

**BYLAWS  
OF  
THE MINNESOTA TRAPPERS ASSOCIATION**

Pursuant to the provisions of Section 317A of the Minnesota Non-Profit Corporation's Act, the undersigned corporation adopts and amends the following Bylaws:

**ARTICLE I**

The name of this corporation shall be The Minnesota Trappers Association. This corporation shall hereafter be referred to as MTA for purposes of abbreviation. All printed material from this organization shall use the MTA name, and may not be used by any individual for his/her personal gain.

**ARTICLE II**

MEMBERSHIP

Any person may apply for membership in the MTA. No person shall be denied membership on the grounds of race, color, creed, religion or sex. All applications for membership shall be subject to approval from the full Board of Directors, and any may be denied membership, by a majority vote of the Board of Directors. Dues shall be set and regulated by the Board of Directors.

**ARTICLE III**

OFFICERS

President and Vice President of MTA will be elected for a two-year term by a majority of members casting a vote in the election. The elections will be held on odd numbered years. Only members who are current in their membership will be allowed to hold office. The membership list as declared by the Secretary shall determine eligibility. The candidate must be 18 years of age or older to hold an office in the MTA.

In the event of one of the officers is not able to finish his/her term, the President and a committee of two additional board members will appoint a member to complete said term.

The Secretary-Treasurer shall be appointed by the President, approved by the Board of Directors, and shall serve for a term of two (2) years.

The Officers shall have those powers and duties as set forth in the Policies and Procedures manual of the MTA.

## **ARTICLE IV**

### **DISTRICTS**

The state of Minnesota shall be divided into eight (8) districts for the purpose of closer communication with the members of the MTA. A director, who shall be elected by members of said district for a two-year term, shall govern each district. These elections are held on odd numbered years, at the first meeting following the MTA Presidential election. Directors shall represent the district that they reside in. Directors will coordinate their districts in the best interests of the MTA. Directors are required to hold at least two district meeting per year. One meeting will be held within their district and one district meeting will be held on Saturday AM at an annual meeting.

## **ARTICLE V**

### **BOARD OF DIRECTORS**

The general business and affairs of the MTA shall be managed by a Board consisting of: The President, Vice-President, Secretary/Treasurer, eight (8) District Directors, and committee chairpersons. This board shall exercise all of the powers of the MTA in accordance with state and federal law, the governing documents of the MTA, and the policies and procedures of the MTA.

The Vice President of the MTA and the District Directors shall each have the authority to make motions and vote as members of the Board of Directors, provided however that the President shall only vote in the event of a tie vote. A District Co-Director, elected by the district or appointed by the District Director, may make motions and vote on motions in the absence of the District Director. Committee chairpersons cannot make motions or vote.

All Officers, Directors, Co-Directors and Committee Chairpersons shall be members in good standing of the MTA, be upstanding members of their community, live in the district they represent, and within one year of being elected complete the Trappers Education Instructors Course.

Any Officers, Directors, Co-Directors and Committee Chairpersons may be removed by a majority vote of the Board of Directors when in their judgment the best interest of the MTA will be served thereby. Any vacancy in any of the offices, the Board of Directors, or any committee may be filled by the Board of Directors, or if the vacating party was appointed, the vacancy may be filled by the same party that previously made the appointment.

Unless otherwise provided in the Articles of Incorporation, an action required or permitted to be taken at a Board Meeting may be taken by a Written Action signed by all of the Directors. The Written Action takes effect when signed by all of the Directors.

A conference among Directors by means of communication through which the Directors may simultaneously hear each other during the conference is a Board Meeting, if the same notice is

given of the conference as would be required for a Meeting, and so long as the number of Directors participating in the conference constitutes a quorum. Participation in a meeting by this means is personal presence at the meeting.

## **ARTICLE VI**

### MEETINGS

A Summer Convention for the Members shall be held annually, date and place to be designated by the Board of Directors, for the purpose of transacting business, passing reports regarding the fiscal year, and in odd numbered years, the election of a President and Vice President. A winter general meeting shall also be held annually for the conducting of business. All meetings (dates and locations) shall be announced in the official publication thirty (30) days prior to such scheduled meetings. Failure to hold such meetings will not result in dissolution of the MTA.

At all meetings of the members at which a quorum is present, all questions, other than proposals regarding policy making, shall be decided by a vote of a majority of the members voting thereon, except as otherwise provided by law or these bylaws. A quorum for purposes of meetings of the members shall be 5 % of the members in good standing at the time of the meeting.

Proposals regarding policy making. Members may write proposals in regard to policy making of this association. Members may write proposals in regards to the goals and purposes of the MTA. Such proposals must be clearly written and signed by the member(s) submitting said proposal. Proposals shall be submitted to the Secretary, at which time the Secretary will call a special meeting of the officers and directors of the MTA, and this committee will rule on the proposal. A majority vote of the officers and directors in favor of the proposal will place said proposal on the ballot at the next annual meeting. A majority of the members casting a vote in favor of said proposal shall classify said proposal as favorable to MTA and then will be signed by the president and forwarded to the proper State, Federal, public or private agency for consideration.

There shall be four (4) regular Board of Director meetings per year. The Secretary shall notify Board Members of the time and place no less than fourteen (14) days prior to said meetings. The President may also call a special Board of Directors' meeting at any time during the year, relevant to current situations, upon three (3) days written notice prior to said meeting.

## **ARTICLE VII**

### COMMITTEES

Committees may be established by the affirmative vote of the Board of Directors. Members of the committees shall be appointed by the President. The committees will be governed by the Policies and Procedures manual of the MTA.

## **ARTICLE VIII**

### FINANCIAL LIABILITY OF OFFICERS AND BOARD OF DIRECTORS

No elected or appointed officer of the MTA who are members of the Board of Directors shall individually or as a group, be financially liable for any debts incurred in the name of this Association.

## **ARTICLE IX**

### IRS CODE 501(a)

Any provision of these Bylaws deemed inconsistent with the Internal Revenue Code Section 501(a) shall be deemed void and inoperative. Upon dissolution of this entity, the Board of Directors shall ensure that any remaining assets after all debts and liabilities have been satisfied, will be distributed to another 501(a) or similar tax exempt entity chosen in the Board's discretion.

## **ARTICLE X**

### OFFICIAL – PUBLICATION

The official publication(s) of the MTA shall be the MTA Newsletter, and/or other publications and sources as the Board of Directors deems necessary and applicable. The MTA shall use these publications to inform its members of the association's business and activities. (Amended Jan. 07, 2012)

## **ARTICLE XI**

### RULES AND REGULATIONS

The Board of Directors may adapt policies and procedures of the MTA relating to the general management and governance of the organization. Such policies and procedures are hereby incorporated by reference and made a part of these Bylaws.