

Bylaws of Minnesota Apple Computer Users' Group, Inc.

(Adopted October, 2013)

A. NAME OF ORGANIZATION

1. The name of the organization is Minnesota Apple Computer Users' Group, Inc., hereafter called "Mini'app'les".

B. PURPOSE

1. The purpose of the organization is to promote the dissemination of information concerning the use of Apple Computers and products related thereto, and to share the knowledge of members at large concerning their talents and information pertaining to computers in general.

C. MEMBERSHIP

1. Members of Mini'app'les are required to pay annual dues.
2. The actual amount of dues shall be set by the board. An application fee may be charged at the discretion of the board.
3. Annual dues must be received or the membership shall be terminated.
4. Membership rights shall be extended to the immediate household upon receipt of dues from the household.
5. Each membership shall have the right to cast one vote in any election.
6. Membership shall not be denied because of race, creed, color, sex, or national origin.
7. Members are expected to abide by these bylaws.
8. Benefits of membership shall include:
 - a. Eligibility to participate in club sponsored raffles, drawings, give-aways, and discounts.
 - b. Eligibility to participate in Mini'app'les sanctioned activities.

D. LEADERSHIP

1. The officers of Mini'app'les, shall consist of the following positions:
 - a. President
 - b. Past President
 - c. Vice President
 - d. Secretary
 - e. Treasurer
 - f. Membership Director
2. These six officers are the governing Board of Directors (BOD) of Mini'app'les and all Mini'app'les business shall be conducted by this board.
3. Except for the Past President, officers are elected for term of one year. The term runs from June 1 to May 31. The office of Past President shall automatically be given to the retiring President. If a President is elected for sequential terms, the incumbent Past President shall remain in office. If the Past President resigns or relinquishes the office, the President shall appoint a Director at Large to complete the Past President's term and duties.
4. If an officer resigns or relinquishes his/her office, the President shall appoint a replacement in a timely manner subject to board approval.
5. If the President resigns or is unable to perform the duties of the office, the Vice President shall assume those duties.
6. In the absence of the President and Vice President, the other officers may appoint an acting President.
7. Board members may be removed from office by a two-thirds majority vote of the board. A recall election shall be held within 60 days of presentation of an impeachment petition bearing the verified signatures of at least five percent of the membership.

8. The President, Vice President, or Secretary may call a general membership meeting. The membership shall be notified of the time, place, and purpose of the meeting through the Mini'app'les means of communication.
9. Election of Officers.
 - a. Nominations shall be made by a nominating committee of at least two club members appointed by the President.
 - b. Further nominations from members shall be accepted at a general membership meeting to be held annually.
 - c. The subsequent list of nominees with such statements as they may wish to make pursuant to their candidacy shall be communicated to the membership prior to the election.
 - d. The election shall be by means of a ballot made available to the Mini'app'les membership.. All voting must be completed by April 28th. A simple majority of those voting is necessary for election. Results of this election shall be published to the membership not more than 30 days following the election.
 - e. The President shall appoint an election committee of at least two current club members to count the ballots, ensure all ballots were submitted by current club members, ensure no member voted more than once, and announce the results of the voting. No election committee member may appear on the ballot as a candidate for a BOD position.
10. Board members must be current members of Mini'app'les. If a board member's membership lapses, the individual has effectively resigned from the board of directors, and the board shall so notify said individual and make a record thereof in the minutes.
11. No member or membership may hold more than one board position or vote except as noted in these bylaws.

E. LEADERSHIP RESPONSIBILITIES

1. General Duties. The duties of the elected officers are in general to:
 - a. Promote the purpose and membership of Mini'app'les.
 - b. Administer the bylaws of Mini'app'les.
 - c. Assure the financial well-being of Mini'app'les.
 - d. Attend and report at each board meeting.
 - e. Carry out decisions of the board in a timely manner.
 - f. Appoint staff and committees as necessary, subject to board approval.
 - g. Communicate to the board the needs of appointed staff and the membership in general.
2. Duties of the President. The President shall:
 - a. Provide leadership and direction to the general membership and to the board of directors.
 - b. Prepare an agenda for each board meeting.
 - c. Chair Mini'app'les board and general membership meetings at which business is conducted.
 - d. Assign duties to board and staff members.
 - e. Establish goals to be reached during the term in office.
3. Duties of the Vice President. The Vice President shall:
 - a. Assist the President with the duties of that office and in the absence of the president, assume the duties of that office.
 - b. Organize the program, facilities and equipment for general membership meetings including meetings for nominations or voting by membership.
 - c. Coordinate participation in events, such as trade shows and seminars.
 - d. Oversee all matters related to the development and maintenance of Special Interest and Community Interest groups.
 - e. Encourage and assist in the formation of new interest groups.
 - f. Oversee communication to the membership.
4. Duties of the Treasurer. The Treasurer shall:
 - a. Maintain the Mini'app'les financial records and records of Mini'app'les assets.
 - b. Prepare a written financial report to include income, disbursements, account balances, and assets, for each board meeting. The reports shall be maintained for a five year period.

- c. Prepare an annual budget.
 - d. Be cognizant of and act upon the requirements of the IRS, the Minnesota State Department of Revenue, and the Minnesota Secretary of State in a timely and efficient manner.
 - e. Administer the collection of all monies due Mini'app'les.
 - f. Establish and maintain bank accounts in the name of Mini'app'les.
 - g. Deposit all monies in the Mini'app'les bank account(s) in a timely and efficient manner.
 - h. Pay all bills and demands as authorized by the board.
5. Duties of the Secretary. The Secretary shall:
- a. Record in a permanent form the minutes of all board and general membership meetings at which business is conducted.
 - b. Record the results of elections.
 - c. Archive and maintain all Mini'app'les records other than those kept by the Treasurer.
 - d. Assist the President and Vice President in correspondence as required.
 - e. Maintain electronic and paper copies of the board meeting minutes, general membership meeting minutes, and the club bylaws for at least five years. The electronic copies shall be in a common file format such as PDF files or text files.
6. Duties of the Past President. The Past President shall:
- a. Provide continuity in the leadership of Mini'app'les.
 - b. Assist the President with the duties of that office.
 - c. Provide historical references for decision making process.
7. Duties of the Membership Director. The Membership Director shall:
- a. Oversee the maintenance and processing of membership records and materials.
 - b. Promote membership.

H. FINANCIAL

1. Mini'app'les shall maintain one or more accounts at a local financial institution. Such accounts shall bear interest as the law allows.
2. The eligible Signatories on the account(s) shall be:
 - a. President
 - b. Vice President
 - c. Treasurer
3. One signature shall be required to disburse funds from the account(s).
4. The authorization of expenditures shall be accomplished by the board approving an annual budget that covers the Mini'app'les budget year. The budget year shall run from August 1 to July 31. Those expenditures which are not budgeted items, or budgeted items which exceed the budgeted amount by more than \$100.00 shall require majority approval of the board.
5. Proper verification of expenditures shall be required before the funds are disbursed.
6. In the event of dissolution of the corporation, the entire net assets remaining after payment of any and all liabilities and obligations of the corporation shall be disbursed in a manner agreeable to a majority of the board members at a specially convened open board meeting and consistent with IRS and State regulations. Notice of this meeting shall be published 30 days in advance of the meeting.
7. A Surety Bond shall be obtained, naming the above signatories as principals.

I. BOARD MEETINGS

1. The business of Mini'app'les shall be conducted at board meetings, except for general membership meetings and voting by the general membership.
2. The Board of Directors shall meet at least every other month at a place and time designated by the Mini'app'les President.
3. A quorum shall consist of three or more officers and no business shall be transacted if a quorum is not present.

4. Notice of board meetings shall be published at least 14 days in advance of all regularly scheduled board meetings.
5. In emergency situations, officers may agree to meet at any time, but all business transacted shall be subject to reconsideration at the next regularly scheduled board meeting. Minutes of the emergency meetings shall be published and/or made available at the request of any member.
6. The Board of Directors may designate three or more of its members to constitute an executive committee. To the extent determined by the board, the executive committee has the authority of the board in the management of the business of Mini'app'les. The executive committee shall act only in the interval between board meetings and at all times shall be subject to the control and direction of the board. Any activity shall be reported to board at next meeting.
7. Minutes of the board meetings shall be made available no later than 60 days following that meeting.
8. All meetings of the board shall be open to the general membership of Mini'app'les.
9. All members are encouraged to bring issues to the board. This shall be done by submitting agenda items in writing to the President in advance of the board meeting.
10. Decisions shall be made by a simple majority of the board members present, the Past President voting only in the case of a tie.
11. The board shall examine these bylaws periodically for needed changes following the procedure set forth in section J.

J. BYLAWS

1. Requests for changes in the bylaws shall be published at least four months prior to the election of officers.
2. The board shall act on this request and on other items pursuant to changes in the bylaws at a board meeting at least three months prior to the election of officers.
3. Changes to the bylaws suggested by the board will be communicated to the Mini'app'les membership.
4. The ratification shall be by means of a ballot made available to the Mini'app'les membership. All voting must be completed by the 28th of the month in which the vote is taken. A two-thirds majority of those voting is necessary for ratification of the changes to the bylaws.
5. Changes to these bylaws become effective the first day of the month following publication of a notice of ratification. Such notice shall appear not more than 60 days after the closing date for receiving ballots.

K. MISCELLANEOUS

1. Mini'app'les supports all copyright laws.
2. In the event of meeting cancellation, the officers shall make every effort to contact the local members.
3. All financial records are to be audited not less than once per year by a member or members appointed by the board. That member or members shall not be current officers.
4. All applicable Federal and Minnesota laws and statutes apply and supersede where these bylaws do not comply with said laws and statutes.
5. Where a physical address is required, e.g. the State of Minnesota, the Treasurer's home address shall be used. In the event that the Treasurer does not live in the State of Minnesota and a physical Minnesota address is required for legal purposes, the President shall, with consent of the Board, identify another Board member's address to be used. The nonprofit corporation papers must be re-filed yearly.