



CONVENTION GOVERNANCE COMMITTEE CHARTER

The Convention Governance Committee of CSA Fraternal Life (the "Society") is established to assist the Convention of the Society in its duties, and to facilitate orderly and efficient quadrennial and special Convention meetings.

MEMBERSHIP

The Governance Committee consists of Delegates of the Convention elected by Regions in accordance with the Convention Rules of Order. Members of the Committee shall take office immediately following the Convention at which they are elected and serve through the following Convention or until their successors are elected and qualified.

Governance Committee members shall cease membership on the Committee in the event of:

1. Their resignation;
2. Their death;
3. The termination of their benefit membership with the Society;
4. Becoming an officer, employee or agent of the Society or seeking election as or serving as a Director of the Society; or
5. A 2/3 vote of the Governance Committee, excluding the member in question, to remove them from office for Cause as determined by the Governance Committee.

In the event of a vacancy, the Governance Committee may appoint another Delegate from the Region to serve the remainder of the unexpired term. In the event no other qualified Delegates from the Region are willing or able to serve, the Board of Directors may nominate a member from the Region to fill the vacancy, subject to approval by the Governance Committee.

CHAIR AND COMMITTEE OFFICERS

The Committee shall elect a Chair from among its members. The Chair shall preside at meetings of the Committee and perform such other duties as designed by the Committee. The Committee may designate other Committee officers and delegate authority to them.

MEETINGS

The Governance Committee meetings may be called by the Chair, any three members of the Governance Committee or the Board of Directors. Meetings may be via telephone.

The Chair shall preside at all Committee meetings at which he or she is present. With input from the Committee members and the Board of Directors, the Chair shall set the agendas for Committee meetings. In the absence of the Chair, an interim chair may be designated by the Committee for a meeting of the Committee.

A majority of the number of the Committee members constitute a quorum for conducting business at a meeting of the Committee. The act of the majority of the Committee members present at a Committee meeting at which a quorum is in attendance shall be the act of the Committee, unless a greater number is required by law, or the Articles of Incorporation or Bylaws of the Society.

Any Committee member may be excused from a meeting to permit the remaining members of the Committee to act on a matter in which such member's participation is not appropriate, and such member's absence shall not destroy the quorum for the meeting. The Committee may also take any action by unanimous written consent.

SUBCOMMITTEES

The Committee shall have the authority to delegate its responsibilities to subcommittees (consisting of two or more members of the Committee) as the Committee sees fit.

RESPONSIBILITIES

In furtherance of its purpose, the Committee, as necessary or appropriate, shall:

1. Based on established procedures approved by the CSA Board of Directors, review qualifications of candidates for the Board of Directors, per the Convention Rules of Order.
2. Submit the slate of qualified candidates and information regarding background and credentials of candidates to the Region and the Convention for election.
3. Provide input on Convention planning to the Board of Directors and Home Office and approve a recommended agenda.

4. Provide oversight of the Delegate election process.
5. Review proposed amendments to the Articles of Incorporation and Bylaws of the Society and submit amendments submitted in accordance with the procedures written in the Bylaws.
6. Review the Convention Rules of Order and present to the Convention any recommendations for amendment.
7. Perform such other duties as determined by the Convention.

Effective: August 5, 2018