

TWIN CITIES MARINE AQUARIUM SOCIETY

BYLAWS

Adopted: April 21, 2008

ARTICLE I MEMBERSHIP

1.1 Becoming a Member

Membership is obtained by:

- (a) attending a TCMAS sponsored event and providing the information required on the sign in sheet; or
- (b) majority vote of the board of directors.

1.2 Lapse of Membership

A member must attend and provide the information required on the sign in sheet at 2 TCMAS sponsored events every 12 months or their membership is terminated. This does not apply to a lifetime membership.

1.3 Lifetime Membership

A lifetime membership is granted to any member who hosts a TCMAS sponsored event or serves as an officer. The Board of Directors may also grant lifetime memberships at its discretion by a majority vote. A lifetime membership lasts for the natural life of the member, subject to the termination provisions of section 1.4.

1.4 Termination of Membership

Membership and lifetime memberships may be terminated by:

- (a) a majority vote of the Board of Directors

The Board of Directors must notify the member it is considering this action and allow 14 days for the member to provide a written statement. No hearing oral or otherwise is required. Notification is considered sufficient if:

- (1) notification is submitted to the email address or phone number submitted on the required sign in sheet, or to the last known update of this information by the member;
- (2) actual notification; or
- (3) if no email address or phone number was provided by the member, no notification is required.

or,

- (b) a 75% vote at a business meeting. No prior notification is required and the member need not be present.

1.5 Voting Rights

A member has voting rights if they have been a member for a minimum of six months and attended a TCMAS sponsored event within the last six months provided that at least two have been held.

The Board of Directors may override the meeting attendance requirement with a 75% vote.

A lifetime member always has voting rights.

1.6 Dues

There are no dues for membership.

1.7 Existing Memberships

Current lifetime and regular memberships recognized by the existing presidents of the unincorporated TCMAS organization are hereby recognized as memberships type in the currently incorporated Twin Cities Marine Aquarium Society, subject to the same membership requirements set forth above.

ARTICLE II BUSINESS MEETING

2.1 Annual Meeting

There is an annual business meeting.

2.2 Additional Meetings

Additional business meetings may be called by the President or by the Secretary at the request of either two members of the Board of Directors or 20 members-at-large.

2.3 Notice

The time place and purpose of a business meeting must be provided to the membership at least 14 days prior to the meeting. This requirement can be met by mail, e-mail, web posting, forum posting, or other method adopted by the Board of Directors. Notice is waived if a member does not provide the required contact information.

ARTICLE III
BOARD OF DIRECTORS/OFFICERS

3.1 Board Composition

The Board of Directors is composed of 5 members: the President, the Secretary, the Treasurer, and 2 Directors.

3.2 Election of Directors/Officers

Directors and Officers are elected by a majority vote of those members with voting privileges present at the annual business meeting.

The President, Treasurer, and one Director are elected in odd numbered years.

The Secretary and one Director are elected in even numbered years.

3.3 Removal of Directors/Officers

A Director or Officer may be removed by a 75% vote of those members with voting privileges present at a business meeting.

The vacancy may be filled by majority vote of the members with voting privileges at the same business meeting where the vacancy was created. If it is not filled in this manner, the vacancy is filled by a majority vote of the Board of Directors.

The term of the position is the remainder of the term outlined in Section 3.2.

3.4 Resignation

Should a Director or Officer resign, the vacancy may be filled by majority vote of the members with voting privileges at the next business meeting after the vacancy was created. If it is not filled in this manner, the vacancy is filled by a majority vote of the Board of Directors. The term of the position is the remainder of the term outlined in Section 3.2.

3.5 Duties of the President

The President is the Executive officer of TCMAS.

The President presides at all business meetings and TCMAS sponsored events. By a majority vote, the Board of Directors may delegate this authority to a Member other than the President for a specific business meeting or TCMAS sponsored event.

The President is an ex-officio member of all committees.

3.6 Duties of the Secretary

The Secretary keeps a list of the membership including which members have voting rights.

The Secretary keeps minutes at the business meeting. By a majority vote, the Board of Directors may delegate this authority to a Member other than the Secretary to keep minutes at a specific business meeting.

The Secretary maintains a copy of these bylaws and makes them available to any member upon request.

3.7 Duties of the Treasurer

The Treasurer reports all financial activity to the Board of Directors and prepares a summary for the membership at the annual business meeting.

The Treasurer maintains all TCMAS funds and accounts including any checking, savings, PayPal, eBay, or other accounts that are authorized by the Board of Directors. This section does not preclude the Board of Directors from establishing policies requiring multiple signatures or other approval to access the funds or accounts.

3.8 Compensation

No compensation beyond reasonable reimbursement for expenses is paid to any Director or Officer.

3.9 General Duties of the Board

The Board of Directors must ensure TCMAS provides a web forum, listserv, or other means for Members to communicate with each other electronically.

ARTICLE IV COMMITTEES

4.1 Creation of Committees

The Board of Directors may create committees and appoint committee chairs and members as needed.

4.2 Elimination of Committees

The Board of Directors may disband committees.

ARTICLE V AMENDMENTS

5.1 Special Requirements for Sections 1.5, 1.6 and 5.1

Sections 1.5, 1.6, and 5.1 may only be amended with the approval of 75% of those members with voting privileges present at a business meeting.

5.2 General Requirement

Unless otherwise provided in Section 5.1, the bylaws may be amended by a majority vote of those members with voting privileges present at a business meeting.