

## GLOSSARY

**Note:** *Definitions marked by an asterisk are categories of membership phased out in 2001. These definitions are taken from the 1997 Constitution.*

**Acclamation:** Elected to office without opposition.

**Act:** means the Insurance Companies Act (Canada) and any regulations in force thereunder, and any statute or regulations that may be substituted therefor, all as amended from time to time.

**Appointed Representative:** A member of the International Assembly by virtue of appointment by the Board of Directors, acting on the recommendation of the International Fraternal President.

**\*Benefit member:** A member in good standing who is insured under a certificate issued by Foresters.

**Board of Directors:** Foresters Board of Directors (Executive Council) is composed of officers of the International Assembly. When the International Assembly is not in session, the Board of Directors exercises all authority of the International Assembly, except the power to amend the Constitution beyond the provisions of sections 67F and 67G. It oversees the business and fraternal affairs and the management of Foresters, its funds and property, and does so through a management framework that includes, but is not limited to, strategic planning, risk management, succession planning, internal management control, corporate policy-making, investment policy, and internal and external communications.

**Board Approved Policies:** From time to time the Board of Directors will approve policies to provide details and direction on the operation and organization of the Branches and the Regions.

**Branch:** Branches are responsible for implementing Foresters Common Bond and Purpose in their territory. Branches identify and organize programs and activities that demonstrate Foresters principles of members helping members, making communities better places to live, personal development, volunteer activities, and social interaction. Branches disseminate information and stimulate interest in the organization and services of Foresters by regular meetings, a personal commitment to assisting other members and to involvement in the community, and local communications.

**Branch Community Member<sup>4</sup>:** The following definition applies to persons holding a Branch Community Membership after June 20, 2005 to April 16, 2011: A Branch Community Member pays dues or other membership fees as set by the Branch and is eligible to be appointed or elected as a Branch officer (other than Branch President) provided that, collectively, Branch Community Members, Social Members and Social Fraternal Members do not exceed one half of elected and appointed officers of the Branch. Branch Community Members are not eligible to hold elected or appointed office at the Regional level or to be delegates to the Regional Assembly.

**Branch Council:** The Branch Councillors including the Branch President and Vice President compose the Branch Council.

**Branch Councillors:** The officers of the branch who are elected by the Branch members annually and who form the Branch Council. One branch councillor will be selected by the Branch Councillors as Branch Council President.

**Certificate:** A document issued to a member as evidence of his or her membership in Foresters.

**Charter:** A Board resolution that creates a Branch or Regional Assembly. The Regional Assembly charter includes a description of the geographic area (boundaries) within which members are represented through delegates from Branches to the Regional Assembly. Charter Certificates are documents authorized by the Board and provided to a Branch or Regional Assembly in recognition of its chartered status. Such Charter Certificates have no legal status.

**Chief Elections Officer:** The Chief Elections Officer is the International Fraternal President or his or her designate.

**Community Member<sup>5</sup>:** A Community Member pays dues on or other member fees set by the Board of Directors and is eligible to be elected as a Branch Councillor, but not a Branch President, Branch Vice President, Regional Councillor or Regional Council President. Collectively Community Members, Social Members and Social Fraternal Members may not comprise more than one third of Branch Councillors.

**Constitution:** The Constitution<sup>6</sup> describes the framework of laws and principles by which Foresters operates. The Constitution sets out the authority, responsibilities, and obligations of Foresters members, officers representatives and representative bodies. This document outlines the processes and terms under which members take and hold office at all levels within the organization. It also describes members' rights and lays out

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<sup>4</sup> 2005-2009 Definition – This is now a Community Member

<sup>5</sup> As of April 2011

<sup>6</sup> The Constitution is the bylaws of Foresters for corporate law purposes

the mechanisms by which members, officers, and representative bodies are held accountable to the membership.

**Ex officio:** By virtue of the office held (Latin).

Ex officio voting member – Branch Presidents and Vice Presidents are ex officio voting members of the Regional Assembly and the International Assembly. Regional Councillors and Regional Council President are ex officio members of the International Assembly. They hold each additional office by virtue of being elected into the first office.

**Family:** Family members include spouses, children, parents, grandparents, siblings, and members of the immediate household.

**Family Financial Products:** Family Financial Products are individual life and health insurance and annuities issued by Foresters itself in Canada and the USA, or by its wholly owned subsidiaries in Canada and the UK. In the USA, Foresters also makes mutual funds and variable life insurance and annuities available to its members through its wholly owned broker-dealers, Foresters Equity Services, Inc. and First Investors Corporation, and its wholly owned life insurance subsidiary, First Investors Life Insurance Company.

Investment products, and Individual or Group Life or Annuity Products sold through Foresters Equity Services, Inc., First Investors Corporation, First Investors Life Insurance Company do not carry Foresters membership; nor do Group Life or Annuity products sold through Unity Life of Canada.

**Fiduciary responsibility:** A situation in which one person is required to act for the benefit of another person or entity; for example, a steward who acts on behalf of a beneficiary.

**\*Forester Family member:** A member who has completed an application for Forester Family membership and has been accepted for such membership.

**Foresters House:** The international headquarters of Foresters, located in Toronto, Ontario, Canada.

**Fraternal Benefit Society:** Unless otherwise provided by the laws of a particular jurisdiction, a fraternal benefit society is a body corporate, without share capital, operating for the benefit of its members and not for profit, with a representative form of government including a lodge system, and that is incorporated for fraternal, benevolent, or religious purposes, including the provisions of insurance or annuity benefits to its members, their spouses and children or beneficiaries.

**Foresters Official Website:** Foresters official website for the entire organization is [www.foresters.com](http://www.foresters.com). Communications may be made to the entire membership through this website.

**Governance:** The legal framework of an organization, including the way in which people make or accept nominations for office, vote in elections, hold office, and exercise decision-making authority associated with holding office.

**Independent Order of Foresters, The:** The Independent Order of Foresters (Foresters) is an international, non-sectarian fraternal benefit society organized under the laws of Canada and subject to the Insurance Companies Act of Canada, with its principal office in Toronto, Canada. Foresters shall have all the power granted to it by law. Foresters may also be referred to by its French corporate name, "L'Ordre Indépendant des Forestiers." Use of Foresters in this document refers to the entire corporate body, including its lodge system, all business operations, and its wholly owned life or health subsidiaries in Canada and the United Kingdom but excludes its recent acquisition, First Investors Consolidated Corporation.

**Independent Producer:** An Independent Producer is a licensed sales agent appointed by Foresters as per appropriate regulations to sell its family financial products.

**International Assembly:** The International Assembly is the supreme governing body of Foresters. It ensures that all activities of Foresters fulfill the mandate of a fraternal benefit society. It alone has the power to amend the Constitution, except as set out in sections 67F and 67G. The International Assembly meets in regular session once every four years.

**\*Junior Member:** A member in good standing who is insured under a certificate issued by Foresters and is under the age of 16.

**Life Insurance Certificate:** Foresters life insurance certificates include all riders or endorsements, including any riders which provide life, health, or accident insurance to spouses or children.

**Local Revenue:** Local revenue may include, but is not limited to, fees collected from branch community memberships, events revenue, ticket sales, program funding allocated from Foresters House, etc.

**Majority vote:** A majority vote is 50 percent plus one of those members present with entitlement to vote and who participate in the vote.

**Non-voting member:** A Non-voting member is an individual who is under 16 years of age for whom an application for Foresters membership has been made and accepted and who is insured under a Foresters certificate; or, is someone who has a policy or certificate from a subsidiary of Foresters which was issued before the subsidiary was acquired and who has gone through a process, set by Foresters, of applying for or seeking membership in Foresters.

**Ombudsman:** An official who investigates complaints against an organization.

**\*Partner Member:** In the case of UK Benefit Members and Forester Family Members, a person accepted and registered as such, provided that person is and remains in co-habitation with the Principal member.

**\*Principal Member:** In the case of UK Benefit members, the person paying Court dues or Social Fraternal subscriptions, and in any other case, the first or only named applicant on a successful Forester Family membership application, aged 18 or over at the time of application. The terms Principal UK Benefit member and Principal Forester Family member are used respectively.

**Quorum:** The minimum number of members of a representative body required to be present before that body can transact official business.

**Region:** The geographic area containing Branches, the members of which are represented by Representatives from the Branches to the Regional Assembly and by a Regional Council elected at the Regional Assembly.

**Regional Assembly:** The Regional Assembly is the body to which a charter for the region is issued. It is an important part of the representative system of governance in Foresters, with duties as outlined in Section 39. Regional Assemblies hold a meeting every two years that is attended by Representatives from the Branches and the officers of the Regional Council for that region. Between meetings of the Regional Assembly, the Regional Council acts for the Regional Assembly, except as otherwise provided for in this Constitution.

**Regional Council:** Regional Councils are responsible for implementing Foresters Purpose and its mandate of governance and service at the Branch and regional levels. The Regional Council is made up of ten (10) Regional Councillors and the Regional Council President.

**Regional Councillor:** A member who is elected by a Regional Assembly to represent members on a Regional Council.

**Representative:** A Branch President, Branch Vice President, Regional Councillors and Regional Council Presidents are the representatives at the International Assembly.

**Satellites:** Satellites are groups of Branch Members who organize activities and events to fulfill Foresters purpose at the local level. Satellites are led by designated member(s) who are Voting Members. Satellite projects are funded and supervised by the Branches.

**Service activities:** The service activities of Foresters are those related to its fraternal function of members helping members, such as fund-raising, social events, volunteer activities, and work within the community.

**\*Social Fraternal Member:** The following definition would apply to persons holding a Social Fraternal membership prior to June 13, 2001: A Social Fraternal Member pays annual dues and/or membership fees and is eligible for Foresters fraternal benefits. These members are eligible to be appointed or elected as Court officers (other than High Chief Ranger) provided that, collectively, Social Fraternal members do not exceed one-third of elected and appointed offices of a High Court or Court. Social Fraternal Members are not eligible to be delegates to a Supreme Court Session.

**\*Social Member:** The following definition would apply to persons holding a Social membership prior to June 13, 2001: Social Members pay annual dues and/or membership fees or subscriptions and are eligible to hold office and participate in a Court.

**\*UK Benefit Member:** A member of Foresters in the United Kingdom in good standing, paying Court dues or Social Fraternal membership subscriptions, or the partner of such a member. UK Benefit Members are entitled to the same rights and privileges as Benefit members.

**\*UK Junior Member:** A person who is dependent on, and the legal responsibility of, a Principal UK Benefit Member or a Principal Forester Family Member, until he or she marries or reaches the age of 23.

**Unanimous:** A term used to describe a decision made without any dissenting vote against it.

**Voting member:** A voting member is an individual who has applied for and has been accepted as a member of Foresters, is 16 years of age or over, and is insured under a certificate of insurance or an annuity issued by Foresters or its wholly owned UK life subsidiary, Forester Life, or, as determined by the Board of Directors at the time of acquisition, is insured under a policy of insurance or annuity issued by a wholly owned subsidiary of Foresters during the period of time it was owned by Foresters. Voting Membership does not continue after a subsidiary or block of business is sold.

This category includes anyone who was a Benefit Member (North America), UK Benefit Member, Principal Member, Partner Member, Forester Family Member, or a holder of an annuity or contract as of June 13, 2001. Subject to the governance limitations set out in section 4, this category also includes anyone who was a Social Member or Social Fraternal Member as of June 13, 2001, or a Branch Community Member as of June 20, 2005.