



BYLAWS OF THE MINNESOTA RACQUETBALL ASSOCIATION



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ARTICLE I - CORPORATION

Name

The name of the organization shall be The Minnesota Racquetball Association, hereinafter referred to as the “Corporation” or “Association” or “MRA”.

Offices

The principal office of the Association shall be located: in any city within the State of Minnesota, at the discretion of the incumbent President of the Association. The designation of the said City shall be made by the incumbent President within thirty (30) days of taking office and will remain as such throughout that President's term of office.

Corporate Year

The Corporation's year is from 1 January through 31 December.

ARTICLE II – DEFINITION AND PURPOSE

Definition

This Corporation is organized pursuant to the general non-profit Corporation’s code of Minnesota. This Corporation is

one that does not contemplate pecuniary gain or profit to any member, officer, or director, and no part, direct or indirect, of the earnings of this Corporation shall inure to the benefit of any member, officer, or director thereof. The property of this Corporation is irrevocably dedicated to athletic, charitable, healthy, and educational purposes. Furthermore, in the event of a voluntary dissolution or liquidation of this Corporation, any and all surplus, capital, or assets shall be distributed to USA Racquetball or another 501-C-3 corporation in accordance to the MRA Articles of Incorporation, exempt from Federal Income Tax under Section 501-C-3 of the Internal Revenue Code of 1954 as now in effect or as subsequently amended. If the Association is not a 501-C-3, upon dissolution of the Association, the balance remaining in the Association bank account, along with an access to all financial records shall pass to USA Racquetball or another 501-C-3 corporation in accordance to the MRA Articles of Incorporation,. The outgoing President and/or Treasurer will work with approved organization to facilitate this transfer of assets.

Purpose

The purpose of this Corporation is to promote the sport of racquetball at all levels, including junior programs, high school programs, college programs, recreational leagues, and tournament play; and to maintain and record historical data regarding racquetball in Minnesota. The Minnesota Racquetball Association is a nonprofit Corporation (*see above*) designed to advance amateur racquetball competition and to foster and promote development of recreational and competitive racquetball in the State of Minnesota and for the benefit of Minnesota Racquetball Association members. The Corporation offers institutions and individuals, who desire the advancement of racquetball, an opportunity to participate and contribute to that growth. The Corporation minimizes, through coordination with other sports organizations, conflicts in scheduling of competitions.

Jurisdictions

The Bylaws of this Corporation may not conflict with the Corporation bylaws of the State of Minnesota. If these bylaws do not define a specific matter, than the Minnesota statutes of Chapter 317A will prevail.

ARTICLE III - MEMBERSHIP

Qualification and Classes of Membership

The members of this Corporation shall be those persons that are legal residents of MN and possess an active membership in good standing with and prescribed by USA Racquetball and shall hold valid membership cards. Such fee shall include membership in USA Racquetball and Minnesota Racquetball Association.

Any person dedicated to the purposes of the Corporation and willing to refrain from acting against any interests of the Corporation shall be eligible for membership.

Recreational or competitive member: This membership shall be open to any individual who is an athlete, coach, trainer, manager, administrator, or official who is active in racquetball and to any sponsor, competitor, or interested enthusiast who wishes to participate and contribute to the growth of racquetball. Membership will not be restricted

based on upon race, color, creed, age, sex, sexual preference, religion, or national origin.

Voting Rights

MRA Members in good standing and over the age of eighteen (18) shall have the right to vote, as set forth in the bylaws, on the election of directors, on the disposition of all or substantially all of the Association's assets, except upon dissolution or liquidation of the Association, on any merger and its principal terms, and on any election to dissolve the Association.

Term of Membership

A membership shall terminate on occurrence of any of the following events:

- a) Resignation of the member;
- b) Expiration of the period of membership, unless the membership is renewed before its expiration date;
- c) The member's failure to pay dues, fees, or assessments on or before the due date;
- d) Termination or suspension of membership as set forth under the provisions of these bylaws.

Termination or Suspension of Membership

An MRA member may be terminated or suspended from MRA membership based upon the good faith determination by the MRA Board of Directors, or a committee or person authorized by the MRA Board of Directors to make such a determination, that the MRA member has engaged in conduct materially and seriously prejudicial to the Association's purposes and interests. If grounds appear to exist for termination or suspension of a MRA member, the following procedure prescribed in ARTICLE VIII shall be followed. A termination or suspension under these bylaws are in regards to MRA membership only, but will be submitted to USA Racquetball for consideration of further USA Racquetball membership termination or suspension.

Termination or Suspension Process

- a) The MRA Board of Directors will appoint either the entire board, a committee, or an individual, to hold a hearing to review evidence of alleged MRA member misconduct.
- b) The appointee(s) will schedule a hearing and have the MRA Secretary make notice in writing to the MRA member at least ten (10) business days prior to hearing to allow the MRA member to be heard at the hearing or submit a written statement to be considered.
- c) The appointee(s) will gather evidence and convene a hearing to decide if any disciplinary action is required and if so, whether it will be suspension or termination, which is determined by a majority vote. The appointee(s) must complete the process, make a disciplinary decision, and notify the MRA Secretary and cc the directors and

USAR via email within thirty (30) business days of the appointment.

- d) The MRA Secretary will notify the MRA member in writing by US mail of the decision within ten (10) business days. The effective date of termination or suspension will be ten (10) business days from the date of the notification letter.
- e) The MRA member may appeal the decision one time by filing an appeal in writing with the MRA Secretary within ten (10) business days from the date on the notification letter.
- f) If a termination or suspension is appealed, the MRA board will convene a three (3) to five (5) person peer committee to review the disciplinary decision. The committee can only review the evidence that was originally provided to the appointee(s) and return an 'upheld' or 'overturned' decision to the MRA Board based on a majority vote. This process must be completed and a decision submitted back to the board in writing within fifteen (15) business days.

Rules and Regulations

- a) The MRA members shall use the rules of play adopted by this Corporation or a variation thereof approved by USA Racquetball.

ARTICLE IV – Meetings

Robert's Rules of Order.

The latest edition of Robert's Rules of Order shall govern any and all meetings.

Meetings of Members

Manner of giving notice for all meetings shall be on the MRA website and may or may not include a notice in writing. Notices by writing will be sent at least ten (10) business days, but no more than ninety (90) business days before the meeting date. If notice shall be given in writing it can be distributed by either email or by US mail to the address of that member entitled to vote, as it appears in the profile of the USA Racquetball database.

In accordance with the open meeting laws, all meetings must be made available for the MRA membership and public to attend, or an open conference call line if the meeting is a remote communication meeting.

Unless otherwise stated, a quorum for all meetings must be attended by at least sixty percent (60%) of the active MRA directors for business transactions to take place and motions to pass.

Annual Meeting

The annual meeting of the membership of the Corporation shall be held at the annual State Singles Event held in March at 1pm on that Saturday. This meeting will include the President's report, financial report, election report (announcement of new Board members), the election of open executive officer positions, special budget approvals, and any other reports designated by the President. The Corporation's membership must submit, in writing, any other agenda items for the meeting to the Board of Directors at least fourteen (14) calendar days prior to the meeting. Agenda items and written committee reports must be provided to MRA Board members at least five (5) calendar days in advance of the Annual Meeting of the Members.

The annual meeting is to be called to order by the MRA Secretary and then a chairperson for the meeting will be nominated and voted on by the MRA membership in attendance. The chairperson will conduct the meeting in accordance of the agenda.

Special Meetings of the Members

The president, two-thirds or more of MRA Board of Directors, or one-third or more of the MRA members may call a special meeting of the members for any lawful purpose at any time but must follow the notification procedures stated within section "Meeting of Members" above.

A special meeting called by any person entitled to call a meeting (other than the Board meetings or Due Process) shall be called by written request, specifying the general nature of the business proposed to be transacted, and submitted to the president, vice president or the secretary of the Association.

- a) The Chairperson of the meeting should ensure that a written record of the proceedings is prepared.
- b) All decisions of the meeting shall be made by a simple majority of voting members. The Chairperson should vote only if necessary to break or create a tie vote. (Per Robert's Rules of Order)
- c) If a special meeting is requested by a person entitled to call a special meeting, the officer receiving the request by US mail shall cause notice to be given promptly to the members entitled to vote, under ARTICLE III of these bylaws, stating that a meeting will be held at a specified time and date fixed by the Board, provided, however, that the meeting date shall be at least thirty-five (35) calendar days but no more than ninety (90) calendar days after receipt of the written request. If the notice is not given within twenty-five (25) calendar days after the request is received, the person or persons requesting the meeting may give the notice.
- d) Nothing in this section shall be construed as limiting, fixing, or affecting the time at which a meeting of members may be held when the meeting is call by the MRA board. At such special meetings, no other business shall be transacted except that mentioned in the written call notice except by the unanimous consent of a quorum of the membership of the Association.
- e) Quorum for Special Meetings - At all meetings of MRA members there shall be present in person, or electronically if the meeting is a remote communication, in order to constitute a quorum for the transaction of business, MRA members constituting not less than twenty percent (20%) of the membership of the Association. If, however, the attendance at any special meeting is less than that required to have a quorum, then the MRA members may vote only on matters as to which notice was given.

- f) Conduct of meetings and manner of voting - The president, or the vice-president in the absence of the president, shall act as the chairperson of the meeting and the secretary shall prepare a record of the proceedings. Voting may be by voice or by ballot, as determined by the MRA Board of Directors.

Meetings of Board of Directors

The MRA Board of Directors shall meet at least bi-annually. These meetings shall include committee reports; written and verbal. Agenda items and written committee reports must be provided to Board members by the MRA Secretary at least five (5) business days in advance of the MRA Board of Directors meeting. All such plans, arrangements, programs, and budgets are subject to the approval of the Board of Directors each year (or more often as directed) primarily at the designated annual meeting.

Quorum

A majority of the duly appointed and serving MRA Board of Directors shall constitute a quorum for the transaction of business, and the actions of the Board of Directors at such meetings shall be binding upon all of the Board of Directors, the MRA members of the State Association, and its employees and contractors.

Voting Methods

The President is authorized to conduct mail, telephonic, or electronic polls of the Board of Directors except for the election of Board of Directors. When balloting is completed, the Secretary shall be charged with recording the votes and reporting the results to the Board of Directors by mail, telephone or email, within two weeks of the original polling.

Special Meetings of Board of Directors

Special meetings of the MRA Board of Directors may be called by the President on five (5) calendar days' notice, or on the written request of two-thirds or more of the members of the MRA Board of Directors.

Meetings of Committees

Committees appointed by the MRA Board of Directors will meet as needed. Meeting minutes are required to be filed with the MRA Secretary no more than ten (10) business day after the meeting date. A representative or committee chairperson of the committee will be required to report on committee progress to the MRA Board of Directors at board meetings.

ARTICLE V – OFFICERS AND BOARD OF DIRECTORS

Executive Officers

The officers of the Corporation shall be President, Vice President, Secretary, and Treasurer, each to be elected by and from the membership of the MRA Board of Directors. Each of these offices is to be held by a separate individual member of the Board.

Definition and Duties of Officers

President

- a) The Corporation shall have a President who shall preside at all meetings of the Corporation's membership, Board of Directors, and the Executive Committee and shall be an ex officio member of all committees. The President shall only vote if necessary to break or create a tie vote. (Per Robert's Rules of Order)
- b) The President shall have general active management of the business and finances of the Corporation, be responsible for the day to day affairs of the Corporation and shall execute and administer the policies established by the Board of Directors.
- c) The President shall see that orders and resolutions of the board are carried into effect.
- d) In the event that the President is unable to serve, the Vice President shall act in his/her behalf until the President is able to serve or until a successor is duly elected.

Vice President

- a) The Corporation shall have a Vice President who shall perform the duties of the President in his/her absence and carry out duties as assigned by the President.

Secretary

- a) The Corporation shall have a Secretary who shall keep records of the proceedings of the meetings of the membership, the Board of Directors, and the Executive Committee and shall make a report of these activities to the Corporation's membership. Written minutes are to be submitted to the President for distribution to the MRA Board of Directors no later than twenty-one (21) calendar days following the adjournment of each meeting.
- b) The Secretary will provide communications of upcoming meetings, manage the board of director sections of the MRA website, post agendas and meeting minutes to the MRA website, and perform other duties as assigned by the President.
- c) The Secretary is responsible for filing the annual online corporate renewal for the corporation with the Minnesota Secretary of State and preserves the corporation in good standing.

Treasurer

- a) The Corporation shall have a Treasurer who shall keep the financial records of the Corporation and provide financial reports to the Board of Directors at regularly scheduled meetings.
- b) The treasurer shall deposit money, drafts, and checks in the name of and to the credit of the Corporation in the banks and depositories designated by the board.
- c) The treasurer shall make all disbursements for the organization per approval of the president based on the direction of the Board of Directors and policy.
- d) The treasurer shall be responsible for filing annual Minnesota taxes for the organization.
- e) The Treasurer shall present to the Board of Directors, before the end of any fiscal year, a proposed operating budget for the ensuing fiscal year.
- f) The Treasurer may appoint a Deputy Treasurer to cover the treasurer's duties in the event the Treasurer is absent. The Deputy Treasurer must be approved by the MRA Board of Directors and has the same duties and authorities as the Treasurer when Treasurer is absent including the MRA bank accounts with signature authority.

Election of Officers and Terms

- a) The President, Vice President, Secretary, and Treasurer will be elected by and from the membership of the MRA Board of Directors. The election will be decided by the majority of the votes cast by the Board of Directors at a special meeting of the Board. This special meeting shall be held following the adjournment of the meeting of the Board of Directors. Furthermore, the meeting shall not be held until all of the newly elected Board members have been notified of their election and offered an opportunity to either attend or have their opinions expressed. If possible, this special meeting should precede the annual meeting of the membership of the Corporation.
- b) Officers of the Corporation shall serve a term of two years starting from the adjournment of the Board of Directors meeting at which they were elected and ending with the adjournment of the biannual Board of Directors meeting held two (2) calendar years later.
- c) The officer positions will be rotated each year so only two officers will potentially change each year. Elections for the Vice President and Secretary will occur on even calendar years (i.e. 2018, 2020, etc.) and elections for President and Treasurer will occur on odd calendar years (i.e. 2019, 2021, etc.).
- d) Exception: Subsequent to the incorporation of 2017, officers identified in the incorporation application will remain in their positions until the first election in 2018 unless their officer position has been vacated, in which the board of directors will fill the office by appointment for the remainder of that term. Therefore, the first officer election will be conducted for the vice president and secretary following the 2018 annual meeting.

Board of Directors

- a) Primary responsibilities include the formulation of policy, procedures, and operation for the Corporation and

shall be vested in a qualified Board of Directors (see ARTICLE V – Nomination and Election) who shall be elected or appointed without regard to race, color, religion, national origin, or sex. Responsibilities include following MN state statutes as defined under chapter 317A (Nonprofit Corporations).

- b) Directors of the Board must be active USA Racquetball and MRA members in good standing throughout their term(s).
- c) Board members, regardless of how they come to serve on the Board, are subject to all rules and entitled to all the privileges governing other members of the Board except as otherwise stated in these bylaws. All MRA Board members must complete a Statement of Principles of Ethical Behavior and Conflict of Interest agreements.
- d) Members of the Board must be Citizens of the United States who are at least 18 years of age; must have capacity to enter contracts; must not have a felony or criminal background; must be willing to submit to a background check; and must complete SafeSport training within 30 days of joining the MRA Board of Directors.
- e) The MRA Board of Directors shall have the right to reject an MRA membership application, to deny renewal of membership, and to suspend or terminate the membership of anyone whose public actions have been judged detrimental to the welfare, image, and wellbeing of racquetball or the MRA. This does not prevent an applicant from being accepted to the USA Racquetball membership, but would not be recognized by the MRA as an MRA member.
- f) At all meetings and reconvened meetings of the Board of Directors, a simple majority shall constitute a quorum and the actions of the MRA Board of Directors at such meetings shall be binding upon all members of the Board of Directors, the Corporation's membership, and its employees and contractors.
- g) The Board of Directors shall support in word and action the mission, purpose, policies, goals, and programs of the Corporation.
- h) The Board of Directors shall make application for affiliation purposes to actively participate in the conduct of the affairs of the Corporation.
- i) The Board of Directors shall put the interests of the organization before their own interests and abstain from involvement in where a conflict of interest may exist or be interpreted.
- j) Two members from the same household or immediate family can't serve on the board at the same time.
- k) The Board of Directors is required to be an active participant in all board and special meetings and attendance is crucial to the organization's success. Therefore, each Director is given two unexcused and two excused absences per calendar year. If absences exceed these limits the director will be immediately excused from their seat by the President and a president's appointment will fill that seat for the remainder of the term.

Nomination and Election

Election Committee

- a) The Corporation's Board Election Committee will be comprised of a Committee Chair plus two or more active Board members and be appointed by the Board of Directors -- all of whom must not be eligible for election or re-election in the next General Election. This committee shall identify nominees for the openings for expiring terms of members for the Board of Directors and be responsible for carrying out all election duties as defined in these bylaws and other supporting corporate documents or guides.

Election Nominations

- a) The Election Committee shall research and review qualified* MRA Members who seek at-large (elected) Board seats (requesting resume qualifications and a statement of interest from all prospective candidates).
 - * Candidate must be at least 18 years of age; a member of USAR in good standing as of the date of application; must have capacity to enter contracts; must not have a felony or criminal background; must be willing to sign a release for a background check; must have or be willing to complete USAR/OSOC Safe Sport training; must not have been employed by USAR as of the first of the year two years prior to the election year; must possess past and present demonstration of good character.
- b) The presented slate may include candidates in the number of positions being vacated at the end of the Corporation's election cycle – OR up to one additional nominee for each open position. (Example: when three Board positions are open, an approved slate may contain three, four, five, or six nominees.)
- c) The Election Committee Chair presents the recommended slate at the next Board or special meeting. Upon review of this slate, the Board may accept or reject the entire slate of nominees by a majority vote, but the Board may not vote to accept nominees individually. If the Board rejects the presented slate, the Election Committee must resume its task of finding nominees acceptable to the Board.
- d) Candidates who are not selected for an approved slate must be notified of such by the Election Committee and informed of the alternate Petition Procedure (see 'Candidate Petition Process' below).
- e) Once the slate is adopted, each individual is notified of his/her candidacy. He/she must have completed and signed the official Association Conflict of Interest statement prior to official acceptance. The nominee also must have provided a color photo and platform statement of 200 words or less in response to the question "Why I want to serve on the Minnesota Racquetball Association Board of Directors" for publication with the ballot.
- f) Ballots will be distributed via the USA Racquetball Internet source, or mailed ballots, or any other method or combination of methods deemed acceptable by the Board of Directors.
- g) Candidates may campaign in person, by mail, through social media, and any other appropriate communication channels to promote their candidacy. Candidates MUST NOT exhibit negative campaign practices against other candidates. If a candidate pursues or endorses negative campaign practices, notification will be made by the Election Board to the candidate and all negative advertisements must be removed within forty-eight (48) hours

after notification. If advertisements are not removed within the time limit and/or the negative advertisement is extreme as deemed by the Election Board, termination of their candidacy may be considered.

Candidate Petition Process

- a) Any MRA Member as of the first of the year prior to the election year (and who has already applied to be included on the Board election slate but has not been chosen for the slate) may run for the Board of Directors by completing an official board petition, which requires the signatures of twenty-five percent (25%) MRA members over the age of 18 years old in good standing who request that the individual be added to the slate of board candidates.
- b) Petitioners who have been notified that they are not included on the Board slate must request and obtain official forms from the Corporation Secretary. The petitioner must have completed and signed the official Association Conflict of Interest statement prior to beginning to gather signatures. Completed petitions must be received and the petition shall be submitted in accordance with the instructions set forth on the Official Ballot Petition Form on or before a deadline to be determined by the Election Committee and approved by the Board of Directors.
- c) The Board of Directors reserves the right to deny petitioners a position on the ballot based upon reasonable concerns relative to qualifications (see ARTICLE V – Nomination and Election). Reasonable concerns will be presented to the Board of Directors for validation.

Limits, Seats and Terms of Directors

Board Minimum and Maximum Limits

The Board of Directors of this Corporation shall consist of not fewer than three (3) nor more than fifteen (15) in number who have been duly elected by the general membership or have been appointed by the President.

Directors shall serve for three (3) years from the date of their election or until their removal as otherwise provided for in these bylaws. Director terms shall be staggered in order that the terms of no more than one-third (1/3) of those serving their elected terms may expire each year.

Vacancies and Appointments

Mid-term open or vacated Board seats filled by Presidential appointment will be tracked on the basis of the vacated seat's term. Appointed directors will serve out the remainder of the seat's term in which they have been appointed to and then must be re-elected at the end of that term to maintain that seat. Appointments will not count towards consecutive term limits.

Board Seats and Election Schedule

Board director positions will be identified by a seat letter designation such as Seat A, Seat B, and so on up to Seat O.

Terms of service are three years, so the following rotation schedule will be followed. In March 2017 seats B, E, H, K and N will be up for election and every three years thereafter. In March 2018 seats C, F, I, L and O will be up for election and every three years thereafter. In March 2019 seats A, D, G, J and M will be up for election and every three years thereafter.

Consecutive Term Limits

Directors, if elected, may serve up to two (2) consecutive terms if re-elected by the MRA membership. After serving two consecutive terms, the director must vacate his/her seat for at least one year. After one year the director can apply and be newly elected to serve another two consecutive terms before having to vacate that seat.

An exception to two consecutive terms limit can be executed by the Board of Directors in the following manner. If the Board of Directors have reason to believe that losing a specific director that has reached his/her two term limit could be detrimental to the corporation, a unanimous vote of the Board of Directors by secret ballot is required to allow the outgoing director to be added to the slate for re-election. However, the outgoing director must then be re-elected by the MRA membership in the general election to maintain his/her seat for another three year term. This exception vote by the Board of Directors must be complete prior to the close of the candidate application deadline, then added to the slate. No more than two exceptions can be made in any single election.

Consecutive term limits will not be in effect for those completing a partial term following incorporation in 2017 or those appointed directors completing a term after a seat has been vacated.

Beginning and End of Terms

The election process will complete prior to the annual meeting so newly elected directors can be announced to the MRA membership at the annual meeting. Newly elected directors will actively assume their position on the Board beginning at the announcement and ending three years later at the announcement of their successor.

Removal and Replacement of Officers and Directors

- a) An Officer (president, vice president, secretary or treasurer) may be removed from office by a two-thirds vote of the Board of Directors.
- b) If an Officer of the Board dies, resigns, or is removed, a Board member will be appointed by the Board of Directors to complete the former officer's unexpired term of office. The Board must appoint a replacement within forty-five (45) calendar days of the vacancy.
- c) A Director may be removed from the Board by a majority vote of the membership or by a two-thirds vote of the board of directors.
- d) If a Director of the Board dies, resigns, or is removed, an election qualified member will be appointed by the President to complete the former Directors unexpired term of office. The President must appoint a replacement within sixty (60) calendar days of the vacancy or prior to an annual meeting, whichever occurs first.

- e) If an Officer or Director is removed from their position that person will not be qualified to hold a similar position within the organization for a minimum of five years.

- f) If an Officer or Director is found to have violated state statutes or found to have been convicted of a crime that directly affects the responsibilities of their position, the Board of Directors must convene a special meeting to address the impacts that the violations have on the corporation. This may require the removal of a director or officer by a majority vote of the board.

Compensation

No member of the Board of Directors shall receive compensation, directly or indirectly, for any services rendered without full disclosure to and prior approval in writing by the Board of Directors. The Corporation may make reimbursement for reasonable expenses incurred by a Director in the course of his/her duties. Reimbursement must be requested in writing with receipts attached and submitted to the President. Following the President's review and approval for reimbursement the request will be forwarded to the Treasurer for recording and disbursement.

Insurance

This Association shall make its best efforts, to purchase and maintain Directors and Officers Insurance to the full extent permitted by law on behalf of its officers, directors, employees, and other agents, to cover any liability asserted against or incurred by any officer, director, employee, or agent in such capacity or arising from the officer's, director's, employee's, or agent's status as such.

Special Election

A one-time special election will commence within thirty (30) business days following the legal filing for incorporation of the MRA in order to fill a majority of the open director seats. If the special election occurs within six (6) months of the annual election the special election will replace the annual election, there will not be an annual election in 2018, and the three year term for those directors elected will not begin until the annual meeting in March 2018. The election process defined in Article V – Nomination and Election will be followed with the exception of the following.

1. An election committee will commence within fifteen (15) business days of the state incorporation filing and be comprised of not less than one (1) or more than five (5) directors appointed by the Board of Directors.

2. To expedite this special election process, electronic submission of the "Association Conflict of Interest statement" agreement, essay and photo will be accepted. Candidate must agree to sign and return agreements shortly thereafter and before accepting a director seat.

ARTICLE VI - EXECUTIVE COMMITTEE

The Board of Directors shall have an Executive Committee comprised of the following officers of the Corporation:

President, Vice President, Secretary, and Treasurer.

1. The Executive Committee is empowered to act for the Board of Directors between meetings and shall transact business and administer the affairs of the Corporation and the Board of Directors. The Executive Committee will provide regular updates to the Board of Directors either in written form or as part of the next regular Board meeting (biannual or conference call) as circumstances dictate.
2. The Executive Committee shall meet at such times and places as it shall determine or upon the call of the President, or upon the call by a majority of its members. Minutes must be kept and are subject to approval by the Board of Directors.
3. A quorum of the Executive Committee shall consist of a simple majority of the Executive Committee.

ARTICLE VII - COMMITTEES

The following standing committees are hereby established. The President is an ex officio member of every committee. The President may appoint at least one Board member to each committee. Persons not currently serving on the Board may be appointed to committee membership and are subject to approval of the Board of Directors. Committee members are not considered directors.

Election Committee

This committee is responsible for reviewing election procedures to maintain the fairness of all elections and the freedom of opportunity for candidates and voters alike. This committee is charged with soliciting candidates, verifying the résumés of those who apply to be candidates, and creating a candidate slate for the Board of Directors to consider and approve. The Board Election Committee will be comprised of an appointed Committee Chair plus three active Board members, all of whom must not be eligible for election or re-election in the next General Election.

Communications and Membership

This committee has overall responsibility for the MRA website, social media, public communications and marketing.

This committee works with USA Racquetball on initiatives and distributes information on both recreational and competitive memberships to the public to aid in attracting new members to the Corporation. The committee reports on membership activities to the Board of Directors.

Tournament and Sanctioning

The Tournament and Sanctioning Committee shall be responsible for identifying and recommending to the Board of Directors sites within the state of Minnesota for all Minnesota Racquetball Association tournaments. This committee shall also determine the sanctioning requirements of any tournaments conducted under the auspices of the Minnesota

Racquetball Association and USA Racquetball. It will be the responsibility of this committee to work with all state clubs and organizations to promote and conduct USA Racquetball sanctioned events throughout Minnesota, whether these sanctioned events are leagues, ladders, shootouts, or tournaments. This committee shall also maintain the MRA tournament schedule/calendar that's premiered on the MRA website and should be updated by July 1st for the following season's events.

Juniors

This committee is responsible for the overall planning and implementation of junior programs within the state of Minnesota that will foster the growth of racquetball amongst those members under the age of nineteen (19). This includes planning, budgeting, executing, and reporting on junior programs. This committee should be prepared to present a proposed budget at the annual meeting for Board approval and financial planning purposes. This committee will be required to support one Minnesota Racquetball Association junior fundraising event/tournament each year.

Other Committees

Other committees may be created in addition to the above listed as the Board of Director deems necessary.

ARTICLE VIII - DISCIPLINE AND GRIEVANCE RIGHTS

Discipline

The Corporation may censure, suspend for a definite or indefinite period of time, or expel any member of the Corporation, including any athlete, coach, manager, official, member of any committee, or any person participating in any capacity whatsoever in the affairs of the Corporation, who has contravened any of rules or regulations of USA Racquetball, or who has acted in a manner which brings disrepute upon the Corporation or upon the sport of racquetball. Such actions must comply with prescribed due process procedures.

Right of Grievance

Any member of the Corporation who feels that he/she has been wronged in the administering of the Corporation's rules and regulations or the application of its bylaws has the right to grieve and be accorded due process in resolving such matters. Any amateur racquetball player who alleges that he/she has been denied or is about to be denied, by a person or an organization affiliated with the Corporation, any right as set forth in these bylaws shall immediately inform the appropriate authority, who shall promptly cause an investigation to be made and steps to be taken to settle the controversy without unnecessary delay. Any person who believes that some action, or inaction, by one of the organization's members, or governing bodies, may petition for corrective actions. In every case, the approved due process procedures will be followed. In addition, the Corporation may also advise the Executive Director of USA Racquetball.

ARTICLE IX - DUE PROCESS

Initial Reports

Matters involving the Minnesota Racquetball Association should be presented to the President of the Minnesota Racquetball Association who will be responsible for investigating the charges and, based on the findings, form a hearing body responsible for due process.

Original Jurisdiction

Generally, matters warranting the application of due process procedures shall be administered by the Minnesota Racquetball Association, with the following exceptions: When parties from multiple state Associations are involved – then the matter falls under the USA Racquetball Due Process.

APPELLATE JURISDICTION

The National Rules Committee has appellate jurisdiction over any due-process decisions made by the MRA, but only if the MRA requests their involvement. Otherwise, the MRA board of directors may appoint a hearing committee of peers to rule on the appeal.

ORIGINAL JURISDICTION PROCEDURES

Statute of Limitations

A complaint filed under these bylaws shall be filed within one hundred and eighty (180) calendar days of the occurrence of the alleged violation, grievance, denial or threat to deny of opportunity to participate. There shall be no time bar for actions regarding SafeSport disciplinary proceedings.

Filing Fee

A complaint filed by an individual shall be accompanied with a \$250 filing fee. A complaint filed by an organization shall be accompanied with a \$500 filing fee, except that USA Racquetball is not required to pay a filing fee. The complainant may request that the filing fee be reduced or waived for reasons of significant financial hardship. If such request is made; the Executive Committee shall determine whether or not to reduce or waive the filing fee.

Due Process Procedure

The following procedures apply to every due process matter for original jurisdiction.

- a) Within thirty (30) calendar days of the appropriate authority being informed of a matter requiring the application of due process, the person or entity (respondent) charged shall be notified, in writing, of the details of the circumstances that require answer, explanation, or clarification. If appropriate, the notice shall also set

forth the penalties that may ensue if the charges are proved.

- b) The written notice will set a date, time, and place of a hearing about the charges. The respondent has a right for the hearing to be at such time and place making it practical to attend, such as a tournament or State Association meeting. However, the respondent will be suspended until such hearing occurs.
- c) The notice will call for the respondent to file a written answer to all of the charges set forth in the notice and for the written answer to be delivered by certified mail, personal delivery, or email not later than fourteen (14) calendar days before the date of hearing.
- d) The notice will request the respondent to appear at the hearing and inform the respondent of his/her rights to (i) be represented at the hearing by counsel of his/her own choice and (ii) present relevant evidence, testimony, and argument in defense of the charges.
- e) The notice should be sent to the last known address by certified mail, personal delivery, or email. When the notice is mailed to a registered athlete, it is sufficient to mail the notice addressed to the athlete at the residence given in their application for registration, or if they have filed with the Minnesota Racquetball Association a written notice of change of residence, then at such changed address. The date of hearing shall be no less than fifteen (15) calendar days or more than sixty (60) calendar days after the date of mailing of notice, date of personal delivery, or date of confirmed email delivery.
- f) The notice shall also set forth the right of appeal to the appropriate appellate authority if a decision is rendered against the person charged and that the appeal must be made in writing within thirty (30) calendar days of being notified of the decision.
- g) The Board of Directors will appoint a chairperson and the hearing body will be composed of no fewer than three (3) and no more than five (5) impartial persons. Members of the MRA Board of Directors are acceptable provided they are not a party to the proceedings. All hearing body members must have been MRA members for at least one year at the time of appointment to the hearing body. If circumstances dictate having a person(s) involved who is not a MRA member, the officers shall vote whether to include the individual.
- h) The rules of evidence generally accepted in administrative proceedings shall be applicable in the hearing. The respondent has the right to (i) call witnesses, (ii) present relevant evidence, testimony, and argument at appropriate times, and (iii) confront and cross-examine adverse witnesses.
- i) The Chairperson of the hearing body should ensure that a written record of the proceedings is prepared.
- j) All decisions of the hearing body shall be made by a simple majority of voting members. The Chairperson shall vote only if necessary to break a tie vote.
- k) A written decision, with reasons therein, shall be rendered within ten (10) calendar days of the hearing and must be sent to the respondent and USA Racquetball by certified mail, personal delivery, or email.

Insufficient Time for Decision

If the foregoing procedures are not likely to produce a sufficiently timely decision to do justice to the affected parties, an organization with original jurisdiction may authorize agent(s) or representative(s), upon appropriate notice to the parties concerned as time and circumstances may reasonably dictate, to use the following special procedures to render a timely decision:

- a) A special hearing may be conducted at any mutually convenient location or at the site of scheduled competition or competitive event, or by telephone conference if necessary, but in any event, under such conditions that will fully protect the rights of procedural due process of the individual or entity charged.
- b) The notice of charges given to the individual or entity charged may be oral or in writing. If oral, they should be reduced to writing as soon as possible. An oral notice must comply with all notice requirements (except the time frames) set forth in the 'Due Process Procedure' section of this ARTICLE, including notice of the right of appeal.

ARTICLE X – AMENDMENTS AND RESOLUTIONS

The Board of Directors shall have power to make, amend or repeal the bylaws of the Association by a two-thirds vote of those directors of the Association present and voting at any regular or special meeting, provided notice of intention to make such changes at said meeting shall have been previously given each director in writing.

Proposed amendments or additions to the bylaws shall be submitted by the President via email and/or other previously agreed-upon method(s) to the Board of Directors no later than fifteen (15) calendar days preceding any such meeting.

Amendments to the bylaws become effective immediately on the date such motions were adopted unless otherwise specified. All bylaws shall be subject to amendment, alteration, or repeal at any annual meeting of the members or at any special meeting called for that purpose.

ARTICLE XI – DEFINITIONS

Association	The state recognized 'Minnesota Racquetball Association' corporation.
Board	Refers to the entire board of directors of the Minnesota Racquetball Association.
Board of Directors	Refers to the entire board of directors of the Minnesota Racquetball Association.
Business Day	Days in which normal business is conducted, in this case referring to Monday through Friday and does not include Saturday or Sunday or US Federal major holidays. If business is conducted for any length of time during any business day, it is counted as a 'business day' for the purposes of this document.
Calendar Day	All days in the week from Sunday to Saturday including weekends and holidays. If business

is conducted for any length of time during any calendar day, it is counted as a 'calendar day' for the purposes of this document.

Corporate Year	The recognized fiscal year filed with the state of MN in which all reporting is done and filed.
Corporation	The state recognized 'Minnesota Racquetball Association' corporation.
Director	An MRA member that has been elected or appointed to the Board of the Minnesota Racquetball Association and fills one of up to fifteen available director seats.
Dissolution	The legal process of dissolving or ending the corporation and dispersing of assets.
Due Process	Fair processes of ensuring the legal rights of an accused person are met.
Excused Absence	Absence from a required meeting after receiving written approval from the President for the absence. Notice of pending absence must be made at least twenty-four (24) hours prior to meeting.
Hearing Body	A special committee or counsel appointed by the Board of Directors to conduct hearings to gather information or resolve a task or complaint.
Household	Those people living in the same residence and share the same house address.
Immediate Family	Spouse, mother, father, son, daughter, brother, and sister.
Member	Any individual that has an active USAR membership are considered to be a member of the MRA.
Membership	Refers to the entire community of MRA members.
MRA	The acronym of the state recognized 'Minnesota Racquetball Association' corporation.
MRA Member	A person who is a legal resident of the state of Minnesota, is a USA Racquetball member in good standing, and is recognized by the MRA Board of Directors as a MRA Member.
Misconduct	Unacceptable or improper behavior that is deemed to negatively affect the corporation, directors, officers, employees, members, assets, membership community, sponsors or any action considered to be damaging to the MRA. This includes mismanagement and neglect of duties or behaving in an unprofessional manner.
Officer	Refers to a director that is filling an additional executive role as either president, vice president, secretary or treasurer for the Minnesota Racquetball Association and reports directly to the Board of Directors.
Remote Communication	Communication via electronic communication, conference telephone, video conference, the

Internet, or such other means by which persons not physically present in the same location may communicate with each other on a substantially simultaneous basis.

- Roberts Rules of Order** A guide for conducting meeting and making decisions as a group and can be found online.
- Safe Sport** A training and policy software program offered by the USOC to educate and manage safe, respectful and appropriate behaviors of coaches and leaders of sports. The Safe Sport program is a requirement and condition of serving on the MRA Board of Directors.
- Unexcused Absence** Absence from a required meeting without prior approval from the President or without reasonable notice.
- USAR** The racquetball national governing body named **United States of America Racquetball** located in Colorado Springs, CO and a member of the USOC.
- USA Racquetball** The racquetball national governing body named **United States of America Racquetball** located in Colorado Springs, CO and a member of the USOC.
- USOC** Acronym for United States Olympic Committee.

ARTICLE XII – REFERENCES

- Non-profit Laws and Attorney General Website** ag.state.mn.us/charity/infononprofits.asp
- Non-profit Principles and Practices Manual** minnesotanonprofits.org/principlespractices.pdf
- MN Council of Non-Profits** minnesotanonprofits.org
- Roberts Rules of Order** rulesonline.com
- USA Racquetball Bylaws** teamusa.org/usa-racquetball > About > Bylaws
- USA Racquetball Membership** teamusa.org/usa-racquetball > Membership
- USA Racquetball Official Rules** teamusa.org/usa-racquetball > Rules

ARTICLE XIII – FILING AND AMENDMENTS

Description of Change(s):	Original filing as part of the incorporation in 2017. These bylaws were created in cooperation of the MRA board, USAR, USOC, and Haag Law Offices PA.
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August 10, 2017

President

Signature	Date	Title
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Description of Change(s):	
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Signature	Date	Title
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