

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.

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.

Area Service Team: The Area Service Team is an optional model for Regional Council delivery of Branch training, orientation and development. Where used, it is a group of Foresters members, selected through a process set out in the Fraternal Service Guide, who offer their experience, talents, and expertise on a voluntary basis to help Branches in their area develop and implement programs and services.

***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 76F and 76G. 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.

Branch: Branches are the primary instruments through which Foresters fulfills its mandate of service to members, their families, and communities. 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 public relations activities. The names and numbers applied to each Court as of June 13, 2001 will be transferred to the Branch serving the same members after June 13, 2001.

Branch Community Member: The following definition applies to persons holding a Branch Community Membership after June 20, 2005: 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 Executive Committee: The elected and non-voting *ex officio* officers of a Branch plus the Past Branch President. The elected officers are the Branch President, Branch Vice-President, Branch Secretary, and Branch Treasurer. The non-voting *ex officio* officers are the chairmen or chairwomen of Branch committees.

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.

Constitution: The Constitution² describes the framework of laws and principles by which Foresters operates. The Constitution sets out the authority, responsibilities, and obligations of Foresters members, officers, 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 the mechanisms by which members, officers, and representative bodies are held accountable to the membership.

Delegate: A member who is elected to represent a Branch at a Regional Assembly.

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

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

Family Financial Products: Family financial products are life insurance and annuities as proprietary products, and third-party life, annuity, and investment products.

² The Constitution is the bylaws of Foresters for corporate law purposes

Fiduciary responsibility: A situation in which one person is required to act for the benefit of another person or entity; for example, a trustee 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.

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: For the purposes of section 64, independent shall mean a person who is not a member of the body being audited, nor is that person related by blood or marriage to a member of the body being audited.

Independent Order of Foresters, The: The Independent Order of Foresters (Foresters) is an international, non-sectarian fraternal benefit society. 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 subsidiaries.

International Assembly: The International Assembly is the ultimate 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 78F and 78G. 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.

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 member who has entered into a contract through a Foresters agent or subsidiary for the provision of financial services or products other than insurance or an annuity, or is covered by the terms of a product issued by a third-party organization or third-party products sold by Foresters agents, or has a membership agreement with Foresters. This category also includes Junior Members and UK Junior Members as of June 13, 2001, and after that date, anyone under 16 years of age who is insured under a certificate or contract issued for an insurance or annuity product issued by Foresters or a subsidiary company. A non-voting member is entitled to participate in Foresters service activities, but is not entitled to participate in the governance of 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 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 delegates from the Branches to the Regional Assembly and by a Regional Council elected at the Regional Assembly. The boundaries and names applied to each High Court as of June 13, 2001, will be transferred to Regional Assemblies at the time of transition and will become the defined region for each Regional Assembly and the Regional Council that acts on its behalf between Regional Assembly meetings.

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 47. Regional Assemblies hold a meeting every four years that is attended by delegates elected by Branches and the officers of the Regional Council in 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 mandate of governance and service at the Branch and regional levels. The Regional

Council is made up of its elected officers (Regional Council President, Regional Council Vice-President, Regional Council Secretary, Regional Council Treasurer, and Regional Councillors), the Past Regional Council President, and non-voting officers (Appointed Officers, the chairmen and chairwomen of any Area Service Team(s) and any other committees created by the Regional Council under section 46).

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

Regional Director, Fraternal (Regional Manager, Membership in the UK): The Regional Director, Fraternal (Regional Manager, Membership in the UK) is the most senior Foresters employee assigned to lead and coordinate support to Branches in all matters related to the service mandate of Foresters in a specified geographic area. The Regional Director (Fraternal/Membership) works with the Regional Council and Area Service Team(s) associated with that geographic area.

Representative: A member who is elected at the Regional Assembly to represent the members at the International Assembly.

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, who is 16 years of age or over, and who is insured under a certificate or contract of insurance or an annuity issued by Foresters or its wholly owned subsidiary companies. 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.