



***CSA Fraternal Life
Convention
Rules of Order***

Adopted by the Convention of CSA Fraternal Life at its meeting in Countryside, Illinois, August 5, 2018.

CSA Fraternal Life Convention Rules of Order

PREAMBLE

The Convention of CSA Fraternal Life (the "Society") is the highest legislative body of the Society. Regular sessions of the Convention are convened once every four (4) years. The Convention is composed of the Directors and Convention Delegates elected by the Lodges as provided in the Bylaws and these Rules of Order.

These Rules of Order have been adopted by the Convention to facilitate orderly conduct of the Convention.

Article I Convention Delegate Elections

Section 1.1 – Number of Delegates

Delegate entitlement of a Lodge is based on the Adult Benefit Member count established by the Home Office as of October 1 preceding the election as follows:

- A. 25 to 100 Adult Benefit Members, inclusive, shall elect one (1) Delegate.
- B. 101 to 250 Adult Benefit Members, inclusive, shall elect two (2) Delegates.
- C. 251 and over Adult Benefit Members, inclusive, shall elect three (3) Delegates.
- D. Lodges having fewer than twenty-five (25) Adult Benefit Members, shall not be entitled to elect their own delegate to the Convention. However, such Lodges may elect to combine with other Lodges not entitled to elect their own delegate and the combined Lodges may elect one (1) Delegate if they collectively have 25 or more members. The election by the Lodges to combine for this purpose shall be in writing using forms approved by the Board of Directors and shall follow the procedures for election established by the Board.
- E. Lodges organized for a period less than one (1) year prior to a regular Convention may elect Delegates only when so authorized by the Board of Directors. Any such elections shall follow the procedures for election established by the Board.

A Lodge shall not be entitled to elect an additional Delegate should its membership count increase prior to the actual convening of the Convention, neither shall a Lodge forfeit any Delegate representation should its membership decrease prior to the actual convening of the Convention.

Between meetings of the Convention and prior to October 1 prior to the Lodge Delegate elections, the Board of Directors may modify this Delegate count by a 2/3 vote of all Directors in office in the event the Board determines that changes are required to address changes in membership, budgetary issues or other significant matters impacting the Convention.

Section 1.2 – Delegate Qualifications

To be eligible for election as a Delegate a member must:

- A. Have been an Adult Benefit Member of the Society and the Lodge for not less than one (1) year as of October 1 prior to the Lodge election. The Lodge membership requirement does not apply to Delegates of newly formed Lodges.
- B. Be a member of the Lodge in good standing.
- C. Be willing to attend the Convention meeting and any special sessions.
- D. Meet any other requirements for Delegates established by the Convention, Board of Directors or applicable law.

Section 1.3 - Election Meeting

To qualify as a Delegate or Alternate to any regular Convention, a member must be elected at the annual meeting of the Lodge preceding a regular Convention, at which a legal quorum of not less than seven (7) members is in attendance. Any Lodge unable to elect the Delegates or Alternates to which it is entitled, because of a lack of quorum or for any unforeseen circumstances, may recess its annual meeting for the purpose of electing such Delegates and Alternates. In no event shall the election of Delegates and Alternates be held later than March 1 of the year in which the Convention is to be held.

Section 1.4 - Election Process

The Lodge election of Delegates shall be conducted as follows:

- A. Lodge members may nominate eligible members for election as Delegates.
- B. In the event nominees are absent from the election meeting, their willingness to serve must be evidenced in writing at the meeting.
- C. The candidates receiving the most votes shall become the Delegates elect of the Lodge.
- D. Nominated candidates not elected as a Delegate shall be Alternates.
- E. In the event of the inability of an elected Delegate to attend the regular Convention, Alternates shall serve in the order of their vote totals.
- F. The Lodge shall send to the Home Office the results of election of each Delegate and Alternates properly certified by the President and Secretary of the Lodge, with date of election and number of members present, immediately after the election meeting using the forms provided by the Home Office.

Section 1.5 - Delegate Qualification and Term

Only those elected Delegates or Alternates who are seated and qualified at the regular Convention are the Delegates for the regular Convention or any Special Convention occurring between regular Conventions. Such Delegates shall serve a term beginning at the opening of the regular Convention until the opening of the following regular Convention, or until their successors are elected and qualified. A vacancy occurring between regular Conventions is not filled until the following regular Convention.

Section 1.6 - Delegate Expenses

The Society shall bear the expenses associated with holding the Convention. Expenses incurred by each Delegate to attend the Convention will be reimbursed by the Society according to the policy determined by the Board of Directors.

Article II Committees of the Convention

Section 2.1 – Standing Convention Governance Committee

The Convention Governance Committee shall be comprised of one member elected from each Region except for Region E (Chicago Area) which shall elect 2 members. Each Region shall hold a caucus at the regular Convention, elect its representative(s) to the Governance Committee, and report the election results to the Convention.

Members of the Governance Committee serve from the close of the regular Convention at which they are elected to the close of the following regular Convention or until their successors are elected and qualified.

The Governance Committee shall have such duties and operate in accordance with such procedures as are provided in the Governance Committee Charter.

Section 2.2 – Standing Convention Finance Committee

The Convention Finance Committee shall be comprised of one member elected from each Region except for Region E (Chicago Area) which shall elect 2 members. Each Region shall hold a caucus at the regular Convention, elect its representative(s) to the Finance Committee, and report the election results to the Convention.

Members of the Finance Committee serve from the close of the regular Convention at which they are elected to the close of the following regular Convention or until their successors are elected and qualified.

The Finance Committee shall have such duties and operate in accordance with such procedures as are provided in the Finance Committee Charter.

Section 2.3 – Other Appointed Convention Committees

The following appointed Convention committees shall be selected by the Convention Chair to have such duties as determined by the Chair or the Convention:

- a) Resolutions
- b) Gifts and Donations

c) Such other committees as shall be deemed necessary by the Convention Chair or the Convention, such as Grievance Committee, Sergeants at Arms, etc.

ARTICLE III Regular Convention Proceedings

Section 3.1 Call to Order

The Chair of the Board of the Society shall call the Convention to order and shall serve as Convention Chair until a Convention Chair is elected by the Convention. The Chair of the Board may appoint a parliamentarian for the Convention to advise the Chair.

Section 3.2 Election of Convention Chair

The Convention shall elect a Convention Chair from among the Delegates. The elected Convention Chair shall preside over the Convention upon election.

Section 3.3 Convention Agenda

The following Convention agenda shall be used, except to the extent modified by the Convention.

1. Call to Order
2. Pledge of Allegiance
3. Credentials Report of Governance Committee, Roll Call and Seating of Delegates
4. Election of Convention Chair
5. Approval of Final Convention Agenda
6. CEO Report
7. Board of Directors Report
8. Report of the Convention Governance Committee
 - a. Proposed Amendments to Articles of Incorporation and Bylaws
 - b. Proposed Amendments to Convention Rules of Order
 - c. Report of Nominations for Board of Directors and Approval of Slate of Candidates for Election
9. Report of the Convention Finance Committee
 - a. Approval of Board of Directors Compensation
10. Regional Caucuses
 - a. Election of Regional Board of Director Candidates
 - b. Nomination and election of Governance Committee and Finance Committee members
11. Report of Regional Elections
12. Convention election and installation of Board of Directors and Governance Committee and Finance Committee
13. Educational Workshops

14. Report of the Resolutions Committee
15. Report of the Gifts and Donations Committee
16. Any Other Business
17. Adjourn

Section 3.4 Election of Regional Directors

The following procedures shall be followed for the election of Regional Directors:

1. The Board of Directors shall develop and publish to the membership the process and timeline for submitting nominations for the Board in the *CSA Journal*.
2. Candidates shall submit all information required by the Board including background, qualifications and credentials. Candidates shall also provide any necessary authorizations to conduct background checks.
3. The Home Office shall complete background checks on the candidates and assist in the gathering of any additional information needed to determine whether the individual is a qualified candidate.
4. The Governance Committee shall review all information provided by the candidates and determine the slate of candidates eligible for election.
5. The Governance Committee shall present the slate of eligible candidates to the Convention for approval by the Convention. The Governance Committee shall also ensure that information about the background and credentials of candidates is shared with the Convention.
6. Each Region shall conduct a caucus at the regular Convention to elect the candidate to be recommended to the Convention from the Region. The candidate receiving the most votes shall be recommended for election by the Region.
7. The Convention shall review and vote on whether to approve the candidates submitted for election by the Regions. In the event the Convention rejects the candidate from the Region, the candidate with the second highest number of votes shall be recommended for election by the Region. In the event a Region is unable to produce a candidate that is elected by the Convention, the vacancy shall be filled following the Convention as provided in the Bylaws.

ARTICLE IV Special Sessions

Section 4.1 Special Session Agenda

The agenda for any Special Session shall be limited to those items listed in the call for the Special Session.

Section 4.2 Special Session Time and Location

An in-person Special Session of the Convention shall be held at such time and such location as determined by the Board of Directors.

Section 4.3 Mail Ballot Procedures

For a Special Session conducted by mail ballot in lieu of an in-person Special Session, the Board of Directors may send a ballot to all of the Delegates for a Special Session that may include one or more resolutions that could be considered and adopted at a Special Session. The ballot shall include a description of the resolution to be considered and the timeline and procedures for returning the ballot. The Board of Directors shall engage an outside firm to tally the ballots received.

ARTICLE V Standing Convention Procedures

The following shall be standing procedures applicable to any regular or Special Session of the Convention. Such rules may be modified or additional rules adopted as approved by the Convention.

1. If the Articles of Incorporation, Bylaws or these Rules of Procedure are silent as to any procedural aspect of any action or meeting of the Convention, the latest edition of Robert's Rules of Order shall control such procedure.
2. Any member in good standing, and other guests admitted by the Convention can attend sessions as a visitor and may only speak on the floor of the Convention if permitted to do so by the Chair or by motion of a Delegate approved by the Convention.
3. Delegates must be recognized by the Chair before proceeding to talk. If the speaker is not recognized, the Chair may rule the Delegate out of order.
4. Each speaker, upon being recognized by the Chair, must identify himself/herself by his or her name, Lodge, and Lodge Number.
5. Debate will be limited to five minutes per speaker on each subject. Time is not transferable and discussion should be germane to the subject.
6. No person may speak more than twice on a single subject. If an individual desires to speak more than twice, that Delegate must get consent from the Convention.
7. There may be no interruption of a speaker while the Delegate is talking except as permitted under Robert's Rules – such as a point of order.

8. Persons debating any question should conduct themselves in an orderly and respectful manner.
9. There shall be no discussion regarding confidential or privileged matters including, but not limited to, the following items:
 - a. Personnel matters including a specific employee's rights, compensation or benefits, evaluations, or disciplinary measures.
 - b. Any current or former litigation where there exists privileged information that is either protected pursuant to a settlement process or directions from a court or legal counsel.
10. Each Delegate has one vote. No Delegate may vote by proxy.

Article VI Amendments to the Rules of Order

These Rules of Order may be amended at any regular or Special Convention session by a simple majority of Delegates present.