

MINNESOTA ARCHERS ALLIANCE (MAA)

By-Laws

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“Minnesota Archers Alliance is dedicated to making opportunities available to all archers by promoting, educating and unifying Archers from all archery disciplines.”

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ARTICLE 1 SCOPE

These By-Laws shall govern all actions of the Executive Board in its management and governance of the MAA. Any matter not directly covered by the By-Laws shall be governed by the Minnesota Nonprofit Corporation Act.

In addition, the MAA references the Constitutions of the NFAA and the NAA as guidelines. If conflict ever arises between the By-Laws, Minnesota Statute, and the NFAA and NAA Constitutions, the Executive Board will resolve the issue by a simple majority vote as quickly as possible. The vote may be in person, via mail, telephone, internet or other electronic communication or combination of methods.

ARTICLE 2 VOTING RIGHTS OF MEMBERS

Membership in the MAA does not give voting rights to the member except as specifically stated in the By-Laws in Articles 4, 6, 13 and 14.

ARTICLE 3 MANAGEMENT OF THE ORGANIZATION

The Executive Board manages all aspects of the operation of the MAA. The Executive Board shall consist of eleven (11) members, nine of which shall be elected by the members at the annual meeting, the remaining two members shall be appointed by the President and approved by a majority vote of the elected Executive Board members.

Officers of the Executive Board are:

- President
- Secretary
- NFAA Vice President
- NAA Vice President
- Public Relations Chairperson
- Membership Chairperson
- Pro-Shooters Chairperson
- Minnesota Archery in the Schools Chairperson
- Fundraising Chairperson
- Editor
- Webmaster

A) Elected Executive Board members shall serve a term of three years from their date of election except for the NFAA Vice President whose term will run concurrent with his position as NFAA Director, or until the first annual meeting after the third year of their election, except for the initial Executive Board. The terms of the Executive Board are as follows:

1. President serves through 2008
2. Secretary through 2007
3. NFAA Vice President through 2007
4. NAA Vice President through 2006

5. Public Relations Chair through 2006
 6. Membership Chair through 2007
 7. Pro-Shooters Chair 2008
 8. Minnesota Archery in the Schools Chair through 2006
 9. Fundraising Chair through 2008
 10. Editor – 2008 (Appointed by Executive Board)
 11. Webmaster – 2006 (Appointed by Executive Board)
- B) Appointed Executive Board members shall serve a term of three (3) years concurrent with the President that appointed them.
- C) The Executive Board may create additional appointed Executive Board positions not to exceed a total of eleven (11) Executive Board members by a vote of the majority of the Executive Board.
- D) Executive Board members must be NFAA and/or NAA members, and an MAA member.
- E) Executive Board members are encouraged and expected to attend all board meetings and MAA sanctioned tournaments. Executive Board members are required to attend the Annual Meeting.

ARTICLE 4 ELECTION OF CERTAIN OFFICERS

The President, Secretary, NFAA Vice President, NAA Vice President, Pro-Shooters Chair, Minnesota Archery in the Schools Chair, Membership Chair, Public Relations Chair and the Fundraising Chair shall be elected by a vote of a quorum of the membership at the Annual Meeting. At each Annual Meeting at least two positions on the Executive Board shall come for vote as dictated by Article 3(A).

Nominations shall not be required. Any member desiring to run for office is entitled to be placed on the ballot if he/she meets the requirements for service on the Executive Board as defined in Article 3 and submits their intention to run for office no later than forty-five (45) days before the date of the annual meeting.

In the event more than two (2) members run for a specific office, and a majority of the quorum is not garnered by any candidate, the two candidates with the most votes will engage in a run-off election to be held immediately.

The method of voting shall be by printed-paper ballot and mail ballot as directed by the Executive Board. A mail ballot must be received at least two days prior to the annual meeting, and must be notarized by a public notary. Members voting by mail shall be counted in the determination of the quorum only as it relates to the election.

In the event a run-off election is necessary, the election shall be conducted written ballot.

Voting by proxy is not permitted.

ARTICLE 5 APPOINTMENT OF CERTAIN OFFICERS

The President shall appoint the Editor and Webmaster at the first meeting of the Executive Board after the annual meeting. These appointments shall be approved by a majority vote of the elected members of the Executive Board.

ARTICLE 6 REMOVAL OF OFFICERS

An Executive Officer may be removed from office in the following manners:

- A. Executive Board Action – The Executive Board may remove an elected Executive Board member for cause by majority vote of the Executive Board. The President may then appoint a replacement to serve until the next annual meeting, subject to the approval of a majority vote of the Executive Board. The elected officer position will be placed on the ballot for the next annual meeting for member voting to serve the remainder of the removed officer's term.

An appointed member of the Executive Board may be removed without cause by a majority vote of the Executive Board. The President shall then appoint a replacement subject to approval by a majority of the Executive Board.

- B. Membership – The membership can institute an action for the removal of any Executive Board member by presenting a petition to the Executive Board signed by at least 10% percent of the membership, or fifty members, whichever is less. Once presented, the Executive Board will schedule a special meeting, not less than forty-five (45) days after presentation, for a vote by the membership. A quorum of the membership must be present for removal.

ARTICLE 7 AUDIT COMMITTEE; COMMITTEES

The Audit Committee shall be a standing committee that shall be appointed by the President at each Annual Meeting. The Committee shall consist of the Treasurer and two members that do not hold positions on the Executive Board. The members appointed to the committee shall be approved by a majority of the Executive Board. The duties and responsibilities of the Committee shall be established by the Executive Board.

The President is authorized to establish any other committee he/she deems necessary for the governance of the MAA, subject to a majority vote of a quorum of the Executive Board. All appointments to a committee must be approved by a majority vote of a quorum of the Executive Board, and all functions, duties, and responsibilities of the committee, shall be established by the Executive Board.

ARTICLE 8 ANNUAL MEETING

The MAA shall hold an annual meeting open to all members before February 1, of each year at a location designated by the Executive Board. Notice of the date, time, and location of the annual meeting shall be mailed or e-mailed to all members at least thirty (30) days prior to the meeting. The agenda and mail ballots will be included with this notice. Any member may request an issue be addressed by the Executive Board. However, the request must be received at least fifteen (15) days prior to the meeting, and will be addressed only in open forum by the Executive Board. If a member desires an issue be placed on the agenda, it must be received no later than December 1, prior to the next annual meeting.

ARTICLE 9 QUARTERLY MEETING OF EXECUTIVE BOARD

The MAA Executive Board shall meet quarterly or a minimum of four (4) times a year to ensure the proper governance of the MAA. This meeting may be held by any means permitted by statute.

Any member that wishes to place an issue before the Executive Board may do so by submitting the request in writing to the Executive Board prior to the first day of the month.

Any regularly scheduled meeting of the Executive Board is an open meeting. However, any member wishing to submit an agenda item must submit a request to the President 15 days prior to the meeting. If a request is properly made, it will not be denied.

Minutes of any Executive Board meeting will be made available to a member upon written request.

ARTICLE 10 SPECIAL MEETINGS

The Executive Board can authorize a special meeting of the entire membership upon a vote of seventy percent (70%) of the sitting Executive Board Members. The Executive Board may do this for any reason. Notice must be mailed to all members at least fifteen (15) days before the scheduled special meeting.

The membership may require the calling of a special meeting by presenting the Executive Board with a petition signed by at least ten percent (10%) of MAA members or fifty (50) members, whichever is less. The reason for the calling of the meeting must be specifically identified in the Petition. Upon receipt of the petition, notice must be mailed to all members at least fifteen (15) days before the scheduled meeting.

ARTICLE 11 QUORUM

At the annual meeting, and any special meeting, a quorum shall consist of at least ten percent (10%) of the voting members and the entire Executive Board.

At the Monthly Meeting of the Executive Board, a quorum shall consist of at least seven (7) of the members of the Executive Board.

ARTICLE 12 RULES AND REGULATIONS

The Executive Board may adopt all Rules and Regulations it deems necessary to promote the mission of the MAA, including, but not limited to, Rules and Regulations relating to:

1. Job Descriptions of Executive Board,
2. Fees and Dues,
3. National Membership Requirements,
4. Types of Tournaments,
5. Tournament Fees, and
6. Awards.

All Rules and Regulations will be posted on the MAA web-site and notice shall be given to all members upon adoption or change in the Rules and Regulations.

ARTICLE 13 MODIFICATION OF ARTICLES OF INCORPORATION

The Articles of Incorporation shall only be changed upon recommendation of the Executive Board and a majority vote of a quorum of the membership at the Annual Meeting.

ARTICLE 14 MODIFICATION OF BY-LAWS

The By-Laws shall only be modified upon recommendation of the Executive Board and a majority vote of a quorum of the membership at the Annual Meeting.