan, to meet the insurance needs of its members, juniors and their families;

(5) To strive aggressively for the improvement of its fraternal and insurance services and products for the benefit of present and future members, juniors and their families;

(6) To provide its services and products at the lowest possible cost through highly trained and qualified representatives; and

(7) To assure the greatest possible value to its certificateholders through excellence in investment and management practices.

(Amended August, 1974; July, 1995)

SEC. 3. FUNDS. – The Society shall have a Fraternal Fund and such other fund or funds as may be prescribed by the board of trustees.

The National Convention shall make allocations to the Fraternal Fund in such amounts that the National Convention may from time to time deem needed for the specified furtherance of fraternal, charitable, benevolent, patriotic and philanthropic activities of the Society.

The Society shall hold all of its assets in trust for its members and juniors. No person or entity shall have or acquire any divisible right to demand surrender or apportionment thereof except as provided in these laws.

(Amended July, 1982; July, 1995)

SEC. 4. OFFICIAL ORGAN AND OTHER MEDIUMS OF NOTICE. – An official organ, of which the national president shall act as editor and manager with power to appoint an associate editor thereof, shall be published as designated by the board of trustees and shall be the medium for promulgating official notices. Any general notice, required by these laws, the laws of any state or province or the usages of the Society to be given to the membership, may be printed in such official organ and, upon mailing the same in a post office or letter box, properly addressed to the member at the last known address shown on the Society's records, with postage prepaid, shall constitute legal and sufficient notice of any such general notice. If the records of the Society show that two or more members have the same mailing address, mailing of the official organ to one such member shall be considered mailing to all members residing at the same address unless such member requests a separate copy.

However, the board of trustees may designate any other publication of the Society as a medium for promulgating official notices except notices to be given to individual members of the membership in general.

(Amended July, 1982; August 1986; August, 1994; July, 1995)

SEC. 4(a). INDEMNIFICATION OF OFFICERS, TRUSTEES AND EMPLOYEES. – A person who was or is a party to or is threatened with any civil, criminal or administrative action, suit or proceeding by reason of the fact that he or she is or was a national officer, trustee or employee of the Society shall be indemnified against all expenses, including attorney's fees, amounts paid on account of judgments, settlements, compromises, fines or penalties resulting from any civil, criminal or administrative suit or proceedings, if such officer, trustee or employee acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Society or its members.

Indemnification shall not be available in any proceeding brought by the Society against any such officer, trustee or employee. The right of indemnification shall be abrogated if such officer, trustee or employee is found to be guilty of gross negligence or, in case of criminal proceedings, such person is found to have had reasonable cause to believe that his conduct was unlawful. Such right of indemnification shall not be deemed exclusive of any other right to which such officers, trustees or employees may be entitled.

The Society shall have power to purchase and maintain liability insurance on behalf of any person who is serving in any capacity mentioned above whether or not the Society would have the power to indemnify such person as herein provided.

(Amended August, 1990; July, 1995)

CHAPTER II

National Convention and National Delegates

SEC. 5. DEFINITION AND COMPOSITION. – The National Convention is the supreme legislative and governing body of the Society. Its membership shall be composed of its elective and appointive officers and delegates elected as provided in these laws.

(Amended August, 1974; July, 1982; July, 1995)

SEC. 6. POWERS. – The National Convention possesses original jurisdiction over all subordinate branches or bodies of the Society by whatever name known; is the judge of the election and qualifications of its own members; and is the supreme tribunal to which all appeals may be made, unless otherwise provided in these laws.

Except as provided in these laws, the National Convention shall have the sole power to enact, amend or repeal the laws of the Society. It shall also have power to do all other acts necessary to accomplish the objects of the Society.

(Amended July, 1982; August, 1990; July, 1995)

SEC. 7. REPRESENTATION. – Each state, provincial and district convention shall be entitled to one delegate for each 1,500 benefit and associate members or major fraction thereof contained in such state, province or district as of the December thirty-first next preceding the regular meeting of the National Convention.

(Amended August, 1974; July 1982; July, 1995; August, 2002)

SEC. 8. QUALIFICATIONS OF NATIONAL DELEGATE AND ALTERNATE. – A national delegate or alternate must be:

(1) A benefit member who has been duly elected by a local unit as a delegate to the state, provincial or district convention and who has been duly admitted as a delegate to the state, provincial or district convention by which elected;

(2) At the time of election, as such, and at the time of each regular or special meeting of the National Convention held thereafter during the term for which elected, a benefit member, in good standing of some local unit in the state, province or district to be represented; and

(3) At the time of election as such and during the term for which elected, a resident of the state, province or district to be represented or, subject to approval by the presiding officer of a state, provincial or district convention and upon receipt of at least two-thirds of the votes cast for national delegate or alternate, a resident of a state or province immediately adjacent to the state or province to be represented or a state or province which has been grouped into a district and in which membership is held.

Failure to meet these qualifications shall automatically disqualify such delegate or alternate to act as such.

(Amended August, 1974; July, 1982)

SEC. 9. DISQUALIFICATION OF NATIONAL DELEGATE OR ALTERNATE. – A national delegate or national alternate shall automatically become disqualified to act as such if such delegate or alternate:

(1) During term for which elected remains under suspension, as a benefit member, for more than one month;

(2) Becomes suspended, as a benefit member, within thirty days next preceding any regular or special meeting of the National Convention of which such delegate or alternate would otherwise be a member;

(3) Otherwise cease to be a benefit member in good standing of a local unit; or

(4) Holds an office in any other fraternal benefit society or subordinate branch thereof, or is a deputy or agent of, or receives any remuneration for any services rendered to, any other fraternal benefit society or other life insurance institution.

The disqualification of a national delegate or national alternate shall automatically create a vacancy in such office. If a national delegate is disqualified, the national alternate shall serve, and if the national alternate is disqualified, the board of trustees may appoint a national alternate who shall serve until a qualified national delegate or national alternate is elected.

The disqualification herein provided may be waived by the National Convention by the affirmative vote of two-thirds of the membership thereof present when such vote is taken.

(Amended July, 1982; August, 1994)

SEC. 10. EXPULSION FROM NATIONAL CONVENTION. – The National Convention, by a vote of two-thirds or more of the members present when vote is taken, has power to reprimand or expel from membership therein, summarily and at the same meeting thereof, any national delegate who, in such meeting, shall be guilty of disorderly or insubordinate conduct, or who unreasonably disturbs such meeting, or who is adjudged guilty of having willfully violated the obligation of such delegate to the National Convention.

In such event the national alternate shall, if present, act as national delegate, otherwise, the board of trustees may appoint as in the case of disqualification, a national alternate to act as such.

(Amended July, 1982)

SEC. 11. INABILITY OF NATIONAL DELEGATE OR NATIONAL ALTERNATE, OR BOTH, TO ATTEND MEETING. – If a national delegate is unable to attend a meeting of the National Convention, the national alternate receiving the highest number of votes shall act in the place of such absent delegate and for additional absent national delegates, the remaining national alternates shall act in the order of the votes received by such alternates.

If two or more national alternates receive the same number of votes, they shall act in the order in which they were placed in nomination.

If nominations for national alternates were made by adopting the report of the nominating committee, they shall act in the order in which named in such report.

If both the national delegate and national alternate are unable to attend a meeting of the National Convention, the board of trustees may appoint a national alternate to act as such.

(Amended July, 1982)

SEC. 12. TERM OF NATIONAL DELEGATE AND ALTERNATE. – The national delegate and national alternate shall serve from the time of election as such to the time when their respective successors have been elected.

(Amended July, 1982)

SEC. 13. EFFECT OF RESIGNATION OR VACATING. – A national delegate, who resigns from or vacates such office, shall not thereby vacate any national office held by such person.

(Amended July, 1982)

CHAPTER III

Meetings of National Convention, Referendum

SEC. 14. TIME, PLACE, PRESIDING OFFICER. – A regular meeting of the National Convention shall be held on the second Monday of August in 1986, and on the second Monday of August in every fourth year thereafter. The board of trustees shall designate the place of such meeting and shall have power to postpone or advance the time for holding such meeting for a period not exceeding 90 days if, in its judgment, the interests of the Society so require. Such meeting may be postponed for a period exceeding 90 days in conformity with the laws of the State of Michigan.

The time and place for holding such meeting shall be published in the official organ not later than the month preceding the holding of such meeting.

The national president shall preside at all regular meetings of the National Convention.

(Amended July, 1982; August, 1986; July, 1995)

SEC. 15. SPECIAL MEETINGS, PRESIDING OFFICER. – Special meetings of the National Convention shall be called by the national president when directed by the board of trustees or when requested in writing so to do by three-fifths of the persons entitled to a vote in the National Convention, such direction or request to specify the objects of such meeting. The national president shall thereupon issue such call and designate therein the time and place of such special meeting and specify the subjects to be acted upon, and no action shall be taken at such meeting on any subject not included in said call.

The national secretary-treasurer shall transmit by mail a copy of such call to each elective and appointive national officer and national delegate. At least twenty days must intervene between the mailing of the copy of the call and the date of the meeting.

The national president shall preside at all special meetings of the National Convention.
(Amended July, 1982)

SEC. 16. VOTING. – Each elective national officer and national delegate shall be entitled to one vote. No person shall be entitled to more than one vote or to vote by proxy. If an elective national officer is also a national delegate, such officer shall cast only one vote, which vote shall be cast as national delegate.

(Amended July, 1982)

SEC. 17. QUORUM. – In order to constitute a quorum for the transaction of business, a majority of the members of the National Convention who are entitled to vote must be present and no less than two-thirds of the voting members present must be elected delegates. A lesser number may take a recess from day to day or to meet at some future time.

(Amended July, 1982; August, 1994; August, 2002)

SEC. 18. ORDER OF BUSINESS. – The order of business of a regular meeting of the National Convention shall be as follows:

- (1) Formal regular daily opening
- (2) Report of Committee on Credentials
- (3) Roll call of officers and delegates
- (4) Conferring the qualification degree
- (5) Reading and approving the records
- (6) Appointing of special committees
- (7) Reports of national officers
- (8) Reports of committees
- (9) Unfinished business
- (10) New Business
- (11) Regular, daily or meeting closing
- (12) Formal closing

The election of national officers shall take place on the final day of the meeting, unless a different time is fixed by the National Convention.

This order of business may be changed by the National Convention as occasion may require.

The installation of the national officers shall take place after all other business shall have been transacted. However, if the installation does not take place immediately following the election, the national president, national secretary-treasurer and elected members of the board of trustees shall be installed in short form immediately following the formal closing and shall enter upon their duties immediately.

(Amended July, 1982; August, 1990)

SEC. 19. STANDING COMMITTEES. – The National Convention standing committees, each consisting of not less than three members appointed by the national president from the members of the National Convention at the commencement of, or prior to, each regular meeting, shall be as follows:

- Committee on Credentials
- Committee on Laws
- Committee on Ritual
- Committee on Transportation and Per Diem
- Committee on Finance

(Amended July, 1982)

SEC. 20. SPECIAL COMMITTEES. – The national president may appoint from the members of the National Convention special committees to serve during a regular meeting of the National Convention.

SEC. 21. COMMITTEE ON LAWS. – The committee on laws shall meet at the call of the national president prior to the commencement of each regular meeting of the National Convention and any special meeting of the National Convention called for the purpose of amending the articles of incorporation and laws of the Society. The committee on laws and the board of trustees shall act jointly in recommending amendments to the articles of incorporation and laws of the Society. The committee on laws shall make full report at each regular meeting of the National Convention and any special meeting of the National Convention called for the purpose of amending the articles of incorporation and laws of the Society. All proposed amendments shall be referred to the committee on laws in accordance with provisions of Section 73.

(Sec. 21. Repealed. New section, same title adopted July, 1982)

(Sec. 22. COMMUNICATIONS. Repealed July, 1982)

(Amended July, 1995; August 2002)

SEC. 22. TRANSPORTATION AND PER DIEM. – The members of the National Convention in attendance at a meeting thereof shall receive transportation and per diem expenses, which shall be determined by the board of trustees.

The National Convention may alter the expenses so determined by a two-thirds vote of the members thereof.

(Formerly Sec. 23. Amended July, 1982)

SEC. 23. NOMINATION OF OFFICERS. – Nominations shall be made by a nominating committee to be appointed for that purpose by the national president. The nominating committee shall select the names of the candidates to fill the various offices and report them to the National Convention in writing. Nominations may also be made from the floor.

(Formerly Sec. 24. Repealed. New section, same title adopted July, 1982)

SEC. 24. MANNER OF ELECTION. – When only one candidate is nominated for election as a national officer, it shall not be necessary to ballot, but on a motion to that effect being carried, the national secretary-treasurer shall cast the ballot of the National Convention for such candidate, whereupon such candidate shall be declared elected. When two or more candidates are placed in nomination for election as national officers, the election shall be by ballot, and the candidate receiving the highest number of votes shall be declared elected although the number of votes received by any candidate may not constitute a majority of the votes cast. No vote shall be regarded as part of the poll unless cast for a candidate previously nominated.

(Formerly Sec. 25. Amended July, 1982)

SEC. 25. INSTALLING OFFICER. – The national president may act as installing officer or may appoint as installing officer anyone who has held a national office or who, at time of installation, is an officer of the National Convention.

(Formerly Sec. 26. Amended July, 1982)

SEC. 26. REFERENDUM. – In the interim between meetings of the National Convention, a referendum vote of the officers and members thereof entitled to vote therein shall be taken upon any subject if the board of trustees has, by unanimous vote of the members of such board present when such vote is taken, approved such subject and ordered such referendum.

In such event the national secretary-treasurer shall mail to each such officer and member of the National Convention a full and complete statement of the subject upon which a vote is to be taken and a ballot for completion and signature by the person thus entitled to vote.

Upon receipt by the national secretary-treasurer within ninety days from the date of mailing thereof by the national secretary-treasurer of at least the number of affirmative ballots required to approve the subject, the national secretary-treasurer shall promptly submit to the board of trustees a certification of the tabulation of the total votes received.

If such certified tabulation discloses to the satisfaction of the board of trustees that the number of affirmative ballots required to approve the subject has been received within the required time, the board of trustees shall approve such tabulation and the subject shall thereupon be approved and have the same force and effect as any action duly taken by the National Convention in any meeting thereof; otherwise the subject shall be automatically disapproved.

(Formerly Sec. 27. Amended July, 1982)

CHAPTER IV

National Officers, Qualifications, Terms of Office, Compensation, Vacancies, Powers, Duties

SEC. 27. NATIONAL OFFICERS. – The national officers of the Society shall be:

Elective

National President
National Secretary-Treasurer

Board of Trustees, five members
Immediate Past National President
National Vice President
National Chaplain
National Escort

Appointive

National Medical Director
National Sergeant
National Hostess or Host, two
National Captain
National Color Bearers, two
National Musician

By Virtue of Past Office

Past National Presidents

The National Convention shall elect the national president, national secretary-treasurer, five members of the board of trustees, national vice president, national chaplain and national escort.

The most recently retired national president shall be the immediate past national president and shall be entitled to all rights and privileges of an elective national officer.

The national sergeant, two national hostesses and/or hosts, national captain, two national color bearers and national musician shall be appointed by the national president prior to each regular meeting of the National Convention, subject to the approval of the board of trustees.

The national medical director shall be appointed by the national president, subject to the approval of the board of trustees.

Any person who has ever held the office of national president shall be entitled to the rank of past national president and shall be entitled to a seat and voice in, and may serve on committees of, the National Convention but without the right to vote.

The national president may, from time to time, appoint such other officers as in the judgment of the national president may assist in advancing the interest of the Society. Such appointive officers shall perform such duties as may be directed by the national president.

Appointive national officers shall be entitled to a seat and a voice but no vote, in the meeting of the National Convention and shall hold office until their successors are appointed.

(Formerly Sec. 28. Amended July, 1982; August, 1986; July, 1995)

SEC. 28. QUALIFICATIONS. – No person shall be eligible to hold any national office of the Society unless such person is a benefit member thereof in good standing; does not hold office in any other fraternal benefit society or subordinate branch thereof; is not a deputy or agent of any other fraternal benefit society or other life insurance institution; and is not receiving remuneration for any services rendered to any such fraternal benefit society or life insurance institution.

Except in the case of appointment by the board of trustees to fill a vacancy, a person, to be eligible to any elective national office, must be a member of the National Convention at the time of election as such.

(Formerly Sec. 29. Amended July, 1982; August, 1994; July, 1995)

SEC. 29. TERM OF OFFICE AND COMPENSATION. – All elective national officers shall be elected at each regular meeting of the National Convention and serve for the ensuing quadrennial term. They shall hold office until their successors are duly elected and installed; provided, however, that subsequent to the 1982 National Convention, and with the exception of the office of immediate past national president no member may be a candidate for elective office if such member will have attained the age of seventy (70) prior to the date of election. All appointive national officers shall hold their offices subject to revocation until their successors are appointed.

The salaries or compensation of the elective members of the board of trustees shall be fixed by the National Convention.

The salaries or compensation of the national president and national secretary-treasurer, as well as all appointive officers, shall be fixed by the board of trustees.

(Formerly Sec. 30. Repealed. New section, same title, adopted July, 1982)

SEC. 30. VACANCIES. – All vacancies in the elective national offices, by death or otherwise, shall be filled by appointment of the board of trustees, the appointee to hold office until a successor is elected unless, prior thereto, such office is vacated as provided in these laws. All vacancies in the appointive national offices, by death or otherwise, shall be filled in the same manner in which such appointment was originally made, as provided in these laws.

(Formerly Sec. 31. Amended July, 1982)

SEC. 31. DUTIES OF OFFICERS NOT OTHERWISE DEFINED. – All national officers whose duties are not prescribed by these laws shall perform such duties as are prescribed by the ritual or by the board of trustees.

(Formerly Sec. 32. Amended July, 1982)

SEC. 32. BOARD OF TRUSTEES. – There shall be a board of trustees consisting of the national president, who shall be chairman thereof, the national secretary-treasurer, who shall be secretary thereof, and five elective members.

During the recess of, and in the interim between, meetings of the National Convention, it shall have general direction and management of the Society and may, to the extent permitted by the laws of the State of Michigan, exercise any and all of the Society's corporate powers except that it shall not have power to repeal or amend any enactments of the National Convention nor shall it exercise any power specifically designated by these laws to be exercised by any other person or entity.

In the event that any of the provisions of the Society's laws are now, or hereafter become, in whole or in part, invalid or inconsistent because of any federal, state, or provincial law, such board may adopt such rules and regulations, with reference to the subject matter of such provisions, as are necessary to cause such subject matter to conform to, and be consistent with, such federal, state, or provincial law, in which event, such provisions in these laws shall automatically be suspended, in whole or in part as the case may be, in the case of all contracts, governed and controlled by such federal, state, or provincial law. Such rules and regulations, so adopted, shall be binding upon members, juniors and beneficiaries whose rights, benefits and privileges are determined by such contracts.

Such board shall exercise such powers and perform such duties as are customarily exercised and performed by board of directors of corporations including the following among others:

(1) To authorize the institution of subordinate branches or bodies and auxiliary bodies of such subordinate branches or bodies for any purpose intended to promote the work of the Society; to designate the name and title by which such subordinate branches or bodies shall be known; to adopt, repeal and change from time to time, rules and regulations providing for the organization, management and dissolution thereof, and to provide for the ritualistic work thereof; and such subordinate branches or bodies and members and juniors thereof shall conform to, and be governed by such rules and regulations;

(2) To transfer or refuse transfer of, any member or members of a local unit to any other local unit or to membership-at-large, whenever, in its judgment such transfer or refusal of transfer is advisable;

(3) To fix the amount of membership dues required of benefit and social members and dues required of Society juniors and to determine the method of distribution of all membership dues and dues of Society juniors to be in the best interest of furthering the Society's fraternal, charitable and benevolent purposes;

(4) To reprimand a member or deprive a member for any period designated by it of all fraternal and social privileges of the Society and every local unit thereof, if such member has been guilty of failure to obey the laws, rules, regulations and rituals of the Society or of acting in a manner apt to bring disrepute upon the Society;

(5) To remove from office, any officer of any subordinate branch or body for misconduct or incompetency in office, neglect of duties of office, or failure to perform such duties as required by the laws, rules, regulations and rituals of the Society, or whenever such board shall consider such removal will be in the interests of the Society or of any such subordinate branch or body;

(6) To invest the assets of the Society in accordance with the laws of the State of Michigan and for such purpose to appoint an investment committee with power to approve investment transactions in the interim between meetings of such board and with power to authorize the execution in the name of the Society of all documents required in connection with such transactions;

(7) To appoint an executive committee consisting of the national president, national secretary-treasurer and not more than five additional persons, which committee, to the extent permitted by the laws of the State of Michigan, these laws and such board, shall, while such board is not in session, have the powers of such board and shall determine questions of general policy of the Society. The executive committee shall keep minutes of every meeting and all actions of the committee shall be reported to such board at its meeting next following such action;

(8) To adopt the forms of, and authorize the issuance of, benefit certificates and riders providing for such benefits, privileges, nonforfeiture and other values, options and premiums as such board may deem advisable and the laws of the State of Michigan permit;

(9) To provide for retirement allowances to such extent and for such classifications of persons who have rendered or are now rendering services to the Society as such board may deem advisable and to adopt rules and regulations in connection therewith; and

(10) To remove from office, any elective national officer for misconduct or incompetency in office or neglect to discharge properly the duties of office, if such officer is found guilty thereof after filing of charges and reasonable hearing thereof.

(Formerly Sec. 33. Amended July, 1982; August, 1986; August, 1990; July, 1995)

SEC. 33. MEETINGS AND QUORUM OF BOARD OF TRUSTEES. – The national president or the board of trustees shall designate the time and place of its meetings. A majority of the members shall constitute a quorum. Where both the national president and the board of trustees make a designation, the time and place designated by the board of trustees shall control.

(Formerly Sec. 34. Amended July, 1982)

SEC. 34. NATIONAL PRESIDENT. – The national president shall be the president of the corporation, its principal executive officer and, ex officio, a member of all committees. The national president shall exercise such powers and perform such duties as are customarily exercised and performed by the president of a corporation and not specifically designated by these laws to be exercised or performed by any other person or entity, including the following:

(1) To grant dispensations when, in the judgment of the national president, the good of the Society so requires, but no such dispensation shall be granted for the admission of unqualified persons to membership or the retention of such persons as members;

(2) To direct and supervise the extension of the Society;

(3) In the interval between meetings of the board of trustees, to transfer any member or members of a local unit to any other local unit or to membership-at-large, if, in the judgment of the national president, such transfer is advisable; provided, however, that any member thus transferred may appeal to such board for a review of the facts of the case and such board shall have the power to take any remedial action it deems proper; and

(4) To appoint, subject to approval by the board of trustees, administrative officers having appropriate titles descriptive of their positions, provided such persons shall not have powers of Society officers.

(Formerly Sec. 35. Amended July, 1978; July, 1982; July, 1995)

SEC. 35. NATIONAL VICE PRESIDENT. – The national vice president shall, during the temporary absence or disability of the national president, preside at all regular or special meetings of the National Convention.

(Formerly Sec. 36. Amended July, 1982)

SEC. 36. NATIONAL SECRETARY-TREASURER. – The national secretary-treasurer shall be the secretary-treasurer of the corporation and shall perform such duties customarily performed by secretaries and treasurers of corporations.

(Formerly Sec. 37. Amended July, 1982)

(Formerly Sec. 38, SUPREME MEDICAL DIRECTOR, Repealed July, 1982)

(Formerly Sec. 39, SUPREME FINANCE AUDITORS, Repealed July, 1982)

(Formerly Sec. 40, SUPREME CONFERENCE BOARD, Repealed July, 1982)

CHAPTER V

State and Provincial Conventions

SEC. 37. DEFINITION OF. – A state or provincial convention is a meeting of state or provincial delegates which meeting has been duly called and organized as provided in these laws.

(Formerly Sec. 41)

SEC. 38. WHEN STATE OR PROVINCE ENTITLED THERETO. – Except as may otherwise be directed by the board of trustees as provided in Section 54 of Chapter VI of these laws any state or province, which has a total of three thousand or more benefit and associate members, shall be entitled to hold a state or provincial convention for the purpose of electing delegates and alternates to the National Convention, and transacting such other business as may lawfully be brought before it.

(Formerly Sec. 42. Amended August, 1974; July, 1982)

SEC. 39. POWERS. – The state or provincial convention shall have power to elect the number of national delegates and national alternates, to which such state or province is entitled under these laws, and to make such recommendations to the National Convention and to the subordinate branches or bodies in such state or province, as may be deemed proper.

(Formerly Sec. 43. Amended July, 1982; August 1990)

SEC. 40. REPRESENTATION IN STATE OR PROVINCIAL CONVENTION. – Each delegate of a local unit shall be entitled to cast as many votes in the state or provincial convention as there were total benefit and associate members in such local unit as of December thirty-first next preceding such state or provincial convention.

(Formerly Sec. 44. Amended July, 1982)

SEC. 41. QUALIFICATIONS OF STATE OR PROVINCIAL DELEGATE. – The state or provincial delegate and alternate must be benefit members in good standing in the local unit to be represented, must hold no office in any other fraternal benefit society, or subordinate branch thereof, and must not be a deputy or agent of, or receive any remuneration for services rendered to, any other fraternal benefit society or other life insurance institution. Failure to fulfill these qualifications shall make a person ineligible for election as state or provincial delegate or alternate or shall create a vacancy in the office of state or provincial delegate or alternate, if such failure occurs after election as such.

No member, who has been removed from any office in a local unit for any cause, shall be eligible to act as such delegate or alternate, without the consent of the board of trustees.

(Formerly Sec. 45. Amended July, 1982; August, 1994)

SEC. 42. TIME AND PLACE OF CONVENTION. – State or provincial conventions shall be called by the national president who shall designate in such call the time and place of such convention, which time shall not be more than six months before the next succeeding meeting of the National Convention, and shall also designate therein the meeting of the local units at which delegates and alternates shall be elected to such state or provincial conventions.

(Formerly Sec. 46. Amended July, 1982)

SEC. 43. NOTICE. – The national secretary-treasurer shall mail a copy of such call to each local unit entitled to a delegate within the state or province entitled to such state or provincial convention, which copy shall be mailed not less than thirty days before the meeting of such state or provincial convention.

(Formerly Sec. 47. Amended July, 1982)

SEC. 44. REPRESENTATION QUALIFICATIONS OF LOCAL UNIT, ELECTION AND NOTIFICATION BY UNIT. – Each local unit which, on December thirty-first next preceding such state or provincial convention, held a charter and which, on such date, had ten or more benefit members in good standing, shall elect one delegate and one alternate, to such convention.

Immediately after such election, the recording secretary of such local unit will forward to the national secretary-treasurer on the official blank furnished by the national secretary-treasurer, the names of the delegate and alternate elected.

(Formerly Sec. 48. Amended July, 1982)

SEC. 45. ORGANIZATION OF STATE OR PROVINCIAL CONVENTIONS. – The national president, or any member of the Society appointed by the national president for such purpose, shall call state or provincial conventions to order and preside.

(Formerly Sec. 49. Amended July, 1982; July, 1995)

SEC. 46. OFFICERS OF STATE OR PROVINCIAL CONVENTIONS. – The officers of a state or provincial convention shall be such as are prescribed in the convention ritual.

(Formerly Sec. 50)

SEC. 47. COMMITTEES OF STATE OR PROVINCIAL CONVENTIONS. – The presiding officer of state or provincial conventions shall appoint such convention committees as are prescribed in the convention ritual.

(Formerly Sec. 51)

SEC. 48. QUORUM. – A majority of the delegates who are entitled to vote at the state or provincial convention shall constitute a quorum authorized to transact business but a lesser number may order a recess.

(Formerly Sec. 52. August, 2002)

SEC. 49. ORDER OF BUSINESS. – The order of business of the state or provincial convention shall be prescribed in the convention ritual.

(Formerly Sec. 53)

SEC. 50. NOMINATIONS OF NATIONAL DELEGATES AND ALTERNATES. – Nominations shall be made by a nominating committee to be appointed for that purpose by the presiding officer of such state or provincial convention. The nominating committee shall select the names of candidates for national delegates and national alternates and report the same to the state or provincial convention in writing. Nominations may also be made from the floor.

(Formerly Sec. 54. Amended July, 1978; July 1982)

SEC. 51. ELECTION OF NATIONAL DELEGATES AND ALTERNATES. – The election of national delegates and national alternates shall be by ballot and the candidates receiving the highest number of votes shall be declared elected, although the number of votes received by any candidate may not constitute a majority of all votes cast. However, when only one candidate is nominated for an office, it shall not be necessary to ballot but on a motion to that effect being carried, the state or provincial recording secretary shall cast the ballot of the state or provincial convention for such candidate, whereupon such candidate shall be declared elected.

(Formerly Sec. 55. Amended July, 1982)

SEC. 52. STATE OR PROVINCIAL ALTERNATES SERVING. – If a state or provincial delegate is unable to attend a state or provincial convention, the alternate elected to such convention shall act in the place of such absent delegate.

(Formerly Sec. 56)

SEC. 53. TRANSPORTATION AND PER DIEM. – Each member of a state or provincial convention shall be entitled to receive transportation and per diem on such basis as is fixed by the board of trustees.

(Formerly Sec. 57. Amended July, 1978; July, 1982)

(Formerly Sec. 58. VISITORS. Repealed July, 1982)

CHAPTER VI

District Convention

SEC. 54. DEFINITION OF. – A district convention is a meeting of district delegates which meeting has been duly called and organized as provided in these laws.

States and provinces having fewer than three thousand benefit and associate members as of December thirty-first next preceding a regular meeting of the National Convention shall be grouped by the board of trustees into districts each such district having at least a total of three thousand benefit and associate members.

The board of trustees may group into a district such states and provinces including contiguous portions of a state or province and including states, provinces or portions thereof having more than three thousand members providing that each such district shall have three thousand or more benefit members and associate members.

(Formerly Sec. 59. Adopted August, 1974. Amended July, 1982)

SEC. 55. POWERS. – Each district shall be entitled to hold a district convention for the purpose of electing the number of national delegates and alternates to which such district is entitled under these laws, and to make recommendations to the National Convention and to the local units in such district as may be deemed proper.

(Formerly Sec. 60. Adopted August, 1974. Amended July, 1982; August, 1994)

SEC. 56. PROVISIONS APPLICABLE TO DISTRICTS. – The provisions of these laws regarding representation in state or provincial conventions, qualifications of state or provincial delegates and alternates, representations qualifications of local units in a state or provincial convention, election and notification of election of state or provincial delegates and alternates shall be applicable to districts.

(Formerly Sec. 61. Adopted August, 1974. Amended July, 1982)

SEC. 57. PROVISIONS APPLICABLE TO DISTRICT CONVENTIONS. – The provisions of these laws applicable to state or provincial conventions shall similarly apply to district conventions.

(Formerly Sec. 62. Adopted August, 1974. Amended July, 1982)

CHAPTER VII

Local Units, Junior Clubs, Definition

SEC. 58. DEFINITION OF LOCAL UNIT. – A local unit, as named and designated by the board of trustees, is a subordinate branch or body of the Society, which has been duly organized and chartered as such in the manner prescribed by the laws, rules, regulations and rituals of the Society. No member of a local unit may, at one and the same time, hold membership in another local unit.

(Formerly Sec. 63. Amended July, 1982)

(Formerly Sec. 64. DEFINITION OF SUBORDINATE CLUB. Repealed July, 1982)

(Amended July, 1995)

SEC. 58(a). DEFINITION OF A JUNIOR CLUB. – A junior club is a subordinate branch or body of the Society, duly organized for children under the minimum age for benefit membership and chartered as such in the manner prescribed by the rules and regulations adopted by the board of trustees. The organization and administration of junior clubs shall be in

conformance with the rules and regulations adopted by the board of trustees. Juniors shall not be required to join junior clubs. No member of a junior club shall have a voice in the management of the Society.

(Added August, 1990)
(Amended August, 1994; July, 1995)

SEC. 59. INCORPORATION PROHIBITED. – No subordinate branch or body shall incorporate under the laws of any state or province.

(Formerly Sec. 65. Amended July, 1982; August, 1990)

CHAPTER VIII

Members and Juniors, Classification, Qualifications, Admission, Transfer to Benefit Membership, Membership Dues

SEC. 60. CLASSIFICATION OF MEMBERS, LAWS BINDING – The members of this Society shall be known as benefit members, social members and associate members.

Every member, junior and person or entity deriving benefits or other legal rights from any member or junior or contract on the life of a member or junior shall be bound by the laws of the Society, as herein enacted, and by all amendments, modifications and additions thereto, which may be hereafter made.

(Formerly Sec. 66; July, 1995. Amended August, 2002)

SEC. 61. BENEFIT MEMBERS, QUALIFICATIONS AND RIGHTS – Persons, who are not less than fifteen years of age and who are of good moral character, physically and mentally qualified, and who support the general objects of the Society and who are not proscribed by the laws, rules or regulations of the Society, are eligible to benefit membership.

A person upon whose life insurance protection is in force under a certificate issued or assumed by the Society or who is the annuitant under a certificate issued or assumed by the Society or who is insured under a certificate issued or assumed by the Society that is other than life insurance shall be a benefit member if such person pays all required membership dues. A benefit member shall be entitled to all the rights and privileges of the Society.

(Formerly Sec. 67. Amended July, 1982; August, 1990; July, 1995; August, 2002)

SEC. 62. SOCIAL MEMBERS, QUALIFICATIONS AND RIGHTS. – Persons, who are not less than fifteen years of age and who are of good moral character, mentally qualified, and who support the general objects of the Society and who are not proscribed by the laws, rules or regulations of the Society, are eligible to social membership.

A social member shall be entitled to all of the fraternal and social privileges of the Society. Such member shall have no voice or vote in the management of the insurance affairs of the Society.

(Formerly Sec. 68. Amended July, 1982; August, 1990; July, 1995; August, 2002)

SEC. 63. ASSOCIATE MEMBERS DEFINED, RIGHTS OF, HOW TO BECOME BENEFIT MEMBERS. – A member, upon whose life only paid-up protection is in force, while not paying all required membership dues, shall be known as an associate member. Such member shall have only the right to the insurance benefits, provided by such paid-up protection and shall not be eligible to hold office in or participate in the deliberations and the conduct of business at a local unit meeting.

An associate member may become a benefit member by paying all required membership dues for twelve months in advance.

(Formerly Sec. 69. Amended July, 1982; August, 1986)

SEC. 64. JUNIORS, HOW WRITTEN, DEFINED. – Any person may make application for junior protection on the life of any child under fifteen years of age or under the minimum age (if greater) for benefit membership specified by the applicable state or provincial law, with the consent of a parent or person responsible for the support and maintenance of such child.

If such application is approved by the Society, a certificate for junior protection shall be issued and such child shall become a junior of the Society and, until transfer to benefit membership, shall remain a junior as long as premiums for such protection and, effective October 1, 1982, any required dues are being paid. The board of trustees shall establish the dues requirements for juniors which shall not exceed the amount of membership dues required of benefit and social members. A junior shall be entitled to participate in all junior activities. A junior may also attend business meetings of a local unit but shall not be entitled to vote.

(Formerly Sec. 70. Amended July, 1982; August, 1986; August, 1990; August, 1994; July, 1995)

SEC. 65. ASSOCIATE JUNIOR DEFINED, RIGHTS OF. – A person under the minimum age for benefit membership, upon whose life only paid-up protection is in force, while not paying all required membership dues, shall be known as an associate junior. Such associate junior shall have only the right to the insurance benefits provided by such

paid-up protection (subject to the control provisions of the contract), and shall not be eligible to participate in junior activities. An associate junior may become a junior by paying all required membership dues for twelve months in advance.

Upon the first day of the month during which the associate junior would have qualified for transfer to benefit membership had the associate junior been paying required dues, such associate junior shall automatically become an associate member as specified in Section 63 of these laws.

(Formerly Sec. 71. Amended August, 1994; August, 2002)

SEC. 66. ADMISSION OF MEMBERS. – Applicants for benefit or social membership through local units may be admitted to such membership in accordance with the provisions of these laws, together with the rules and regulations adopted by the board of trustees.

(Formerly Sec. 72. Amended July, 1982)

SEC. 67. TRANSFER OF JUNIOR TO BENEFIT MEMBERSHIP. – A junior who has been paying all required dues, upon the first day of the month next following the month during which the junior reaches the minimum age for benefit membership, shall automatically become a benefit member of such junior's local unit and, beginning with such month, shall pay thereafter all membership dues required to be paid by a benefit member.

An associate junior, upon reaching the minimum age for benefit membership, may become a benefit member by paying all required membership dues for twelve months in advance.

Any junior who has not already been transferred to benefit membership, upon the first day of the month next following such junior's eighteenth birthday, shall automatically become a benefit member of such junior's local unit and, beginning with such month, shall pay thereafter all membership dues required to be paid by a benefit member.

If membership in a local unit other than the junior's local unit is desired, the usual procedure for admission of benefit members (except the submission of evidence of insurability) shall be required.

(Formerly Sec. 73. Amended July, 1982; August, 1986; August, 2002)

SEC. 68. MEMBERSHIP DUES. – Every benefit member shall pay all required membership dues at the same time as premiums are paid. The provisions of these laws applicable to the time of payment of premiums, to suspension for failure to pay same an effect thereof, and, unless otherwise provided for in these laws, to reinstatement following such suspension, shall be applicable to the payment of all required membership dues. In no event shall a benefit member be permitted to pay premiums, while under suspension for failure to pay membership dues and any such attempted payment shall be ineffective and void. The foregoing provisions shall also apply to the dues payable by the juniors of the Society, except as may be modified by the rules and regulations adopted by the board of trustees.

(Formerly Sec. 74. Amended July, 1982; August, 1986; July, 1995)

CHAPTER IX

Notices, How Given

SEC. 69. PERSONAL SERVICE, SERVICE BY MAIL. – All notices or papers required to be given members, juniors, beneficiaries, claimants, or local units, except notices permitted by these laws to be published in the official organ, shall be served by delivering such notices or papers to the person or such local unit on which service must be made, or by depositing the notices or papers in a post office properly directed to such person at the last known address of such person or to such local unit with the postage prepaid.

Notices permitted by these laws to be published in the official organ may be served by such publication or by serving such notice in the manner herein provided for notices not permitted to be served by publication in the official organ, any of which shall constitute legal and sufficient service of such notice on such person or local unit.

(Formerly Sec. 75. Amended July, 1982; August, 1994)

SEC. 70. SERVICE ON LOCAL UNIT. – A notice to a local unit by delivery or mailing shall be served upon the president (or in the absence of the president, the vice-president), the recording secretary, or the treasurer thereof, any of which services shall constitute legal and sufficient service on such local unit.

(Formerly Sec. 76. Amended July, 1982; August, 1994; August, 2002)

SEC. 71. DATE OF NOTICE, PROOF OF SERVICE. – The date of mailing such notice shall be taken to be the date of the giving of the notice. The affidavit of the person who has delivered or mailed the notice shall be conclusive evidence of the service thereof.

(Formerly Sec. 77)

CHAPTER X

Amendments to the Laws

SEC. 72. LAWS, HOW AMENDED. – The laws of the Society may be amended at any regular meeting of the National Convention or any special meeting called for that purpose. If the proposed amendment is recommended jointly by the committee on laws and the board of trustees, it shall be adopted upon a majority vote of the members of the National Convention present and voting. If not so recommended, the proposed amendment shall be adopted upon a two-thirds vote of such members present and voting.

All amendments shall take effect sixty days after the close of the meeting at which such amendments are adopted unless otherwise ordered by the National Convention.

(Formerly Sec. 78. Amended July, 1982; July, 1995)

SEC. 73. AMENDMENTS, RECOMMENDATION BY MEMBERS REQUIRED. – Proposed amendments to the laws of the Society must be presented in writing, signed by three or more members of the Society, and shall be filed with the national secretary-treasurer at least thirty days before the meeting of the National Convention. The national secretary-treasurer shall refer all such proposed amendments to the committee on laws to be considered jointly by such committee and the board of trustees and reported to the National Convention.

(Formerly Sec. 79. Amended July, 1982; July, 1995; August, 2002)

CHAPTER XI

Certificate Provisions

SEC. 74. PROVISIONS APPLICABLE TO ALL CERTIFICATES, EXCEPTIONS. – The provisions contained in this chapter, being sections 74 through 102, are hereby incorporated in all certificates, except as may be otherwise stated in this chapter. For certificates in force September 1, 1982 or duly reinstated thereafter, whenever any such provision conflicts with a similar provision specifically contained in any such certificate, the provision most favorable to the insured shall apply; and, for any other certificate, the provision in the certificate shall apply.

The word "premium" means rate required to be paid periodically under a certificate.

(Formerly Sec. 80. Amended July, 1982; August, 1986)

SEC. 75. THE ENTIRE CONTRACT. – The following shall constitute the entire contract as of the date of issuance thereof:

- (1) The certificate and all endorsements and riders attached thereto;
- (2) The articles of incorporation and laws of the Society;
- (3) The application for the certificate; and
- (4) All subsequent amendments to each of the foregoing.

(Formerly Sec. 81. Amended July, 1995)

SEC. 76. CONTROL OF CONTRACT. – Except in the case of junior certificates issued on the lives of insureds who are less than the minimum age for membership, the member or the member's assignee, if any shall control the contract in all respects and shall have the sole power to exercise all rights, privileges and options thereof.

In the case of all junior certificates, the provisions of the certificate relative to control shall apply.

(Formerly Sec. 82. Amended August, 1990)

SEC. 77. INCONTESTABILITY – Unless otherwise specifically provided in the certificate or by the state or provincial laws governing and controlling, the certificate shall be incontestable, except for nonpayment of premiums and all required membership dues, after it has been in force during the lifetime of the insured for two years from its issue date. As to statements made in any application for reinstatement, such incontestability provision shall begin again on the reinstatement date.

(Formerly Sec. 83. Amended July, 1978; July, 1982; August, 1986)

SEC. 78. PAYMENT OF BENEFITS. – All insurance benefits are payable at the Society's principal office upon receipt of due proof that the benefit is due and in the funds of the country in which the certificate was originally delivered, unless otherwise provided for by written consent of the Society.

Except when prohibited by state or provincial law, if no claim is received by the Society from one qualified to submit a claim within eighteen months from the date it is established from the records of the Society that monies became due and payable, or if the proper claimant cannot be located within said period of time, the benefits provided in the insured's certificate or certificates shall be paid into the Fraternal Fund.

(Formerly Sec. 84. Amended July, 1982; August, 1986; August, 1990; August, 1994; July, 1995)

SEC. 79. PARTICIPATION. – The board of trustees shall have power to grant such refunds or dividends at such time, in such equitable manner and in connection with such certificates as it may deem advisable.

(Formerly Sec. 85. Amended July, 1982)

SEC. 80. PREMIUMS, MEMBERSHIP DUES AND JUNIOR DUES, WHEN DUE, WHERE PAYABLE. – Unless otherwise specified in the certificate, payments for premiums, membership dues and junior dues are due on the first day of the month of the premium paying period. Payments shall be at the rates and in the frequency modes stated in the certificate, unless otherwise provided for in these Laws.

All remittances shall be made to the Society's principal office or as directed in the premium notice.

(Formerly Sec. 86. Repealed. New section, same title, adopted July, 1982)
(Amended July, 1995)

SEC. 81. GRACE PERIOD. – Unless otherwise specifically provided in the certificate, a grace period of thirty-one days will be allowed for the payment of premiums and all required membership dues. During such grace period, the certificate will remain in force. If the premium and all required membership dues are not paid by the end of the grace period, the certificate will terminate subject to the nonforfeiture values and privileges described therein and in Sections 83, 84 and 85 of these Laws.

(Formerly Sec. 87. Amended July, 1982; August, 1986; August, 1990)

SEC. 82. REINSTATEMENT. – Unless otherwise specifically provided in the certificate, a certificate may be reinstated within five years after due date of the first unpaid premium and all required membership dues if:

- (1) The cash value has not been paid;
- (2) Evidence of insurability satisfactory to the Society is furnished if the certificate is being reinstated more than two months after such due date;
- (3) All past due premiums and all required membership dues are paid together with interest at 5% yearly; and
- (4) Any indebtedness on the certificate is paid or reinstated with interest to date of reinstatement.

(Formerly Sec. 88. Amended July, 1982; August, 1986; July, 1995)

SEC. 83. AUTOMATIC PREMIUM LOAN. – This provision shall be applicable if the certificate contains no automatic nonforfeiture provision and in any case, upon written request of the insured while a certificate is in force. If the "net cash value" (as hereinafter defined) permits, a payment remaining unpaid at the end of a grace period following a default will be settled automatically by loan on the sole security of the certificate as of the date of expiration of the grace period. Interest on such loan will accrue from day to day as provided in the certificate or at such a rate as may be determined by the board of trustees, and will constitute an indebtedness on the certificate as it accrues and shall be payable at the end of every certificate year.

Whenever the "net cash value" is insufficient to cover such payment, the "net cash value" shall be applied to purchase extended term insurance, if the certificate is in a standard premium class; otherwise, the "net cash value" will be paid in cash or as may be otherwise specifically provided in the certificate.

"Net cash value" means the certificate cash value less any indebtedness plus accumulated dividends plus cash value of any paid-up additional insurance. The certificate cash value shall not be less than the reserve basis, if any, stated in the certificate.

This section shall not apply to term life insurance, single premium or flexible premium payment benefit certificates.

(Formerly Sec. 89. Amended July, 1982; August, 1986; August, 1990)

SEC. 84. REDUCED PAID-UP PROTECTION. – The certificate may be converted to paid-up protection providing for the payment of insurance benefits at the same time as such benefits are payable thereunder and in such amount as the "net cash value" (as defined in the preceding section 83) will purchase at net single premium rates at the insured's age, nearest birthday, on the date of the defaulted monthly payment.

This section shall not apply to term life insurance, single premium or flexible premium payment benefit certificates.

(Formerly Sec. 90. Amended July, 1982; August, 1986; August, 1990)

SEC. 85. CASH SURRENDER VALUE. – The certificate may be surrendered for a sum equal to the "net cash value" (as defined in Section 83 of these Laws).

(Formerly Sec. 91. Amended July, 1982)

SEC. 86. DEFERMENT OF CERTAIN PAYMENTS. – The Society, at its discretion, may defer payments of the following for the maximum period permitted by law, but not longer than six months after the application therefore is received by the Society: cash surrender values, withdrawal of accumulated dividends, withdrawals or commutation under a settlement option (except to make payments due at the death of a payee), or loans, if any, (except applied to the making of monthly payments under the certificate). If the payment of the cash surrender value is deferred for a period of thirty days or more, interest will be paid for the period of deferment at the rate, if any, specified in the certificate as part of its reserve basis; otherwise, four percent yearly.

(Formerly Sec. 92. Amended July, 1995)

SEC. 87. BENEFICIARIES. – Any of the following persons may be designated as beneficiary: wife, husband, child, parent or other person related to the insured by blood, marriage, or legal adoption; foster parents of the insured; betrothed of the insured; dependents of the insured; or, where not prohibited by law and with the consent of the Society, any person or persons, trust or the estate of the insured. With the consent of the Society, any of the following may also be designated as beneficiary: a charitable institution; a nonprofit corporation; any corporation, community chest, fund, or foundation described in 501(c)(3) of the Internal Revenue Code of 1954 and its subsequent amendments, and operated exclusively for religious, charitable, scientific, literary, or educational purposes; or a person, corporation, partnership, or other legal entity which has an interest in the insured, provided that the proceeds are for the benefit, direct or indirect, of the insured or the insured's family or dependents. Wherever the applicable laws conflict with the above, only beneficiaries permitted by such laws may be designated. No assignment or transfer of a certificate, by whatever method employed, shall empower an assignee or transferee to alter or avoid the restrictions on beneficiary designations contained herein.

(Formerly Sec. 92a. Adopted by referendum, June, 1980. Amended July, 1982; August, 1990; July, 1995)

SEC. 88. CHANGE OF BENEFICIARY. – The beneficiary may be changed at any time unless, where permitted by law, this right is waived by a specific request in writing that the beneficiary designation be irrevocable. Section 87, above, describes the persons and organizations who are eligible to be beneficiaries. Written notice of change on such form as the Society may require must be filed with the Society at its principal office. When acknowledged in writing by the Society the change will take effect on the date the notice was signed. The Society will not be liable for any payment made or action taken by the Society before the Society receives the notice.

(Formerly Sec. 93. Amended August, 1986; July, 1995)

SEC. 89. NO VESTED INTEREST. – Unless otherwise provided by the state or provincial law governing and controlling the certificate, no revocable beneficiary shall have or obtain any vested interest in the proceeds of any certificate until the certificate has become due and payable in conformity with the provisions of the benefit certificate.

(Formerly Sec. 94. Amended August, 1986)

SEC. 90. ASSIGNMENT OF CERTIFICATE. – The certificate may be assigned. No assignment will be binding on the Society until a duplicate of the assignment is filed at its principal office. The Society is not responsible for the validity of any assignment. However, the certificate may only be assigned to a person or entity who would qualify as a beneficiary under Section 87.

(Formerly Sec. 95. Amended August, 1990; July, 1995)

SEC. 91. DEATH OF BENEFICIARY. – Unless otherwise specifically provided in the certificate or the state or provincial laws governing and controlling such certificate, if the death of a beneficiary designated by name in a certificate shall occur prior to the death of the insured, the amount payable to such deceased beneficiary shall be payable in equal shares to the surviving beneficiaries designated by name in such certificate, but if no designated beneficiary survives the insured, the amount payable on account of the insured's death shall be paid to the persons of the class and in the order mentioned in the following classes, the persons of one class sharing such amount equally to the exclusion of the classes following:

- (1) Insured's husband or wife.
- (2) Insured's children, natural or by legal adoption.
- (3) Insured's mother and father, or the survivor thereof, natural or by legal adoption.
- (4) Insured's grandchildren.
- (5) Insured's estate.

All of the foregoing provisions of this section shall be applicable to any person or persons named to administer the benefits payable under so-called Last Illness and Burial certificates.

(Formerly Sec. 96. Amended August, 1990)

SEC. 92. CONTEMPORANEOUS DEATH. – If both the insured and the beneficiary or beneficiaries of the insured die in a common calamity, any person, persons or entity, claiming to be entitled to the benefit in question, or any part thereof, upon the ground that such beneficiary or some one or more of such beneficiaries survived the insured, must make satisfactory proof to the Society within sixty days after the death of the insured that such beneficiary or beneficiaries

survived the insured. If such proof is not so furnished within the time stated, it shall be conclusively presumed and considered as established that the insured survived such beneficiary or beneficiaries and the Society shall have full right and authority to dispose of the amount due, if any, accordingly.

(Formerly Sec. 97; July, 1995)

SEC. 93. FACILITY OF PAYMENT. – At the discretion of the Society and anything in these laws or in the certificate to the contrary notwithstanding and to the extent not prohibited by state or provincial law, if the amount due under a deceased insured's certificate to any person or entity is \$1,500 or less and such person or entity does not make claim therefore within sixty days from the date of death of the insured, the Society may pay such amount to the husband, wife, relative by blood or connection by marriage of the insured or to any person or entity appearing to the Society to be equitably entitled thereto by reason of having incurred expense in any way on behalf of the insured for the insured's maintenance, last sickness or burial or for any other purpose. The payment of such amount as herein indicated shall be in full and complete discharge of the liability of the Society to the person or entity thus failing to make claim and to the extent of the amount thus paid.

(Formerly Sec. 98. Amended July, 1982; August, 1994; July, 1995)

SEC. 94. MINOR BENEFICIARY. – In the event a beneficiary is a minor, the Society may, in its sole discretion, pay the amount due such minor in a lump sum or in installments for a total of not in excess of \$2,000 in a 12 month period or any greater amount permitted by state or provincial law. Payments shall be made to the person or persons who, in the sole opinion of the Society, are caring for and supporting such minor and such payment shall be a complete discharge of the Society's liability to the extent of such payment.

(Formerly Sec. 99. Repealed. New Section, same title, adopted July, 1982. Amended August, 1986; July, 1995)

SEC. 95. BENEFICIARY CAUSING DEATH. – An insured's beneficiary, who intentionally causes the death of the insured, shall thereupon automatically become an ineligible beneficiary of the insured and the benefit, if any, shall be paid in the same manner as if such beneficiary were eligible and had died before the death of the insured.

(Formerly Sec. 100)

SEC. 96. MISSTATEMENT OF AGE OR SEX. – If the age or sex of the insured or of any other person is considered in determining the premium and it is found at any time before final settlement under the certificate that the age or sex has been misstated, and the discrepancy and premium involved have not been adjusted, the amount payable shall be such as the premium would have purchased at the correct age and sex.

(Formerly Sec. 101)

SEC. 97. SUICIDE. – If the insured commits suicide while sane or insane within two years from the date of issue of the certificate, the Society's liability will be limited to the premiums paid under the certificate.

(Formerly Sec. 102; July, 1995)

SEC. 98. RESERVE IMPAIRMENT. – If the Society's reserves become impaired, it shall have power to remedy such impairment by requiring the payment to the Society of the certificate's equitable proportion of such impairment which payment, if not made, shall be treated in the same manner as a loan thereunder, except that the interest on such loan shall be at the yearly rate of two and one half percent or, if higher, at the yearly rate specified in the certificate.

(Formerly Sec. 103. Amended August, 1986; July, 1995)

SEC. 99. DUTY IN THE EVENT OF TAXATION. – If, by virtue of the action of any taxing authority or the decision or order of any court or administrative body or officer therein, the Society shall at any time or times be required to pay a tax based upon the premiums required under a certificate, such premiums shall be increased by such portion of the total tax paid and interest and penalties, if any, as the Society is required to pay on account of such premiums. The amount to be thus paid shall be determined by the board of trustees which determination thereof shall be final and conclusive.

Notice of such finding and determination and the date when such amount shall be due and payable, may be given by publication thereof in the official organ of the Society not less than one month before the date when such amount shall become due and payable and such publication shall conclusively charge each insured with such notice and no other notice shall be required.

In the event such amount as may be required to be paid by virtue of the provisions of this section is not paid within one month after the same is due and payable, as designated by the board of trustees, all penalties and forfeitures provided in these laws for the non-payment of premiums, together with the provisions for reinstatement, shall be applicable.

In lieu of the foregoing provision for additional payments, the board of trustees may direct that such additional payments be deducted from refunds or dividends that may accrue under any participation in the distribution of surplus.

(Formerly Sec. 104. Amended July, 1982; July, 1995)

SEC. 100. PROOFS WITHIN EIGHTEEN MONTHS. – If the required claim for death or any other benefit and proof thereof are not filed with the Society within eighteen months (or such minimum period, if greater, permitted under the state or provincial laws controlling the certificate upon which such claim is based), from the time the death or other benefit is claimed to have matured, all claims whatsoever which any member, junior, beneficiary, claimant or entity might have had

against the Society for such benefit shall lapse and become absolutely null and void, and any benefit which might otherwise have been paid shall revert to the Society.

(Formerly Sec. 105; July, 1995)

SEC. 101. LIMITATION OF ACTION. – No action at law or in equity shall be brought or maintained on any claim arising out of any certificate before due proof of such claim has been filed with the Society, nor unless action is brought within two years (or such minimum period, if greater, permitted under the state or provincial law controlling such certificate) after the cause of action shall accrue.

(Formerly Sec. 106; July, 1995)

SEC. 102. SHORTAGE, PROVISION FOR AUTOMATIC LIEN. – If any member shall fail to handle faithfully any funds accumulated directly or indirectly in connection with any activity or object of the Society, such member shall thereby automatically become indebted to the Society to the extent of the shortage thereby arising in such funds. The Society shall establish the date of such indebtedness which shall not be earlier than the date the shortage occurred.

Such indebtedness together with accumulated interest thereon from the date thereof shall be a lien against such member's protection and shall be deducted in any settlement thereof. Such lien shall bear interest from the date of such indebtedness at the rate of six per cent per annum payable on each anniversary of such protection and, if not then paid, such interest shall be added to the principal and bear interest at the same rate. The total indebtedness, or any part thereof not less than five dollars, may be repaid at any time while the protection is in force. At any time when the total indebtedness and accrued interest thereon equal or exceed the reserve under such protection according to the mortality and interest bases stated in the certificate, or if not so stated, used in the calculation of rates therefore, the protection shall become null and void if the Society notifies the member to this effect in writing. In such event the Society shall have the right to recover from the member any excess of such total indebtedness and accrued interest over such reserve.

The automatic operation of the provisions of this section shall not make the disciplinary provisions of these laws inapplicable to such member.

(Formerly Sec. 107. Amended July, 1982)

(Formerly Sec. 108)

(Formerly Sec. 109. TOTAL AND PERMANENT DISABILITY BENEFIT. Amended August, 1974.
Repealed, effective on and after November 23, 1975)

(Formerly Sec. 110. SPECIAL ACCIDENT BENEFIT. Repealed, 1966)

(Formerly Sec. 103. INTERPLEADER, ETC., EXPENSES. Repealed, August, 1994)
(Amended July, 1995)

CHAPTER XII

Admission To Benefit Membership

SEC. 103. APPLICATION. – Application for benefit membership shall be made on forms prescribed by the board of trustees, and shall contain the recommendation of a member or field worker. The application must be accompanied by the initial premium if required by the rules and regulations adopted by the board of trustees and be processed in accordance with membership rules and regulations adopted by the board of trustees.

(Amended August, 1986)

(Formerly Sec. 104. Renumbered August, 1994)

SEC. 104. ACTION BY LOCAL UNIT. – Any local unit may direct its president to appoint an investigating committee of three benefit members to investigate the character and qualifications of the applicant and report its findings to the local unit. The application shall then be accepted, rejected or subsequently reconsidered, all in accordance with the said membership rules and regulations.

(Formerly Sec. 105. Renumbered August, 1994)

SEC. 105. ACCEPTANCE AND INITIATION. – A benefit certificate shall be issued after said acceptance and upon approval of the application by the Society's home office. Reconsideration of the election of an applicant may only be made prior to the issuance of a benefit certificate. Once issued a benefit certificate may not be voided or rescinded, except in accordance with the provisions therein contained. Time of initiation shall be scheduled by the vice-president of the local unit and shall be in conformity with the rituals, rules and regulations of the Society.

(Formerly Chap. XII. Admission to Benefit Membership Through Local Reviews -Secs. 111-114.

Repealed July, 1982.

(New Chap. XII, Secs. 104-106. Adopted July, 1982.)

(Amended August, 1990)

(Formerly Sec. 106. Renumbered August, 1994)

(Amended July, 1995)

CHAPTER XIII

Admission To Social Membership

SEC. 106. APPLICATION. – Application for social membership must be made to a local unit on the forms prescribed by the board of trustees and shall contain recommendation of two members of the local unit. The application must be accompanied with the remittance of membership dues for a period of one year.

(Amended August, 1986)

(Formerly Sec. 107. Renumbered August, 1994)

SEC. 107. ACTION BY LOCAL UNIT. – In the event the local unit has appointed an investigating committee, that committee shall report back to the local unit all as set forth in Section 104 dealing with benefit members. The local unit shall then accept or reject the applicant or may subsequently reconsider its action all in accordance with the membership rules and regulations adopted by the board of trustees.

(Formerly Sec. 108. Renumbered August, 1994)

SEC. 108. ACCEPTANCE AND INITIATION. – Upon acceptance by the local unit the application and the favorable report thereof shall be forwarded, along with the dues remittance to the national secretary-treasurer, who shall issue a certificate of social membership.

Time of initiation shall be scheduled by the vice-president of the local unit and shall be in conformity with the rituals, rules and regulations of the Society.

(Amended August, 1990)

(Formerly Sec. 109. Renumbered August, 1994)

(Amended July, 1995)

SEC. 109. DUES OF SOCIAL MEMBERS. – The board of trustees shall establish the dues requirements for social members. Dues of social members must be paid annually and are due within 30 days after the expiration of the dues paying period. If not paid when due, the member shall be automatically suspended from social membership.

(Formerly Sec. 115-118 of Chap. XIII. Repealed July, 1982.

New sections, similar titles. Adopted July, 1982. Amended August, 1986)

(Formerly Sec. 110. Renumbered August, 1994)

SEC. 110. REINSTATEMENT OF SUSPENDED SOCIAL MEMBERS. – A suspended social member may be reinstated during the first eleven months following date of suspension by the payment of the amounts due at the date of suspension and which may have become due in the meantime. Thereafter, to become again a social member the suspended social member must be readmitted as elsewhere provided in these laws for the admission of social members.

(Formerly Sec. 119)

(Formerly Sec. 111. Renumbered August, 1994)

CHAPTER XIV

Transfer of Membership

SEC. 111. REMOVAL TRANSFER. – When a member in good standing changes residence permanently, application for transfer of membership from the local unit to which such member belongs may be made by presenting to the national secretary-treasurer an application for admission by transfer. The procedure in connection with such application for admission by transfer shall be the same as for admission as a new member.

(Formerly Sec. 120. Amended July, 1982)

(Formerly Sec. 112. Renumbered and Amended August, 1994)

SEC. 112. TRANSFER TO ANOTHER LOCAL UNIT IN SAME LOCALITY. – A member in good standing wishing to transfer membership to another local unit in the same locality shall make application for a transfer card to the national secretary-treasurer who may, unless otherwise directed by the board of trustees or the national president, issue a transfer card if such member was in good standing and has no liabilities in such unit at the time the original application for transfer was made. Upon issuance of the transfer card, such member shall cease to be a member of such local unit.

If such member is a treasurer of such local unit, before a transfer card shall be issued, it shall be necessary for the prescribed special application blank to be executed and for such officer to resign regularly from office and turn over to such officer's successor all books, papers, money or other property of the Society or of such local unit, after such books have been audited and all accounts are found to be in proper condition.

A member, after receiving a transfer card, shall be treated in all respects as a member-at-large until such time as membership in a local unit is accomplished. Such transfer card shall expire by limitation three months after its issuance unless renewed by the national secretary-treasurer upon such member's application therefore.

(Formerly Sec. 121. Amended July, 1982; August, 1986)

(Formerly Sec. 113. Renumbered and Amended August, 1994; July, 1995)

SEC. 113. HOW ADMITTED BY TRANSFER. – Except in the case of removal transfer, a member desiring to join a local unit by transfer, shall make application therefore in the space provided on the transfer card and present it at any regular meeting of such local unit.

If the application is approved by such local unit, the applicant shall be enrolled as a member thereof and the transfer card shall be forwarded to the national secretary-treasurer.

If such application is rejected, the transfer card shall be returned to such applicant. A rejected application cannot be renewed in the same local unit until after the expiration of three months after the date of rejection.

(Formerly Sec. 122. Amended July, 1982)
(Formerly Sec. 114. Renumbered August, 1994)

CHAPTER XV

Local Unit, Duties, Powers, Funds, Property, No Power to Waive

SEC. 114. DUTIES OF LOCAL UNIT. – A local unit shall have the following duties, among others:

- (1) To act, at all times, in conformity with the laws, rules and regulations of the Society;
- (2) To observe and follow, at all times, the provisions of the rituals of the Society;
- (3) To provide for its own support and maintenance;
- (4) To fix, in the manner provided in these laws, its time and place of meeting; and
- (5) To be responsible for judicial handling of funds received from the membership dues account.

(Formerly Sec. 123. Amended July, 1982)
(Formerly Sec. 115. Renumbered August, 1994)
(Amended July, 1995)

SEC. 115. POWERS OF LOCAL UNIT. – A local unit, while acting in conformity with the laws, rules and regulations and rituals of the Society, shall have the following powers, among others:

- (1) To initiate members;
- (2) By resolution, to fix the time and place of meeting, to levy (upon two-thirds vote of members voting thereon) special assessments of not more than ten dollars in any one year, and to control its own management in matters not specifically provided for in such laws, rules, regulations and rituals; provided, however, that any such resolution adopted shall not become effective unless and until approved by the national president; and provided, further, that in the case of resolutions relating to matters affecting the funds of finances of such local unit or the rights of members, the resolution shall not be acted upon until the next regular or special meeting following the meeting at which such resolution was introduced and the total affirmative and negative vote on such action shall be recorded in the minutes of such local unit;
- (3) To grant from its general funds, upon favorable vote of two-thirds of its members present at any meeting, special relief to any distressed member in good standing;
- (4) To create, if special dispensation is received from the national president, auxiliary bodies intended to meet the needs of the members of such local unit; and
- (5) To purchase or sell real estate upon affirmative vote of two-thirds of the members present at a meeting called for that purpose and approval of the Society board of trustees.

(Formerly Sec. 124. Amended July, 1982)
(Formerly Sec. 116. Renumbered and Amended August, 1994; July, 1995)

SEC. 116. FUNDS OF LOCAL UNIT, CREDITS TO AND DISBURSEMENTS OF, NO DIVISION AMONG MEMBERS, BANK ACCOUNT. – A local unit shall have a general fund and such special funds as may be necessary.

To such general fund shall be credited all moneys received from membership dues and money-making projects held for the benefit of such local unit and disbursements shall be made only when authorized by vote of such local unit at a regular business meeting. Such action shall be duly entered in the minutes of the recording secretary. Such fund shall not be divided among the members or juniors of a local unit in any manner, at any time or under any circumstances.

To the appropriate special funds shall be credited all moneys raised for special purposes. Disbursements shall not be made for any other purpose except upon a majority vote of the members of such local unit and the approval of the national president. No part or all of any special fund shall be divided among any members or juniors unless such fund was raised for that specific purpose.

A local unit shall have at least one bank account: "Woman's Life Insurance Society No. _____ General Fund" for the handling of all of the foregoing transactions with the treasurer and/or the national secretary-treasurer authorized to sign for all withdrawals.

(Formerly Sec. 125. Amended July, 1982; August 1986)
(Formerly Sec. 117. Renumbered August, 1994)
(Amended August, 2002)

SEC. 117. RITUALS, FRATERNAL MANUALS, MUSIC BOOKS, PROPERTY OF SOCIETY, USE CHARGE, PENALTY FOR LOSS. – Ritualistic books of all kinds, including the fraternal manual and the official music book, shall be the property of the Society, and the presiding officer of each local unit shall be the custodian of, and responsible for, all such books.

There shall be paid to the national secretary-treasurer a fee fixed by the board of trustees for the use of each regular or special ritual, fraternal manual, or official music book.

The penalty for the loss of any of the books referred to in this section shall be as fixed by the board of trustees.

(Formerly Sec. 126. Amended July, 1982)
(Formerly Sec. 118. Renumbered August, 1994)
(Amended July 1995)

SEC. 118. LOCAL UNIT AND OFFICERS, NO POWER TO WAIVE. – No local unit nor any of its officers or members shall have the power or authority to waive any of the provisions of the laws or articles of incorporation of the Society but such laws or articles shall be binding on the Society, each and every member and junior thereof, each and every applicant for junior protection therein, such local unit and on all beneficiaries of members or juniors. No custom or course of conduct in violation of any of the provisions of such laws or articles shall be held to constitute waiver or estoppel on the part of the Society. No act of commission or omission on the part of any local unit or of any officer or member thereof shall create, or be construed as creating, any liability on the part of the Society or any waiver of its rights, anything herein to the contrary notwithstanding.

(Formerly Sec. 127. Amended July, 1982; August 1986)
(Formerly Sec. 119. Renumbered August, 1994)
(Amended July, 1995)

CHAPTER XVI

Meetings of Local Units

SEC. 119. REGULAR MEETINGS. – A local unit shall hold regular meetings at least once each month at such time as fixed in the manner provided in these laws. If the time so fixed falls on a legal holiday, such local unit shall hold such meeting at a time fixed by a majority vote of the members present at any meeting thereof.

(Formerly Sec. 128. Amended August, 1974; July, 1982)
(Formerly Sec. 120. Renumbered August, 1994)

SEC. 120. SPECIAL MEETINGS. – The president of any local unit shall call a special meeting of such local unit at any time such officer may deem it necessary, or at the written request of at least five members in good standing in such local unit. The recording secretary shall notify each member of such special meeting, stating the objects thereof, as defined by the president; or in lieu of such notice such secretary may cause same to be published in any local newspaper. In either event, such notice shall be given at least twenty-four hours prior to the time of such meeting. No business shall be transacted except that stated in the call for such meeting.

(Formerly Sec. 129. Amended July, 1982)
(Formerly Sec. 121. Renumbered August, 1994)

SEC. 121. QUORUM. – No local unit shall be opened unless five members thereof in good standing are present, which number shall constitute a quorum for the transaction of business, but a less number may take a recess to a specified time not beyond the next regular meeting.

(Formerly Sec. 130. Amended July, 1982)
(Formerly Sec. 122. Renumbered August, 1994)

SEC. 122. ADMISSION TO BUSINESS MEETINGS OF LOCAL UNITS. – All benefit and social members in good standing shall be eligible to participate in the deliberations and the conduct of business at a local unit meeting. Juniors of a local unit may also attend business meetings, but shall not be eligible to vote. Invited guests may attend the business meetings of a local unit as observers subject to the rules and regulations adopted by the board of trustees.

(Formerly Sec. 131. Amended August, 1974. Repealed July, 1982)
New Section, same title adopted July, 1982
(Formerly Sec. 123. Renumbered August, 1994)

CHAPTER XVII

Reorganization and Consolidation of Local Units, Revocation of Charter, Division of Property

SEC. 123. REORGANIZATION OF LOCAL UNIT. – Whenever in the judgment of the national president, a local unit is not properly managing or conducting its affairs, or is not fulfilling its functions, or its officers are not making progress in its growth, the national president may, in person or through a personal representative, take full charge of such local unit and, in so doing, shall have power to do any one or more of the following:

- (1) Notify such local unit to discontinue meetings until an investigation is made;
- (2) Order the officers of such local unit to submit to the person or persons designated by the national president, all books, accounts, bank books, bills, and such other records of such review as are necessary for a complete audit and accounting;
- (3) Order a new election to fill any local unit office or offices vacated, of which election, members of such local unit shall be given advance notice; and
- (4) Do any and all things necessary for carrying on the business of such local unit.

During such time, the interests of all members of such local unit shall be fully protected in the same manner as if this action had not been taken.

(Formerly Sec. 132. Amended July, 1982)
(Formerly Sec. 124. Renumbered August, 1994)

SEC. 124. CONSOLIDATION OF LOCAL UNITS. – Any two or more local units may consolidate, if such consolidation is approved by the national president and by at least two-thirds of all the members voting thereon in each of such local units. If consolidation is thus approved, the national president shall appoint an instituting officer, and as soon thereafter as possible, such local units shall hold a joint meeting, at a time and place selected by them, advance notice of which meeting shall be given to all members of such local units. Upon at least a two-thirds vote of all members voting at such joint meeting for such consolidation, such instituting officer shall proceed with the consolidation and such local units shall surrender immediately to such officer, their respective charters, dispensations, rituals, funds, books and all other property, for which such officer shall issue a receipt.

Such officer shall then proceed to organize the new local unit resulting from such consolidation, in the same form and manner as any new local unit is organized; shall destroy such surrender charters, dispensations and other property which is of no further use; shall deliver to such new local unit all funds, books and other property which may be useful to it; and shall report such consolidation to the national president.

Such new local unit shall be liable for all the debts of the local units so consolidated.

(Formerly Sec. 133. Amended July, 1982)
(Formerly Sec. 125. Renumbered August, 1994)

SEC. 125. REVOCATION OF CHARTER, CAUSES FOR, NO VOLUNTARY SURRENDER. – The board of trustees or the national president, in the interval between meetings of such board, shall have power to revoke the charters of local units for any of the following causes:

- (1) Violation, by such local unit or any of its officers, of any of the provisions of the laws, rules, regulations or rituals of the Society;
- (2) After one year from date of organization; the benefit membership of such local unit is less than ten;
- (3) Any act by such local unit or any of its officers, of willful insubordination to, or in contempt of, any superior authority of the Society;
- (4) Circulating, or causing to be circulated, by such local unit or any of its officers, any newspaper, pamphlet or other publication, not authorized by these laws, and purporting to be issued, by or under the approval of, the Society of such local unit; or
- (5) Whenever, in the judgment of such board or the national president, the welfare of the Society requires such action.

Such action, if taken by the national president, shall be reported to such board at its first meeting held thereafter.

No local unit shall voluntarily surrender its charter without permission of such board, unless otherwise provided in these laws.

(Formerly Sec. 134. Amended July, 1982)
(Formerly Sec. 126. Renumbered August, 1994)
(Amended July, 1995)

SEC. 126. EXPIRATION OF CHARTER. – When all of the members of a local unit have transferred, or have been transferred, from a local unit, the charter of such local unit shall automatically expire.

(Formerly Sec. 135. Amended July, 1982)
(Formerly Sec. 127. Renumbered August, 1994)

SEC. 127. DUTY OF OFFICERS. – Upon reorganization of a local unit, or upon revocation or expiration of the charter of a local unit, it shall be the duty of the officers thereof, to surrender to the national secretary-treasurer or to a person designated by the national president, its funds, records, books and all other property belonging to the Society or to such local unit, and, in the case of revocation or expiration of charter, its charter.

(Formerly Sec. 136. Amended July, 1982)
(Formerly Sec. 128. Renumbered August, 1994)
(Amended July, 1995)

SEC. 128. PROPERTY OF LOCAL UNIT IN EVENT OF REORGANIZATION, CONSOLIDATION, REVOCATION OR EXPIRATION OF CHARTER. – When a local unit is reorganized, its funds and property shall become the funds and property of such reorganized local unit. When local units consolidate, all of the property and funds of each such local unit shall become the property and funds of the new local unit arising from such consolidation. When the charter of a local unit is revoked or expires, all of its funds and property shall revert to the Society to be distributed in such manner as the national president shall direct.

(Formerly Sec. 137. Amended July, 1982)
(Formerly Sec. 129. Renumbered August, 1994)
(Amended July, 1995)

CHAPTER XVIII

Local Unit Officers, Election, Installation, Duties, Removal, Vacancies

SEC. 129. LOCAL UNIT OFFICERS. – The officers of the local unit shall be:

Elective

President
Past President
Vice President
Recording Secretary
Treasurer
Auditing Committee, one elective member
Chaplain

Appointive

Service Secretary (appointed by national president)
Hostess/Host, two
Junior Supervisor
Welfare Supervisor
Press Correspondent
Musician
Such other appointive officers as may be designated by action of the local unit.

The local unit shall elect the president, vice president, recording secretary, treasurer, one member of the auditing committee, and chaplain.

The retiring president shall be the past president.

Service secretary shall be appointed by the national president.

The remainder of the local unit officers, shall be appointed by the incoming president.

(Formerly Sec. 138. Amended July, 1982)
(Formerly Sec. 130. Renumbered and Amended August, 1994)

SEC. 130. QUALIFICATIONS. – Except as provided in Section 122, only benefit and social members in good standing in a local unit shall be eligible to hold office in such unit, and no local unit shall have more than two elective officers holding status of social membership.

The treasurer shall not be a relative of the president by blood, marriage or adoption, nor hold the office of president.

No member indebted to a local unit or who resides outside of the area in which such unit is located shall be eligible to hold any office of such local unit. No member who has been removed from any office of a local unit for any cause shall be eligible to hold office again without the consent of the board of trustees.

(Formerly Sec. 139. Amended July, 1978; July, 1982)
(Formerly Sec. 131. Renumbered August, 1994)

SEC. 131. WHEN AND HOW NOMINATED AND ELECTED. – Elective officers of a local unit and one member of the auditing committee of such local unit shall be nominated and elected by ballot at the first regular meeting in November or December of each year.

The president shall appoint a nominating committee of three members which shall select the names of the candidates to fill such elective offices, and report them to the local unit in writing at the meeting held for the purpose of electing officers. In addition to such nominations made by the nominating committee, nominations may also be made from the floor.

The president shall act as judge of the election and shall appoint three tellers, the chairman of whom shall announce at the close of each ballot, the number of votes received by each candidate. The president shall declare who has been elected.

If only one candidate is nominated for any office, such candidate shall be declared elected, without ballot, upon motion to that effect duly carried.

If two candidates are nominated for any one office, a majority of all votes cast shall be necessary to elect.

If three or more candidates are nominated for any one office, the candidate receiving the highest number of votes shall be declared elected although such votes may not constitute a majority of all votes cast.

No votes shall be regarded as part of the poll unless cast for a previously nominated candidate.

Only benefit and social members in good standing in such review shall be eligible to vote.

(Formerly Sec. 140. Amended July, 1978; July, 1982)
(Formerly Sec. 132. Renumbered August, 1994)

SEC. 132. INSTALLATION OF OFFICERS. – The duly elected officers shall serve for one year and shall be installed during the regular meeting held in January. The officers thus installed shall thereupon assume their respective duties and serve until their successors are duly installed. The installing officer shall be a member in good standing, selected, and appointed by the outgoing president.

(Formerly Sec. 141. Repealed. New Section, same title adopted July, 1982)
(Formerly Sec. 142. TERM OF OFFICE. Repealed July, 1982)
(Formerly Sec. 133. Renumbered August, 1994)

SEC. 133. PRESIDENT OF LOCAL UNIT. – The president of the local unit shall preside at all meetings thereof, shall enforce the laws, rules, regulations and rituals, insofar as they are applicable to such local unit, shall enforce the action of such local unit, and shall perform such other duties as are prescribed by the laws, rules, regulations and rituals of the Society.

(Formerly Sec. 143. Amended July, 1982)
(Formerly Sec. 134. Renumbered August, 1994)
(Amended July, 1995)

SEC. 134. VICE PRESIDENT OF LOCAL UNIT. – The vice president of a local unit shall assist and aid the president in performing the duties of the president's office, shall, in the absence of or when called upon to do so by the president, preside at the meetings of such local unit, and shall perform such other duties as are prescribed by the laws, rules, regulations and rituals of the Society.

(Formerly Sec. 144. Amended July, 1982)
(Formerly Sec. 135. Renumbered August, 1994)
(Amended July, 1995)

SEC. 135. RECORDING SECRETARY OF LOCAL UNIT. – The recording secretary of a local unit shall have the following duties, among others:

- (1) To keep accurate minutes of the proceedings of such local unit;
- (2) To have charge of the records of such local unit;
- (3) To conduct the correspondence of such local unit;

- (4) To read all official communications received by such officer since the last regular meeting of such local unit and copies of the answers thereto; and
- (5) To perform such other duties as are prescribed by the laws, rules, regulations and rituals of the Society.
(Formerly Sec. 145. Amended July, 1982)
 (Formerly Sec. 136. Renumbered August, 1994)
 (Amended July, 1995)

SEC. 136. TREASURER OF LOCAL UNIT. – The treasurer of a local unit shall have the following duties, among others:

- (1) To have charge of all of the funds of such local unit and to receive all funds derived in connection with any activity or object of the local unit, except in the case of any auxiliary body which has its own treasurer with proper surety coverage;
- (2) To keep separate accounts of the general and each special fund of such local unit;
- (3) To place in a depository, selected by such local unit, all moneys belonging to such funds, promptly upon receipt thereof;
- (4) To draw checks upon the proper fund for all authorized disbursements;
- (5) To prepare on the first day of every month a report of all receipts and disbursements of such office and promptly turn such report over to the national secretary-treasurer. A copy of such report shall also be turned over to the chairman of the auditing committee of such local unit at least once a year.
- (6) To submit monthly at a regular meeting of such local unit, a report of all receipts and disbursements, and of the balance on hand in each of the funds, and a report in detail of any premiums advanced for needy members; and copies of such reports shall be filed in the minutes of each local unit; and
- (7) To perform such other duties as are prescribed by the laws, rules, regulations and rituals of the Society.
(Formerly Sec. 146. Amended July, 1982)
 (Formerly Sec. 137. Renumbered August, 1994)
 (Amended July, 1995)

SEC. 137. SERVICE SECRETARY OF LOCAL UNIT. – The service secretary of a local unit shall have the following duties, among others:

- (1) To contact each member at least once during each year; to give service and information to members and juniors concerning their certificates;
- (2) To maintain a membership record card file of members and juniors;
- (3) To keep all home office reports on file; and
- (4) To perform such other duties as are prescribed by the laws, rules, regulations and rituals of the Society.
(Formerly Sec. 147. Amended July, 1978; July, 1982; August, 1986)
 (Formerly Sec. 138. Renumbered August, 1994)
 (Formerly Sec. 139. FRATERNAL COORDINATOR OF LOCAL UNIT. Repealed August, 1994)
 (Amended July, 1995)

SEC. 138. JUNIOR SUPERVISOR OF LOCAL UNIT. – The junior supervisor of a local unit shall plan, and promote interest in, the activities of juniors of such unit and shall perform such other duties as directed by the president or as the laws, rules, regulations and rituals of the Society may prescribe.
(Formerly Sec. 148. Amended July, 1982)
 (Formerly Sec. 140. Renumbered August, 1994)
 (Amended July, 1995)

SEC. 139. WELFARE SUPERVISOR OF LOCAL UNIT. – The welfare supervisor of a local unit shall serve such local unit in its relationship with its members; shall keep the Society spirit of harmony, good will and good fellowship between such local unit and its members; shall contact the stay-at-home members, the sick and afflicted.
(Formerly Sec. 149. Amended July, 1982)
 (Formerly Sec. 141. Renumbered August, 1994)
 (Amended July, 1995)

SEC. 140. PRESS CORRESPONDENT OF LOCAL UNIT. – The press correspondent of a local unit shall be responsible for advance publicity of meetings and events in local news media and shall furnish details and newsclippings to the national office as a matter of record.
(Formerly Sec. 150. Repealed. New Section, same title adopted July, 1982)
 (Formerly Sec. 142. Renumbered August, 1994)

SEC. 141. AUDITING COMMITTEE OF LOCAL UNIT. – The auditing committee of a local unit shall consist of the president, who shall be chairman of such committee, the vice president and one member to be elected by such local unit.

Such committee shall have the following duties, among others:

- (1) To audit all bills and funds of such local unit and the books and reports of the treasurer of such local unit;
- (2) To submit a report of its findings to such local unit at its meeting in September each year; and
- (3) To recommend to such local unit at its meeting in September each year the amount of surety coverage in the case of the treasurer thereof, and, in the interim between such meetings, to recommend to such local unit an increase in such surety coverage whenever it appears that the funds in the possession of such local unit may exceed, or are in excess of, such coverage.

(Formerly Sec. 151. Amended July, 1982)
(Formerly Sec. 143. Renumbered August, 1994)

SEC. 142. DUTIES OF ALL OFFICERS. – It shall be among the duties of every local unit officer:

- (1) To comply strictly with the laws, rules, regulations and rituals in the performance of all of the duties of such office; and
- (2) To turn over immediately to the duly qualified successor of such officer, or when required by these laws so to do, to such other person as these laws may designate, all funds, books, records, bills and other property of such local unit or of the Society which are in the possession of such officer.

(Formerly Sec. 152. Amended July, 1982)
(Formerly Sec. 144. Renumbered August, 1994)
(Amended July, 1995)

SEC. 143. REMOVAL BY NATIONAL PRESIDENT. – The national president may remove from office any officer of any local unit if, in the judgment of the national president, such officer is incompetent or otherwise unfit for such office, is failing to perform the duties of such office as required by the laws, rules, regulations and rituals of the Society, or is in any manner injuring the interests or welfare of such local unit or of the Society, or if, in the judgment of the national president, such removal will advance the welfare or usefulness of such local unit or of the Society. In the event of such removal, such office shall be considered temporarily vacant, which vacancy may be filled by appointment by the national president who may order an election to fill any elective office thus vacated. Any officer appointed by the national president to fill the temporary vacancy shall hold office until such person's successor has been duly installed. Except in the case of an officer appointed by the national president, as elsewhere provided by these laws, any officer thus removed may appeal to the board of trustees for a review of the facts of the case, which board shall act upon such appeal and shall have the power to reinstate such officer.

(Formerly Sec. 153. Amended July, 1982)
(Formerly Sec. 145. Renumbered August, 1994)
(Amended July, 1995)

SEC. 144. VACANCIES, DECLARED AND AUTOMATIC. – The president of a local unit may, at any regular meeting of such local unit, declare a vacancy in any office, held by any person or to which any person has been elected or appointed, if such person:

- (1) Fails to be installed within two months following election;
- (2) Fails to conform to the laws in the performance of all the duties of such office; or
- (3) Has been absent for two successive regular meetings.

An office shall be automatically vacated if the person holding such office:

- (a) Becomes indebted to the local unit, the Society or both;
- (b) Is absent for four successive regular meetings; or
- (c) Holds an office in any other fraternal benefit society or subordinate branch thereof, or is a deputy or agent of, or receives any remuneration for any services rendered to, any other fraternal benefit society or any other life insurance institution.

(Formerly Sec. 154. Amended July, 1982)
(Formerly Sec. 146. Renumbered and Amended August, 1994; July, 1995)

SEC. 145. VACANCIES, HOW FILLED. – Vacancies in elective offices of a local unit created by resignation, automatically created, declared by the president thereof, or created by removal by the board of trustees shall be filled by election in the manner as elsewhere provided in these laws. Vacancies in such elective offices, if created by action of the national president, shall be filled in the manner as elsewhere provided in these laws. Vacancies in the appointive offices of a local unit shall be filled in the same manner in which such appointment was originally made, as provided in these laws.

(Formerly Sec. 155. Amended July, 1982)
(Formerly Sec. 147. Renumbered August, 1994)

SEC. 146. PAST PRESIDENT OF LOCAL UNIT. – The past president of a local unit is any benefit or social member who has held the office of president of such local unit for one full term after a charter has been issued to such local unit and who no longer holds the office of president. A past president who, at any time, discontinues benefit or social membership in the Society, cannot regain the rank of such solely by again becoming a benefit member of the Society.

(Formerly Sec. 156. Amended July, 1982)
(Formerly Sec. 148. Renumbered August, 1994)
(Amended July, 1995)