

AMENDMENT #1

III.C.1.e - CONDITIONS OF MEMBERSHIP

Current text

e. permit their names and addresses to be published in Mensa listings of national or Direct International Members, as authorized by a national Mensa Committee or the Board.

Proposal

That this point is deleted; no replacement text is proposed.

EXPLANATION: This is outdated as a condition of membership. Few, if any, national Mensas enforce it strictly and data privacy is a more sensitive matter today than in earlier times.

National Mensas will still be allowed their own policy regarding what member lists to publish, but will have to accept "opt-out" as a minimum. Many national Mensas are subject to data privacy laws like GDPR, which make paragraphs like this one legally void.

As per legal advice received, the organization's right to process member data is based on what data is necessary to perform the core functions of membership, and not on whether the Constitution demands that members agree to be published.

Statements for:

- Although some members might wish to allow it, it should not be a requirement for membership to be listed with name and address so everyone can see.
- Most countries have significantly strengthened privacy laws as they relate to personal data and it is no longer appropriate for the Mensa Constitution to have any reference to publishing member data.
- The existing wording causes difficulties for national Mensas that wish to give greater protection for personal data, so the bylaws already have had to be amended to give more guidance as to what data can or should be published.

Statements against:

- One of the attractions of membership is to know who other members are and how to contact them.
- The whole point of membership is to connect with other members, and let them connect with you. This should be mandatory.
- The current wording is sufficiently general and gives national Mensa boards the right to not publish member data if they so wish.

AMENDMENT #2

This amendment concerns two separate sections of the Constitution: *III.D – Disputes within Mensa* and *VII.A.1 – Ombudsman*. Because they are related, they are voted on as one single amendment instead of two.

III.D – DISPUTES WITHIN MENSA

Current text

“Members having a dispute with Mensa, with any national Mensa or subdivision thereof, or with another member arising out of Mensa-related activities shall exhaust all avenues of settlement and redress within their national Mensa and the International Organization Mensa before taking the dispute to external authorities. Failure to do so may be considered an act inimical to Mensa.”

Proposed new text

“Members having a dispute with Mensa or with any national Mensa or subdivision thereof, shall exhaust all avenues of settlement and redress within their national Mensa and the International Organization Mensa before taking the dispute to external authorities. Failure to do so may be considered an act inimical to Mensa.”

EXPLANATION: The proposal is to delete these words: “or with another member arising out of Mensa-related activities”.

It makes sense that conflicts between members and Mensa itself, whether a board or a member acting on behalf of Mensa in official capacity, should ideally be resolved without having to resort to litigation or similar external authorities.

It is less clear why Mensa should be involved with conflicts that are purely between two members, even if it arose out of a Mensa-related activity. For cases involving members abusing, stalking, or harassing another member – that should not be viewed as a mere conflict between members, but rather an act inimical to Mensa itself and a violation of the principles of the social organization. In addition, it can also be cause for involving appropriate law enforcement agencies, in which case there should be no misunderstanding that members certainly can do so without having to first exhaust internal avenues. This applies to any criminal act, whether by an individual or by the organization itself.

Statements for:

- If a dispute between two members does not involve Mensa, then there is no reason for Mensa to stop either of them from resolving the conflict how they see fit, including seeking legal action.
- The current wording is problematic, since it could be misinterpreted to mean that a member should not report criminal actions by another member that should be investigated by law enforcement agencies as a matter of urgency.
- Personal disputes between two members should not involve Mensa at all.

Statements against:

- If two members have a dispute because of something that happened at a Mensa gathering, then it may reflect badly on Mensa if they go to court without trying to resolve the matter peacefully first.
- Mensa should demand that members always try to resolve disputes between each other with the help of Mensa's internal mechanisms such as the ombudsman.
- Removing Mensa's help with resolving disputes between members could drive members away.

VII.A.1 – OMBUDSMAN

Current text

“There shall be an International Ombudsman to attempt to resolve disputes at the international level between Direct International Members; between Direct International Members and Mensa; between Direct International Members and a national Mensa; between national Mensas; between a Board member and Mensa; between a member of a national Mensa and a member of another national Mensa; between a member of a national Mensa and Mensa (including disputes in respect of international elections), where all other means of settlement have been exhausted; between a member of a national Mensa and a Direct International Member; between a member and a different national Mensa; and within national Mensas where no Ombudsman exists.”

Proposed new text

“There shall be an International Ombudsman to mediate and attempt to resolve disputes within Mensa at the international level.”

EXPLANATION: The current text is a lengthy enumeration of cases that is easily misunderstood. It can be shortened by removing some and grouping the others into the umbrella term “disputes within Mensa at the international level.”

Member-to-member disputes are not the responsibility of the International Ombudsman to mediate or attempt to resolve, which is also addressed by the amendment to III.D – Disputes within Mensa.

The International Ombudsman should only deal with Mensa disputes at the international level, not disputes involving a national Mensa board and a member of the same national Mensa.

Disputes within a national Mensa cannot in themselves escalate to Mensa International. That being said, Mensa International has a legitimate role in ensuring that national Mensa groups comply with the Constitution of Mensa and the requirements of the International Board of Directors. It may be that the Ombudsman has a role to play in such cases, but this is distinct from a member having a dispute with the national board.

It may also be possible for the International Ombudsman or other international officers to assist national Mensa groups with internal disputes, at their invitation, but this is not the same as Mensa International having authority to resolve international disputes in national Mensas.

Statements for:

- A shorter text is easier to understand with less risk of confusion. If something needs to be clarified in addition to the Constitution, that is what the Bylaws and other subdocuments are for.
- The ombudsman should not be responsible for disputes that are strictly between members, but only disputes that involve Mensa, or subdivisions of Mensa.
- Some of the listed examples of where the ombudsman has a role are open to differing interpretations.

Statements against:

- The current text has less room for interpretation.
- It is good that the ombudsman should resolve disputes also between members.
- Only the International Ombudsman has the authority to resolve disputes between members of different national Mensas.

AMENDMENT #3

This amendment, like amendment #2, also concerns two separate sections of the Constitution: *III.E – Disciplinary action* and *III.F – Good standing*. The proposed amendment to the section on disciplinary action depends in part on whether the amendment to section on good standing passes. For that reason, they are voted on as one single amendment.

III.E - DISCIPLINARY ACTION

Current text

1. Sanctions may be imposed by a national Mensa on any of its members who commits an act inimical to Mensa, provided that a fair and impartial hearing has been made available. Such sanctions may include censure, suspension or removal from office for a specified time, suspension of membership for a specified time, or expulsion from membership.
2. In the event that a national Mensa expels a member and the International Board of Directors receives substantial evidence that the member was denied a fair hearing prior to the expulsion, the Board may offer that member direct international membership.
3. Sanctions may be imposed by the International Board of Directors on any Direct International Member who commits an act inimical to Mensa, provided that a fair and impartial hearing has been made available.

Proposed new text

1. Sanctions may be imposed by a national Mensa on any of its members who commits an act inimical to Mensa. A sanction refers to a specific restriction of a member's rights, removal from office, or expulsion from Mensa altogether.
2. Sanctions may also be imposed by the Board on any member who commits an act inimical to Mensa International. These sanctions include removal or barring from international office, expulsion of Direct International Members, and removal of international good standing of a member of a national Mensa.
3. A member may not be sanctioned without a fair and impartial process.
4. A member whose international good standing has been removed through expulsion or IBD decision is not eligible for membership in another national Mensa. Furthermore, a national Mensa has the right to consider removal of international good standing by the Board a sufficient cause for termination of membership.
5. Disciplinary actions by a national Mensa are final and cannot be overturned by Mensa International. Notwithstanding, the Board may offer Direct International Membership to a member expelled from a national Mensa if there is substantial evidence that the member was denied a fair process prior to the expulsion.

EXPLANATION: The current text is silent on disciplinary actions against Mensa International, or whether the IBD may sanction members of national Mensas. Such authority is assumed in the Bylaws, but lacks precision regarding which body can apply which sanctions.

There can be cases where a member commits an act inimical in relation to Mensa International, and where the national Mensa of that member is not well suited or even capable of imposing a sanction, for example because it may lack the necessary information, or because the act inimical was not aimed at the national Mensa.

Consider also the case where a national Mensa becomes dysfunctional or non-compliant, in a way that makes it hard for its internal error-correcting mechanisms to work. The IBD would then be able to intervene and declare the board members to be without international good standing, effectively derecognizing the national board in the eyes of the IBD.

Already does the IBD have authority to derecognize entire national Mensa. However, this amendment would allow the IBD more precision when dealing with problems in a national Mensa group.

Lastly, the amendment will clarify the delineation between national and international sanctions. The IBD should not be a supreme court that will hear and overturn complaints against sanctions at the national level. National Mensas, on the other hand, can choose whether an international sanction shall take effect also at the national level.

Statements for:

- Since sanctions can have big consequences for an individual member, it is important that there is no ambiguity or misunderstanding as to the effects of sanctions.
- The proposed change adds necessary clarity and properly divides the responsibilities between Mensa International and the national Mensas.
- The proposed changes make clear that Mensa International will have the authority to impose sanctions on any member (not just DIMs) but that the sanctions apply only to international aspects of membership, such as standing for international office.

Statements against:

- The proposed change would prohibit the IBD from expelling national Mensa members or overturning sanctions at the national level.
- The IBD should only be able to sanction DIMs and national Mensas.
- Only national Mensas should be able to sanction their members.

III.F - MEMBER IN GOOD STANDING

Current text

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 a national Mensa or by the International Board of Directors.

Proposed new text

1. A “member in good standing” is a person who has satisfied the criteria of membership, has paid all dues owed, and is not under sanction by their national Mensa, or by Mensa International in the case of Direct International Members.
2. A member in “international good standing” is a member of a national Mensa, or a Direct International Member, whose identity and good standing is verifiable and recognized by Mensa International.
3. A member in international good standing shall have access to international services offered by Mensa and the right to vote, volunteer and stand for international office in Mensa.

4. A member in good standing shall attain international good standing without having to request it.

EXPLANATION: The new version makes explicit the distinction between good standing within a country, and good standing internationally. This distinction is important as the internationally federated society Mensa is composed of independent national groups, while also being considered a single organisation, where membership in any country should, ideally, grant access to Mensa in the whole world.

The words "identity and good standing is verifiable and recognized by Mensa International" means that international good standing, while inherent in membership, depends on two conditions.

Firstly, Mensa International must know who the member is, and only the national Mensa can inform Mensa International of who their members in good standing are. Conversely, only Mensa International can confirm that a particular organization using the Mensa name is indeed a national Mensa.

Secondly, the new version gives the IBD some discretion here whether to recognize that someone is indeed in good standing. The amendment to III.E explicitly allows the IBD to remove a person's international good standing, for acts inimical to Mensa International.

Statements for:

- One very important change is to replace 'who has accepted an offer of membership' with 'who has satisfied the criteria of membership' to eliminate the possibility of members being corruptly given membership.
- It is good to establish that membership in Mensa is membership of a worldwide society.
- Having a clear definition on what good standing means both at the national and the international level makes membership administration easier and sets boundaries.

Statements against:

- Mensa membership should not automatically give you any kind of international access. Mensa is a federation of national Mensas, you're a member in a country, nowhere else.
- Mensa International should not have the right to know who members of a national Mensa are.
- The right to vote comes from being a member of a national Mensa, not whether Mensa International knows who they are.

AMENDMENT #4

IV.B.4 – INTERNATIONAL BOARD OF DIRECTORS – FUNCTIONS AND DUTIES

Current text

“4. The Board shall meet at least once a year and shall adopt its own standing orders.”

Proposed new text

“4. The Board shall meet at least once a year and shall conduct business according to its own standing orders.”

EXPLANATION: The current wording makes it necessary for the IBD to start each meeting with a vote to approve the standing orders. The standing orders, as the word suggests, should rather remain in effect until amended, without a need for a pro forma vote each time.

Statements for:

- It is good to remove unnecessary rules.
- The requirement to adopt the standing orders is unnecessary since, by definition, the standing orders are effective unless amended.

Statements against:

- It is good for the IBD to have a vote every year on its standing orders.
- Having a motion to adopt the standing orders is a reminder that they should be read.

AMENDMENT #5

IV.C.3-4 – INTERNATIONAL ELECTED OFFICERS

Current text

“3. The International Director-Administration shall have overall responsibility for the Mensa International Office; international publications; responses to membership requests and inquiries; procurement of national membership lists; maintenance of international membership lists; distribution of agendas and minutes of Board meetings; and such other duties as may be assigned. The International Director-Administration shall also act as International Secretary.

4. The International Director-Development shall have overall responsibility for direct international membership; membership development in countries which do not yet have recognized national Mensas; membership development assistance to national Mensas upon their request; international public relations; international special-interest groups; and such other duties as may be assigned.”

Proposed new text

“3. The International Director – Administration shall have overall responsibility for the Mensa International Office, international publications and international membership records; and such other duties as may be assigned.

4. The International Director – Development shall have overall responsibility for Direct International Membership; membership development in countries which do not yet have recognized national Mensas and membership development assistance to national Mensas upon their request; and such other duties as may be assigned.”

EXPLANATION: The Constitution is too specific on the exact duties. The elected officers can and should divide their duties according to their individual abilities and inclinations, and the IBD can already specify additional tasks for them. Besides a basic definition of their responsibilities, it is not necessary to list everything.

Statements for:

- The job descriptions are unnecessarily specific. They should be more general in nature and allow for more flexibility to divide responsibilities between persons.
- It is much more efficient to allocate some tasks to the people best suited for them.
- Since there are no formal experience or training requirements for the international elected officers, there is no way of knowing if a particular incumbent has the skills or experience for some of the stated responsibilities.

Statements against:

- It is good that the duties are listed in detail so that everyone can know what is expected of each officer.
- The current allocation of responsibilities has worked up to now, so why change it?

AMENDMENT #6

This amendment would replace the entire chapter X on elections, with a new new text that keeps the basic principles, but is more generally written. The full text of the current version and the proposed new version are presented below.

X – ELECTIONS

Current text

X. ELECTIONS

No person may run for more than one International Elected Officer position simultaneously.

A. CHAIRMAN, INTERNATIONAL DIRECTORS OF ADMINISTRATION AND DEVELOPMENT, AND TREASURER

1. The term of office of the named International Elected Officers is three years, from July 1 following their election until June 30 three years later. They shall be elected by a majority of the votes received during the election period, which shall be April 15 at the latest through May 31 of every third year commencing 2021 (2021, 2024, 2027 . . .), provided that no more than 40 percent of the votes in favour of a candidate come from any one national Mensa or, in the case of Direct International Members any one country, at any stage of the counting.
2. No later than May 1 preceding an election year the Board shall appoint an Election Committee of at least seven members, none of whom shall be a member of the current Board or a candidate for office on the next Board, and shall designate the Committee's Chair. The Election Committee shall be responsible for the conduct of the election; prescribing the format for nominating petitions and the procedure for their submission; preparing ballots and written material in appropriate languages; and selecting professional auditors, accountants, or solicitors, or a similarly independent body, to receive, count, and certify results of the voting. With each ballot there shall be included, at a minimum, the necessary voting instruction; a brief campaign statement by each candidate; and 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 Board, the maximum length of each of which shall have been determined and published by the Committee.
3. The Board shall determine the election rules no later than the date the Election Committee is appointed.
4. The Committee shall cause to be published, no later than November 1 preceding the election, a notice to the members inviting nominations for the offices of International Chairman, International Director-Administration, International Director-Development, and International Treasurer and specifying that nominations must be received by the Committee no later than February 1, what format they shall follow, and where they must be sent.
5. Candidates shall be members in good standing and shall be nominated as follows:
 - a. Members may nominate a candidate or a slate of candidates for any or all offices by submitting the name or names of such candidates to the Election Committee together with nominating petitions signed by at least 100 members in good standing as of January 1 prior to the election;
 - b. National Mensa Committees may nominate a candidate or a slate of candidates for any or all offices by submitting the name or names of such candidates to the Election Committee.

In addition, each candidate must submit written evidence to the Election Committee to accept nominations for a specific position. The petitions and acceptances of nomination shall follow the format prescribed by the Election Committee.

6. Each national Mensa is obliged to publish the invitations to nominate and to send out the ballots in a timely manner. A national Mensa must submit a statement to the Election Committee as to whether a candidate is a member in good standing or not.

7. If there is only one valid nomination for an office, the Election Committee shall declare that candidate elected. The names of all valid nominees for contested offices shall be placed on the ballot, provided they are members in good standing at that time.

8. The ballot shall list the candidates for each office in order determined by lot by the Committee. The Committee shall designate on the ballot those candidates who are running jointly.

9. Each candidate or group of candidates on the ballot may designate a representative to observe the counting of the votes at each location where they may be counted.

10. The Election Committee shall notify the Board and all the candidates of the final tabulation of the votes no later than June 15.

B. INTERNATIONAL DIRECTOR-SMALLER NATIONAL MENSAS

1. The term of office of the named International Elected Officer is three years, from July 1 following his or her election until June 30 three years later. The officer shall be elected by a majority of the votes received during the election period, which shall be April 15 at the latest through May 31 of every third year commencing 2021 (2021, 2024, 2027 . . .),

2. All National Representatives of all national Mensas that are entitled to four or more votes as of February 1 in the year of election shall comprise the Election Committee Smaller National Mensas (SNM) for this position. Members of the Election Committee SNM for this position are not eligible to nominate candidates for International Director-Smaller National Mensas, nor to vote in the election.

3. All members of the Board, other than members of the Election Committee SNM and International Elected Officers, are eligible to nominate candidates. Nominations must be received no later than February 1. Only members of a Full National Mensa with three or fewer votes as of February 1 in the year of election are eligible for this position.

4. If there is only one valid nomination, the Election Committee SNM shall declare that candidate elected. If there is more than one valid nomination, the Election Committee SNM shall prepare a ballot containing the names of all candidates in random order no later than March 1. Each candidate may submit a biographical statement, a campaign statement, and answers to any questions asked of all candidates by the Board for inclusion on the ballot, the maximum length of each of which shall have been determined and published by the Election Committee SNM.

5. All members of the Board, other than members of the Election Committee SNM and International Elected Officers, are eligible to vote.

6. Voting shall occur by May 31.

Proposed new text

X. ELECTIONS

A. GENERAL PRINCIPLES

1. Elections shall be held every three years.
2. The election period shall take place in the second quarter of an election year, and be concluded no later than May 31.
3. The election result shall be presented no later than 3 weeks before the start of the term of office for the new officers. The final tabulation of the votes shall be published to the membership.
4. The term of office of the five International Elected Officers is three years, from July 1 following their election until June 30 three years later.
5. No person may run for more than one International Elected Officer position simultaneously.
6. The Chairman, the International Director – Administration, the International Director – Development, and the Treasurer shall be elected by the membership. The International Director – Smaller National Mensas shall be elected by members of the Board.
7. If there is only one valid nomination for an office, that candidate shall be declared elected. Otherwise, the names of all valid nominees for contested offices shall be placed on a ballot in random order.
8. The officers shall be elected by a majority of the votes received during the election period.

B. CHAIRMAN, INTERNATIONAL DIRECTOR – ADMINISTRATION, INTERNATIONAL DIRECTOR – DEVELOPMENT, AND TREASURER

1. No later than May 1 of the year preceding an election, the Board shall appoint an Election Committee of at least seven members, none of whom shall be a member of the current Board or a candidate for office on the next Board, and shall designate the Committee's Chair.
2. The Board shall determine the election rules no later than the date the Election Committee is appointed.
3. The Election Committee shall be responsible for the conduct of the election in accordance with election rules set by the Board.
4. Each national Mensa must cooperate fully with the election committee and ensure that its members have the opportunity to participate in the international elections as voters and as candidates.
5. A notice of election shall be published to the membership no later than November 1 the year preceding the election. The notice shall include information on how to become a candidate, how to nominate candidates and how to vote. All relevant dates

must be stated, including the deadline for nominations and receipt of candidate materials.

6. Candidates shall be members in international good standing and shall be nominated as follows:

a. Members may nominate candidates for any or all offices by submitting the names of such candidates to the Election Committee together with nominating petitions signed by at least 100 members in international good standing as of January 1 prior to the election;

b. National Mensa Committees may nominate candidates for any or all offices by submitting the name or names of such candidates to the Election Committee. Nominations and petitions shall follow the format prescribed by the Election Committee, in accordance with the election rules.

7. With each ballot there shall be included, at a minimum, the necessary voting instruction and a presentation from each candidate following a format previously established by the Board within the election rules.

8. No more than 40 percent of the votes in favour of a candidate may come from any one national Mensa, or, in the case of Direct International Members any one country, at any stage of the counting.

C. INTERNATIONAL DIRECTOR – SMALLER NATIONAL MENSAS

1. All National Representatives of all national Mensas that are entitled to four or more votes as of March 1 in the year of election shall comprise the Election Committee Smaller National Mensas (SNM) for this position. Members of the Election Committee SNM for this position are not eligible to nominate candidates for International Director-SNM, nor to vote in the election.

2. All members of the Board, other than members of the Election Committee SNM and International Elected Officers, are eligible to nominate candidates. Nominations must be received no later than April 1. Only members of a Full National Mensa with three or fewer votes are eligible to stand for this office.

3. The Board may adopt further rules for the election of the International Director-SNM, no later than March 1 of the election year.

4. Each candidate may submit a presentation for inclusion on the ballot, following a format previously established by the Board within the election rules.

5. All members of the Board, other than members of the Election Committee SNM and International Elected Officers, are eligible to vote.

EXPLANATION: The Constitution is currently very specific on elections. It should state the governing principles and leave practical details to the election rules, which have to be approved for each election by the IBD in any case. At the same time, a clearer structure will make the rules easier to understand.

The intention is not to change the way elections are conducted, but rather to get a better balance

between enduring policy set at the highest level, and procedural details which the IBD should be able to decide for each election.

The reference to candidates running as a slate is removed, as international elections in Mensa are strictly individual, and each position is elected independently of the other positions. This is the case in the current version as well. If a team of candidates is running together, they have every right to say so, but it makes no difference to the election process as members can vote for whichever candidate they want, regardless of any team affiliation.

Statements for:

- It is good to have a simpler set of rules at the Constitutional level, and leave the specifics to the Election Rules that the International Board of Directors have to adopt for each election.
- The Constitution has much too specific detail about the election process. The Constitution should state principles and policy and leave detail that might change from election to election to the election rules.
- Shorter sentences and clearer wording make the rules easier to follow.

Statements against:

- It is unnecessary to change the Constitution if there is no substantial change in principle. This change will make little to no difference in the way elections are carried out.
- Having detail in the Constitution means that each election follows the same guidelines.
- Candidates who are running jointly should keep the right to have this fact written on the ballot itself.

AMENDMENT #7

XII.A – GOVERNING LAW

Current text

“This Constitution shall be construed according to the laws of the State of New York, in the United States of America.”

Proposed new text

“This Constitution shall be construed according to the laws of the place where Mensa International Limited is incorporated.”

EXPLANATION: The reference to using the laws of the state of New York in the United States was inserted for reasons that might have been applicable at the time, but ceased to have any relevance years ago.

At the time of drafting the 1982 Constitution, the national office of American Mensa was situated in New York and was incorporated in New York and this clause was added to protect the interests of American Mensa because, up to that point, the management of Mensa International had been very different and much more UK-centric. There was an international committee of 8 persons that ran the international organization and the International General Council had been based on a United Nations concept, with each national group having one vote, irrespective of size.

The current IBD structure in which each Full National Mensa has representation and votes based on its membership protects the interests of the larger national Mensas and has been in place for many years. This reference to the laws of NY state is at this point confusing and serves no practical purpose.

Statements for:

- This is an outdated clause that adds more confusion than clarity.
- The Constitution already states in a different paragraph that Mensa International Limited is subject to the associated laws and business provisions as published by Companies House, London, UK and the laws of England and Wales.
- There is no logic in having the Mensa Constitution construed in a particular state in the USA when Mensa International has no connection with the state of New York.

Statements against:

- Since Mensa International Limited is a UK registered company, a reference to the laws of the state of New York in the USA serves as a symbolic counter-balance to avoid making Mensa too UK-centric.
- American Mensa is the largest national Mensa, so the Constitution should reference US laws.