



MODEL BYLAWS

CHAPTERS OF ASSURED LIFE ASSOCIATION



Approved by the Board of Directors on December 2, 2016

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**Model Bylaws
for
Chapters
of
Assured Life Association**

I. ORGANIZATION OF THE CHAPTER

- A. NAME OF THE CHAPTER. The name of this Chapter shall be _____ Chapter No. _____ of Assured Life Association (hereinafter the “Society”).
- B. RELATION OF THE CHAPTER TO THE SOCIETY. The Chapter is a subordinate body of the Society, yielding authority thereto, and is subject to all provisions of the Articles of Incorporation and Bylaws of the Society, as amended, and to all powers of direction or control thereby vested in it or its officers.
- C. OBJECTIVES OF THE CHAPTER. The objectives of this Chapter shall be (1) to further the purposes and objectives of the Society as outlined in the Articles of Incorporation of the Society; and (2) to perpetuate the ideal of neighbor helping neighbor in times of need, sickness or death.
- D. RECORDS OF THE CHAPTER. The Chapter shall report to the Society’s home office in its annual report, the official location of Chapter records.
- E. MEMBERSHIP IN THE CHAPTER. The membership in the Chapter shall be composed of benefit members, associate members, and social members as defined in the bylaws of the Society (hereinafter referred to as Members), who have associated themselves with or been assigned to the Chapter. Members shall be entitled to all rights and privileges accorded to their class of membership by the Bylaws of the Society. A Chapter may identify junior members as defined in the bylaws of the Society who are not eligible to vote on the business affairs of the Chapter or in any Chapter election, and may not serve as a Chapter officer.

II. OFFICERS OF THE CHAPTER

- A. OFFICERS OF THE CHAPTER. The officers of the Chapter shall be as determined by the Chapter and listed herein. At a minimum the officers shall include the Consul Commander/President, Adviser Lieutenant/Vice President, Secretary and Banker/Treasurer. Optional officers may include the Escort/Conductor, Watchman/Inner Guard, Sentry/Outer Guard and three Managers/Trustees. The office of Past Consul Commander/Past President shall be filled without election by advancement and succession thereto of the

last Consul Commander/President. The Chapter shall not have the power to create any office not provided for herein.

No person shall serve in any elected or appointed office who is not a Member at the time of election or appointment and during tenure of office. If an elected or appointed officer loses his or her status as a Member, the Consul Commander/President shall declare the office vacant. Any two or more offices may be held by the same person, except the office of Consul Commander/President shall not hold the office of Secretary.

- B. **TERM OF OFFICE.** The term of office of all elected offices shall be established by the Chapter. All persons serving in an elective office shall serve until their successors are installed in office. The appointments of all appointed officers and committee members shall expire annually at the regular January meeting of the Chapter.
- C. **ELECTION OF OFFICERS.** All officers shall be elected individually by a majority vote of the Chapter. Only Members of the Chapter shall be entitled to vote for the election of Chapter officers. Elections shall be conducted at a regular meeting determined by the Chapter, with notification to Members. The Chapter Secretary shall report the results of all elections to the Society in its annual Chapter report.
- D. **INSTALLATION OF OFFICERS.** Elected Chapter Officers shall be installed at the regular meeting of the Chapter immediately following their election. Officers-Elect shall not be installed while the charter of the Chapter is suspended. When a new officer is installed in office, the Chapter Secretary shall report to the Society the name and address of such officer. Officers elected to fill a vacant office shall be installed at the same meeting at which they are elected or as soon thereafter as is possible.

If the Chapter fails or refuses to hold a regular meeting to elect or install officers as herein provided, the President of the Society shall have the power to appoint and declare installed any and all officers of the Chapter.

E. **POWERS AND DUTIES OF CHAPTER OFFICERS.**

- 1. **GENERAL DUTIES AND POWERS OF CHAPTER OFFICERS.** Officers of the Chapter shall exercise such powers and duties as are reasonably necessary or incidental to the full performance of the duties of their offices, shall make all reports and remittances as required by an action of the Chapter, the Board of Directors of the Society or the President of the Society, shall answer promptly any question or information request by any officer or representative of the Society concerning the affairs of the Chapter or its membership, and shall exercise such specific duties and powers as described herein. Officers

and members of committees of the Chapter shall promptly deliver to their successors in office or service all records and property of every kind or character pertaining thereto.

Upon the written request of the Secretary, Treasurer or President of the Society, for the purposes of audit or examination, each Chapter officer shall forward immediately to such officer any and all books, records, or accounts which relate in any manner to the business affairs of the Chapter.

2. **SPECIFIC DUTIES AND POWERS OF CHAPTER OFFICERS.**

- a. **Consul Commander/President.** The Consul Commander/President shall be first in authority, preside at all meetings of the Chapter, call special meetings of the Chapter, appoint all committees not provided for otherwise by Chapter action and decide all questions of order (subject to appeal to the Chapter and affirmation or reversal by the President of the Society).
- b. **Adviser Lieutenant/Vice President.** The Adviser Lieutenant/Vice President shall be the second officer of the Chapter, assist the Consul Commander/President and act as Consul Commander/President during the absence or disability of that officer. If the office of Consul Commander/President becomes vacant for any reason, the Adviser Lieutenant/Vice President shall immediately declare an election in order to fill such vacancy.
- c. **Chapter Secretary.** The Chapter Secretary shall be the principal recording and corresponding officer of the Chapter. Any funds received by the Chapter Secretary on behalf of the Chapter shall be immediately delivered to the Banker/Treasurer or deposited in the bank account of the Chapter and a receipt for said deposit delivered promptly to the Banker/Treasurer. The Chapter Secretary shall remit promptly and jointly with the Chapter Banker/Treasurer, to the Society, the annual Chapter reports and any funds belonging to the Society as directed by the Board of Directors.
- d. **Banker/Treasurer.** The Banker/Treasurer shall be the principal accounting officer of the Chapter. The Banker/Treasurer shall receive all moneys from the Chapter Secretary, pay all obligations properly approved by the Chapter, keep separate accounting of all funds, deposit all moneys received in a bank account or similar vehicle in the name of the Chapter and in no other name or account and shall have such powers and perform such duties as the Bylaws of the Chapter and the Society impose on said officer. The Banker/Treasurer shall report to the Chapter the receipts and disbursements of the office and remit promptly and jointly with the Chapter Secretary an annual financial report to the Society. The

Banker/Treasurer's accounts shall always be open for inspection by any member of the Chapter.

- e. **Managers/Trustees.** If elected, the Managers/Trustees shall have custody and charge of all the Chapter's securities and property. They shall investigate and approve or disapprove loans, investments, bills and claims referred to them, as well as audit the reports, books and accounts of the Chapter annually, or more frequently if deemed necessary by the Chapter, and report thereon in writing to the Chapter.

F. **BONDS OF CHAPTER OFFICERS.** The Chapter may require any Chapter Officer to give bond for the faithful performance of his or her respective office. The Chapter shall pay all premiums for bonds covering Chapter funds or property.

G. **COMPENSATION OF OFFICERS.** Chapter officers may be compensated from the Chapter's funds in accordance with a resolution approved by a majority vote of the Chapter at a regular meeting.

H. **REMOVAL OF OFFICERS.** Any officer of the Chapter may be removed from office for failure to perform or improperly performing the official duties of their respective office, by the affirmative vote of two-thirds of the Members who are present and voting on such a resolution at a meeting of the Chapter. Absence of any Chapter Officer from four regular meetings of the Chapter shall be deemed a resignation from office unless such absence is excused for reasonable cause. The President or the Board of Directors of the Society may remove any Chapter officer for cause and appoint a temporary successor.

I. **VACANCIES IN OFFICE.** A vacancy occurring for any reason in any elective office of the Chapter shall be filled by an election at the next regular meeting of the Chapter. The Consul Commander/President shall immediately report to the Society any vacancy in the office of Chapter Secretary.

III. BUSINESS OF THE CHAPTER.

A. **MEETINGS OF THE CHAPTER.** Regular meetings of the Chapter shall be held not less frequently than required by law on such day and at such time as the Chapter may determine by majority vote. Special meetings may be called by the Consul Commander/President of the Chapter or by the petition of three Members of the Chapter. Special meetings may be called only to transact special or urgent business. The Chapter Secretary shall mail to each Member in good standing a notice of a special meeting of the Chapter at least five (5) days prior to such meeting. The notice shall specify the time, day, location and business to be transacted at the meeting. The business transacted at a special meeting shall be limited to the purposes specified in the notice.

Three Chapter Members, with at least one such Member being a current Chapter Officer, shall constitute a quorum for the transaction of business at a Chapter meeting, where all Chapter members have knowledge of and opportunity to participate in said meeting. Chapter business shall be transacted by a majority vote of the Chapter. Each Member attending a Chapter meeting shall be entitled to cast one vote on any matter considered at a Chapter meeting. The term “majority vote of the Chapter”, as used in these Bylaws, shall mean a majority vote of the Members of the Chapter who are present and voting at a meeting of the Chapter.

- B. **ORDER OF BUSINESS.** The order of business at Chapter meetings shall be determined in advance by the Consul Commander/President of the Chapter. Parliamentary procedure at such meetings shall be governed by Robert’s Rules of Order in all particulars not covered by or in conflict with the provisions of these Bylaws, the Articles of Incorporation and Bylaws of the Society, actions by the Board of Directors of the Society or special rules of procedure adopted by a majority vote of the Chapter. As part of the order of business, the Chapter shall participate in a ritualistic form of work as provided by the Society.
- C. **FUNDS AND PROPERTY.** To defray expenses necessary and incidental to the business and fraternal affairs of the Chapter, to promote the growth and conservation of membership in the Chapter and to maintain a status as a member of the Chapter, each Member of the Chapter shall pay Chapter dues as determined by the Chapter and approved by the Board of Directors of the Society.

The Chapter shall each year, in the absence of the election or appointment of Managers/Trustees whose duties include auditing the reports, books and accounts of the Chapter, appoint an Audit Committee for that purpose. The Audit Committee shall perform its audit immediately after the close of the Chapter’s fiscal year-end and report its findings at the regular meeting of the Chapter following its audit.

The Chapter may administer such funds as a general fund or under such names and forms of funds as it may designate, but, between the Chapter and the Society, all funds and property of the Chapter shall retain the character of general funds. All funds, securities, interest and property of every kind, held or possessed by the Chapter, or standing in its name or the name of its officers, agents, trustees or representatives, except funds used for sick and health benefits, shall be used exclusively for the general and ordinary business of the Chapter, its welfare, promotion, maintenance and perpetuation; and no person or persons shall have or acquire any individual or separable right or interest therein, nor shall the same be transferred, encumbered, conveyed, assigned, sold, set over, apportioned, or divided for any other purpose without the express written consent of the Board of Directors of the Society. The

Society shall have, under all conditions, a first and superior charge and lien on all funds and property of the Chapter for all debts due from the Chapter and its membership to the Society.

If the Chapter loses its charter or ceases to function as a result of a merger with another Chapter, the funds shall be paid into the surviving Chapter for fraternal purposes. If the Chapter loses its charter or ceases to function for any reason besides a merger, all funds and property of the Chapter shall be disposed in accordance with all statutes and regulatory requirements. If not disposed of in accordance with all statutes and regulatory requirements, the Society shall succeed to the Chapter's funds and property. The charter, along with rituals and paraphernalia of said dissolved Chapter shall be surrendered and delivered immediately to the Society, or to a local historical society or museum to perpetuate the history of the Chapter in its community.

- D. REVOCATION OR SUSPENSION OF CHARTER. The charter of the Chapter may become forfeited for its failure to function as a Chapter or may be suspended or revoked by the President or Board of Directors of the Society, exercising plenary and discretionary powers for that purpose whenever and for such cause as deemed necessary to protect, conserve, or promote the interests and welfare of the members of the Chapter and of the Society.

IV. AMENDMENTS TO CHAPTER BYLAWS.

- A. The Bylaws of this Chapter may be amended by proposals therefor presented in writing and read at a regular meeting of the Chapter and adopted by the affirmative vote of two-thirds of the members of the Chapter who are present and voting on said amendment. The Chapter Secretary shall send a copy of the amendment to the President of the Society immediately following its adoption. No amendment to these Bylaws, which is approved by the Chapter, shall become effective without prior written approval of the President of the Society. The Board of Directors of the Society may, from time to time, adopt new Chapter Bylaws in accordance with the Articles of Incorporation and Bylaws of the Society.

Note: These model bylaws were adopted by the Board of Directors of Assured Life Association on December 2, 2016.