

Introduction

At the International Lodge Meeting in 2006 a decision was made that the International President should appoint a special committee to develop a re-ordered Constitution and companion document, and that the committee was to report to the 2008 International Lodge Meeting. At this meeting of the International Lodge, the proposal, made by the committee through the International Board, was approved, and the result is printed in this publication. The committee worked from the premise that the International Lodge had approved the concept that the Constitutions of Sons of Norway be limited to items of law. Based on this, the committee developed two sections, Constitutions and Procedures. It was agreed early in the process that there was no need to make any changes to the Charter. Hence, the reordered document consists of three sections, Charter, Constitutions and Procedures. During the process, it was realized that there were many issues that apply equally to all three sections of the former Constitutions, leading to the development of a fourth part, 1 General Provisions.

In developing the reordered Constitutions and Procedures, numbering systems were discussed. It was agreed that a decimal system would be preferable. The reordered Constitutions and Procedures have been structured in such a way that the chapters have the same contents in each section. This was done to facilitate navigating between the sections, also avoiding future unnecessary significant changes, particularly with regard to the numbering.

It should be emphasized that the reordered Constitutions and Procedures contain no grammatical, spelling or other changes from the original working document, except for changes approved by the 2008 International Lodge Meeting in San Diego, California.

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ARTICLE I

The name of this Fraternal Benefit Society shall be “SONS OF NORWAY.”

ARTICLE II

The principal office for the transaction of the business of this Fraternal Benefit Society shall be in the City of Minneapolis in the State of Minnesota.

ARTICLE III

The general nature of the business of this fraternal benefit society shall be:

- (1) To unite in a fraternal organization men and women of Norwegian or other Nordic birth, descent, and their affiliates through marriage. (8/96)
- (2) To provide for the payment of sick and disability payments to its benefit members.
- (3) To provide for the payment of death and endowment benefits to its benefit members or their beneficiaries, and to provide for death, endowment and annuity benefits upon the lives of children, and such other benefits as may be permitted Bylaw.
- (4) Such other purposes not inconsistent herewith as may be provided in the Sons of Norway Charter, Constitutions and Procedures.

ARTICLE IV

To promote the objectives of Sons of Norway and to fully carry out its purposes, there shall be instituted an International Lodge, District Lodges and Local Lodges who shall adopt proper Bylaws and Rules for their government. (8/00)

ARTICLE V

The official name of the International Lodge shall be “The International Lodge of the Sons of Norway.” Funds, assets and investments of the International Lodge, however, shall be held and carried in the name of Sons of Norway. It shall hold at least one regular meeting every four years as may be provided in the Charter, Constitutions and Procedures, which may also provide for special meetings. It shall be composed of the following persons:

- (1) The Officers and Directors of the International Lodge, elected at the previous meeting of the International Lodge, or in case of vacancies, their duly elected or appointed successors.
- (2) Delegates duly elected from time to time as provided by the Constitution of Sons of Norway.

ARTICLE VI

The officers and directors of the International Lodge shall also be the International Officers and International Directors of Sons of Norway. The International Officers shall be an International President, an International Vice President, an International Secretary and an International Treasurer. There shall be such other International Directors and International Officers as the Sons of Norway Charter, Constitutions and Prodecures may provide.

The officers and directors of the International Lodge shall be elected at the regular meeting of the International Lodge and shall serve for the term for which they are elected or until their successors have been elected and installed.

All of the members of the International Lodge shall be benefit members, and all such members whether officers, directors, or delegates, shall have equal rights to vote on all questions, except, however, the elected delegates shall constitute a majority in number, and shall not have less than two-thirds of the votes, and not less than the number of votes required to amend the Sons of Norway Charter , Constitutions and Procedures. (8/88)

ARTICLE VII

The International Lodge shall be the supreme legislative, executive and judicial body of Sons of Norway. It shall have the power to determine appeals, and its decisions shall be final and binding on all members of Sons of Norway.

It shall have the power to provide ways and means for its support and the exercise of its powers.

It shall have the exclusive power to adopt, amend, repeal or revoke the Sons of Norway Charter, Constitutions and Procedures, except that amendments to the Sons of Norway Charter, Constitutions and Procedures may be adopted by resolution of the Board of Directors of the International Lodge, whenever such amendments are necessary to comply with statutory or regulatory requirements; but, such amendments shall be submitted for ratification by the action of the next regular or special meeting of the International Lodge. It shall also have the power to prescribe rules and regulations for the management of district, local, and Central lodges.

Its power shall not be restricted or limited to those things herein enumerated, but it shall have power to do and perform all things necessary to carry out the objects and purposes of Sons of Norway and to secure its welfare and proper management. (8/00)

ARTICLE VIII

In the interim between the regular meetings of the International Lodge, the general management, and control of all the affairs of Sons of Norway and all its funds shall be vested in a Board of Directors, composed of the Officers and Directors of the International Lodge. The Sons of Norway Charter, Constitutions and Procedures may further provide for an Executive Committee of the Board of Directors, which may exercise its functions in the intervals between meetings of the Board.

Such control shall be subject to the supervision of the International Lodge, to which the said Board of Directors by its officers shall make report of such management at each regular meeting of the International Lodge.

ARTICLE IX

No director shall be personally liable to the Society, its general convention, or its members, for monetary damages for breach of fiduciary duties as a director, except to the extent such exemption from personal liability or limitation thereof is not permitted by applicable laws. (8/88)

ARTICLE X

Sons of Norway shall consist of insurance and non-insurance members. Insurance members are known as benefit members, non-insurance members are known as social members. They shall be classified and have such rights in the International, District, and Local Lodges as the Bylaws of Sons of Norway may provide, except, however, only insurance members may vote on the management of the insurance affairs, and non-insurance members may participate in discussions about the insurance affairs of Sons of Norway at the Local Lodge and District Lodge level, but they shall have no voice or vote in the management of the insurance affairs of Sons of Norway. (8/00)

ARTICLE XI

The existence of the Sons of Norway shall be perpetual or until its *Sons of Norway Charter, Constitutions and Procedures* is revoked by law.

CHAPTER 1

1.1. ORGANIZATION AND STRUCTURE

Sons of Norway shall consist of an International Lodge, District Lodges, and Local Lodges.

CHAPTER 2

1.2. AUTHORITY AND PURPOSE

1.2.1. LAWS SUPREME

The Sons of Norway Charter, Constitutions and Procedures shall be binding on it, on every member thereof, and on all beneficiaries of members, and no local body, nor any of its Officers or members, shall have power of authority to waive any provisions thereof, and otherwise there shall be no waiver excepting as the Sons of Norway Charter, Constitutions and Procedures of the International Lodge shall specifically permit.

1.2.2. OFFICIAL YEAR

The official year of the Sons of Norway shall be from January 1 to December 31, and all reports of officers shall be made accordingly.

1.2.3. RULES OF ORDER

The most recent edition of Robert's Rules of Order, Revised, shall be the recognized parliamentary authority at all lodge meetings within Sons of Norway. (8/92)

1.2.4. THE OBJECTS AND PURPOSES OF THE INTERNATIONAL LODGE:

1.2.4.1. To unite in a fraternal benefit society men and women of Norwegian or other Nordic birth or descent, and their affiliates through marriage. (8/96)

1.2.4.2. To express love and loyalty to our respective homelands, and to contribute to the life of our countries, to our heritage and to maintain a close relationship with them. (8/94)

1.2.4.3. To promote an understanding of mutual interests among the people of Norwegian or other Nordic extraction. (8/96)

1.2.4.4. To aid in preserving the history of the pioneers of our countries, and the part the people of Norwegian or other Nordic descent have played in the development of them. (8/96)

1.2.4.5. To maintain and promote interest in everything that is good and noble in the Norwegian and other Nordic national character. (8/96)

1.2.4.6. To sponsor or support such cultural, charitable and social service projects as are related to its general purpose as a fraternal benefit society.

1.2.4.7. To make available certain insurance, and other contract benefits and financial services as permitted by law.

1.2.5. USE OF NAME, LODGE SOLICITATION

Local and District Lodges and members are advised that the name of Sons of Norway and the emblem of Sons of Norway are protected by

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law and duly registered. No person, lodge, or other entity has the right to use the name "Sons of Norway" or the Sons of Norway emblem in connection with the merchandising of any product or any commercial enterprise without first obtaining the consent of the International Board of Directors or its designee. (8/98)

CHAPTER 3

1.3. DEVELOPMENT OF NEW LODGES

Reserved

CHAPTER 4

1.4. LODGE HEADQUARTERS

Reserved

CHAPTER 5

1.5. LODGE PROGRAMS

Reserved

CHAPTER 6

1.6. MEMBERSHIP ADMINISTRATION

1.6.1. MEMBERSHIP CLASSIFICATIONS

There shall be the following classifications:

- 1.6.1.1. Insurance Benefit Members. Any member, to whom has been issued a benefit contract by the International Lodge, shall be deemed a benefit member as long as the member's benefit contract is maintained and all applicable Lodge dues are paid see paragraph 2.11.1. (8/02)
- 1.6.1.2. Non-Insurance Members. Also known as social members, as stipulated in Article X of the Charter. (8/02)
- 1.6.1.3. Family Membership. Membership is extended to each child in the household of an adult Sons of Norway member upon application, that being either heritage classification for children 15 and under or Unge Venner for children age 16 through 23. No additional International, District, or Local Lodge Dues shall be assessed for family membership. (8/06)
- 1.6.1.4. Life/Golden Members. Members who are 65 years of age or older, and who have been members in good standing in the Order for 30 years or more, are classified as either Life Members (if these requirements were met prior to Jan. 1, 1999) or Golden Members. Years of membership need not be consecutive. Life Members are exempt from paying International and District Dues, while Golden Members shall pay 50 percent of these assessments. Local Lodge dues may be assessed and collected from either of these categories of membership, provided that the Local Lodge Bylaws have been

updated accordingly. In all respects, these members shall enjoy all rights and benefits they previously held in the lodge as full dues paying members. Those transferring to another local lodge shall maintain their Life or Golden membership status. Life membership shall be extended to any member who has served as President of the International Lodge. (8/02)

1.6.1.5. **Juvenile Members.** Holders of juvenile certificates when reaching the age of 21 and who have not otherwise attained adult membership shall automatically become members of their sponsoring (adult) lodge at that time. Either of the following groups:

1.6.1.5.1. Those acquiring membership by request between the ages of 16 and 23, or

1.6.1.5.2. Those who automatically become members of the Local Lodge after attaining age 21, may be balloted on and pay membership dues at the Unge Venner member cost until age 23. If the lodge rejects membership of these juveniles, or if the juvenile rejected membership in the local lodge, they will become members of the Central Lodge. (8/02)

1.6.1.6. **Heritage Members.** Children age 15 and younger may become Heritage members of Sons of Norway if they are a family member of at least one Sons of Norway member in good standing. They shall have no voting rights and shall not receive the official magazine, but shall receive a Heritage membership card. (8/06)

1.6.1.7. **Honorary Members.** All nominations for honorary members shall be submitted to the Board of Directors of the International Lodge for approval on an official request form. The International Board of Directors awards honorary memberships to individuals who have made unique or especially noteworthy contributions to the United States of America, Canada or Norway; or significant achievements in public service, science, literature, or education, and other criteria as established by the International Board.

Nominations shall be restricted to non-members only and may originate from either the Local Lodge, District Lodge or International Lodge which shall pay International Dues for them, as the case may be. (8/02)

1.6.1.8. **Unge Venner Members.** Any individual, who is a lineal descendent of a member or resides in the same household as a Sons of Norway member and is between the ages of 16 and 23 inclusive, may become a member of Sons of Norway. Such members will be exempted from having to pay International, District and Local Lodge dues. Further, such

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members shall have all the rights and privileges as all other members of Sons of Norway. An Unge Venner member who desires a subscription to the Viking Magazine, will be assessed the same amount that is allocated to the Viking Magazine subscription from a regular annual membership. Any other member of Sons of Norway between the ages of 16 and 23 will pay dues at a reduced rate. (8/06)

1.6.2. RIGHTS AND PRIVILEGES

All members shall enjoy equal privileges in the Local Lodge except only those owning benefit contracts shall have the right to vote on questions relating to insurance. A member who has been suspended or expelled from a Local Lodge shall not have the right to attend closed meetings or other closed functions of the lodge from which he/she was suspended or expelled. (8/92)

1.6.3. MEMBERSHIP CARD

Your current membership card is your passport to visit any Sons of Norway lodge in our Fraternal Society.(8/02)

1.6.3.1. Sons of Norway Membership Card: A Sons of Norway Membership Card with an expiration date shall be issued upon payment of the annual dues. (8/90)

1.6.4. USE OF NAME, LODGE SOLICITATION

No District, Local Lodge, or Sons of Norway member shall use Sons of Norway's individual lodge membership rosters to solicit other Districts or lodges for funds in the form of items for sales and/or appeals for financial aid without prior approval of the affected District Board(s). All such appeals and solicitations must reference in writing the approving authority, or the name and title of a designated member of the respective District Executive Committee. (8/00)

CHAPTER 7

1.7. DELEGATE ELECTION PROCESS

Reserved

CHAPTER 8

1.8. CONDUCT AND APPEAL PROCESS

1.8.1. BREACH OF CONDUCT

Members who have violated the rules, laws or Bylaws of Sons of Norway and are considered to be deserving of penalty may be charged with misconduct. Such a charge may only be brought forth by a written complaint filed with the lodge president.

1.8.1.1. Complaint. The complaint must be in writing, signed by one or more witnesses to the alleged misconduct and must specifically outline the misconduct as defined below. A copy of the written complaint, along with any supporting information, must be promptly sent to the respondent.

1.8.1.2. **Misconduct.** It shall be misconduct for a member to publicly engage in behavior which either offends or violates laws, rituals or rules of Sons of Norway, while such member is attending a meeting or other function of a Sons of Norway lodge. A person determined to have engaged in such misconduct is subject to the following:

1.8.1.2.1. A reprimand with a warning not to repeat,

1.8.1.2.2. Suspension of the right to attend lodge meetings, or

1.8.1.2.3. Expulsion from membership in the Lodge.

1.8.1.3. **Administering a Complaint.** Following the receipt of the complaint, it is the duty of the lodge president, along with a committee of lodge members appointed by the lodge board of directors to immediately review it and determine whether the complaint has been accurately stated. If the complaint conforms to the specifications herein, the lodge board of directors must commence or cause an investigation into the allegation(s) within seven (7) days. After the investigation has concluded, or the after seven (7) day period has run (whichever is earlier), the lodge board of directors shall rule on the validity of the complaint, and if deemed valid, shall determine the appropriate penalty and communicate same to the complainant and respondent. If complaint is deemed without merit, that decision shall be communicated to the complainant and respondent within the same time period as set for valid complaints.

1.8.1.4. **Appeals Process.** If a complainant or respondent desires to appeal the lodge board of directors ruling, the matter shall be referred to the Dispute Resolution Procedures outline in Chapter 1.8.5. (XVI) hereafter. Any penalty shall be postponed until appellate rights have expired. (8/06)

1.8.2. **COMPENSATION OF SECRETARY**

For preparation of the summary, the Ad Hoc Committee secretary shall be entitled to a fee as determined by the committee, for each 100 words, same to be paid by the appellant.

1.8.3. **FAILURE TO APPEAL**

If the respondent fails to appeal in a timely fashion or fails to abide by the rules set forth herein pertaining to appeal, the appeal shall be dismissed and the appeal for all purposes shall be considered abandoned and the decision last rendered shall be deemed final.

1.8.4. **EFFECT OF MODIFICATION OR REVERSAL**

If the appellant succeeds, the party or parties initiating the proceeding shall reimburse to the appellant any fees paid to the Secretary, and the appellant (respondent) shall have all previously held rights and benefits restored.

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1.8.5. RESOLUTION OF DISPUTES

- 1.8.5.1. Purpose. The purpose of this section is to prescribe the sole means to present and resolve grievances, complaints or disputes brought by members, certificate owners or beneficiaries, against the Sons of Norway or its directors, officers, agents, and employees. Procedures set forth in this section are meant to provide prompt, fair and efficient opportunities for dispute resolution, consistent with the fraternal nature of the Sons of Norway, without delay and expense of formal legal proceedings. (8/02)
- 1.8.5.2. Scope. This section applies to all past, current, and future benefit certificates, members, insureds, certificate owners and beneficiaries. It applies to all claims, actions, disputes and grievances of any kind or nature whatsoever. It includes, but is not limited to, claims based on breach of benefit contract, as well as claims based on fraud, misrepresentation, violation of statute, discrimination, denial of civil rights, conspiracy, defamation, and infliction of distress, against the Sons of Norway or its directors, officers, agents or employees. This section does not apply to claims or disputes made after the applicable statute of limitations have expired. This section does not apply to actions brought by the Sons of Norway, including, but not limited to, actions for: declaratory judgment, determining proper payees, recovering amounts due, and contesting insurance coverage or membership eligibility. (8/02)

CHAPTER 9

1.9. LODGE MEETINGS AND CONVENTIONS

1.9.1. PROXY VOTING

No proxy or absentee voting is authorized at any meetings of the Lodge. (08/08)

CHAPTER 10

1.10. LAWS, POLICIES, PROCEDURES AND AMENDMENTS

Reserved

CHAPTER 11

1.11. OFFICERS AND DIRECTORS, ELECTIONS AND TERMS OF OFFICE

1.11.1. ELIGIBILITY

Any individual convicted of a crime related to the performance of his or her Sons of Norway duties shall be barred from holding further office on a Board. (08/08)

CHAPTER 12

1.12. LODGE COMMITTEES – TEMPORARY AND PERMANENT

Reserved

CHAPTER 13

1.13. BOARD OF DIRECTORS

Reserved

CHAPTER 14

1.14. BOARD OF DIRECTORS' MEETINGS

Reserved

CHAPTER 15

1.15. BOARD OF DIRECTORS' COMMITTEES

Reserved

CHAPTER 16

1.16. OFFICER AND DIRECTOR DUTIES

Reserved

CHAPTER 17

1.17. FINANCIAL ADMINISTRATION, INVESTMENTS AND REAL ESTATE HOLDINGS

1.17.1. ACQUISITION OF REAL ESTATE

When a lodge desires to acquire real estate, it shall organize a separate nonprofit corporation under its local laws for the purpose of taking title to such real estate. The Articles of Incorporation, or Charter, of such nonprofit corporation must provide that the voting members, officers, and directors of such nonprofit corporation shall be members in good standing of the lodge.

CHAPTER 18

1.18. BONDING OF OFFICERS AND DIRECTORS

Reserved

CHAPTER 19

1.19. LODGE ENTERPRISES

Reserved

CHAPTER 20

1.20. LODGE DUES

Reserved

CHAPTER 21

1.21. BUDGET, REPORTS AND OPERATIONAL PLANS

Reserved

1 GENERAL PROVISIONS

CHAPTER 22

1.22. LODGE SUSPENSIONS AND DISSOLUTION

1.22.1. SUSPENSION OF LODGES

A Local Lodge that fails to remit monies due; or fails to submit its annual report for six months following the due date; or fails to abide by the laws, rules or directives of the Sons of Norway; or has fewer than eight members, may be suspended, if so decided by the International Board of Directors. Such suspension shall not become effective until after 30-days notice to the District President and District Secretary from the time the resolution was passed by the International Board. (8/90)

1.22.2. NOTICE OF SUSPENSION

Written notice of the decision to suspend a Local Lodge shall promptly be given to the Secretary of the District in which the Lodge is situated, the Officers of the local Lodge, and, to the extent possible, to the members of the Lodge. At the same time, information shall be given to each member of the suspended Lodge of the steps and procedures necessary for such member to maintain membership in Sons of Norway.

1.22.3. TRANSFER OF MEMBERS

Members of a Local Lodge, which has been ordered suspended by the Board of Directors may, if not indebted to the Lodge or Sons of Norway, continue as members of Sons of Norway and remain in good standing, provided that they follow the steps and procedures furnished them.

1.22.4. SUSPENSION MAY BE RESCINDED

The suspension of a Lodge may be rescinded by the International Board of Directors upon cause shown, and shall be rescinded upon payment by the Lodge in full of monies due the Sons of Norway Headquarters. (8/02)

CHAPTER 23

1.23. CENTRAL RECRUITMENT LODGES

Reserved

CHAPTER 24

1.24. LEGAL LIABILITIES AND LODGE LIABILITY INSURANCE

1.24.1. LODGE LIABILITY INSURANCE

It shall be mandatory for all District and Local Lodges to secure general liability insurance as provided by the Sons of Norway Headquarters. The liability insurance coverage shall protect the Lodge and the individual members of the Lodge from personal liability and expenses resulting from claims arising out of the Lodge or Lodge-sponsored activities. This insurance does not cover real estate or buildings. This insurance does not cover liquor liability claims. The premium for this insurance shall be paid annually, pursuant to billing by the Sons of Norway Headquarters. The cost and limits for this insurance will be as determined by the International Board of Directors. (8/96)

1.24.1.1. Upon application to the International Board, and fulfilling its requirements, a District or Local Lodge may obtain an exemption from carrying the above general liability insurance, but only if such exemption meets the guidelines set down by the International Board and does not jeopardize the coverage made available to other lodges. (8/86)

1.24.2. **TIME INSURANCE BECOMES EFFECTIVE**

No applicant nor any designated beneficiary, shall have any claim against Sons of Norway before the applicant shall have paid the required fees, dues and advance premium and his medical examination or his declaration of insurability for non-medical insurance shall have been approved by the Chief Medical Examiner or the Sons of Norway Headquarters. If the application is rejected upon ballot thereon the provisions of 4.6.6., 4.6.13., 8.6.1., 8.6.3., 8.6.4. shall apply. (8/02)

The amount of insurance premiums and cash or loan values provided in the insurance certificates issued by the Society are not subject to change except that the International Board of Directors is hereby authorized in the event that the reserves as to all or any class of certificates become impaired to require that there shall be paid by each insurance member to the Society the amount of the member's equitable proportion of such deficiency as ascertained by the Board, and that if the payment be not made it shall stand as an indebtedness against the certificate and draw interest not to exceed five percent per annum compounded annually, or the equivalent effective rate of interest if payable in advance, or in lieu thereof, or in combination therewith, the member may consent to a reduction of the corresponding insurance benefit proportionate to the value of the additional contribution. Not less than the sum of 12 monthly premiums shall be levied each year and they shall be levied and collected quarterly in advance.

CHAPTER 1

2.1. ORGANIZATION AND STRUCTURE

The official name of the International Lodge shall be “The International Lodge of the Sons of Norway.”

2.1.1. CONSISTS OF:

The International Lodge shall consist of the Officers and Directors of the International Lodge and Delegates from District Lodges, all of whom shall be benefit members.

In addition, at all meetings of the International Lodge any Past International President, who is in attendance but not a current member of the Lodge, shall be seated in a position of honor. He or she shall be granted the privilege of the floor, but shall not have a vote, nor shall any expenses be allowed for this position. (8/92)

CHAPTER 2

2.2. AUTHORITY AND PURPOSE

2.2.1. OFFICIAL YEAR

2.2.1.1. The official year of the Sons of Norway shall be from January 1 to December 31, and all reports of officers shall be made accordingly.

2.2.1.2. The reports to a regular International Lodge meeting shall embrace the two years since the last regular meeting.

2.2.2. PROCLAMATION OF LAWS

The International Lodge shall announce to the Local Lodge all new laws and resolutions as soon after their adoption as possible.

2.2.3. DECISIONS FINAL

Should any questions arise that are not covered by the *Sons of Norway Charter, Constitution and Procedures*, the decision by the International Lodge or, in the interim between meetings by the Board of Directors, shall be final and binding on all members of the Sons of Norway.

2.2.4. NOTIFICATION OF SPECIAL MEETINGS

The International President shall cause all members of the International Lodge to be notified by mail of the time and place of a special meeting of the International Lodge, as well as matters to be acted upon at such meeting. No other matters shall be considered at such meeting. (8/96)

2.2.5. AUTHORITY OF INTERNATIONAL LODGE

In addition to the powers of the International Lodge in ARTICLE VII of the Charter, the International Lodge shall also have the following powers:

2.2.5.1. To adopt such rules and regulations as it may consider necessary to maintain its legitimate authority over the District and Local Lodges subject to the provisions of 1.6.3.

2.2.5.2. To fix the boundaries of the District Lodges.

2.2.5.2.1. Approve or reject the laws or regulations adopted by them.

2 INTERNATIONAL LODGE

- 2.2.5.3. To issue Charters to Districts, Local, and Junior Lodges and also to recall Charters where the laws of Sons of Norway have been violated.
- 2.2.5.4. To prescribe and control all ritualistic work within Sons of Norway and to prescribe for emblems and regalia.

CHAPTER 3

2.3. DEVELOPMENT OF NEW LODGES

Reserved

CHAPTER 4

2.4. LODGE HEADQUARTERS

Reserved

CHAPTER 5

2.5. LODGE PROGRAMS

Reserved

CHAPTER 6

2.6. MEMBERSHIP ADMINISTRATION

2.6.1. REPRESENTATION

Each District Lodge shall be entitled to two Delegates for the District (one of whom shall be the District President) plus one Delegate for each 400 members, or major fraction thereof, in the District according to the last annual report before the election. The District Lodge in computing its representation, shall also include the members of a newly established Local Lodge in its District, as defined and provided for in 3.6.2.

2.6.2. DELEGATES TO SPECIAL MEETINGS

The International Officers, International Directors, and Delegates elected for the term in which said meeting is held, or in the case of vacancies, their successors or Alternates shall act.

2.6.3. TERM OF DELEGATES AND ALTERNATES

Delegates and Alternates shall be elected for a term of two years and shall serve until successor Delegates and Alternates are elected.

CHAPTER 7

2.7. DELEGATE ELECTION PROCESS

Reserved

CHAPTER 8

2.8. CONDUCT AND APPEAL PROCESS

2.8.1. RIGHT TO APPEAL

Any member of Sons of Norway may appeal to the International Lodge from any decision of the Board of Directors of the District to which such member belongs by following the mode of procedure prescribed in the Charter, Constitutions and Procedures of Sons of Norway.

2 INTERNATIONAL LODGE

2.8.2. TEMPORARY DECISION

Every such appeal shall, by the International Secretary be referred to the International President, whose decision shall be binding unless reversed by the International Board of Directors.

2.8.3. REPORT TO INTERNATIONAL BOARD OF DIRECTORS

The International President shall report all appealed cases with decision to the International Board of Directors, and the decisions by the International Board of Directors, shall be binding unless reversed by the International Lodge.

2.8.4. REPORT TO INTERNATIONAL LODGE

The International President shall report to the International Lodge meeting all appealed cases together with the decisions of the International President and the International Board of Directors.

CHAPTER 9

2.9. LODGE MEETINGS AND CONVENTIONS

2.9.1. VOTING POWER

Each member of the International Lodge shall be entitled to one vote subject, however, to the following: The elected Delegates shall always have at least two-thirds of the votes and, in the event the members of the International Lodge who are not elected Delegates shall exceed one-third of the total number of members present and entitled to cast votes, then such members who are not elected Delegates shall not be entitled to cast more than one-third of the total number of eligible votes that could be cast at such International Lodge Meeting. (Officers and Directors of the International Lodge are not elected Delegates.)

2.9.2. FREQUENCY

2.9.2.1. The regular meetings of the International Lodge shall occur between May 1 and December 31 of the even-numbered years.

2.9.2.2. In time of war or national emergency, the Board of Directors of the International Lodge shall have power to suspend or postpone one regular meeting of the International Lodge.

2.9.3. APPOINTIVE OFFICERS

At the opening of each International Lodge session, the President may appoint a Counselor, Social Director, Marshal, Assistant Marshal, and Greeter from among the Delegates present or from the local committee, who shall hold office until the close of such session. Such Officers shall receive no extra compensation for the performance of their duties in connection with such offices. (8/02)

2.9.4. QUORUM

A majority of all members of the International Lodge shall constitute a quorum at all International Lodge meetings. But a lesser number may pass on the credentials of the Delegates and adjourn from time to time until a quorum is present.

CHAPTER 10

2.10. LAWS, POLICIES, PROCEDURES AND AMENDMENTS

2.10.1. HOW AMENDED

The Sons of Norway Charter, Constitutions and Procedures of the International Lodge, may be repealed or amended at regular or special meetings of the International Lodge by a two-thirds majority of the members present and voting, except that amendments to Sons of Norway Charter, Constitutions and Procedures may be adopted by resolution of the Board of Directors of the International Lodge whenever such amendments are necessary to meet with the requirements of the insurance laws of the State of Minnesota, or any other jurisdiction in which the Sons of Norway does business; but, such amendment shall be submitted for ratification by two-thirds majority of the next regular or special meeting of the International Lodge. All law changes adopted shall be published promptly in the official magazine of Sons of Norway. (8/94)

2.10.2. ORIGINS OF AMENDMENTS

No proposed amendment to the Sons of Norway Charter, Constitutions and Procedures shall be acted on by an International Lodge meeting, unless it has been adopted by a Local Lodge by a majority vote of members present and voting, and sent by the lodge to the District Lodge and been approved by that body by a majority vote of members present and voting, or has been submitted by a District Lodge, by the International Lodge Board of Directors or by an International Lodge Committee. (8/02)

2.10.3. MEETINGS, BIDS, PLACES, TIME

The place of the meeting shall be determined by the International Lodge or the International Board of Directors. Bids to host the International Convention must be forwarded to the International Board of Directors prior to the opening of the International Lodge meeting. Such bids must have prior approval from the respective District Board of Directors. The International Board of Directors shall determine the time, in consultation with Host Lodges. (9/80)

2.10.3.1. The International Board shall select a parliamentarian to assist the International President at each International Lodge Meeting who shall not be an International Lodge delegate or an employee of Sons of Norway. (4/06)

2.10.4. REFERENDUMS

The International Board may adopt a resolution directing the conduct of a referendum of the International Lodge by mail. The international president shall see to the referendum by sending to each member of the International Lodge via mail, postage prepaid, a copy of the board resolution directing the referendum, a summary of the referendum presented for consideration, and a printed ballot for voting. Each member voting in a referendum shall be entitled to cast one ballot. A referendum ballot shall not be counted unless it is signed by the mem-

ber and received by the president, or a designee, within 30 days after the date on which it was sent to the member. Said ballots shall be presented to the board, or its designees, at a meeting duly convened at which time the ballots shall be counted and the result of the balloting declared by resolution. If the number of ballots necessary to affirmatively approve the referendum are cast, and if a majority of all members of the International Lodge shall have cast their ballots, the proposal shall be adopted; otherwise, it shall be deemed defeated. (8/96)

CHAPTER 11

2.11. OFFICERS AND DIRECTORS, ELECTIONS AND TERMS OF OFFICE

2.11.1. ELIGIBILITY

Only benefit members, as defined in 1.6.1.1. hereof, shall be eligible for nomination or election as International Officers or International Directors or Alternates.

2.11.2. OFFICERS

The Officers of the International Lodge shall be a President, Vice President, Secretary and Treasurer who shall be nominated and elected at large from among the members of the International Lodge. The Officers of the International Lodge are members of the International Board of Directors.

2.11.3. DIRECTORS

There shall be a director from each District who shall be nominated as hereafter set forth and elected from among the members of the International Lodge. (8/96)

2.11.4. NOMINATIONS

2.11.4.1. Nominations at International Lodge Meetings. Prior to the election of International Board Officers and International Board Directors, the Delegates and International Board Officers and International Directors from such District shall caucus and nominate one or more candidates from among its group for the office of Director. At that time, the caucus shall nominate a candidate from among its groups as alternate to the International Lodge Director.

2.11.4.2. Nomination. All nominations for the International President, Vice President, Secretary or Treasurer at the International Lodge Meeting shall be made by another member from the floor. (8/02)

2.11.4.3. Nomination Time Limits and Procedures. Only one nomination speech may be made to nominate any person for a given office and that shall not exceed two (2) minutes. No one will be permitted to make a seconding speech of a candidate's nomination for a given office or to make a speech in support, or affirming the qualification, of a nominated candidate for such office. After the nominations for each of the respective International offices has been closed, each nominated candidate for that office may make an acceptance speech not to exceed two (2) minutes. (8/02)

2.11.5. ELECTIONS

In all cases where there are two or more candidates for any office, ballots shall be used. A majority of the votes cast is necessary for election otherwise election shall be by acclamation.

If more than two candidates have been nominated for an office, neither of whom receives a majority on the first ballot, the candidate receiving the least number of votes shall withdraw and so on until one candidate gets a majority.

2.11.6. TERM OF OFFICE

The term of Officers shall be two years, or until their successors have been elected and installed, except that the term of Directors shall be four years, or until their successors are elected and installed. The term of Alternates shall be for two years. In the event of a vacancy in any office for which an Alternate is elected, the Alternate shall succeed to such vacancy and shall serve until the next International Lodge meeting, when the unexpired term shall be filled by election in the usual manner. In the event of the absence or disability of any Director from any meeting of the Board of Directors, the Alternate may take the place at such meeting, with the same rights and privileges as the principal had as a member of the Board of Directors. If an Alternate is unable to attend the International Board meeting, the vacancy may be filled by the Board of Directors of the District. No International Officer or Director can be elected to serve more than two consecutive terms in any one office.

2.11.7. VACANCIES

2.11.7.1. Whenever a vacancy occurs in the office of International President, the International Vice President shall succeed to the office of International President for the unexpired term.

In such event the International Board of Directors shall elect from its members an International Vice President to fill the unexpired term.

2.11.7.2. Whenever a vacancy occurs in the office of International Vice President, International Secretary, or International Treasurer, such office(s) shall be filled by the International Board from its own members.

2.11.7.3. Whenever a vacancy occurs in the office of International Director, it shall be filled by the elected Alternate. In cases where no Alternate is available, the office shall be filled by the International Board of Directors upon recommendation of the District Board of Directors from which such vacancy occurred.

To qualify, the successor must be a member of the International Lodge and meet the requirements of paragraph 2.11.1.

2.11.8. REMOVAL OF OFFICERS AND DIRECTORS

The International Board may by a majority vote of all its members remove from office any member by reason of incompetency, moral or physical disqualifications, embezzlement, or neglect of official duties, provided that a written complaint has been sent the International Board, and the Officer or Director concerned has been given an opportunity to defend himself or herself.

2.11.8.1. Any members so removed from office shall be entitled to appeal from the decision of the International Board to the International Lodge. Notice of such appeal must be in writing to the International Secretary within 30 days after the decision of the International Board. This notice must state that the member desires to appeal and accurately specify the decision or action from which the appeal is desired and the date thereof.

2.11.8.2. The International Secretary shall then prepare a correct transcript of all documents in the case, including extracts from the Minutes relative to the matter and the decision by the International Board, and the correctness of the transcript shall be attested to by the International President and the International Secretary.

2.11.8.3. The International President shall refer the complete transcript of the case to the International Lodge for its decision. Vote shall be by secret ballot.

2.11.9. OFFICER AND DIRECTOR INDEMNIFICATION AND LIABILITY PROTECTED

2.11.9.1. Sons of Norway shall indemnify every person who is or was threatened to be made a party to any action, suit, arbitration or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Director, or Officer, employee or agent of the Society, or is or was serving at the request of the Society as a Director, Officer, employee, agent or trustee of another corporation, partnership, joint venture, trust, employee benefit plan, or other enterprise, against expenses (including counsel fees), judgments, claims, liabilities, penalties, forfeitures, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, to the full extent permitted by applicable laws. Indemnification provided hereby shall continue as to a person who has ceased to be a Director, Officer, employee, agent, or trustee and shall inure to the benefit of the heirs, executors and administrators of such person. Such indemnification shall include advances of expenses in advance of final disposition of such action, suit, or proceeding, subject to the provisions of any applicable statute. (8/88)

2.11.9.2. Sons of Norway shall have power to purchase and maintain liability insurance on behalf of any person who is serving in any capacity mentioned in paragraph 2.11.9. of this section whether or not the Society would have power to indemnify such person as herein provided. (8/88)

2.11.10. OFFICER AND DIRECTOR AND COMPENSATION

The International President, International Vice President, International Secretary, International Treasurer and International Directors, shall receive such compensation as determined from time to time by the International Lodge upon the recommendation of the International Board.

2.11.11. TRAVELING EXPENSES

International Officers, International Directors who attend Board meetings or make necessary travels in their official capacity in the interests of the Sons of Norway, shall be entitled to reimbursement for necessary traveling expenses and per diem allowance as may be fixed from time to time by the International Lodge.

2.11.12. RETIRING OFFICERS SURRENDER PROPERTY

Retiring officers shall within 10 days after the installation of their successors surrender to them all money, valuable papers, books of account and documents which have come into their hands by reason of their position, also all stocks of printed matter and all other property belonging to the Sons of Norway that they may have in their care.

CHAPTER 12

2.12. LODGE COMMITTEES – TEMPORARY AND PERMANENT

2.12.1. LODGE COMMITTEE APPOINTMENTS

The International President shall appoint from among the elected Delegates committees to serve during the International Lodge Meeting as follows: Committee on Finance/Investments, Committee on Resolutions, Committee on Laws, and Committee or Committees on Reports/Fraternal Programs. (08/08)

2.12.2. EXPENSE ALLOWANCE FOR COMMITTEE MEMBERS

International Lodge Committee members, who attend Board meetings or make necessary travels in their official capacity in the interests of the Sons of Norway, shall be entitled to reimbursement for necessary traveling expenses and per diem allowance as may be fixed from time to time by the International Lodge.

CHAPTER 13

2.13. BOARD OF DIRECTORS

2.13.1. REPRESENT INTERNATIONAL LODGE IN INTERIM

In the interim between the regular sessions of the International Lodge, the Board of Directors shall represent the International Lodge and in every particular possess its authority, except as otherwise expressly provided by the International Lodge or the *Charter, Constitutions and*

Procedures. During that time, the Board shall exercise exclusive control and supervision of the affairs of the Sons of Norway and its funds and shall manage and administer the same.

2.13.2. BOARD OF DIRECTORS CONSISTS OF:

International President, International Vice President, International Secretary, International Treasurer and the International Directors.

2.13.2.1. The President, Vice President, Secretary, and Treasurer of the Board of Directors, and one additional member, elected from and by the Board, such person representing a District not represented by the above officers shall constitute an Executive Committee, which shall have, and exercise the authority of the Board in the management of the business of Sons of Norway in the interval between meetings of the Board, and shall be subject at all times to the control and direction of the Board.

2.13.3. ADVISORY MEMBERS

District Presidents become advisory members to the International Board of Directors in order to assist the Board.

2.13.4. AUTHORITY OF THE BOARD

The authority and duties of the Board shall not be limited to the cases enumerated in the preceding section. But it shall have the right and authority to perform all duties, and take such action as may be necessary to carry out the objects of Sons of Norway and promote its welfare and growth, insofar as the same is not expressly forbidden by or is not conflicting with the Charter, Constitution and Procedures. It shall specifically have the authority to adopt rules and regulations for and to issue certificates to our members for the protection of themselves and their families, providing hospital, medical health and accident benefits, and do all things necessary with respect thereto, and to adopt rules and regulations and do all things necessary for the payment of benefits upon the lives of children, and to issue juvenile life and endowment certificates and to establish a junior department.

2.13.5. TO WHOM ACCOUNTABLE

The International Board of Directors shall be responsible to the International Lodge for all its actions, and shall make a complete report to the regular meetings of the International Lodge of all its official actions.

CHAPTER 14

2.14. BOARD OF DIRECTORS MEETINGS

2.14.1. MEETINGS

2.14.1.1. Time of Meetings. The Board shall meet as often as required by the business and not less often than quarterly, provided that if the Board creates an Executive Committee, as provided by 6.13.2.2., the Board shall meet not less often than semi-annu-

ally and the Executive Committee shall meet at least once in the interval between Board meetings.

2.14.1.2. International Board Special Meetings. Special Meetings of the Board may be called by all of the Executive Committee Members by a writing signed by all of them, or by seven members of the Board by a writing signed by all of them, which writing shall designate the time, place and purpose of the meeting and shall be mailed to each Board member at least 10 days prior to the meeting date, or such notice may be given by telegram, email, facsimile or other electronic communications at least five days prior to the meeting. (8/02)

2.14.1.3. Telephone Conference Meeting. A conference among members of the International Board of Directors by any means of communication through which the International Board may simultaneously hear each other during the conference, constitutes a meeting of the International Board, if the same notice is given of the conference call as would be required for an International Board "Special" Meeting, and if the number of International Board members participating in the conference call would be sufficient to constitute a quorum at a regular International Board Meeting. Participation in a meeting of the International Board of Directors by teleconference constitutes personal participation in such Meeting. (8/88)

2.14.2. OFFICERS OF BOARD: QUORUM

The President and Secretary shall be the Ex-officio Chairman and Secretary of the Board. Seven members shall constitute a quorum.

2.14.3. ADVISORY MEMBERS

District Presidents may be invited to attend the meeting of the International Board of Directors when it is deemed necessary by the International Board. (8/92)

CHAPTER 15

2.15. OFFICERS AND DIRECTORS COMMITTEES

Reserved

CHAPTER 16

2.16. OFFICERS AND DIRECTORS DUTIES

2.16.1. THE INTERNATIONAL PRESIDENT SHALL:

2.16.1.1. Preside at all meetings of the International Lodge and the Board of Directors.

2.16.1.2. Be the highest ranking officer of the Sons of Norway, and as such shall supervise proper observance of its laws, rules and ceremonies, shall see that all directives and policies, adopted by the International Lodge or the International Board of Directors, are executed, and shall see that the International Officers and International Directors perform their respective duties.

2 INTERNATIONAL LODGE

2.16.1.3. Appoint all committees unless otherwise provided.

2.16.1.4. Make a complete report to the regular International Lodge meetings of all official acts and, also, report the condition of the Sons of Norway and its future needs.

2.16.2. THE INTERNATIONAL VICE PRESIDENT SHALL:

in the absence of the President, preside at all meetings. Whenever the President is prevented from acting, the Vice President shall perform the duties of the President. The Vice President shall assist the President at the meetings of the International Lodge and have charge of the Greeters.

2.16.3. THE INTERNATIONAL SECRETARY SHALL:

keep or supervise the keeping of a correct record of all meetings of the International Lodge and Board of Directors, and shall, as soon as possible, after each International Lodge meeting, prepare or supervise the preparation of a complete report of the same.

2.16.4. THE INTERNATIONAL TREASURER SHALL:

perform such duties as are assigned to the Treasurer from time to time by the International Board of Directors. The Treasurer shall review and approve all the expense reports of the International Officers and Directors and of the Chief Executive Officer. (8/98)

2.16.5. THE INTERNATIONAL DIRECTORS SHALL:

be the committee on Credentials of the International Lodge.

CHAPTER 17

2.17. FUNDS AND INVESTMENTS OF INTERNATIONAL LODGE

2.17.1. ONE FUND

Sons of Norway shall maintain assets as may be necessary to establish and maintain adequate reserves for payment of the benefits provided for in all benefit certificates, to establish and maintain surplus funds sufficient to maintain its industry rating in the insurance field and for the payment of all expenses incurred in carrying on the business of, and in the promotion and extension of its objectives. (8/88)

CHAPTER 18

2.18. BONDING OF OFFICERS AND DIRECTORS

2.18.1. THE INTERNATIONAL BOARD OF DIRECTORS SHALL

Provide for the bonding, with a corporate surety company, of all International Officers, Directors and employees who handle International Lodge funds or securities.

CHAPTER 19

2.19. LODGE ENTERPRISES

Reserved

CHAPTER 20

2.20. LODGE DUES

2.20.1. DUES

- 2.20.1.1. Membership dues shall reflect payment for (1) International dues including the official magazine, (2) District dues and (3) Local dues. Membership dues shall be paid by each individual member to the Sons of Norway Headquarters. Sons of Norway International shall remit District and Local dues collected to the respective Lodges on a monthly basis. Members between the ages of 16 and 23 shall be assessed dues at a reduced rate. (8/02)
- 2.20.1.2. International dues for members shall be established by the International Board of Directors annually at its Spring meeting. Any change in the International dues shall become effective January 1 of the following year. (8/88)
- 2.20.1.3. In the event of a married couple having the same address, only one copy of the official magazine shall be sent to their household. The International Board of Directors may make an adjustment in the International dues to reflect cost savings for the official magazine or to promote family membership. (8/88)
- 2.20.1.4. A Local Lodge shall be sent all International, District and local dues collected from its members up to the point of 12 months from the date of its institution. (8/88)

CHAPTER 21

2.21. BUDGETS, REPORTS AND OPERATIONAL PLANS

Reserved

CHAPTER 22

2.22. LODGE SUSPENSION OR DISSOLUTION

Reserved

CHAPTER 23

2.23. CENTRAL LODGE

Reserved

CHAPTER 24

2.24. LEGAL LIABILITIES AND LODGE LIABILITY INSURANCE

Reserved

CHAPTER 1

3.1. ORGANIZATION AND STRUCTURE

3.1.1. APPLICATIONS

The International Lodge alone is authorized to establish districts. If a district is to be divided, first a general proposal shall be prepared by the proposal's initiators, and approved by a majority vote of two-thirds of the affected full Local Lodge boards. Thereafter, a final proposal shall be mailed to all the members of such proposed new district are to be notified by mail of such proposal with the time and place set for decision by each individual lodge. The total vote is afterwards tabulated by the District Secretary and will require a two-thirds majority of all votes cast to be effective. When such report is sent to the District Secretary each Lodge must have such action attested by the President and Secretary of the Local Lodge. The District Secretary shall then forward such applications to the Sons of Norway Headquarters at least three months previous to a regular International Lodge meeting, and the International Secretary shall then publish the same in the official magazine of Sons of Norway. (8/02)

3.1.2. REQUIREMENTS

District Lodges may be established by the International Lodge within geographical areas having at least 3,000 members. If an existing District falls below 1,100 members, the International Board of Directors shall notify the affected District Board of directors of the membership requirement and offer support and assistance to the affected District to increase their membership numbers in cooperation with the Local Lodge Boards.

If a District falls below 1,000 members and is not able, within a two-year period, to bring its membership back above 1,000 members, the International Board of Directors, in conjunction with the affected Board of Directors, shall develop and implement a plan or proposal to assist the affected District in increasing their membership. (8/06)

3.1.3. CONSISTS OF:

A District Lodge shall consist of its elected Officers and Directors, all of whom shall be benefit members and Delegates from each Local Lodge who are not required to be benefit members and the elected International Officers and Directors within the District. The benefit provision for District Board members shall not be required for countries, provinces or states where Sons of Norway is not authorized to sell insurance. (8/00)

CHAPTER 2

3.2. AUTHORITY AND PURPOSE

3.2.1. PURPOSE

The District Lodge shall promote the interests of Sons of Norway within the District and shall cooperate with and assist the International

Lodge and its Officers and Directors in their work, both with relation to fraternal activities and organization work.

3.2.2. See paragraph 3.19.2. (8/06)

3.2.3. **OFFICIAL YEAR**

The official year of the District Lodge shall be from January 1 through December 31, and all reports of the Officers shall be made accordingly. The reports to the regular District Lodge Meeting shall encompass the two years since the last regular meeting.

3.2.4. **SPECIAL MEETINGS**

Special meetings may be called by the District President. But it shall be the District President's duty to call such special meetings if the Board of Directors so decides, or if a majority of the Local Lodges of the District, in writing, so demands.

3.2.5. **NOTICE OF SPECIAL MEETINGS**

The President shall inform the Secretary, in writing, of the time and place for a special meeting. The Secretary shall inform all members of the District Lodge of the time, place and specific matters to be considered. Matters other than those specified in the meeting notification shall not be considered at the special meeting.

3.2.6. **DELEGATES TO SPECIAL MEETINGS**

The District Officers, District Directors and Delegates elected for the term in which said meeting is held, or in the case of vacancies their successors or Alternates shall act.

CHAPTER 3

3.3. **DEVELOPMENT OF NEW LODGES**

Reserved

CHAPTER 4

3.4. **LODGE HEADQUARTERS**

3.4.1. **OFFICE**

The office of the District Lodge shall be located in the home city of the District Secretary.

CHAPTER 5

3.5. **LODGE PROGRAMS**

Reserved

CHAPTER 6

3.6. **MEMBERSHIP ADMINISTRATION**

3.6.1. **REPRESENTATION**

Every Local Lodge within the district shall be entitled to such representation at District Lodge meetings as is determined by the District Lodge itself, but such representation shall not be more than two delegates for the lodge and one delegate for every 50 members, or major fraction

thereof; or less than one delegate for every 200 members or major fraction thereof, that the lodge had according to the last annual report before the election takes place. Until otherwise determined by a district, the basis of representation shall be one delegate for the lodge, and one delegate for every 50 members, or major fraction thereof.

3.6.2. REPRESENTATION OF NEW LODGES

A newly established lodge that has not filed and has not yet been required to file its first annual report, shall be entitled to representation at the District Lodge as provided above, if its delegates are elected not later than 90 days before a District Lodge meeting. The membership of such lodge shall be determined according to a membership list attested to by the President and Secretary of the Local Lodge. The Secretary shall forward an attested copy of the membership list to the District Secretary and to the Sons of Norway Headquarters 30 days prior to the election of its Delegates. (8/02)

3.6.3. CREDENTIALS

The Secretary of the District Lodge shall prepare a list of all duly elected delegates and alternates for the use by the convention registration committee and the District Committee on Credentials. A current Sons of Norway membership card, driver's license or other form of ID may be used as a credential to identify a delegate. (8/04)

3.6.4. STATUS OF OFFICERS AND DIRECTORS

3.6.4.1. The Officers elected at the last regular District Lodge meeting, or their successors, shall be members of the District Lodge, and in every respect enjoy the same rights and privileges as the Delegate(s) from the Local Lodge, and they shall so act until their successors have been elected and installed.

3.6.4.2. An Officer who is not re-elected to any District office at the next regular District Lodge meeting, shall continue to be a member of the District Lodge during such Lodge meeting and shall be eligible for election as a Delegate and/or Alternate to the International Lodge meeting. (8/82)

3.6.5. DELEGATES AND ALTERNATES

Delegates and alternates shall be elected for one two-year term at a time, or, in cases of vacancies, for the remainder of the two-year term.

CHAPTER 7

3.7. DELEGATE ELECTION PROCESS

3.7.1. OPTIONAL DIVISION

Each district lodge may be divided into several geographical zones for the purpose of nominating candidates for Delegates and Alternates. If so divided, the members of the District Lodge from each zone shall have the right to caucus and nominate one candidate as Delegate for each 400 members in the zone. The boundaries of the zone shall be fixed by the District Lodge and the description thereof shall be made

a part of the District Constitution or the District Lodge may make such provision in the its Bylaws as it deems wise for the selection of its representatives. (8/04)

3.7.2. ALTERNATES

At the same time, a corresponding number of Alternates shall be elected to fill the places of Delegates not able to attend the meeting. The rules for nominating candidates for Delegates shall also govern in the case of Alternates.

3.7.3. ELECTION OF DELEGATES AND ALTERNATES

Each District shall for itself fix and establish Bylaws governing the manner of election of Delegates and Alternates whether by zones or otherwise and the order in which Alternates may be seated. The election of Delegates and Alternates shall take place at the last District Lodge meeting held prior to the International Lodge meeting.

3.7.4. ELECTION REPORT

The District Secretary shall report to the International Lodge office the names of the Delegates and Alternates elected. A current Sons of Norway membership card, driver's license or other form of ID may be used as a credential to identify a delegate. (8/04)

3.7.5. TRAVEL EXPENSES

Delegates to the International Lodge Meeting shall receive such per diem and travel allowance as shall be determined and paid by their respective Districts. (8/82)

3.7.6. NOMINATIONS AT DISTRICT LODGE MEETING

If a District so provides in its Bylaws, it may nominate the International Directors and Alternates to which it is entitled at its District Lodge Meeting, from among its elected Delegates to the International Lodge meeting and its present International Officers and Directors. In case of death or withdrawal of a nominee for International Director or his or her Alternate, in the interim between District Lodge meetings and the International Lodge meeting, the International Officers, International Directors and Delegates from that District shall caucus and fill from among their group such vacancy or vacancies. (9/80)

CHAPTER 8

3.8. CONDUCT AND APPEAL PROCESS

Reserved

CHAPTER 9

3.9. LODGE MEETINGS AND CONVENTIONS

3.9.1. VOTING POWER

Each member of the District Lodge shall be entitled to one vote subject, however, to the following: The elected Delegates shall always have at least two-thirds of the votes and, in the event the members of the District Lodge who are not elected Delegates shall exceed one-third of

the total number of members present and entitled to cast votes, then such members, who are not elected Delegates, shall not be entitled to cast more than one-third of the total number of eligible votes that could be cast at such District Lodge meetings. (Officers and Directors of the District Lodge and International Lodge are not elected Delegates.)

3.9.2. TIME

The District Lodges shall hold their regular meetings once every two years. The time for the meeting shall be determined by the District Board of Directors in consultation with the Host Lodge(s). The closing date shall not be less than 45 days prior to the opening of the International Lodge meeting of the same year.

3.9.3. NATIONAL EMERGENCY

In time of war or national emergency, the District Board shall, with the approval of the International Board of Directors, have the power to suspend or postpone one regular meeting of the District Lodge.

3.9.4. APPOINTIVE OFFICERS

At the opening of each District meeting the President shall appoint from among the Delegates such officers as are necessary to conduct an orderly meeting. Appointees shall hold office until the close of such session. Such appointed Officers shall receive no extra compensation for the performance of their assigned duties.

3.9.5. QUORUM

At all the meetings of the District Lodges, a majority of the voting members shall constitute a quorum. A smaller number may pass on the credentials and adjourn from time to time until a quorum has been secured.

3.9.6. DELEGATE ELIGIBILITY

The District Directors shall be the Eligibility Committee for the District Lodge. (8/06)

CHAPTER 10

3.10. LAWS, POLICIES, PROCEDURES AND AMENDMENTS

3.10.1. ADOPT LAWS AND RULES

The District Lodge shall be authorized to adopt all necessary laws and rules concerning the District Lodge, including the election or the employment, or the appointment of one or more competent auditors to audit the books of the District Lodge at least once each year who shall submit a written report of each audit. A District Lodge may authorize its board of directors to elect, employ or appoint such auditor or auditors in its Bylaws.

3.10.2. SELECTION OF MEETING SITES AND HOSTS

The place of the regular meeting shall be selected by the District Lodge at the preceding meeting, or by the Board of Directors of the District if not determined by the District Lodge.

3.10.3. REFERENDUMS

The District Board may adopt a Resolution directing the conduct of a Referendum of the District Lodge by mail. The District President shall see to the Referendum by directing the District Secretary to send to each member of the District Lodge via mail, postage prepaid, a copy of the District Boards Resolution directing the referendum, a summary of the Referendum for consideration, and a printed ballot for voting. Each member voting in a referendum shall be entitled to cast one ballot.

3.10.3.1. The District Board shall declare whether the vote is to be secret or non-secret. If the vote is to be secret, the Referendum ballot shall not be signed, but shall be placed in an envelope containing no identification of the voting delegate, and which remains sealed until the ballots are counted. This envelope, which preserves the secrecy of each vote, shall be placed in a mailing envelope. The mailing envelope shall include a signature line for the voting delegate. No ballot shall be counted if the envelope has not been signed.

3.10.3.2. If the vote is not declared secret, the Referendum ballot itself shall be signed. An unsigned Referendum ballot shall not be counted. Ballots must be returned to the District President or his/her designee within 30 days after the date it was sent to the member. Said ballots shall be counted by the District President's designees and the results of the balloting shall be declared at the next District Executive Committee. If the majority of the members of the District Lodge shall have cast their ballots and a majority of the ballots cast approve the Referendum, the proposal shall be adopted. (8/06)

CHAPTER 11

3.11. OFFICERS AND DIRECTORS, ELECTIONS AND TERMS OF OFFICE

3.11.1. ELIGIBILITY

Only voting members of the District Lodge who are also benefit members shall be eligible to hold elected District Lodge offices. The benefit provision for District Board members shall not be required for countries, provinces or states where Sons of Norway is not authorized to sell insurance. (8/04)

3.11.2. DISTRICT OFFICERS AND DIRECTORS TITLES AND NUMBER

The Officers of a District Lodge shall be President, Vice President, Secretary and Treasurer, and such other officers and directors as decided by the District Lodge. (8/94)

3.11.3. TERM OF OFFICE

The term of office shall be for two years, with the exception of Directors whose term may be determined by the District, or until their successors have been elected and installed, or until elected or appointed to office in the International Lodge, at which time the office shall be declared vacant.

3.11.4. TIME OF ELECTION

The Officers are elected at the regular meetings by the International Officers, International Directors, District Officers and District Directors and District Delegates present.

3.11.5. ELECTIONS

3.11.5.1. Ballots shall be used in all cases where there are two or more candidates for any office. A majority of the votes cast is necessary for election; otherwise election shall be by acclamation.

3.11.5.2. If more than two candidates have been nominated for an office and none receives a majority on the first ballot, the candidate receiving the least number of votes shall withdraw, and so on until one candidate gets a majority.

3.11.6. DISTRICT VACANCIES

Whenever a vacancy occurs in the office of District President, the Vice President shall succeed to the office of President for the unexpired term. In such event the District Board shall elect from its members a Vice President to fill the unexpired term.

When other vacancies occur in the District Lodge, they shall be filled by the District Board from among the members of the District Lodge. A District Lodge may, if it so desires, elect Alternates for the purpose of filling vacancies occurring among the other members of the Board of Directors.

3.11.7. REMOVAL OF DISTRICT OFFICERS

The District Board of Directors may, by a majority vote of all its members, remove from office any member of the District Board for reason of incompetency, disobedience, moral or physical disqualifications, embezzlement, or neglect of official duties, provided that a written complaint has been sent to the District Board, and that the Officer concerned has been given an opportunity to defend himself or herself. The Officer shall then be suspended from Office and shall not serve further during the biennium unless the decision is reversed on appeal.

3.11.8. TRAVELING EXPENSES

The traveling expenses of District Officers shall be paid by the District Lodge, those of the Delegates may be paid by the Local Lodges. (8/06)

3.11.8.1. Officers attending District Board meetings, or traveling on official business, or in the interest of the Sons of Norway, shall be entitled to compensation for necessary hotel and traveling expenses.

3.11.8.2. District Officers, or other members, incurring expenses while serving the District, must present such statements within 30 days after such expenses are incurred, such reports to be made to the District executive officers for their approval.

3.11.9. RETIRING OFFICERS SURRENDER PROPERTY

All retiring Officers shall within 10 days after the installation of their successors, turn over to them all money, valuable papers, account

books and documents that they have received in their official capacity; also all stocks of printed matter and all other property belonging to the District Lodge that they may have in their charge.

CHAPTER 12

3.12. LODGE COMMITTEES – TEMPORARY AND PERMANENT

3.12.1. COMMITTEE APPOINTMENTS AND DUTIES

The President shall in time, before the District Meeting from among the elected Delegates, appoint the following Committees, each consisting of not fewer than three members: Committee on Laws; Committee on Reports; Committee on Resolutions; Committee on Finances; special committees as required.

CHAPTER 13

3.13. THE BOARD OF DIRECTORS

3.13.1. CONSISTS OF:

The Board of Directors shall consist of the President, Vice President, Counselor, Secretary, Treasurer, Social Director and the Directors, and may include a Director-at-Large who is the Immediate Past President. If fewer Officers have been elected, the Board shall consist of the elected Officers and Directors.

3.13.2. DISTRICT EXECUTIVE COMMITTEE

Between meetings, the President, Vice President, Secretary and Treasurer and one additional Officer, if desired, shall form an executive body to perform such duties as charged with by the Board. All actions of the Executive Committee are to be reported to the full District Board at its next meeting. (9/80)

CHAPTER 14

3.14. BOARD OF DIRECTOR'S MEETINGS

3.14.1. REGULAR MEETINGS

The District Board shall meet as often as required. The times and places of Board meetings shall be decided by the Board or by the District President.

3.14.2. SPECIAL MEETINGS

Special Meetings of the Board may be called by all of the Executive Committee Members by a writing signed by all of them, or by either seven members of the Board, or by a majority of the Board if that number is less than seven, by a writing signed by all of them; which writing shall designate the time, place and purpose of the meeting, and shall be mailed to each Board member at least 10 days prior to the meeting date; or such notice may be given by telegram at least five days prior to the meeting. (9/80)

3.14.3. OFFICERS OF BOARD: QUORUM

The District President and District Secretary shall be the Ex-officio Chairman and Secretary of the Board. Five members shall constitute a

quorum unless there are fewer than eight members on the District Board in which case a majority of the District Officers shall constitute a quorum.

CHAPTER 15

3.15. DISTRICT BOARD COMMITTEES

Reserved

CHAPTER 16

3.16. OFFICER AND DIRECTOR DUTIES

Reserved

CHAPTER 17

3.17. FINANCIAL ADMINISTRATION, INVESTMENTS AND REAL ESTATE HOLDINGS

3.17.1. FUNDING SOURCES

District Lodges shall have the following sources of income in addition to those which the District may provide for itself:

3.17.1.1. Each District will receive from the International Lodge District Fraternal Program funds to support cultural, youth and sports related programs, and leadership seminars. Each District shall receive \$1.00 per adult member from whom International dues are collected, based on the District Membership Report as of December 31 of the previous year. No District shall receive less than \$4,500. Each District Board will report biennially to its respective District Lodge Meeting and to the International Lodge on the use and disposition of funds. Headquarters will automatically distribute the current year funding. (8/04)

CHAPTER 18

3.18. BONDING OF OFFICERS AND DIRECTORS

3.18.1. SURETY BONDS

The Sons of Norway Headquarters of Sons of Norway shall provide a blanket position bond in the sum of \$10,000, with a deductible for each claim for each District Lodge member handling District Lodge funds. If a District Lodge requires a larger bond for its Financial Officers, such additional bond shall be applied for and paid for by such District Lodge. (9/80).

3.18.2. THE SECRETARY SHALL:

Be bonded and receive compensation as determined by the District Lodge. (8/92)

3.18.3. THE TREASURER SHALL:

Be bonded and paid compensation as determined by the District Lodge.

CHAPTER 19

3.19. LODGE ENTERPRISES

3.19.1. FRATERNAL FUNDS PROJECT

Each District Lodge that has the additional purpose of establishing and maintaining a Fraternal project shall have the authority to levy a Fraternal fee not to exceed \$3 per member, per year within its District for application to such Fraternal project. The Fraternal fee shall provide funds for the cost of the Fraternal project, and shall be for the Fraternal benefit and use of all District members. The Fraternal fee shall remain in effect until revoked or revised by the District Lodge. The District Fraternal Fee will be collected as part of the District dues. (8/04)

3.19.2. BENEVOLENT INSTITUTIONS AND FRATERNAL PROJECTS

Each district lodge shall have the prerogative of establishing and maintaining benevolent projects or fraternal projects that are specifically authorized and approved by the district lodge. (8/96)

CHAPTER 20

3.20. LODGE DUES

3.20.1. DISTRICT DUES

A District Lodge may set district dues in addition to the dues determined by the International Lodge Board of Directors. Such additional dues must be approved by a two-thirds majority vote of the District Lodge. (8/88)

3.20.2. DAUGHTERS OF NORWAY LODGES

In case of former Daughters of Norway Lodges, the District shall receive 50 cents, per year, per member, for members at the time of merger.

CHAPTER 21

3.21. BUDGETS, REPORTS AND OPERATIONAL PLANS

Reserved

CHAPTER 22

3.22. LODGE SUSPENSION OR DISSOLUTION

Reserved

CHAPTER 23

3.23. CENTRAL AND RECRUITMENT LODGES

3.23.1. ESTABLISHMENT

3.23.1.1. Lodges are established in each District under the name Central Lodge. Such lodges shall consist of members who are not members of a local lodge. (08/08)

3.23.1.2. The Board of Directors of the District Lodge are the Officers and Directors of the District Central Lodge. The application fee for non-insurance members and yearly dues for members of Central

Lodge shall be as determined by the International Board of Directors. All rules and regulations set forth in the Charter, Constitutions and Procedures of Sons of Norway shall be binding for members of Central Lodges. (08/08)

3.23.2. MEMBERSHIP

Members of Central Lodge shall be entitled to participate in the government of the Sons of Norway as herein provided. They shall be entitled to such representation at the District Lodge Meeting as determined by the respective District, but such representation shall not be more than two Delegates for the Central Lodge, and one Delegate for every 50 members, or major fraction thereof; or less than one delegate for every 200 members or major fraction thereof. For this purpose, the International Lodge shall apportion all the states of the United States, the provinces of Canada, and the Kingdom of Norway among the several Districts. The Board of Directors of the District Lodges shall provide the times and places of the meetings of the members of Central Lodge within their respective Districts for the nomination and election of such Delegates. The Board of Directors of the District Lodge shall be voting members of their Central Lodge at such meetings and shall be considered as members for determining existence of a quorum. (08/08)

3.23.3. RECRUITMENT LODGES

3.23.3.1. The International Board of Directors is authorized to establish and name special recruitment lodges established for receiving new members of Sons of Norway under terms and conditions as determined from time to time by the International Board of Directors. Such membership categories shall not exceed one year.

Names of such new members shall be referred with appropriate information to the relevant District Vice President who, in turn, shall make the information available to the appropriate local Lodge Vice Presidents for recruitment of such new members into the Local Lodge.

If such new members have not been accepted in a Local Lodge within one year following recruitment, then such member shall be transferred to Central Lodge. (8/98)

CHAPTER 24

3.24. LEGAL LIABILITY AND LODGE LIABILITY INSURANCE.

3.24.1. DISTRICT LODGE LIABILITY INSURANCE (See paragraph 1.8.4.)

CHAPTER 1

4.1. ORGANIZATION AND STRUCTURE

4.1.1. ORGANIZATIONAL REQUIREMENTS

A Local Lodge must have at least 40 charter members, except as provided in paragraph 60, and shall be organized only in the manner prescribed by the Charter, Constitutions and Procedures of Sons of Norway.

4.1.2. NAME AND NUMBER

The Local Lodges shall be designated by number in succession from one and up as they are organized. Each lodge shall also have a name to be selected by the lodge itself, but the name must not be the name of a lodge already existing within the same district. Neither shall a lodge take the name of any living person unless the individual and the International Board of Directors have expressly given their consent thereto.

CHAPTER 2

4.2. AUTHORITY AND PURPOSE

4.2.1. AUTHORITY

A Local Lodge shall have no other authority than that delegated to it by the International Lodge.

4.2.2. CONTINUITY

A Local Lodge cannot be dissolved or leave Sons of Norway if eight members vote to maintain and wish to continue their membership in Sons of Norway.

4.2.3. **SPECIAL MEETINGS** ctors so decides, or if a written demand, signed by five members of the lodge, is received by the President.

4.2.4. NOTIFICATION OF SPECIAL MEETINGS

The President shall inform the Secretary of the time, place and purpose of such Special Meeting, and the Secretary shall inform the members of the same. No other matters than those mentioned in the notice shall be considered.

CHAPTER 3

4.3. DEVELOPMENT OF NEW LODGES

4.3.1. ORGANIZATIONAL PROCEDURE

No Lodge shall be organized unless 40 qualified applicants appear at the organizational meeting and become members. However, if less than 40 attend, the organizational meeting may be recessed from time to time until the required number of members is obtained. The Charter may be kept open for 60 days after the institution of a new Lodge. (8/88)

CHAPTER 4

4.4. LODGE HEADQUARTERS

Reserved

CHAPTER 5

4.5. LODGE PROGRAMS

Reserved

CHAPTER 6

4.6. MEMBERSHIP ADMINISTRATION

4.6.1. REQUIREMENTS

To become a member of a Local Lodge, the applicant must be of Norwegian or other Nordic birth or descent, be at least 16 years of age, and of good moral character. A person of another nationality, who is married to a Norwegian or person of other Nordic nationality, may file an application for membership. Any applicant, who shows a great interest in the objects and purposes of Sons of Norway, regardless of nationality, may be accepted by the Local Lodge into membership. (8/96)

4.6.2. APPLICATION

Persons who desire to become members of a Local Lodge and are recommended by one or more members of Sons of Norway shall make application in writing on forms provided for that purpose. Said forms shall become valid applications when signed by one or more of the recommending members, or field staff personnel. Said forms shall then be submitted to the Financial Secretary or Membership Secretary. Names and addresses of all new members shall be forwarded to field staff personnel. (Adopted 8/86. Effective 8/88)

4.6.2.1. Dual Membership. Members possessing a current membership card from Sons of Norway may petition the desired affiliate lodge(s), and if accepted, pay only Local Lodge dues for the affiliate lodge(s) directly to the affiliate lodge. Affiliate members shall have all rights of other lodge members with the exception of voting for or of becoming District delegates from the affiliate lodge(s). Affiliate members shall not be counted in member totals that determine representation. (8/94)

4.6.3. NEW MEMBER SIGNUP

Persons desiring to become members of Sons of Norway may also signup by mailing the application form to the International Headquarters or by using the provided feature in the Sons of Norway web site. (8/08)

4.6.4. APPROVAL

The lodge shall adopt ONLY ONE of the following Bylaw options: (1) Allow membership to become effective upon presentation by the Financial Secretary or Membership Secretary, or (2) Allow membership to become effective following a vote by the lodge. (8/02) (Note: if option (1) is chosen, 4.6.5., 4.6.6., 4.6.7. and 8.6.7. do not apply.)

4.6.5. REJECTION

An application for membership is rejected if it does not receive a majority vote in favor of acceptance. (8/06)

4.6.6. VOTE ON SEVERAL APPLICATIONS

If there is no objection, the President may order that several applications be voted on at the same time.

4.6.7. SEPARATE BALLOTING IF UNFAVORABLE

If found there was a vote for rejection when there has been a vote on more than one application, the results thereof shall not be effective, and the President shall immediately order separate balloting on each application. (8/06)

4.6.8. REPORT OF NEW MEMBERS

The Financial Secretary or Membership Secretary shall, immediately after each regular lodge meeting at which applicants and/or transfers are accepted or rejected, report to the Sons of Norway Headquarters by submitting Application for Membership forms and Report of New Members form, together with all funds received. (8/96)

4.6.9. TRANSFER CARDS

A member in good standing shall upon request receive a transfer card from the Lodge. No fee shall be charged for the issuance of a transfer card. The Financial Secretary or Membership Secretary of a Lodge accepting a transfer card shall notify the former Lodge of said transfer. It shall be the duty of the Financial Secretary or Membership Secretary of this Lodge to forward the local dues that have been collected on a pro-rata basis. (8/86)

4.6.9.1. Admittance On Transfer Card. Applications for admittance by transfer are acted upon the same as other applications for membership. If accepted, the applicant shall then be considered a member of the Lodge without further ceremonies. No fee shall be charged for membership by transfer.

4.6.9.2. Report. The Financial Secretary or Membership Secretary of a Lodge acting upon an application for admittance by transfer shall inform the Sons of Norway Headquarters of the results thereof in his/her Report of New Members. (8/02)

4.6.9.3. Rejection. If the application is rejected, the Sons of Norway Headquarters shall notify the member and also the Lodge which issued the card, and the member shall automatically be reinstated as a member of the Lodge which issued the card.

4.6.9.4. Void After Six Months. If a transfer card has not been acted upon by the new Lodge within six months from the date it was issued, the transfer card shall be void, and the member shall automatically be reinstated as a member of the Lodge which issued the card.

4.6.10. SUSPENSION

The Sons of Norway Headquarters has the authority to suspend the active membership status of any member for reasons of nonpayment of dues, if the member is more than 120 days in arrears in payment of dues, provided, however, that with respect to insurance members, the provi-

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- sions in their certificates of Insurance shall also be applicable. (9/90)
- 4.6.10.1. Notice to Suspended Members. The Financial Secretary or Membership Secretary shall, within five days of the receipt of the report, notify suspended members of their suspension and also inform them on the steps necessary in order to be reinstated, but the suspension shall be valid and binding even if the Financial Secretary or Membership Secretary neglects to so inform suspended members. (8/88)
- 4.6.10.2. Re-Instatement.
- 4.6.10.2.1. Former members who have been suspended for a period of less than a year may be reinstated in the same lodge upon payment of all dues and assessments that are in arrears, and the effective date of membership shall remain the same (8/98)
- 4.6.10.2.2. Former members who have been suspended for a period of one year or longer, may apply as new members, or, may upon payment of all back dues and assessments be reinstated effective with the original date of membership. (8/98)

CHAPTER 7

4.7. DELEGATE ELECTION PROCESS

4.7.1. ELECTION OF DELEGATES AND ALTERNATES

Election of Delegates must take place prior to the month of March before a District Lodge Meeting. At the same time, an equal or greater number of Alternates shall be elected to fill the places of duly elected Delegates prevented from attending the meeting, the first duly elected alternate filling the first vacancy, the second the next vacancy, etc. Exceptions to the above time limit may be recommended by the Credentials Committee and may be approved by a two-thirds majority of seated Delegates. (8/98)

4.7.2. DELEGATE SUBSTITUTION

If a Delegate is unable to attend either a regular or special meeting of the District Lodge, the Delegate shall so inform the President of the Local Lodge. The latter shall then, through the Secretary of the Lodge, inform the lawful Alternate to take the place of said Delegate. An Alternate shall not take part in the deliberations before said Alternate's credentials have been approved.

4.7.3. ELECTION REPORT

The Secretary of the Local Lodge shall prepare a report of the election giving names and addresses of the duly elected Delegates and Alternates. This report shall be signed by the Local Lodge President and Local Lodge Secretary and be forwarded to the District Secretary no later than five days after the election. (8/98)

CHAPTER 8

4.8. CONDUCT AND APPEAL PROCESS

Reserved

CHAPTER 9

4.9. LODGE MEETINGS AND CONVENTIONS

4.9.1. FREQUENCY

A Local Lodge shall the option to have at least one meeting each month with a minimum of eight meetings annually. These meetings should include the culture and heritage of Norway and other Nordic countries. At least four times per year, the majority of the business of the lodge will be transacted. The time and place of all meetings and events shall be decided by the lodge. (8/06)

4.9.2. QUORUM

At all meetings of a Local Lodge, eight members shall constitute a quorum. A "Visitor" is a member of Sons of Norway from one lodge visiting another lodge. A "Guest" is a nonmember of Sons of Norway. All regular lodge meetings where business of the lodge is transacted are closed meetings. A visitor may attend a closed meeting. The Lodge President may declare a regular lodge meeting an "open meeting" if no objections are voiced to allow guests to attend meetings. Guests are encouraged to attend social events and community activities of the lodge. (8/98)

4.9.3. INSTALLATION

The Officers of a Local Lodge shall be installed at any convenient meeting in the months of December, January or February. The Installing Officer can be the retiring Counselor, a former President of the Local Lodge, or a former or current Officer or Director of the District Lodge or a member of the International Board of Directors, and a current member of Sons of Norway. (8/94)

4.9.4. INSTALLATION ATTENDANCE

If any of the Officers elected fail to appear for installation, they shall be installed at the next regular meeting unless circumstances warrant a new election to fill vacancies.

CHAPTER 10

4.10. LAWS POLICIES PROCEDURES AND AMENDMENTS

4.10.1. ADOPTION, REPEAL OR AMENDMENT OF BYLAWS

4.10.1.1. A Local Lodge may from time to time by a two-thirds majority vote of the members present and voting adopt, repeal or amend its Bylaws.

4.10.1.2. Proposals for repealing or changing of Bylaws must be presented in writing and must be read at the business meeting when they are received, but they shall not be acted upon before the next business meeting. In addition, notification of the proposals and business meeting date should be sent to

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each member prior to the date of the business meeting at which they will be acted upon. (8/94)

4.10.2. APPROVAL OF BYLAWS

When such laws and amendments thereto have been adopted by the Local Lodge, they shall be submitted to the Sons of Norway Headquarters, and shall be effective when approved as provided for by the International Board of Directors. Copies of Local Lodge Bylaws shall be on file at the Sons of Norway Headquarters, with a copy sent to the District Secretary.

4.10.3. CONTENTS

Such Bylaws should be few, and limited to such matters as have not already been covered by the laws of Sons of Norway, such as lodge name, time and place of meeting, admission fees, dues, bonds, or officers. (8/78)

4.10.4. CONFORMITY WITH LODGE LAWS

Bylaws or Amendments must not conflict with the Charter and Bylaws of the International Lodge, or the Bylaws of the District Lodges, or the general laws of Sons of Norway.

CHAPTER 11

4.11. OFFICERS AND DIRECTORS, ELECTIONS AND TERMS OF OFFICE

4.11.1. ELIGIBILITY

Only voting members, who have been members of Sons of Norway for at least three months, are eligible for an office or as a Delegate to a District or International Lodge Meeting, provided, however, if a person has been a member of a Junior Lodge for a period of at least three months, then, in that event, the waiting period for eligibility to hold office in a Lodge or as a Delegate to a District or International Lodge Meeting shall be waived. In Lodges not in existence for three months at time of election, all voting members are eligible regardless of length of membership. (8/86)

4.11.2. NOMINATING COMMITTEE

At a regular meeting, not later than September of each year, a Nominating Committee of three or five members shall be elected. At the first regular meeting in October, the Committee shall present to the Lodge its slate of candidates recommended for office. Nominations may also be made from the floor at the time of election. (9/80)

4.11.3. RESTRICTION OF OFFICE

The offices of President, Secretary, Financial Secretary or Membership Secretary, Treasurer and Trustees shall be held by separate individuals. (8/94)

4.11.4. TITLES AND NUMBER

The elected officers of a Local Lodge shall be President, Vice President, Secretary, Treasurer, Financial and/or Membership Secretary and Social and/or Cultural Director and such additional officers as the Local Lodge may deem necessary. Additional officers shall either be elected or appointed as specified in the Bylaws of the Local Lodge. (8/06)

4.11.5. **TERM**

The Officers shall be elected for a term of one or two years, as determined by the Lodge. Officers may be elected alternately in the order that is determined by the Lodge. Lodges which elect their officers for two years may, if they so desire, elect their Trustees, who are elected the first time – one each for two, four and six years respectively, and thereafter one at each election for a term of six years or until their successors have been elected and installed. (8/04)

4.11.6. **TIME OF ELECTION**

The election of Officers shall take place not later than the first meeting in November of each year. (9/80)

4.11.7. **ELECTIONS**

In all cases where there are two or more candidates for any office, ballots shall be used. A majority of the votes cast is necessary for election, otherwise election shall be by acclamation.

If more than two candidates have been nominated for an office, none of whom receives a majority on the first ballot, the candidate receiving the least number of votes shall withdraw and so on until one candidate gets a majority.

4.11.8. **VACANCIES**

Whenever a vacancy occurs in the office of the Local Lodge President, the Vice President shall succeed to the office of President for the unexpired term. In such event the Board shall appoint from the members of its Lodge a Vice President to fill the unexpired term. When other vacancies occur in the office of the Local Lodge, caused by death, resignation or removal from office, the vacancy shall be filled by the Board from the members of the Local Lodge.

4.11.9. **MISCONDUCT**

The Local Lodge Board of Directors may by a majority vote of all its members, remove from office any member by reason of incompetency, disobedience, moral or physical disqualifications, embezzlement, or neglect of official duties, provided that a written complaint has been sent to the Board, and that the Officer concerned has been given an opportunity to defend.

4.11.10. **FAILURE TO ATTEND MEETINGS**

If any Officer is absent from three successive regular monthly meetings of the Lodge without valid excuse presented to and approved by the Lodge, then the Lodge may declare such office vacant and elect a new Officer to said office; provided, however, that such Officer shall be given written notice by the Secretary of the Lodge, not less than 14 days prior to the next meeting of the Lodge, of the intended action.

4.11.11. **COMPENSATION**

The lodges themselves determine the compensation to be paid the Secretary, Financial Secretary or Membership Secretary, Treasurer, and other officers.

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4.11.12. RETIRING OFFICERS SURRENDER PROPERTY

All retiring Officers shall within five days after the newly elected Officers assume their duties, turn over to them all money, valuable papers, books of account and documents which they have received as a result of their official positions; also all stocks of printed matter and all other property belonging to the Lodge, and of which they have had the custody. (8/78)

CHAPTER 12

4.12. LODGE COMMITTEES – TEMPORARY AND PERMANENT

4.12.1. THE MEMBERSHIP COMMITTEE

At the installation, the new President shall appoint a Membership Committee, one member of which shall be the Vice President. This committee shall serve for 12 months, or for such shorter terms as the Bylaws of the Local Lodge may prescribe or until a new committee has been appointed. The number of members on this committee shall be determined by the President. (8/94)

CHAPTER 13

4.13. BOARD OF DIRECTORS

4.13.1. BOARD OF DIRECTORS

4.13.1.1. Consists of. The Local Lodge Board of Directors shall consist of the following elected officers: President, Vice President, Secretary, Treasurer, Financial or Membership Secretary and Social or Cultural Director and such other officers or Directors that the Local Lodge may deem necessary. (8/06)

4.13.1.2. Responsibilities. The Board of Directors of the Local Lodge shall be responsible to the lodge for all of its actions and shall make a complete report to the lodge at regular lodge meetings. The board of Directors may consider and act upon such matters as are referred to it by the lodge or in accordance with the lodge's Bylaws. (8/02)

4.13.2. OFFICERS OF BOARD: QUORUM

A simple majority of the Board of Directors constitutes a quorum. (8/06)

CHAPTER 14

4.14. BOARD OF DIRECTOR'S MEETINGS

4.14.1. BOARD MEETINGS

The Board shall meet as often as is necessary to conduct the business of the lodge and shall hold no fewer than four meetings per year. (8/98)

4.14.2. SPECIAL MEETINGS

Special Board meetings may be called by the President whenever found required, but shall be called on written demand by three members of the Board.

CHAPTER 15

4.15. BOARD OF DIRECTORS' COMMITTEES

Reserved

CHAPTER 16

4.16. OFFICER AND DIRECTOR DUTIES

4.16.1. PRESIDING OFFICER

In the absence of the President, the Vice President shall preside, or, if the Vice President is not present, the Counselor. If none of these three officers are present, the Secretary or some other member shall call the Lodge to order, whereupon the Lodge by a majority vote shall select some member to preside.

CHAPTER 17

4.17. FINANCIAL ADMINISTRATION, INVESTMENTS AND REAL ESTATE HOLDINGS

4.17.1. INVESTMENT

The Board of Directors may, whenever it is found desirable, recommend to the lodge that as much of the lodge funds as are not necessary for the current expenses shall be invested in the manner permitted by law.

CHAPTER 18

4.18. BONDING OF LODGE OFFICERS AND DIRECTORS

4.18.1. SURETY BONDS

Sons of Norway shall provide a blanket position bond for each Local Lodge member handling local Lodge funds in the sum of \$10,000 with a for each claim. The liability of Sons of Norway to a Local Lodge shall be limited to the amount of said blanket position bond. If a Local Lodge requires a larger bond for its financial officers, such additional bond shall be applied for and paid for by such Lodge. (9/80)

CHAPTER 19

4.19. LODGE ENTERPRISES

Reserved

CHAPTER 20

4.20. LODGE DUES

4.20.1. APPLICATION FEE

An application fee for new members may be determined by each Local Lodge for itself; however, no application fee shall be charged for insurance members and Junior Lodge members joining the Local Lodge. Any application fee must accompany the application for membership and shall be deposited into the general fund of the Local Lodge. (8/06)

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4.20.2. DUES

Each member of the Local Lodge shall pay, in advance, to the Sons of Norway Headquarters the three (3) categories of dues—international dues, district dues, and any Local Lodge dues. The Local Lodge dues portion shall be determined by the lodge and approved by the International Board of Directors. (8/96)

4.20.3. PAYMENT OF DUES

Prior to the election to membership, an applicant must have paid all dues and fees according to the Local Lodge Bylaws. (9/80)

CHAPTER 21

4.21. BUDGETS, REPORTS AND OPERATIONAL PLANS

4.21.1. REPORTING YEAR

The reporting year shall commence with the first meeting in January of each year.

4.21.2. OFFICERS REPORTING

The Officers shall submit reports of their official acts and the condition of the Lodge at the first meeting in January and July. (8/92)

4.21.3. ANNUAL REPORTS

The Board of Directors of each Local Lodge shall, at the meeting of the Directors held during the month of January, consider the annual report, prepared by the Treasurer and Financial Secretary, pertaining to business of the Local Lodge, its membership, its assets, expenditures and financial condition. The report shall be dated December 31 of the preceding year and shall be filed no later than 60 days thereafter. The reports shall be prepared on forms furnished by the Sons of Norway Headquarters and submitted to the Sons of Norway Headquarters with a copy to the District Secretary. (8/02)

CHAPTER 22

4.22. LODGE SUSPENSION AND DISSOLUTION

4.22.1. TRANSFER OF MEMBERS

Members of a Local Lodge, which has been ordered suspended by the Board of Directors may, if not indebted to the Lodge or Sons of Norway, continue as members of Sons of Norway and remain in good standing, provided that they follow the steps and procedures furnished them.

CHAPTER 23

4.23. CENTRAL RECRUITMENT LODGES

Reserved

CHAPTER 24

4.24. LODGE LIABILITY AND LODGE LIABILITY INSURANCE

Reserved

CHAPTER 1

5.1. ORGANIZATION AND STRUCTURE

Reserved

CHAPTER 2

5.2. AUTHORITY AND PURPOSES

5.2.1. MAINTENANCE OF SUPPLIES

Sons of Norway Headquarters shall maintain a stock of supplies necessary for the conduct of Local and District Lodges.

CHAPTER 3

5.3. DEVELOPMENT OF NEW LODGES

Reserved

CHAPTER 4

5.4. LODGE HEADQUARTERS

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CHAPTER 5

5.5. LODGE PROGRAMS

Reserved

CHAPTER 6

5.6. MEMBERSHIP ADMINISTRATION

Reserved

CHAPTER 7

5.7. DELEGATE ELECTION PROCESS

Reserved

CHAPTER 8

5.8. CONDUCT AND APPEAL PROCESS

5.8.1. PROCEDURES FOR RESOLUTION

No lawsuits or any other actions may be brought for any claims or disputes covered by this section. The following are the steps and procedures for presenting and resolving disputes:

5.8.1.1. **STEP 1. APPEAL.** Appeal of the dispute to a designated reviewer within the Sons of Norway as appropriate to the dispute.

5.8.1.2. **STEP 2. MEDIATION.** If step 1 does not result in a mutually satisfactory resolution, either party has the right to have the matter mediated in accord with the applicable mediation rules of the American Arbitration Association (or other neutral organization as agreed upon by the parties.)

5.8.1.3. **STEP 3. ARBITRATION.** If there is still no mutually satisfactory resolution the matter will be resolved by binding

arbitration in accordance with rules of the American Arbitration Association. The arbitrator(s) may award any actual damages incurred for which there is liability, but may not award attorneys' fees, or compensatory, exemplary, extra-contractual or punitive damages. The decision of the arbitrator(s) is binding and final. Additional procedural rules may be defined in policies established by Sons of Norway and made available upon request. If a claim or dispute is subject to law that prohibits parties from agreeing to submit future disputes to binding arbitration, arbitration results shall be non binding, unless both the individual and the Sons of Norway voluntarily agree to binding arbitration after the claim or dispute has arisen. (8/02)

5.8.2. COST CLARIFICATION

Fees and expenses of the mediator and/or arbitrator shall be paid out of a dispute resolution fund established by Sons of Norway. This does not include attorneys' fees, experts' fees, or discovery costs, which each party shall bear as its own responsibility. (8/02)

5.8.3. JOINDER OF DISPUTES

No claim or dispute may be brought against Sons of Norway, or its directors, officers, agents or employees in a representative capacity, or on behalf of any "class" of persons or members. Claims of multiple persons may be joined and presented under this section provided all affected members, certificate owners and beneficiaries consent in writing, or if the Sons of Norway determines that joinder is appropriate. (8/02)

CHAPTER 9

5.9. LODGE MEETINGS AND CONVENTIONS

Reserved

CHAPTER 10

5.10. LAWS, POLICIES, PROCEDURES AND AMENDMENTS

Reserved

CHAPTER 11

5.11. OFFICERS AND DIRECTORS, ELECTIONS AND TERMS OF OFFICE

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CHAPTER 12

5.12. LODGE COMMITTEES – TEMPORARY AND PERMANENT

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5.13. BOARD OF DIRECTORS

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5.14. BOARD OF DIRECTORS MEETINGS

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5.15. BOARD OF DIRECTORS' COMMITTEES

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5.16. OFFICERS AND DIRECTORS DUTIES

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5.22. LODGE SUSPENSION OR DISSOLUTION

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5.23. CENTRAL RECRUITMENT LODGE

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5.24. LEGAL LIABILITY AND LODGE LIABILITY INSURANCE

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6.7. DELEGATE ELECTION PROCESS

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CHAPTER 8

6.8. CONDUCT AND APPEAL PROCESS

Reserved

CHAPTER 9

6.9. LODGE MEETINGS AND CONVENTIONS

6.9.1. ORDER OF BUSINESS

The order of business at a meeting of the International Lodge shall be as follows, unless otherwise provided by the International Lodge: (8/88)

6.9.1.1. Opening ceremonies

6.9.1.2. Roll call (of Officers and Delegates)

6.9.1.3. Announcement of temporary Officers

6.9.1.4. Announcement of committee memberships and appointment of special committees

6.9.1.5. Report on credentials

6.9.1.6. Reading of minutes of previous meeting

6.9.1.7. Report of Officers

- 6.9.1.8. Presentation of other papers
- 6.9.1.9. Reports of Committees
- 6.9.1.10. New Business
- 6.9.1.11. Election of International Officers and Directors
- 6.9.1.12. Installation
- 6.9.1.13. Adjournment

CHAPTER 10

6.10. LAWS, POLICIES, PROCEDURES AND AMENDMENTS

Reserved

CHAPTER 11

6.11. OFFICERS AND DIRECTORS, ELECTIONS AND TERMS OF OFFICE

6.11.1. TERM OF OFFICE

In the election of 2000, Districts 1, 2, 3 and 4 shall elect International Directors for four-year terms; Districts 5 and 6 shall elect International Directors for two-year terms; and Districts 7 and 8 shall have incumbent International Directors. In the elections of 2002, Districts 5, 6, 7 and 8 shall elect International Directors for four-year terms. Thereafter, International Directors shall be elected for four-year terms. (8/02)

CHAPTER 12

6.12. LODGE COMMITTEES – TEMPORARY AND PERMANENT

6.12.1. DUTIES OF INTERNATIONAL LODGE COMMITTEES

6.12.1.1. The Committee on Laws shall examine all proposed amendments to the Charter, Constitutions and Procedures and Bylaws of Sons of Norway and may propose such other changes of the laws as in its opinion are required. The Committee shall submit to the meeting its recommendations. (8/02)

6.12.1.2. The Committee on Reports shall examine all reports of officers, not otherwise assigned, official invitations to the International Lodge, and such other general proposals that the Committee may receive or prepare for submission to the meeting. The Committee shall submit to the meeting its recommendations. (8/02)

6.12.1.3. The Committee on Resolutions shall prepare and submit to the meeting all resolutions on the activities of Sons of Norway, commemoration of deceased members, outstanding events in which Sons of Norway may have an interest, the Convention or other matters which, in the opinion of the Committee, shall be mentioned in its report. The Committee shall submit to the meeting its recommendations. (8/02)

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- 6.12.1.4. The Committee on Fraternal Programs shall review resolutions and reports relating to social, cultural, heritage, sports, recreation and youth. The Committee shall submit its recommendations (for all) to the meeting. (8/02)
- 6.12.1.5. The Committee on Investments and Finance shall review reports pertaining to investment and finance. The Committee shall submit to the meeting its recommendations. (8/02)

CHAPTER 13

6.13. BOARD OF DIRECTORS

6.13.1. DUTIES OF INTERNATIONAL BOARD OF DIRECTORS

The International Board of Directors shall:

- 6.13.1.1. Employ such executive personnel as may be required to carry on the business and functions of the International Lodge, and to fix their compensation and to define, allocate, or reallocate duties and functions of the elective, as well as employ personnel in accordance with their respective capabilities and experience, provided, however, that the Board may not employ any of its own members for positions on the Sons of Norway Headquarters staff, whether as full-time or part-time, administrative or professional personnel, or as full-time or part-time field staff personnel. (8/02)
- 6.13.1.2. Make final disposition of death claims which have not been approved by executive personnel, Legal Counsel and the Medical Examiner.
- 6.13.1.3. Look after the property of Sons of Norway and protect its rights and interests.
- 6.13.1.4. Employ and prescribe duties for professional personnel as deemed necessary. (8/96)
- 6.13.1.5. Provide for periodic audits of the business records of the International Lodge for which it shall engage a certified public accountant who shall submit a report to each meeting of the International Lodge.
- 6.13.1.6. Designate authorized depositories for International Lodge funds.
- 6.13.1.7. Invest funds not required for current operations, but only in the types and kinds of securities and investments as defined, permitted and authorized by statute or regulation.
- 6.13.1.8. Provide for recruiting employment, training and supervision of a field staff, and to prescribe rules and regulations whereby the operations of the field staff may be coordinated with the work and functions of District and Local Lodges.
- 6.13.1.9. Cause all of its actions and decisions of general application and interest to be reported in the official publication.

6.13.1.10. Designate by appropriate resolutions the International Officers, International Directors or employees authorized to execute contracts, deeds, leases and other documents or instruments required to be executed for and in behalf of the International Lodge.

6.13.1.11. Through the International Secretary and Legal Counsel be authorized to approve District Lodge Bylaws submitted to the Sons of Norway Headquarters for approval. The original copy of the Bylaws shall be signed by the International Secretary and the Legal Counsel and shall be effective the date they are so signed. The District Lodge Bylaws that have been so approved in the interim between Board Meetings shall be presented to the Board for ratification at its next meeting. (8/02)

6.13.1.12. Publish an official magazine, containing announcements from the Board of Directors and also reports of the condition of Sons of Norway as well as other pertinent information. (8/96)

6.13.2. **ELECTION OF EXECUTIVE COMMITTEE ALTERNATES**

The Board of Directors shall, by a two-thirds majority vote of the entire Board, elect from its members, Executive Committee Alternates for the Vice President, Secretary, Treasurer, and the one additional member elected from and by the Board. In the event that either the Vice President, Secretary, Treasurer, or the one additional member elected from and by the Board, is unable to attend any meeting of the Executive Committee, then the appropriate Alternate may attend the meeting. Four members shall be necessary to constitute a quorum. (8/84)

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6.14. BOARD OF DIRECTORS MEETINGS

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6.15. BOARD OF DIRECTORS' COMMITTEES

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6.19. LODGE ENTERPRISES

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6.20. LODGE DUES

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6.21. BUDGETS, REPORTS AND OPERATIONAL PLANS

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CHAPTER 22

6.22. LODGE SUSPENSION OR DISSOLUTION

6.22.1. ASSETS OF DISSOLVED LODGE

A Lodge which has been suspended and fails to become reinstated in the manner prescribed in 1.22.4. within 30 days from the date when the suspension becomes effective, shall be dissolved and its Charter revoked, if so decided by the International Board of Directors. (8/94)

6.22.2. SURRENDER OF CHARTER AND LODGE ASSETS

In case of dissolution or suspension of a Lodge with the revocation of Charter, the last acting Officers shall immediately surrender the Lodge supplies to the International Lodge. (8/88)

6.22.3. LODGE ASSETS DISTRIBUTION PLAN

6.22.3.1. Lodges shall submit to the Sons of Norway Headquarters for review, a plan of distribution which shall set forth the assets on hand for distribution following payment of the Lodge's debts and expenses. (8/02)

6.22.3.2. The Sons of Norway Headquarters shall not disapprove of any plan of distribution that complies with relevant state and federal laws and regulations. (8/02)

6.22.3.3. If a Lodge does not prepare a plan of distribution in accordance with this paragraph, then its assets shall revert to a segregated fund to be held by the district in which such Lodge existed. This segregated fund shall be used for new Local Lodge starts or existing Lodge revitalization as determined by the District. (8/94)

CHAPTER 23

6.23. CENTRAL RECRUITMENT LODGES

6.23.1. MEMBERSHIP ADMINISTRATION

6.23.1.1. Members whose Local Lodges have been dissolved shall, provided they desire to continue as members of Sons of Norway, either make an application for transfer to and admission into another Local Lodge, or become members

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of Central Lodge. Insurance Members who have been expelled, rejected or suspended by a Local Lodge shall automatically be transferred to Central Lodge. (08/08)

- 6.23.1.2. Persons who, at the time of their application for membership in Sons of Norway, reside in outside jurisdictions, or in communities of such limited number of eligible prospects that a Local Lodge may not then be organized, may become members of Central Lodge. (08/08)
- 6.23.1.3. In case any Central Lodge Member should wish to join any Local Lodge they shall, by sending their application to the Sons of Norway Headquarters receive a transfer card, provided all dues to date have been paid. (08/08)

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6.24. LEGAL LIABILITY AND LODGE LIABILITY INSURANCE

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7.9. LODGE MEETINGS AND CONVENTIONS

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7.10. LAWS, POLICIES, PROCEDURES AND AMENDMENTS

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CHAPTER 11

7.11. OFFICERS AND DIRECTORS, ELECTIONS AND TERMS OF OFFICE

7.11.1. REMOVAL OF DISTRICT OFFICERS/DIRECTORS

7.11.1.1. Any District officer or director so removed from office shall be entitled to appeal from the decision of the District Board to

the International Lodge Board of Directors, and thereafter to the International Lodge. Notice of such appeal must be given in writing within 30 days after the decision of the Board to the District Secretary. This notice must state that the member desires to appeal and accurately specify the decision or action from which the appeal is desired and the date thereof and include payment of a fee to the District Secretary in the sum of \$50 for the Secretary's preparation of the transcript. (8/92)

- 7.11.1.2. The District Secretary shall then prepare a correct transcript of all documents in the case including extracts from the Minutes relative to the matter and the decision by the Board. The correctness of the transcript shall be attested to by the District President and Secretary.
- 7.11.1.3. The District Secretary shall, within 30 days from the time when written notice of the appeal was received, forward this transcript to the International Lodge Secretary. The International Lodge Secretary shall report the complete transcript of the case to the International Lodge Board of Directors for its decision, which shall be by secret ballot. (8/92)
- 7.11.1.4. If a further appeal is then requested to the International Lodge, notice of such appeal must be given in writing to the International Secretary as provided for in Subparagraph (a) above. The International Secretary shall then prepare a correct transcript of all documents submitted to the International Board of Directors in its hearing, including extracts from the Minutes relative to the matter. The decision of the International Board and the correctness of the transcript shall be attested to by the International President and Secretary.
- 7.11.1.5. The International President shall report the complete transcript of the case to the International Lodge for its decision, which shall be by secret ballot.

CHAPTER 12

7.12. LODGE COMMITTEES – TEMPORARY AND PERMANENT

7.12.1. COMMITTEE DUTIES

The President shall in time, before the District Meeting from among the elected Delegates, appoint the following Committees, each consisting of not fewer than three members: Committee on Laws; Committee on Reports; Committee on Resolutions; Committee on Finances; special committees as required. The duties of these Committees shall be as follows:

- 7.12.1.1. Committee on Laws. Study proposed laws and amendments, their effect on existing laws, report their findings, and make such recommendations as they decide.

- 7.12.1.2. Committee on Reports. Make a study of all reports submitted to the Meeting, and make such recommendations as they decide.
- 7.12.1.3. Committee on Resolutions. Consider the proposed resolutions submitted to the meeting, and make such recommendations as they decide.
- 7.12.1.4. Committee on Finances. Make a study of and report on the financial statements of the District, and make such recommendations as they decide.
- 7.12.1.5. Special Committees. Shall be instructed by the President as to their duties, and make such recommendations as they decide.

CHAPTER 13

7.13. BOARD OF DIRECTORS

7.13.1. DUTIES

The Board of Directors shall, in the interim between the District Lodge Meetings, perform the routine duties of the District Lodge, select financial institutions for deposit of its funds, invest surplus money in securities as are permitted Bylaw for investments; receive and consider the reports of its members, relative to the condition and activities of the Local Lodges in the District; designate members of the Board to act as advisers to Local Lodges in their respective parts of the District; sponsor social and recreational activities; raise funds for the extension of its functions as a District Lodge; and generally aid, assist and counsel Local Lodges in their work.

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7.14. BOARD OF DIRECTOR'S MEETINGS

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CHAPTER 15

7.15. BOARD OF DIRECTORS' COMMITTEES

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CHAPTER 16

7.16. OFFICER AND DIRECTOR DUTIES

7.16.1. THE PRESIDENT SHALL:

- 7.16.1.1. Preside at all meetings of the District Lodge and District Board of Directors;
- 7.16.1.2. Be the Executive Officer of the District and supervise the proper observance of its laws, rules and ceremonies;
- 7.16.1.3. Appoint committees, unless otherwise determined;
- 7.16.1.4. Decide all cases appealed to the office of the District President The decisions of the District President shall be final and binding unless reversed upon appeal;

- 7.16.1.5. Submit to the District Lodge a complete report of all official acts as well as a report on the condition of the District Lodge and its further needs;
- 7.16.1.6. Shall be informed by the Sons of Norway Headquarters of the recruitment and employment of members of the field staff within the District; (8/96)
- 7.16.1.7. Shall also act in an advisory capacity to the International Board of Directors. See paragraph 2.13.3 & 2.14.3.

7.16.2. THE VICE PRESIDENT SHALL:

in the absence of the President preside at all meetings, and in cases where the President is prevented from acting, perform all the President's duties.

7.16.3. THE COUNSELOR SHALL:

supervise all ceremonies and aid the President and Officers in the performance of their duties.

7.16.4. THE SECRETARY SHALL:

7.16.4.1. Keep a correct record of all the meetings of the District Lodge and the Board of Directors, and carry on all correspondence which has not been expressly delegated to other Officers;

7.16.4.2. Within 45 days after a District Lodge meeting, send the Sons of Norway Headquarters a complete copy of the Minutes thereof; (8/92)

7.16.4.3. Within 10 days after a District Lodge Meeting, send to the Sons of Norway Headquarters the names of the International Delegates and their alternates, and copies of the proposed resolutions and Constitution and Bylaw Changes that must be considered by the International Lodge; (8/92)

7.16.4.4. Prepare and send to Sons of Norway Headquarters required reports; (8/92)

7.16.5. THE TREASURER SHALL:

7.16.5.1. Be the custodian of all money belonging to the District Lodge;

7.16.5.2. Receive and receipt for the money paid to the Treasurer, and shall promptly deposit the money in a bank selected by the Board of Directors;

7.16.5.3. Make all payments by check or comparable banking transfer, issued by the Treasurer and countersigned by the President, or Secretary, as determined by the Board of Directors;

7.16.5.4. Give a complete financial report at the District Lodge meetings.

7.16.6. THE SOCIAL DIRECTOR SHALL:

Communicate with the Social Directors of Local Lodges and assist them in their duties; plan programs for the use of Local Lodges for the benefit of their members, and with the consent of the District Board of Directors, plan and direct such other social functions as in their opinion may be of value on a District-wide basis. (8/82)

7.16.7. THE CULTURAL DIRECTOR SHALL:

Communicate with the Cultural Directors of Local Lodges and assist them in their duties; plan programs for the use of Local Lodges for the benefit of their members, aid in cultural and, with the consent of the District Board of Directors, plan and direct such other cultural functions as in their opinion may be of value on a District-wide basis. (8/82)

7.16.8. THE SPORTS AND RECREATION DIRECTOR SHALL:

In cooperation with the International Director be responsible for Sports and Recreation, plan and promote an active program of Sports and Recreation, in the District. In the performance of the Director's duties, the Director will work closely with all the local Sports and Recreation Directors, and give them all possible help and assistance in the development of an active program of Sports and Recreation as a means of stimulating Lodge activity and interest. (8/78)

7.16.9. THE YOUTH DIRECTOR SHALL:

In consultation and in cooperation with the appointed International Youth Director and Local Lodge Youth Directors, shall develop a program of activities for youth and assist in the implementation of those programs. (8/82)

7.16.10. APPOINTIVE OFFICERS SHALL:

Perform the duties that might be assigned to them by the District President or such other duties as might be incumbent upon them according to their positions.

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7.17. FINANCIAL ADMINISTRATION, INVESTMENTS AND REAL ESTATE HOLDINGS

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7.18. BONDING OF OFFICERS AND DIRECTORS

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7.24. LEGAL LIABILITIES AND LODGE LIABILITY INSURANCE.

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8.1. ORGANIZATION AND STRUCTURE

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CHAPTER 2

8.2. AUTHORITY AND PURPOSE

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CHAPTER 3

8.3. DEVELOPMENT OF NEW LODGES

8.3.1. PROCEDURES

When it is desired to establish a new Lodge, a request thereof shall be sent to the Sons of Norway Headquarters through the appropriate District President. If approved, an Organizing Representative shall be designated by the Sons of Norway Headquarters. (8/02)

8.3.2. ORGANIZING REPRESENTATIVE

The Organizing Representative shall notify the Sons of Norway Headquarters of the date of the first organizational meeting. (8/02)

8.3.3. WELCOME CEREMONY IN NEW LODGE

Those present shall then proceed to vote on all the applicants collectively. If fewer than three votes for rejection are cast, all the applicants shall be held accepted. If three or more votes for rejection have been cast, each application must be balloted on separately. When the balloting is over, the meeting shall proceed to the welcome ceremony of the members elected. (8/06)

8.3.4. ELECTION AND INSTALLATION IN NEW LODGE

The meeting shall then proceed to the election and installation of Officers, who shall serve the balance of the term, provided if such term will be six months or less, the term of the first set of Officers shall be extended to include the following fiscal one-year period.

8.3.5. DECISION ON LODGE NAME, MEETING TIMES AND DUES

The name of the Lodge shall then be decided on; also the time and place of meetings, and the dues and application fees. A committee of three members appointed by the Organizing Representative shall solicit and recommend be proposed names for the new Lodge. The name receiving the most votes shall be the name of the Lodge.

8.3.6. DUES AND FEES

Charter Members shall pay an application fee, as specified in the Bylaws of Local Lodges. Members who transfer shall pay only the usual dues paid by members on joining another Lodge on transfer. (8/06)

8.3.7. INSTRUCTIONS TO OFFICERS

The newly elected officers shall receive complete instruction in the financial and general management of their lodge from qualified District Officers; such instruction shall also be available when requested.

8.3.8. TRANSFERS TO NEW LODGE

Members of the Sons of Norway may be included in the organization of a new Lodge, provided they obtain transfer cards from their former Lodge. Such members may be included in the number of applicants necessary to institute a new Lodge. Transfer cards must be presented to the Organizing Representative, who shall submit them to the new Lodge at the organizational meeting, so that the transferees may be voted on with the other applicants.

CHAPTER 4

8.4. LODGE HEADQUARTERS

Reserved

CHAPTER 5

8.5. LODGE PROGRAMS

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CHAPTER 6

8.6. MEMBERSHIP ADMINISTRATION

8.6.1. APPLICATION ACCEPTANCE PROCESS

If applicant is accepted, the Financial Secretary or Membership Secretary shall as soon as possible, but not later than 10 days thereafter, notify the applicant of his election to membership and the time and place of the next meeting for welcome ceremony. (9/80)

8.6.2. (NEW MEMBER) APPLICATIONS READ

The application shall be presented to the lodge by the Financial Secretary or Membership Secretary at the first meeting following the filing of the application. (8/82)

8.6.3. MEMBERSHIP RECORDS

The Financial Secretary or Membership Secretary shall then enter the name, address, date of election and amount paid into the membership records of the Lodge. (8/90)

8.6.4. APPEARANCE FOR WELCOME CEREMONY

The newly elected member shall appear for welcome ceremony at the first scheduled welcome ceremony following his election to membership. If the new member cannot be present, the President or other member delegated by the President administer the obligation of membership may do so, and the balance of the welcome ceremony given to such member at the next scheduled Welcome Ceremony at which the member is present.

8.6.5. REVOTED

When an Applicant has been rejected by the lodge, a two-thirds majority of those present and voting may refer the application to the Local Lodge Board of Directors for a final decision. After due notice is given to the Board members and upon full investigation of the case, a two-

thirds favorable majority secret ballot by the Board of Directors shall elect the Applicant to membership.

8.6.6. REJECTION

An application which has been voted on and rejected may again be voted on at the same or the next following meeting, but not later.

8.6.7. REAPPLICATION PROCESS

When an applicant has been rejected, a new application from the same person shall not be received before the expiration of six months. The Financial Secretary or Membership Secretary shall at once inform the applicant of the result and refund the application fee.

8.6.8. SUSPENSION REPORT

The Sons of Norway Headquarters will, monthly, send a report of cancelled or suspended members to the Financial Secretary or Membership Secretary of each of the respective lodges. (8/88)

8.6.9. NOTICE OF TRANSFER

The Financial Secretary or Membership Secretary of the Lodge which issued the transfer card shall, within 30 days, forward the transfer card to the new Lodge, and at the same time shall forward the appropriate notification to the Sons of Norway Headquarters.

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8.7. DELEGATE ELECTION PROCESS

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8.8. CONDUCT AND APPEALS PROCESS

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8.10. LAWS, POLICIES, PROCEDURES AND AMENDMENT

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8.14. BOARD OF DIRECTOR'S MEETINGS

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8.15. BOARD OF DIRECTORS' COMMITTEES

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CHAPTER 16

8.16. OFFICER AND DIRECTOR DUTIES

8.16.1. DUTIES OF ALL OFFICERS AND DIRECTORS INCLUDING THOSE SET OUT IN THESE PARAGRAPHS

8.16.1.1. The President shall:

8.16.1.1.1. Preside at all meetings of the lodge and the Board of Directors;

8.16.1.1.2. Be the highest ranking officer of the lodge, and as such have general supervision of the lodge; ensure compliance with the Sons of Norway Charter, Constitutions and Procedures, and rules, regulations and ceremonies of the lodge; and see that the officers perform their duties; (8/06)

8.16.1.1.3. Appoint all standing or special committees unless otherwise expressly provided;

8.16.1.1.4. Be a member ex-officio of all appointed committees except the Nominating and Auditing Committees;

8.16.1.1.5. Announce the result of all elections and ballotings;

8.16.1.1.6. Have no vote except when officers are elected or applications balloted on, or in case of a tie vote;

8.16.1.1.7. Decide all parliamentary questions that may arise, but these rulings may be appealed to the lodge;

8.16.1.1.8. Attend to the bonding of officers;

8.16.1.1.9. Sign all reports to the International Lodge and contracts, and all other instruments issued on behalf of the lodge;

8.16.1.1.10. Countersign all checks, bank and postal transfers issued by the treasurer; (8/86)

8.16.1.1.11. In the event of a member's death, be of assistance to the deceased's relatives with the arrangement of the funeral, if so desired, and shall request members of the lodge to be present at the funeral;

- 8.16.1.12. Render assistance to the family of the deceased in matters as requested by the family, to the best of his or her ability.
- 8.16.1.2. The Vice President shall preside at all meetings in the absence of the president, and when the President is prevented from acting, shall fill his or her position and shall assist the President at the meetings and supervise the greeter(s).
- 8.16.1.3. The Counselor shall supervise all ceremonies, question and instruct the candidates for admission as prescribed in the ritual, assist and guide the other officers by word and deed.
- 8.16.1.4. The Secretary shall:
 - 8.16.1.4.1. Keep an accurate and impartial record of all meetings of the lodge and the Board of Directors;
 - 8.16.1.4.2. Carry on all correspondence which has not expressly been delegated to other Officers;
 - 8.16.1.4.3. Read all official communications from officers of the International and District Lodge as well as all other communications to the lodge;
 - 8.16.1.4.4. Issue and attest all reports to the International and District Lodges and all documents and certificates on behalf of the lodge;
 - 8.16.1.4.5. Send the District Secretary names and addresses of all persons who are expelled from the lodge;
 - 8.16.1.4.6. In case any member moves to a place near where another lodge is located, report this fact to the other lodge and request that the member be contacted;
 - 8.16.1.4.7. Inform the members of the time of all special meetings and also such regular meetings as the President may think necessary;
 - 8.16.1.4.8. Be the custodian of the lodge seal, which shall be affixed to all official documents.
- 8.16.1.5. **The Financial Secretary shall:**
 - *The International Lodge adopted a law change allowing local lodges to change the traditional role of the Financial Secretary in the local lodge. Fundamentally, this change is explained in Paragraph 8.16.1.6. and in effect it assigns the membership related duties of the Financial Secretary to a Membership Secretary and reassigns the financial duties of the Financial Secretary to the Treasurer. (8/04)*
 - 8.16.1.5.1. Receive all money due and payable to the lodge and shall promptly pay the same to the treasurer upon obtaining a receipt. Money collected between meetings shall be turned over to the treasurer no later than the close of the next business meeting; (8/88)

- 8.16.1.5.2. Retain in a Lodge Record Book, the essential membership information required by the lodge, and shall keep complete and accurate accounts between the lodge and its members;
 - 8.16.1.5.3. Maintain books of account provided by the Sons of Norway Headquarters showing all monies received;
 - 8.16.1.5.4. Carry on all correspondence with the Sons of Norway Headquarters relating to the duties of the office;
 - 8.16.1.5.5. Prepare the financial reports of the lodge, together with the treasurer, and sign the same, together with the president and secretary;
 - 8.16.1.5.6. Prepare and attest all transfer cards and shall inform the Sons of Norway Headquarters of all withdrawals, expulsions or re-instatement, and in each case give the name and address of such persons;
 - 8.16.1.5.7. Prepare membership reports and such other reports as may, from time to time, be requested by the International or District Lodges, or their Boards of Directors;
 - 8.16.1.5.8. Be present when the books are audited;
 - 8.16.1.5.9. In the case of death of a member, report such to the Sons of Norway Headquarters;
 - 8.16.1.5.10. Perform such other duties as set forth in the Financial Secretary's Manual;
 - 8.16.1.5.11. Be the agent of the lodge and not of the International Lodge. The lodge members are, therefore, responsible to the International Lodge and the Sons of Norway Headquarters for the manner in which these duties are performed.
- 8.16.1.6. **The Membership Secretary shall:**
- *The selection of the option to have a Membership Secretary and realign financial duties of the Financial Secretary shall become effective upon and evidenced by a motion or resolution adopted by the lodge stating that it has made the election authorized by this paragraph of the Constitution of Local Lodges. A lodge may elect to have a Membership Secretary whose duties and responsibilities shall be restricted to non monetary matters formerly assigned to the Financial Secretary, which include the following:*
- 8.16.1.6.1. Retain in a Lodge Record Book, the essential membership information required by the lodge, and shall keep complete and accurate accounts between the lodge and its members;
 - 8.16.1.6.2. Carry on all correspondence with the Sons of Norway Headquarters relating to the duties of the office;

- 8.16.1.6.3. Prepare and attest all transfer cards and shall inform the Sons of Norway Headquarters of all withdrawals, expulsions or reinstatement, and in each case give the name and address of such persons;
 - 8.16.1.6.4. Prepare membership reports and such other requests as may, from time to time, be requested by the International or District Lodges, or their Boards of Directors;
 - 8.16.1.6.5. In the case of death of a member, report such to the Sons of Norway Headquarters;
 - 8.16.1.6.6. Perform such other duties as set forth in the Financial Secretary's Manual;
 - 8.16.1.6.7. Be the agent of the lodge and not of the International Lodge. The lodge members are, therefore, responsible to the International Lodge and the Sons of Norway Headquarters for the manner in which these duties are performed. (8/04)
- 8.16.1.7. **The Treasurer Shall:**
- *For lodges electing to have a Membership Secretary, the financial duties and responsibilities of the Financial Secretary as set forth in Paragraphs 8.16.1.5.1, 8.16.1.5.3, 8.16.1.5.5, 8.16.1.5.8, 8.16.1.5.10, shall be performed by the Treasurer, except those relating to interaction between the Financial Secretary and Treasurer. (8/04)*
- 8.16.1.7.1. Receive the money collected by the Financial Secretary or the Lodge, receipt for same, and shall deposit the money in the name of the Lodge in such banks as are designated by the Lodge or the Board of Directors;
 - 8.16.1.7.2. Report to the Financial Secretary or the Lodge, the amounts received on monies deposited in banks or on investments;
 - 8.16.1.7.3. Maintain in the Treasurer's Cash Book an accurate and detailed account of Lodge funds received from the Financial Secretary or the Lodge; (9/80)
 - 8.16.1.7.4. Make no payments from any of the funds without authorization from the lodge;
 - 8.16.1.7.5. Make no payment except by check, bank, or postal transfers; (8/86)
 - 8.16.1.7.6. Submit the books for examination as often as required by the lodge, the Board of Directors or the president;
 - 8.16.1.7.7. Be present when the books are audited;
 - 8.16.1.7.8. Prepare the financial reports of the lodge, together with the Financial Secretary, and sign the same together with the president and secretary.

- 8.16.1.7.9. A lodge may elect to have the financial duties and responsibilities of the Financial Secretary as set out in sub-paragraphs 8.16.1.5.1, 8.16.1.5.3, 8.16.1.5.5, and 8.16.1.5.8, of paragraph 8.16.1.5 performed by the Treasurer of the Lodge, except for those relating to the interaction between the Financial Secretary and Treasurer referred to these subparagraphs and in paragraph 177 which would no longer be applicable when only one person is performing these duties and responsibilities. For each lodge that makes such an election, the office formerly known as Financial Secretary shall be known as Membership Secretary, whose duties and responsibilities shall be restricted to non-monetary matters as specified in sub-paragraphs 8.16.1.5.2, 8.16.1.5.4, 8.16.1.5.6, 8.16.1.5.7, and 8.16.1.5.9.
- 8.16.1.7.10. The selection of this option by a lodge shall become effective upon, and evidenced by a motion or resolution adopted by the lodge stating that it has made the election authorized by this subparagraph. (i) of Section 8.16.1.7.9. of the Constitution of Local Lodges. (8/04)
- 8.16.1.8. The Social, Sports, Recreation, And Cultural Directors:**
- 8.16.1.8.1. It shall be the duty of the Social Director to plan and supervise the social activities of the Lodge and to select the songs to be used during ceremonies.
- 8.16.1.8.2. The Sports and Recreation Director shall plan, promote, and supervise a well-rounded program of sports and recreation for the Lodge.
- 8.16.1.8.3. The Cultural Director shall plan and supervise programs for the lodge which will preserve and promote our heritage. (8/98)
- 8.16.1.8.4. The Social Director, Sports and Recreation Director, and the Cultural Director shall have the privilege of appointing such assistants and committees as are deemed necessary and approved by the Local Lodge President. (9/80)
- 8.16.1.9. The Marshal and the Assistant Marshal shall:**
- 8.16.1.9.1. Have charge of regalia, song books and such other properties as are kept in the lodge rooms and not especially entrusted to other officers;
- 8.16.1.9.2. Be in attendance 15 minutes before the opening of a lodge meeting;
- 8.16.1.9.3. See to it that the paraphernalia are distributed and in their proper places when the lodge is called to order;

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- 8.16.1.9.4. Assist the president in preserving order and decorum and, if so ordered, remove from the lodge room persons whose presence is offensive or disturbing;
- 8.16.1.9.5. Supervise the balloting, put the ballot box in order and see to it that members keep at a proper distance from one another when voting;
- 8.16.1.9.6. Conduct candidates into the lodge room for welcome ceremony; and
- 8.16.1.9.7. Perform all other duties described by the Bylaws and Ritual of Sons of Norway.
- 8.16.1.10. The Greeters shall under the direction of the Vice President, welcome the members, visitors and guests at all lodge functions. (8/04)
- 8.16.1.11. The Assistant Secretary shall assist the Secretary and perform the duties of the Secretary in his or her absence.
- 8.16.1.12. The Trustees shall supervise the personal property of the lodge and perform such other duties as may be required of them by the Lodge. The trustees shall keep accurate accounts of same and report to the Board of Directors and the lodge as requested.
- 8.16.1.13. The Auditing Committee. When electing officers, the Local Lodges shall select a standing Auditing Committee of at least two persons, or alternatively appoint a certified public accountant or public accountant, who shall audit the accounts of the lodge every 12 months, or at other times if so required by the lodge, and report to the lodge. They shall also audit all committee reports containing financial accounts before they are adopted by the lodge. At no time shall the fiduciary obligation of the lodge be abrogated. (8/92)
- 8.16.1.14. The Membership Committee. It shall be the duty of the Membership Committee to assist the Financial Secretary or Treasurer in the collection of delinquent dues, have charge of the effort to get new members, assist the field staff personnel, encourage members to attend lodge meetings and to pay special attention to the welfare of new members in their relation to the lodge. The President, Secretary, and Financial Secretary or Membership Secretary shall be ex-officio members of the committee. (9/80)
- 8.16.1.15. The Youth And/Or Unge Venner Director;
 - 8.16.1.15.1. Each Lodge may elect a Youth and/or Unge Venner Director who shall be responsible to the Local Lodge and make reports to the lodge, as it requires. (8/02)
 - 8.16.1.15.2. Acting in the role of Youth Director, with the approval of the Local Lodge organize a Junior Lodge, dance groups or clubs for Heritage Members, acting in the role of Unge Venner Director organize and

assist members age 16-23 in developing social and cultural programs to further enhance their membership in Sons of Norway; perform other duties as set forth in the Youth/Unge Venner Director's Manual. (8/02)

- 8.16.1.16. General Duties. The officers of a Local Lodge shall, besides the duties heretofore specified, perform such other duties as are prescribed by the Bylaws of Sons of Norway or required by the lodges.

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