



# MINNESOTA STATE ARCHERY ASSOCIATION, INC. BY-LAWS

(LAST CHANGE DATE: 1/13/24 – SEE CHANGE LOG)

ARTICLE I. NAME AND LOCATION .....	2
ARTICLE II. ANNUAL OR SPECIAL MEETINGS.....	2
ARTICLE III. MANAGEMENT OF THE CORPORATION .....	2
ARTICLE IV. OFFICERS, THEIR DUTIES AND TERMS OF OFFICE.....	3
ARTICLE V. BOARD OF DIRECTORS, THEIR DUTIES AND TERMS OF OFFICE.....	5
ARTICLE VI. POLICY COMMITTEE, ITS MEMBERS AND DUTIES .....	6
ARTICLE VII. MEMBERSHIP VOTING .....	7
ARTICLE VIII. BANKING .....	7
ARTICLE IX. MEMBERSHIP.....	8
ARTICLE X. CLUB AND PRO SHOP AFFILIATION.....	8
ARTICLE XI. AMENDMENTS.....	9
ARTICLE XII. CHAIRPERSONS.....	9
ARTICLE XIII. WEBMASTER.....	10

## ARTICLE I. NAME AND LOCATION

Section 1. The Name of this corporation shall be Minnesota State Archery Association, Incorporated.

Section 2. Its principal office shall be located at the presiding Secretary's address.

Section 3. Any matter not directly covered by the By-Laws shall be governed by the MN Non-Profit Act.

## ARTICLE II. ANNUAL OR SPECIAL MEETINGS

Section 1. The annual meeting of the Officers and Board of Directors shall be held no later than the 15th day of February in each year at the registered office of the corporation or at such other place as may be designated by the Board of Directors and Officers. The annual meeting shall also be known as the policy meeting.

Section 2. A special meeting of the Officers and Board of Directors may be held at a place (physical or virtual) and may be called at any time by the President, and in his absence, by the Vice President. It shall be the duty of the President, or the Vice President, to call such meeting when so requested by any three (3) Directors or more of the voting power of the corporation.

Section 3. Notice of the time and place of all annual and/or special meetings shall be mailed or emailed (when possible) by the Secretary to each Officer and MSAA Board member at last known address of said person as the same appears on the books of the corporation at least fifteen (15) days before the date of all annual and/or special meetings.

Section 4. The President, or in his absence, the Indoor Vice-President, shall preside at all such meetings.

Section 5. A quorum for the transaction of business at any regular or special meeting shall consist of those Officers and members of the Board of Directors present.

Section 6. At every such meeting each Officer and member of the Board of Directors shall be entitled to cast one (1) vote in his name, which vote may be cast by him either in person or by proxy or by mail-in vote. All proxies shall be in writing and filed with the Secretary and so entered of record in the minutes of the meeting. Each eligible position shall have one vote unless otherwise denoted in either the By-Laws or Constitution of the organization. The age of the proxy recipient at the Directors meeting shall be a minimum of 18 years of age.

Section 7. Chairpersons (consisting of Bowfish Chair, Awards Chair, Recordskeeper and the Conservation Chair) shall be entitled to cast one (1) vote in their name at all regular and special meetings of the Corporation.

## ARTICLE III. MANAGEMENT OF THE CORPORATION

The Officers and the Board of Directors shall manage the business and property of the corporation. The Board of Directors shall be elected as provided in Article IV.

# ARTICLE IV. OFFICERS, THEIR DUTIES AND TERMS OF OFFICE

## Section 1. Officers of the MSAA shall be:

- A. President - to be elected by the Policy Committee for a term of two (2) years.
- B. Indoor Vice-President - to be elected by the Policy Committee for a term of two (2) years.
- C. Outdoor Vice President - to be elected by the Policy Committee for a term of two (2) years.
- D. Bowhunter Vice President - to be elected by the Policy Committee for a term of two (2) years.
- E. Secretary - to be appointed by the President, approved by the Board, for a term of two (2) years.
- F. Treasurer - to be appointed by the President, approved by the Board, for a term of two (2) years.
- G. The President and Outdoor Vice-President shall be elected in odd numbered years. The Indoor Vice- President and Bowhunter Vice President shall be elected in even numbered years.
- H. All elected officer's terms shall become effective the day following their election.
- I. All nominations for elected officers to end 30 days before the Policy meeting in January (4/19/97).
- J. Elections shall take place at the annual meeting, also known as the policy meeting and shall be conducted according to Roberts Rules of Order.

## Section 2. Duties of Officers:

- A. The President shall:
  - 1. Be the Chief Executive Officer of the MSAA and shall preside at all meetings of the Board of Directors, Policy Committee, and all other Special Meetings.
  - 2. Conduct meetings in accordance with Roberts Rules of Order. The rules contained in Robert's Rules of Order shall govern the association in all cases to which they are applicable, and in which they are not inconsistent with the bylaws of the association.
  - 3. Appoint standing and special committees with the approval of the Board of Directors.
  - 4. Conduct the affairs of the MSAA in an orderly manner.
  - 5. Maintain a record of MSAA capital equipment.
    - a) Update the record when new capital equipment is purchased and at end of life made obsolete.
    - b) Include in their report made to the annual policy meeting the state of the capital equipment inventory based upon the record and submit the record then to be included in the meeting minutes.
    - c) The report shall be used for tax reporting purposes. Include in the report:
      - (1) Equipment name (i.e. bale(s), trailer, computer, etc.)
      - (2) Quantity
      - (3) Date of last purchase
      - (4) Date of obsolescence
      - (5) Last purchase price
      - (6) Current value considering depreciation
      - (7) Expensed as (i.e. tournament, transportation, office, etc.)
      - (8) Intended purpose
      - (9) Regular storage location
      - (10) Name of caretaker.
- B. The Indoor Vice-President shall:
  - 1. Be the presiding officer in the absence of the President.
  - 2. Be Chairperson of the Official Indoor Championship Tournament.
- C. The Outdoor Vice President shall:
  - 1. Represent the MSAA on all matters that the NAA might request.
  - 2. Be Chairperson of the Official Field Championship Tournament.
  - 3. Be chairperson of the Official Target Championship Tournament.
  - 4. Be chairperson of the Official FITA Championship Tournament.
  - 5. Is chairperson and responsible for handling all correspondence relating to the MSAA Mail

Matches.

D. The Bowhunter Vice President shall:

1. Establish proper contact with conservation authorities.
2. Disseminate to all clubs, information concerning bowhunting legislation, pending or taken.
3. Be chairperson of the Official State 3-D Championship.

E. Secretary shall:

1. Receive all memberships and issue membership cards for same.
2. Issue warrants to the Treasurer for disbursement of all monies in accordance with the direction of the Board of Directors or President.
3. Receive and process all mail-in votes of the Board of Directors or Policy Committee.
4. Prepare, print and mail or email (when applicable) all newsletters in the absence of an editor. Under this circumstance, the Secretary would receive the editor's salary.
5. Maintain the MSAA's membership mailing list.
6. Take and type all minutes of official MSAA meetings.
7. Mail or email (when possible) all minutes and meeting agenda's to Board of Directors and Club Presidents.

F. Treasurer shall:

1. Distribute all monies as directed by the Secretary.
2. Receive all monies and deposit them in a depository approved by the Board of Directors at regular intervals.
3. Prepare Treasurer's Report to be presented at each Board of Directors meeting and Policy Committee meeting.

G. Removal of Officers:

1. Any elected officer may be removed from office by the Policy Committee. The resolution to remove any elected officer must be approved by a two-thirds majority vote of the policy committee.
2. Any appointed officer may be removed from office by the Board. The resolution to remove any appointed officer must be approved by a two-thirds majority vote of the board.
3. The officer being considered for removal shall have the opportunity to present a defense against any and all charges prior to the vote for his/her removal. If removal from office is decided, a replacement shall be appointed at that time to complete the remainder of the term. Charges to remove any officer may be filed by any officer or elected representative of the association.

H. Suspension of Officers:

After charges are preferred against an elected officer, he/she shall be relieved of his duties until his/her case is disposed of. The board shall have the ability to appoint a replacement until the case is determined if deemed necessary.

# ARTICLE V. BOARD OF DIRECTORS, THEIR DUTIES AND TERMS OF OFFICE

Section 1. The Board of Directors shall consist of the MSAA President, Vice Presidents, Secretary, Treasurer, Chairpersons as described in Article XII and up to seventeen (17) elected Governors from areas apportioned on a membership basis. A quorum of the Board shall be those members attending a properly called meeting or those responding to a mail vote.

A. The MSAA President shall be presiding officer at all Board meetings and shall have no vote except in the case of breaking a tie vote.

B. Other Non-voting members of the Board of Directors shall consist of the Secretary and Treasurer.

Section 2. Duties of the Board of Directors:

A. The Board of Directors, being the fully constituted governing body of the MSAA shall be responsible to the collective membership of the MSAA for the following functions:

1. Reviewing and voting upon all proposed changes in MSAA By-Laws and rules and regulations.
2. Conducting deliberations in accordance with Roberts Rules of Order, whether in a regularly called meeting or in a meeting by mail. The rules contained in Robert's Rules of Order shall govern the association in all cases to which they are applicable, and in which they are not inconsistent with the bylaws of the association.
3. Establishing fees, dues and other sources of revenue required to defray operating expenses.
4. Filling any vacancy in any elective office of the MSAA, which shall be for the unexpired term of the office.
5. The members of the Board of Directors shall serve without salary from the MSAA except the President, Secretary, Treasurer, Arrow Editor and Webmaster. Travel expenses to regularly called meetings are authorized as ratified by the Board.
6. The Board of Directors shall select the dates of the Championship Tournaments.
7. If, for any reason, the Policy Committee fails to select a site for the Championship Tournaments, or if a change must be made in a selected site, it shall be the responsibility of the Board of Directors to find a site for said tournament.
8. The Board of Directors shall approve rounds to be shot at State Championship Tournaments on an annual basis as recommended by the appropriate committee or Vice President.
9. The Board of Directors shall be responsible for all entries in a Policy Handbook, which shall include, but not be limited to, official rules on how to run various state championships.

B. Duties of Governors:

1. Governors shall be fully empowered to act for those members who they represent on all issues presented before the Board
2. Represent and promote the MSAA
3. Actively communicate with represented Clubs/Pro-Shops on MSAA activities and updates
4. Attend MSAA events hosted by represented affiliates, including assisting in the awards presentation
5. Participate in the MSAA Tournament committee as appointed
6. In the absence of the appropriate Vice President, the Governor of the host club/pro shop shall co-chair appropriate tournaments
7. Attend MSAA board meetings
8. As a member of the MSAA Board of Directors, shall have one (1) vote in their name, which vote may be cast by him/her either in person or by proxy or by mail-in vote.

Section 3. Meetings:

A. The Board of Directors shall meet at a time and place designated by the President or at a time and place designated by the Board at a previous meeting, and shall have a minimum of three (3) meetings annually.

B. Minutes of each meeting shall be distributed to each member of the board within ten (10) days after the meeting and shall be published in the next newsletter. Copies of the minutes shall also be distributed to each affiliated Club President.

- C. Any three (3) Governors can call a meeting of the Board of Directors upon application to the Secretary and notice shall be given in the usual manner.
- D. Notice of a Board of Directors meeting shall be given fifteen (15) days in advance of said meeting.

#### Section 4. Election:

- A. The MSAA President or his/her designate shall conduct the election of a Governor by the membership of a designated area before the end of the elected term of said Governor.
- B. The term of office for MSAA Governors shall be for a period of two (2) years, which 50% of the Governors being elected each year. The Governor shall attend all meetings of the Board of Directors. If a Governor fails to attend two (2) meetings, without a designated proxy in attendance for him, during his term of office, he can be relieved and the President shall notify the Club(s) being represented by that Governor to appoint or elect a new Governor to complete the term.
- C. The Board of Directors has the ability to appoint one or more Governor's at Large positions.
- D. The Governor shall take office June 1st or as per vacancy.

#### Section 5. Removal from Office

Governors may be removed from office for cause by action of the clubs within his/her section provided the removal is approved by a two-thirds majority vote. The Governor being considered for removal shall have the opportunity for rebuttal against any and all charges leveled against him/her.

## ARTICLE VI. POLICY COMMITTEE, ITS MEMBERS AND DUTIES

Section 1. The Policy Committee shall consist of one representative from each affiliated club that is qualified according to Article VI, Section 2 (either Club President or someone designated by him), the Board of Directors, the MSAA President, Vice Presidents, Secretary, and Treasurer.

Section 2. 100% affiliated clubs shall have one (1) vote if they have a minimum of ten (10) members. 100% affiliated clubs shall have two (2) votes if they have more than one hundred (100) members. Associate affiliated clubs shall have one (1) vote if they have ten (10) or more members who are also MSAA members. Pro-shop affiliates shall have no vote. Policy Meeting votes shall be calculated based upon affiliation and MSAA membership standing in the year preceding that in which the Policy Meeting itself is held.

Section 3. The MSAA President shall be the presiding officer and shall have no vote, except to break a tie vote.

Section 4. The Secretary and the Treasurer shall have no vote.

Section 5. The Policy Committee shall have the following duties and powers:

- A. Elect the MSAA President and three (3) Vice Presidents.
- B. Select the sites of the Championship Tournaments.
- C. Make recommendations to the Board of Directors for revisions of the By-Laws as may be advisable.
- D. The method of voting in elections and for tournament sites shall be by paper ballot.

Section 6. The Policy Committee shall meet at least annually no later than February 15<sup>th</sup> and this shall take place at the annual meeting, which is also known as the policy meeting (1/03/04).

## Section 7. Voting by Proxy

- A. Proxies voting in the absence of MSAA Governors must meet three requirements:
  - 1. Must be a member of the MSAA.
  - 2. Must be a member of one of the Archery Clubs or a member at large that is associated with that Governor's area.
  - 3. File an appointment of proxy (either written and signed by the Governor, telephonic or via authenticated electronic communication) with the Secretary of the Corporation prior to the beginning of the meeting at which the appointment is to be effective.
- B. Proxies voting in the absence of a MSAA Archery Club President must meet three requirements:
  - 1. Must be a member of the MSAA.
  - 2. Must be a member of that Archery Club.
  - 3. File an appointment of proxy (either written and signed by the Club President, telephonic or via authenticated electronic communication) with the Secretary of the Corporation prior to the beginning of the meeting at which the appointment is to be effective.

# ARTICLE VII. MEMBERSHIP VOTING

Matters that may come before the Association at any time may be submitted to the membership in a vote taken by mail or email (when possible). Determination of matters to be submitted to the membership shall be made by the Board of Directors. A question so submitted shall be decided by the majority of the members voting and shall be binding upon the Association.

# ARTICLE VIII. BANKING

The funds of the corporation shall be deposited in such bank or trust company as the Board of Directors shall designate and shall be withdrawn only upon the check or order of the Treasurer or President pursuant to the following authorization.

Section 1. The Treasurer shall establish and maintain the following accounts and investments: General Fund (checking), Reserve Fund (savings), and Investment Fund (investment),

Section 2. The Treasurer shall write no checks without warrant from the Secretary or direction from the President or Board Directors, except for checks up to \$100 for operating expenses incurred and expenses of Officers or Board of Directors.

Section 3. During the period between Board of Directors meetings the President may approve money expenditures for accumulated expenses up to a limit of five hundred dollars (\$500). The Board of Directors must approve any additional expenditure that would cause the limit to be exceeded.

Section 4. These restrictions designated in sections (1) and (2) shall apply only to general operating expenses and not include awards purchases approved by the awards committee and/or big game awards committee, annual financial audit, insurance, salaries, Minnesota Arrow printing and mailing, meeting room expense, license, equipment storage or payments made that fall under an MSAA Funds spending limit.

Section 6. Phone, postage and other necessary expenses incurred in the performance of their duties is also authorized. Itemized statements of such expenditures must be submitted to and ratified by the Board of Directors at any regular meeting prior to payment. Such itemized statement shall also include a signed statement specifying how and why said expenses were incurred.

Section 7. Each year \$2000.00 will be transferred from the General Fund to the Reserve Fund before February 1.

Section 8. Any monies to be spent in excess of \$1000.00 must be on the agenda at least 15 days before a scheduled meeting of the MSAA Board of Directors or Policy Meeting, in order to be voted on. If the expenditure is approved, the monies cannot be spent for 30 days after the vote to allow absent members the opportunity to view the decision.

Section 9. A minimum of one dollar per shooter from the MSAA Regional event will be donated to the Camp Ripley Youth Hunt at the discretion of the Board.

Section 10. Interest earned on the Investment Fund shall be placed into the Reserve Fund before February 1.

## ARTICLE IX. MEMBERSHIP

Section 1. There shall be five classes of membership: Honorary, Active, Associate, Life and Junior.

A. HONORARY MEMBERSHIP: With exemption from regular fees and dues, may be granted for exceptional merit and service, upon approval by a majority vote of the Board of Directors, taken in the regular manner.

B. ACTIVE MEMBERSHIP: Shall be granted to any individual upon application and payment of regular fees and dues. Out of state residents who are members of the MSAA shall register in the out of state division in all State Championship Tournaments, unless they belong to an Affiliated Club of the MSAA.

C. ASSOCIATE MEMBERSHIP: Is for those members family who have joined at a reduced rate. These members have the same rights and privileges as an active member except that no magazine or other mailings shall be made to these members. Members must be a minimum of 18 years of age to have voting rights.

D. LIFE MEMBERSHIP: Shall be granted to any individual upon application and payment of the life member fees and dues.

E. The Board of Directors may suspend or expel any individual member for court convictions or violation of Federal and/or State game laws, misconduct, poor sportsmanship and/or failure to abide by the rules and regulations of the MSAA. Action to expel or suspend any individual member shall be initiated in writing and submitted to the MSAA President and Board of Directors. The member so charged must be accorded an opportunity to answer to the charges. No individual member shall be reinstated except upon appeal and approval by the Board of Directors.

F. JUNIOR MEMBERSHIP: Individuals who are 14 years of age or younger and who have no immediate family who are members of the MSAA may join at a reduced "Junior" rate. These members have the same rights and privileges as active members, except that this is a non-voting membership.

## ARTICLE X. CLUB AND PRO SHOP AFFILIATION

Section 1. Club affiliation shall be granted to any club that supports the principles and abides by the rules, regulations, procedures and policies of the MSAA upon payment of the proper fees and dues established by the MSAA.

Section 2. There are three levels of affiliation: 100%, Associate, and Pro-shop.

Section 3. Conditions of Club Affiliation, in order to be granted affiliation in the MSAA, as club must:

A. Have a Constitution and By-Laws, which promotes the sport of archery.

B. Pay individual membership dues.

C. Send a representative to the Annual Policy Meeting to act for the club that is qualified according to Article VI, Section 2 on any and all issues.

D. Agree not to hold any tournament on same date(s) as any State Championship Tournament with the



exception of the State FITA or the State Bowfishing tournament.

E. A 100% affiliated club shall have all of its members also be MSAA members. An Associate affiliated club shall have a minimum of ten (10) of its members also be MSAA members unless the club has fewer than 20 members than at least one-half (1/2) of its members shall also be MSAA members with a minimum number of 5. Pro-shop affiliates shall have their owner/manager also be an MSAA member. Each type of affiliation shall pay an annual charter fee.

## ARTICLE XI. AMENDMENTS

Amendments of these By-Laws may be made by a two-thirds vote of the Board of Directors present at any meeting when the proposed amendment has been set out in the notice of such meeting and has been published in the MSAA Newsletter prior to the meeting.

## ARTICLE XII. CHAIRPERSONS

Section 1. The chairperson positions shall consist of the Recordskeeper, Awards, Big Game, Bowfish, Conservation, and Promotions.

- A. The Board of Directors must approve all chair positions.
- B. Chair positions are voting positions (*see Article II Section 7*).
- C. These positions will be two-year terms, at which time the Board of Directors could renew them.
- D. If a chairperson is deemed lacking in his/her duties or is inactive, the Board of Directors can appoint a replacement for the remainder of his/her term.

Section 2. Duties of Chairpersons:

- A. The Recordskeeper shall:
  - 1. Keep all state records in a digital format and see that certificates are available at the state indoor and see that they are sent to the secretary after the indoor.
- B. The Awards Chair shall be responsible for obtaining all awards for MSAA events:
  - 1. Indoor Championship.
  - 2. State FITA.
  - 3. State Target.
  - 4. State Field.
  - 5. State Bowfishing Tournament.
  - 6. State 3-D Championship.
  - 7. 50-meter
  - 8. Traveling trophies.
  - 9. Special Awards.
  - 10. Club of the Year,
- C. The Big Game Chair shall:
  - 1. Be chairperson of the Big Game Awards Committee.
  - 2. See that all policies of the MSAA Big Game Awards are enforced.
  - 3. See that Big Game Award winners are published in the Minnesota Arrow.
- D. The Bowfishing Chair shall:
  - 1. Be chairperson for all MSAA Bowfishing tournaments.
  - 2. Represent the MSAA on all bowfishing matters.
  - 3. Be chairperson to any bowfishing committee.
  - 4. Disseminate to all clubs information concerning bowfishing.

E. The Promotions Chair shall:

1. Propose style and design for apparel and sundry items that feature the MSAA logo to the MSAA Board of Directors.
2. Present cost quotations for approved apparel and sundry items to the MSAA Board of Directors.
3. Procure apparel and sundry items in style, design, and quantity approved by the MSAA Board of Directors.
4. Include in their meeting report a spreadsheet that balances beginning inventory, items purchased, items sold, items gifted, and items lost, with expenses and receipts.
5. Any items requested because of an unavailable or custom status shall be pre-paid by the customer before they can be ordered.

## ARTICLE XIII. WEBMASTER

Section 1. The Webmaster shall maintain and update the official website of the MSAA: [www.mnarchery.com](http://www.mnarchery.com) and [www.mnarchery.org](http://www.mnarchery.org).

- A. The Webmaster is an appointed position by the Board of Directors.
- B. This is a voting position.
- C. This is a two-year term of office at the end of which this term can be renewed by the Board of Directors.
- D. If the Webmaster is deemed lacking in his/her duties or is inactive, the Board of Directors can appoint a replacement for the remainder of the term.

Section 2. Duties of the MSAA Webmaster.

- A. Maintain the website with current MSAA forms and information.
- B. Determine any fees for advertising and website links and have them approved by Board of Directors.
- C. Work closely with the MSAA secretary and records keeper to ensure accuracy of the website.
- D. Perform other duties as directed by the Board of Directors.

## MSAA BYLAW CHANGE LOG

Changes to the Bylaws shall be appended here and this log shall remain attached to the Bylaws. Before making any changes to the Bylaws archive the Bylaws in both paper hard copy and electronic forms. Once changes have been made the LAST CHANGE DATE field on the cover page of the changed Bylaws will be updated with the last change date as indicated here.

CHANGE DATE (mm/dd/yyyy)	TYPE OF CHANGE Addition, Deletion, Revision	SECTIONS THAT WERE CHANGED			BY Name
		Major	Minor	Section	
1/14/2007	Addition	Article XII	Section 1	"Promotions"	T. Rose
1/14/2007	Addition	Article XII	Section 2	E	T. Rose
1/14/2007	Change	Article XII	Section 2	D.3	T. Rose
1/14/2008	See Mtg. Minutes	Various	Various	Various	T. Rose
6/08/2008	See Mtg. Minutes	Various	Various	Various	T. Rose
2/12/2010	See Mtg. Minutes	Various	Various	Various	D. Beuchner
1/20/2015	See Mtg. Minutes	Various	Various	Various	T. Rose
1/9/16	See Mtg. Minutes	Section V	Section 2	Section 1	C. Irlbeck
1/14/17	See Mtg. Minutes	Article VIII	Section 5	Banking	C. Irlbeck
1/13/18	No Changes				C. Irlbeck
1/15/23	See Mtg. Minutes	Various	Various	Various	J. Anderson
1/13/24	See Mtg. Minutes	Various	Various	Various	J. Anderson