BYLAWS
OF
AMERICAN MENSA, LTD.
(rev. 6/8/2009 - DBB)

ARTICLE I

The name of the society is American Mensa, Ltd., a Not-For-Profit Corporation incorporated under the laws of the State of New York on February 10, 1971. The society is commonly known as Mensa.

ARTICLE II

The society shall maintain its principal office in one of the 48 contiguous states.

ARTICLE III

(1) The governing body of the society and the Board of Directors of American Mensa Ltd. shall be the American Mensa Committee, as defined in this Article.

(2) The voting membership of the American Mensa Committee shall include:

(a) The elective officers.

(b) The two most recent Chairmen of the Society.

(c) Such other officers as are specifically appointed by the American Mensa Committee to their respective positions and specifically granted the right to vote. The number of such officers shall not be greater than one-third the number of officers included in Sections (2)(a) and (2)(b) above.

(3) The elective officers of the society shall be as follows: Chairman, First Vice-Chairman, Second Vice-Chairman, the Regional Vice-Chairmen, Secretary and Treasurer.

(4) There shall be no fewer than five and no more than ten Regional Vice-Chairmen. The Regions represented by the Regional Vice-Chairmen shall be defined in terms of postal ZIP codes and shall be established by the American Mensa Committee after it has considered the membership distribution, membership growth trends, local group preferences, and administrative feasibility.

(5) The appointive members of the American Mensa Committee shall include the following: Membership Officer, Communications Officer, Director of Science and Education, Development Officer and such other officers as shall be required for the orderly administration of the business of the society.

(6) Elective officers and appointive officers of American Mensa, Ltd., and elective officers and appointive officers of the American Mensa Committee, and candidates for such offices, and the National Ombudsman must remain members in good standing of American Mensa, Ltd., as defined in Article III, Section (F) of the Constitution of Mensa. Failure to maintain this status shall constitute resignation from office or withdrawal from candidacy.

(7) Elective officers and appointive officers of American Mensa, Ltd. must reside in the United States of America or its territories, and Regional Vice-Chairmen must reside in the Regions they represent; failure to maintain such residence shall constitute resignation from office.

(8) The American Mensa Committee may also appoint individuals to non-voting membership on the Committee.

(9) The following additional appointments may be made:

(a) The American Mensa Committee may appoint individuals to perform specified functions without membership on the Committee. Such appointments may be made for a definite or indefinite term, but will in any case expire with the end of the term of office of the elective officers in office at the time of appointment except as provided otherwise in these bylaws.

(b) Subject to the advice and consent of the American Mensa Committee, individual officers may appoint and remove subordinate officers and delegate to such subordinate officers one or more of the functions for which the appointing officer is responsible to the Committee; such delegation, however will not negate the appointing officer's responsibilities to the Committee.

(10) (a) Elective officers and appointive officers may be removed by resolution of the American Mensa Committee for any of the following reasons:

(i) Mental or physical disability.

(ii) Failure to attend three consecutive regular meetings at the American Mensa Committee without presenting an excuse satisfactory to the Committee.

(iii) Malfeasance, misfeasance or nonfeasance in office.

(b) The resolution of the American Mensa Committee that an officer is to be replaced must fulfill the following requirements:

(i) It must be specific and state the reasons for the same.

(ii) It must be set out in the agenda.

(iii) It requires the concurrence of an absolute majority of the full voting membership of the Committee.

(c) The following procedure is to be followed:

(i) The officer concerned must be given an opportunity for a fair and impartial hearing as directed by the American Mensa Committee.

(ii) The Committee must provide an opportunity for the circulation to the full membership of the Committee of the concerned officer's views and for the officer's personal appearance before the Committee.

(11) In the event of the resignation, removal, advancement, or death of an elective officer, or in the event of an office not being filled by election, the remaining members of the American Mensa Committee shall elect a successor to fill the office for the remainder of the term of office, provided:

(a) In the case of vacancy in the office of Chairman or First Vice-Chairman, the officer(s) next in line shall move up and the successor shall serve in the office of Second Vice-Chairman.

(b) In the case of a vacancy in the office of Regional Vice-Chairman the successor shall have permanent residence in the Region to be represented.

ARTICLE IV

(1) The duties of the Chairman shall be to administer the business of the society in accord with the provisions of the Constitution of International Mensa, to act as Chief Executive Officer to the Society, to preside at meetings of the American Mensa Committee, and to act as National Representative on the International Board of Directors.

(2) The duties of the First Vice-Chairman shall be to assist in the discharge of the Chairman's duties and to act as substitute during the Chairman's absence or inability to serve.

(3) The duties of the Second Vice-Chairman shall be to assist in the discharge of the Chairman's duties and to act as substitute during the First Vice-Chairman's absence or inability to serve.

(4) The duties of the Secretary shall be to act as secretary at meetings of the American Mensa Committee, and to cause records of its proceedings to be made and kept.

(5) The duties of the Treasurer shall be to act as Financial Officer of the Society, to be responsible for the financial records, and to provide for an annual audit of the books and records of the society. The annual report shall be published in the September issue of the journal following presentation of the annual report to the membership at the Annual Business Meeting.

(6) The duties of the Regional Vice-Chairmen shall be to act as liaison between local groups in their respective Regions and the American Mensa Committee, and to carry out in their respective Regions the policies and programs formulated by the American Mensa Committee.

(7) The duties of the Membership Officer shall be to deal generally with membership questions including, but not limited to, services and the scheduling of gatherings.

(8) The duties of the Communications Officer, Director of Science and Education and Development Officer shall be those implied by their respective titles, as well as any other duties which may be assigned to them by the American Mensa Committee.

(9) The duties of such other officers as shall be appointed shall be set forth at the time of such appointment.

ARTICLE V

(1) The elective officers other than the Regional Vice-Chairmen shall be elected by a majority of the votes received during the election period which shall begin on April 15 and end on May 31 of every odd-numbered year. Votes shall be cast by any means legally permissible and in accordance with the election rules adopted by the Mensa Election Committee. Only members in good standing as of the first day of the first month of the voting period shall be eligible to vote. Each eligible member, as defined in these bylaws, shall be entitled to cast one vote for each officer. If there are more than two candidates for any office, a preferential voting system shall be used. Ties shall be broken by coin toss or another objective method.

(2) The Regional Vice-Chairmen shall be elected in a manner and for periods of time similar to the national elective officers, except that:

(a) Candidates must be residents of the Region in question.

(b) Each member furnishing a signature for nomination by petition must be a member of a local group, as defined by AML geographic assignment or member preference, in the Region in question.

(c) Only members of local groups, as defined by AML geographic assignment or member preference, in the Region in question may vote in an election for the Regional Vice-Chairman for that Region.

(3) In order to be elected to an office whose duties include financial responsibilities, a candidate must be bondable in a sum sufficient to protect the society, as determined by the American Mensa Committee. Upon being elected, the officer shall be bonded at the expense of the society.

(4) The terms of office of officers of American Mensa Ltd. shall be as follows, except in case of resignation, death or removal from office under the provisions of Art. III Section (10):

(a) In the case of elective officers, a period of two years, beginning on the July 1 following their election and ending on the June 30 two years later. However, if the successor to an elective officer has not been certified before the July 1 following the election, such officer shall remain in office until a successor is certified.

(b) In the case of appointive officers:

(i) If appointed for a definite term, the expiration of that term.

(ii) If not so appointed, the expiration of the term of office of the appointing officer(s).

ARTICLE VI

(1) No later than the August 1st preceding each election, the American Mensa Committee shall appoint a Nominating Committee consisting of at least seven members, none of whom shall be members of the American Mensa Committee. Members of the Nominating Committee shall be chosen so as to represent a broad spectrum of the membership, with regard to both geography and general trends of views.

(2) No later than the AMC meeting following each Annual Gathering, the American Mensa Committee shall appoint an Election Committee consisting of three to seven members, none of whom shall be a member of the American Mensa Committee or the Nominating Committee. The Election Committee shall be chosen from among members disinterested in the outcome of the election, and selected for their ability to assist in the conduct of elections. The Election Committee shall be responsible for the conduct of the election, including but not limited to the establishment, updating and publication of a detailed Code of Election Procedures, the preparation of ballots and written material, the distribution of ballots, and the selection of the independent agency to record and count the returned ballots, and the publication of election results. The Code of Election Procedures shall specify that the deadline for Election Committee receipt of nominations by petition is February 1st preceding the election. The Code of Election Procedures shall not be changed or amended between submission for publication as stated herein and the day following the official announcement of the ballot election results. Each newly appointed Election Committee must affirmatively adopt a Code of Election Procedures for each election. No later than the deadline for the January issue of the journal preceding each election, the Election Committee shall submit the Code of Election Procedures to the journal for publication therein, or shall submit the Code to another national publication for publication therein, or shall send the same by mail to the membership. If the Code is submitted to the journal, it shall be published in the next available issue.

(3) No later than the October 1st preceding each election, the Nominating Committee shall nominate one or more candidates for each of the elective offices of American Mensa Ltd., of whom the nominee(s) for the position of Chairman shall (unless no individuals with the requisite qualifications are willing to run for that office) be member(s) of the American Mensa Committee then in office, or have served at least one year on a prior American Mensa Committee. The Nominating Committee shall submit a list of the nominated candidates to the American Mensa Committee and to the Election Committee. No later than the deadline for the December journal preceding each election, the Nominating Committee shall submit the list of nominated candidates to the journal for publication therein, or shall send the same by mail to the membership. If the list is submitted to the journal, it shall be published in the next available issue.

(4) No later than the December 1st preceding each election, the Election Committee shall publish in the journal a notice to the effect that nominations by petition for the elective offices shall be directed to the Election Committee at an address to be given in the notice, accompanied by the signatures of at least 50 members in good standing as of that December 1st, in a format prescribed by the Election Committee, and by a signed acceptance of nomination by the candidates, said petitions to reach the Election Committee not later than the February 1st preceding the election.

(5) The Election Committee shall publish the names of the nominees by petition in a similar manner immediately upon the close of the nominating period.

(6) Between February 1st and February 10th of election years, the Election Committee shall review the nominations. In order to be validly nominated, candidates must have renewed their membership by the last business day of January for the year in which the election falls. For offices for which there is only one valid nomination, the Election Committee shall declare the nominee elected. All other valid nominations shall be placed on the ballot.

(7) The ballot shall contain the names of those nominated by the Nominating Committee as well as those nominated by petition, the order in which the names of candidates for each office shall appear on the ballot being determined by lot. Candidates shall be designated on the ballot to indicate whether they have been nominated by the Nominating Committee, by petition, or both. If two or more candidates decide to

run jointly, the ballot shall so indicate. A person's name may not appear in more than one race on the same ballot.

(8) With each ballot there shall be included:

(a) The necessary voting instruction.

(b) A brief biography of each candidate in a format approved by the Election Committee.

(c) The answers by each candidate to any question which may be propounded to all candidates, or to all candidates for a particular office, by the American Mensa Committee, the number of words permitted to be determined by the American Mensa Committee.

(d) A campaign statement, the maximum length of which shall be specified by the Election Committee. Candidates running jointly may pool their allocations.

Materials submitted to the Election Committee by candidates for publication in conformance with Election Committee regulations shall be published without editing.

(9) No member of the Nominating or Election Committee shall be eligible for any national or regional office at the election concerned.

ARTICLE VII

(1) There shall be at least three regular meetings of the American Mensa Committee each calendar year. Special meetings may be called by the Chairman or a majority of the elective officers on ten days' notice to all members of the Committee.

(2) The American Mensa Committee shall act in accordance with the following policy:

(a) No action may be authorized or taken, nor may any previous authorization or action be adopted, confirmed, or ratified, nor may any resolution be adopted, by the American Mensa Committee unless the same be authorized, adopted confirmed or ratified, as the case may be, by a majority of those present and voting, and provided that such vote includes the concurring affirmative votes of at least one-third (1/3) of the full voting membership of the American Mensa Committee.

(b) Whenever a question arises which requires action by the American Mensa Committee, or of any sub-committee thereof, which should not await a regular or special meeting, the members of the body may vote by written ballot distributed by mail or other means, by telephone, or by other electronic means, provided that all members of the respective committee have consented to having such a vote conducted by such stated means. The action shall be announced at the next meeting of the American Mensa Committee and shall be reported in the minutes of that meeting. The resolution shall be filed with the proceedings of the American Mensa Committee.

(c) Any one or more members of the American Mensa Committee may participate in a meeting of the Committee, by means of telephone or on-line conference, or similar communications equipment allowing all persons participating in the meeting to communicate with each other at the same time. Participation by such means shall constitute presence in person at the meeting.

(3) (a) The American Mensa Committee may by resolution designate from among its members an Executive Committee and other standing committees. Each such committee shall consist of three or more members of the American Mensa Committee and, notwithstanding the provisions of Article VII (2)(a), shall have the authority of the American Mensa Committee to the extent provided in the resolution.

(b) The American Mensa Committee may by resolution create such special committees as may be deemed desirable. Special committees shall have only the powers specifically delegated to them.

(c) The committees in foregoing paragraphs (a) and (b) shall have no authority as to the following matters:

(i) The submission to members of any action requiring members' approval.

(ii) The filling of vacancies on the American Mensa Committee or on any committee.

(iii) The amendment or repeal of the bylaws or the adoption of new bylaws.

(iv) The amendment or repeal of any resolution of the American Mensa Committee which by its terms shall not be so amendable or repealable.

(4) No officer of Mensa shall receive any salary or compensation in carrying out the officer's duties, except reimbursement of actual expenses incurred.

(5) American Mensa Limited shall not enter into a business relationship with any individual, firm, partnership, or corporation where there exists a real or potential conflict of interest or where any member of the American Mensa Committee or any member of the immediate family of same, or any employee(s) of Mensa or the immediate family of such employee(s), shall receive any commissions, fees, financial benefits, or other benefits of pecuniary value; unless the following conditions are met:

(a) Full disclosure in the Minutes recording the authorization of such business relationship, of the circumstances and the nature of such conflict(s) or financial benefit(s), and the identification of the individual(s) involved.

(b) Bona fide arms-length dealing, in which a clear benefit to Mensa is apparent.

(c) The recorded abstention(s) from voting of the individual(s) concerned.

(6) The American Mensa Committee shall arrange for the regular publication of a journal. The cost of a subscription to the journal may be included in each member's annual dues.

ARTICLE VIII

(1) There shall be a National Ombudsman for American Mensa.

(2) The National Ombudsman shall be elected by a majority of American Mensa, Ltd.’s local group ombudsmen voting from among their number in accordance with election rules adopted by the Election Committee, with each local group having one vote to be cast by its ombudsman. In those local groups with multiple ombudsmen, that local group's ombudsmen will determine among themselves how they will

cast this vote. If there are more than two candidates for National Ombudsman, a preferential voting system shall be used. The Ombudsman for American Mensa in office as of the passage of this amended Article shall be deemed the National Ombudsman until such time as an election among the local group ombudsmen can be held for the position of National Ombudsman, but in no event later than two years from passage of this amendment.

(3) The terms of reference of the National Ombudsman shall be as follows:

(a) The National Ombudsman shall not be a member of the American Mensa Committee, but shall be accorded every courtesy and privilege thereof. The National Ombudsman shall receive copies of Agendas, of Minutes, and of everything else circulated to members of the Committee simultaneously with the members of the Committee.

(b) The services of the National Ombudsman are available, subject to the conditions stated in the By-Laws, to the American Mensa Committee, to its individual members, to any Regional or Special-Interest Groups, and to their individual members, to Local Groups and their individual members, to members of American Mensa generally, and to Mensa employees.

(c) The National Ombudsman of American Mensa is to cooperate with the International Ombudsman, to accept matters received from the International Ombudsman which relate to American Mensa and any of the entities set out in (b) above, and to refer to the International Ombudsman such matters received which relate to the international rather than the national scene.

(d) The National Ombudsman has the right to the documents or other written materials concerning any matter received for review and decision. Every member, employee, and entity of Mensa shall cooperate with the National Ombudsman by furnishing information or documents. The documents furnished may be originals or copies; in the case of copies, the person responsible for furnishing the same must certify that the copies are full, true and complete copies and that, unless expressly stated, nothing has been omitted, altered or added.

(e) Parties are encouraged to seek the National Ombudsman's advice on matters which have not yet led to dispute, but which are potential sources of serious conflict, and in any event to submit matters to the National Ombudsman at as early a stage as possible, so that the opportunities for the parties to modify their position(s) are as great as possible.

(f) The National Ombudsman may choose any manner of communication with the parties, committees or groups, and specify whether such communication shall be confidential, for internal circulation only, or public.

(g) The National Ombudsman may submit a report for "publication" to any national publication and/or the newsletter, journal or other publication of any group(s) affected. The editor of any such publication shall deem a communication from the National Ombudsman that is marked "for publication" to be a matter of the highest practicable priority, and shall publish such material no later than the subsequent respective issue to be published or the next subsequent issue. No edits to such a report shall be made without the express permission of the National Ombudsman.

(h) The National Ombudsman may express opinions, settle disputes, render substantial justice, and promote the general welfare of American Mensa. The National Ombudsman may act as an arbitrator, or

arrange for another person to act as an arbitrator either at the National Ombudsman's discretion or at the request of one or more of the parties; if all parties have agreed upon arbitration, or accept the National Ombudsman's offer to arbitrate, the arbitral decision shall be binding upon them.

(4) The National Ombudsman shall render an annual report which shall be submitted to the American Mensa Committee and to the International Ombudsman for their respective information, and to the national journal for publication.

(5) The National Ombudsman shall remain in office for six years, or until resignation, death, or removal from office, whichever is earliest. Removal from office shall follow generally the procedure set out in Article III Section (10) of these bylaws, except that the vote to remove the National Ombudsman shall require a two-thirds majority of the full voting membership of the American Mensa Committee at each of two separate regular meetings of the Committee. The replacement of a National Ombudsman who resigns, dies, or is removed from office shall be conducted in accordance with the election rules adopted by the Election Committee, as outlined in Section (2) of this Article.

ARTICLE IX

(1) Membership in the society shall be open to all persons found qualified in accord with the eligibility requirements set forth in the International Constitution.

(2) Every member shall be obligated to:

(a) Pay annual dues in such amount as may be fixed by the American Mensa Committee. Members shall be given due notice that a change in dues is being considered, either through publication in the journal or publication in the Agendas of two consecutive American Mensa Committee meetings. At least 60 days shall pass between first publication and any vote.

(b) Permit his/her name and address to be published in membership lists.

(3) Every member shall have the same rights and privileges accorded every other member, without qualification or limitation, unless sanctioned under sections (5) or (6) of this Article.

(4) The American Mensa Committee shall have the authority to:

(a) Exempt a member from payment of all or part of dues for good cause shown.

(b) Declare a membership to have lapsed for failure of the member to pay dues.

(5) A member may be suspended from specific activities, offices, positions or functions, for a specified time, or suspended from membership for a specified time, or expelled from membership, for acts inimical to the society. No member shall be suspended or expelled from American Mensa, Ltd. except following a fair and impartial hearing by the Hearings Committee at which hearing the member shall have the right to present his/her case. A decision by the Hearings Committee to suspend or expel a member from American Mensa, Ltd., shall require the concurrence of the American Mensa Committee.

(a) The Hearings Committee shall be composed of the three most recent Past Chairmen, provided that each is a dues-paid member of American Mensa, Ltd., and not involved in the matter(s) in controversy. In

the event that one or more of the three most recent Past Chairmen be unavailable -- or incapacitated, in the judgment of the remainder of the Hearings Committee, following a challenge by any of the parties involved -- vacancies, using the same criteria, shall be filled, in order, from the three most recent First Vice-Chairmen who are not currently serving on the American Mensa Committee; and following them, from the three most recent Second Vice-Chairmen not currently serving on the American Mensa Committee; and following them, from the three most recent Secretaries not serving on the American Mensa Committee. The Hearings Committee shall be chaired by the least recent Past Chairman and serving on it, or, if none is available, the least recent First Vice-Chairman, or, if none is available, the least recent Second Vice-Chairman, or, if none is available, the least recent Secretary.

(b) Within 30 days following a complaint to its chairperson, the Hearings Committee shall notify all parties concerned and the AMC that a complaint has been made and the specifics of that complaint.

(c) Within 60 days from receipt of the initial complaint, the Hearings Committee shall decide if the alleged acts inimical to the society warrant having a hearing, and establish the date and time of the hearing if so warranted. There shall be a minimum of 30 days and a maximum of 120 days between the receipt of the notification for a hearing and the date of the hearing.

(d) Summary reports of Hearing Committee actions shall be available to the membership.

(6) A member whose recurring conduct has been demonstrably harmful to a local group or to individual members, to the extent that it may be considered inimical to the society may also be suspended from office in that group, or barred from its functions, or suspended from the group itself by the American Mensa Committee upon recommendation of a Regional Hearings Committee. Such recommendations shall be made only after the member has been given a fair and impartial hearing.

(a) If good-faith efforts to end the harmful conduct have failed, officers and/or members of the local group may request their Regional Vice-Chairman to convene a Regional Hearings Committee to consider charges against the member. The request shall be in writing, shall describe fully the conduct deemed harmful, and shall be signed by officers and/or members of the local group numbering no less than 150% of the number of elective officers of the local group.

(b) If the Regional Vice-Chairman decides that a hearing should be held, he or she shall appoint a Regional Hearings Committee composed of three members, each from a different group, exclusive of the accused member's group. Within five days of selecting the committee, the Regional Vice-Chairman shall notify the accused member of the impending hearing, the names of the committee members, the charges, and his or her right to be heard and to present witnesses. Copies of this notification shall be sent to the Local Secretary of the accused member's group, the Chairman of the American Mensa Committee, and the National Ombudsman.

(c) The hearing shall commence between 21 and 30 days after notification to the accused member. Unless extended for good cause by the Regional Vice-Chairman, the hearing shall be completed within 45 days from its commencement. The hearing shall be conducted in accordance with rules and procedures promulgated by the American Mensa Committee.

(d) A member's violation of sanctions imposed by the American Mensa Committee following a regional hearing shall constitute an act inimical to Mensa for which further sanctions may be imposed by the national Hearings Committee.

(e) The accused member or the complainant may file a written protest with the National Ombudsman if either feels that the hearing was conducted unfairly or with prejudice. The National Ombudsman shall investigate the protest and report to the American Mensa Committee.

(7) If national or regional charges have been filed against a member in accordance with section (5) or (6) of this Article, and the member resigns or does not renew membership before the hearings process is completed, the body having jurisdiction at that point in time may complete the hearings process if it feels such action is appropriate, according the accused the same due process as if the resignation or non-renewal had not occurred. If the body chooses not to continue the hearings process upon the accused's resignation or failure to renew, and the accused rejoins, the accused shall face the same charges and hearings.

ARTICLE X

(1) An application to form a Local Group shall be referred to the appropriate Regional Vice-Chairman for investigation and recommendation.

(2) On recommendation of the appropriate Regional Vice-Chairman, the American Mensa Committee may grant permission for the formation of a Local Group, which is then subject to the following:

(a) Each Local Group must designate a Local Secretary who shall report to the appropriate Regional Vice-Chairman.

(b) Each Local Group shall adopt and maintain bylaws, which meet the minimum standards set by the American Mensa Committee. Such bylaws, and any amendments thereto, shall be effective when approved by both the American Mensa Committee and the membership of the Local Group.

(c) Local Groups may levy local dues in reasonable amounts to finance Local Group activities, provided that:

(i) the membership of the Local Group shall first have approved the levying of such dues in a referendum.

(ii) a procedure for exempting members from payment of local dues for a good cause shown is also included in the local bylaws.

(iii) failure to pay local dues shall not exclude members from participating in local elections or from local business meetings.

(iv) the foregoing is without prejudice to the continued authority of Local Groups to finance their activities in other ways, including voluntary contributions or subscriptions to local publications.

(3) It is at the discretion of the appropriate Regional Vice-Chairman to appoint an Acting Local Secretary for any geographical area, to coordinate the activities of members. The appointment of such an Acting Local Secretary shall continue until an approved Local Group designates its Local Secretary.

ARTICLE XI

(1) Any group of members may apply to the American Mensa Committee for recognition as a Special-Interest Group for the pursuit of any common interest provided:

(a) Neither the title of such a group, nor the name of the board or other body which directs the activities of such a group, nor the initials or other abbreviations by which the group or its board are to be known may contain language which may cause it to be confused with American Mensa, Ltd. or with the American Mensa Committee, with Local Groups, and with other pre-existing activities.

(b) Such group shall not speak for or on behalf of the society, nor in any manner give the impression that it is an official arm of the society.

(c) Such group shall furnish to the American Mensa Committee such reports and information, including copies of its correspondence and minutes of its meetings, as the Committee may reasonably require.

(2) The American Mensa Committee may grant recognition of Special-Interest Groups, subject to the preceding and any additional requirements or limitations it deems necessary.

ARTICLE XII

(1) These bylaws shall not be amended except on the affirmative vote of two-thirds of the ballots cast.

(2) Amendments may be proposed in any of the following ways:

(a) By submission to the American Mensa Committee of the proposed amendment by 250 members of the society subscribing their names thereto.

(b) By a vote of a majority of the members participating in the annual business meeting at an Annual Gathering.

(c) By two-thirds of the members at regularly scheduled business meeting(s) of one or more Local Groups attended by a combined total of at least 150 members; provided the Local Secretaries of the group(s) concerned notify the American Mensa Committee of the dates, of the number of members present and voting, and of the number approving. At least one month's notice of the inclusion of the proposed amendment(s) on the Agenda of the business meeting(s) of the group(s) concerned shall be given all members thereof by direct mailing, through the journal or by means of the publications of the Local Group(s) concerned if such publications are sent to all members of such group(s).

(d) By a vote of two-thirds majority of the American Mensa Committee following inclusion of the proposed amendment(s) in the written agenda circulated prior to the meeting.

(3) On receipt of proposals for amendment to the bylaws which conform to Section 2 of this Article, the American Mensa Committee shall submit the proposals to a referendum of the membership.

(4) Referenda shall be classified as "ordinary" or "special." "Ordinary" referenda shall be held concurrently with elections during election years, and shall be held during the same period as that specified for elections in these bylaws in non-election years. "Special" referenda shall be held during a time frame other than that in which "ordinary" referenda are held. The eligibility requirement(s) in these bylaws regarding voting for national officers also apply to voting on referenda.

The publication schedule for referenda shall be as follows, counting the first day of the month of publication as the official date of publication:

(a) At least 105 days before the start of the voting period, each referendum item shall be published, along with a solicitation for statements in favor of and opposed to each proposed referendum item.

(b) At least 60 days after the publication referred in section (a), each referendum item shall be re-published, along with statements in favor and opposed.

(c) At least 30 days after the publication referred to in section (b), each referendum item shall be re-published, along with a ballot.

(5) Tallying of the ballots shall be handled in the same manner as for regular elections.

ARTICLE XIII

(1) An Annual Gathering of the Society shall be held between June 1st and August 31st of every year in a place to be picked by the American Mensa Committee, for the purpose of reporting to the members the state of the society and the activities of the society's committees during the previous year.

(2) At least one month prior to the Annual Gathering, the membership shall receive reports of the officers by a special mailing or by inclusion in the journal.

ARTICLE XIV

To the extent permitted by law the society shall act in accord with the provisions of the International Constitution.

Adopted November 1964
Includes Amendments adopted 1964, 1965, 1966, 1970, 1971, 1974, 1975, 1979, 1981, 1983, 1985, 1986, 1990, 1992, 1993, 1994, 1995, 1998, 2000, 2001, 2003, 2005, 2006, and 2009.