BYLAWS
OF
AMERICAN MENSA, LTD.
(rev. 5/17/2024)

ARTICLE I

(1) 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.

(2) Mensa's purposes are to identify and foster human intelligence for the benefit of humanity; to encourage research in the nature, characteristics, and uses of intelligence; and to provide a stimulating intellectual and social environment for members. Therefore, Mensa shall have no aim which is to the disadvantage of the community.

(3) Mensa provides a forum for intellectual exchange among members. Its activities include the exchange of ideas by lectures, discussions, journals, special-interest groups, and local, regional, national, and international gatherings; the investigations of members' opinions and attitudes; and assistance to researchers inside and outside Mensa in projects dealing with intelligence or Mensa.

(4) Mensa encompasses members representing many points of view. Consequently, Mensa as an organization shall not express an opinion as being that of Mensa, take any political action other than the publication of the results of its investigations, or have any ideological, philosophical, political, or religious affiliations.

(5) Members or groups of members may express opinions as members of Mensa, provided their opinions or actions are not expressed as being those of Mensa as an organization.

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 be the elective officers.

(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: Communications Officer, Director of Science and Education, Marketing Officer, Membership Officer, and such other officers as shall be required for the orderly administration of the business of American Mensa. These appointed members shall be non-voting members of the committee.

(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 IX, section (1)(b) of these Bylaws. 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 and appointive officers, other than Regional Vice-Chairmen, 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) Nationally and regionally elected members of the American Mensa Committee may be removed from office by recall election as described in Article VI, section (8).

(12) In the event of the resignation, removal, advancement, or death of an elective officer other than a Regional Vice-Chairman, or in the event of an office other than Regional Vice-Chairman 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 that, 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.

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 Communications Officer, Marketing Officer, and Membership 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.

(8) The duties of the Director of Science and Education shall be in the areas of the following constitutional purposes of Mensa: to identify and foster human intelligence for the benefit of humanity, and to encourage research into the nature, characteristics, and uses of intelligence.

(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 15 of every third year commencing 2021 (2021, 2024, 2027…). Should the beginning or ending date of the election period fall on a federal postal holiday (including Sundays), the Election Committee has the authority to add enough days to the beginning or end of the election period to account for them. Votes shall be cast by any means legally permissible and in accordance with the election rules adopted by the Mensa Election Committee, provided that such method allows participation by all members regardless of their physical location. 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 three years, beginning on the July 1 following their election and ending on the June 30 three 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 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. 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 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.

(2) 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 250 members in good standing as of that December 1st for national offices and 100 members in good standing as of that December 1st for regional offices (Regional Vice-Chairmen), in a format prescribed by the Election Committee, said petitions to reach the Election Committee not later than the January 31st preceding the election.

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

(4) Between February 1st and February 10th of election years, the Election Committee shall review the nominations. In order to be validly nominated, the candidates must have their dues for the membership year in which the election occurs paid on or before the last business day of January prior to the election and must be a member in good standing for at least six months prior to the February 1st preceding the election. 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.

(5) The ballot shall contain the names of those by petition, the order in which the names of candidates for each office shall appear on the ballot being determined by lot. If two or more candidates, each running for a different office, 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.

(6) 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, each running for a different office, 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.

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

(8) Recall Elections

(a) A recall election of a nationally or regionally elected member of the American Mensa Committee may be called by a petition, originated by a member of the respective constituency (either national or regional). The petition must cite the reason(s) for such action and must be signed by at least 250 members in good standing for the recall of a nationally elected officer or by at least 100 members in good standing of the affected region for the recall of a regionally elected officer (Regional Vice-Chairman).

(b) Such petition should be sent to the Election Committee Chair, either in hardcopy or electronically. For petition signatures to be valid, the signer must include his or her printed name, town, state, signature, and membership number. If needed, the National Office may fill in the membership number so long as there is sufficient information provided to determine the identity of the signer. No recall election will be entertained during the first six months or last six months of the regular term of office.

(c) If a recall petition is submitted in accordance with subsections (a) and (b) above, the Election Committee will provide an Election Code for the recall election and a ballot for recall for the affected constituency. These items will either be published in the next possible issue of the national journal or by separate mail to said constituency.

(d) With each ballot there shall be included:

(i) The necessary voting instructions.

(ii) The deadline by which ballots must be received. Such deadline shall not be less than 30 days, nor more than 60 days, from the initial date of publication or mailing of the ballots to said constituency, and

(iii) A brief statement by the proponent(s) of the recall and a response on behalf of and authorized by the affected officer(s), if submitted. The word limit established by the Election Committee regarding any such statement and response to it shall not be less than 200 words.

(e) Counting of the recall election ballots shall be done at a time and location made known in advance to the affected constituency, but shall be no later than 15 days following the deadline for receipt of ballots. Members of American Mensa, Ltd. will be permitted to observe the ballot counting.

(f) The result of the recall election will be published in the next possible issue of the national journal. If the recall election is successful, and the recalled officer is a regionally elected officer (a Regional Vice-Chairman), then any special election procedures in place to replace regionally elected officers should begin in this issue of the national journal. Replacement of nationally elected officers shall be made in accordance with Article III Section 12.

(g) Any actions by the American Mensa Committee while the recall election is pending are not affected by the outcome of the recall election.

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 fourteen days' notice to all members of the Committee. Notice of any special or called meeting of the American Mensa Committee shall be prominently posted on the official Web site of American Mensa, Ltd., and distributed to all members via individual e-mails to those whose e-mail addresses are on file with American Mensa, Ltd., as well as e-mail lists, forums, or other electronic communication systems owned or administered by American Mensa, Ltd, not less than fourteen (14) days prior to the date of said special or called meeting. Such notice shall include a topical Agenda that outlines, with no less than fully descriptive titles, all business items to be presented at the meeting.

(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.

(d) Audio or video recording of open sessions of American Mensa Committee meetings shall be

permitted. A recording of any open meeting held by telephone or any other electronic means shall be made available to the membership as soon as practical following the meeting.

(3) (a) The American Mensa Committee may by resolution designate from among its members an Executive Committee and other standing (action) committees. Each such action committee shall consist of three or more voting 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 (advisory) committees as may be deemed desirable. Advisory 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.
(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 treated in every respect as such, except that the National Ombudsman may not make motions or vote at meetings of the Committee. The National Ombudsman is not a member of that body only because of the required freedom of action with respect to it. The National Ombudsman shall receive copies of Agendas and Minutes, including proposals therefore and drafts thereof, and of everything else circulated to or among members of the Committee simultaneously with the members of the Committee. The privileges of the National Ombudsman shall include, without any limitation whatsoever, attendance at every meeting of the Committee, whether open or closed, funding for such attendance on the same basis as members of the Committee, participation in any such meeting upon the National Ombudsman's request, and participation in any other means used by the members of the Committee to communicate among themselves.

(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 (except for personnel matters) 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, without exception. Every member, employee, and entity of Mensa shall cooperate with the National Ombudsman by furnishing information or documents directly to the National Ombudsman. 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, as well as with any member or employee who may have relevant information or documents, 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 shall promote the general welfare of American Mensa and may express opinions, settle disputes, resolve complaints, reduce conflict, and pursue substantial justice. 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 three 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. Each such vote and related discussion, as well as any hearing or personal appearance pursuant to Article III Section (10)(c) of these bylaws, shall be conducted in open session, unless the National Ombudsman requests that a session be closed. 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. The election process shall be completed, and a new National Ombudsman named, within 90 days of the vacancy being declared. The AMC may appoint a temporary National Ombudsman to fulfill the duties of the National Ombudsman until the election has been held and the new National Ombudsman named.

(6) Should the National Ombudsman, by reason of recusal, be unable to act in a particular matter received, and if the National Ombudsman does not appoint a surrogate to handle the matter, the AMC may appoint a temporary National Ombudsman to handle that, and only that specific matter.

ARTICLE IX

(1) Eligibility for membership

(a) Persons who have attained a score within the upper two percent of the general population on an intelligence test that has been approved by the International Supervisory Psychologist and that has been properly administered and supervised shall be eligible for membership. There shall be no other qualification or disqualification for initial membership eligibility.

(b) A "member in good standing" shall be a person who has accepted an offer of membership, has paid all dues owed, and is not currently subject to any sanction imposed by the American Mensa Committee, any other national Mensa, or by Mensa’s International Board of Directors.

(2) Every member shall be obligated to:

(a) Pay annual dues in such amount as may be fixed by the American Mensa Committee.

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

(c) Act in accord with the provisions of these Bylaws, the resolutions of the American Mensa Committee, the provisions of the International Constitution of Mensa, and the resolutions of Mensa's International Board of Directors.

(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. American Mensa Committee members on a Hearings Committee shall not participate in an American Mensa Committee executive session that reviews a decision of the National Hearings Committee, and shall not vote on said review.

(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; and following them, from the three most recent Second Vice-Chairmen; and following them, from the three most recent Secretaries; and following them, from the three most recent Treasurers; and following them, from the most recent Regional Vice-Chairman from each Region, with the order determined by lot; and following them, from the second most recent Regional Vice-Chairman from each Region, with the order determined by lot; and following them, from the third most recent Regional Vice-Chairman from each Region, with the order determined by lot. Past officers currently serving on the American Mensa Committee are not eligible to serve on the Hearings Committee, nor are they counted when determining past officeholders for purposes of this section. The Hearings Committee shall be chaired by the least recent Past Chairman 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; or, if none is available, the least recent Treasurer; or, if none is available, the least recent Regional Vice-Chairman, determined by lot if necessary.

(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.

(8) Annual dues may only be changed by the adoption of a motion passed by the American Mensa Committee at two consecutive regular meetings. At the first meeting, the AMC shall adopt a motion in the form "Effective (*date*), the dues rate for single-year memberships shall be $(*amount*) per year" with the date and amount specified. The motion shall be published in the meeting agenda at least 30 days prior to the first meeting, may not be contingent on other conditions, shall specify a date at least 90 days and not more than one year in the future, and shall be accompanied by a description of the financial impact of the motion. At the second regular meeting, held not less than 60 days after publication of the motion as passed at the first regular meeting, an identical motion shall be adopted, provided that it is listed in the meeting agenda published at least 30 days prior to the second meeting. The motion shall not be subject to amendment or modification, shall not be tabled nor referred to committee, and shall not be subject to the provisions of section VII(2)(b).

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. Votes shall be cast by any means legally permissible and in accordance with the election rules adopted by American Mensa, Ltd.'s Election Committee, provided that such method allows participation by all members regardless of their physical location.

(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.

(6) Where provisions of two or more bylaw amendments are adopted which are incompatible, the provision of the amendment receiving the greater number of "yes" votes shall be adopted, and the other(s) not adopted, while retaining all provisions of adopted amendments which are not incompatible.

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 in an Annual Business Meeting 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

(1) American Mensa Ltd. is affiliated with Mensa, an unincorporated international society; with international Mensa's constituent member groups; and with international Mensa's corporate affiliate, Mensa International Ltd. (MIL). American Mensa will contribute to the funding of international Mensa by paying an appropriate portion of its income to MIL in accordance with policies adopted by Mensa's International Board of Directors.

(2) To the extent permitted by law, American Mensa, Ltd. shall act in accord with the provisions of the international Constitution of Mensa and the resolutions of Mensa's International Board of Directors.

(3) Dissolution, voluntary or involuntary, of the corporation shall be governed by the current state of incorporation of American Mensa, Ltd.

(4) American Mensa, Ltd. shall maintain an archive of important documents, including at least these bylaws, resolutions of the Board, minutes of Board meetings and Annual Business Meetings, finances, membership records, election and referenda materials, issues of the journal, contracts, and the corporate Articles of Incorporation.

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, 2009, 2013, 2015, 2017, and 2019.