

BYLAWS

1 Officers

1.1 All officers are subject to the attached indemnification agreement.

1.2 Any officer may be impeached by a petition signed by at least 20% of all active dues paid members of the group. An officer thus impeached may then be removed from office by a $\frac{2}{3}$ vote at a group membership meeting.

1.3 Board of Directors

1.3.1 Operations Officer

1.3.1.2 Is also a member of the Board Director during their term(s) of office.

1.3.1.3 Has the power to break ties on a vote.

1.3.1.4 In any case where this tie-breaking authority poses a clear conflict of interest issue, it will be ceded to the Treasurer.

1.3.1.5 Has the authority to expend up to 10% of the group treasury (this includes the Main bank account, the Kingdom cash box, and the PayPal account and will not include holding funds, the PacWar bank or PayPal accounts, or the Winterbash bank or PayPal accounts) per month. May not be used for personal expenses or outside the scope of Kingdom duties. Any further expenditures require authorization by a general membership meeting.

1.3.1.5.1 Has the authority to sign checks drawn against the group's bank accounts for expenditures that are authorized by the bylaws or by a vote of the general membership.

1.3.1.6 Has the authority to sign contracts binding the group that have been approved by a majority vote of the Board of Directors.

1.3.1.7 May not hold the office for more than two Consecutive Terms. (Holding the office pro-tem shall not count towards this limit.)

1.3.1.8 Shall relinquish the position if they miss more than two general membership meetings in a row or more than three general membership meetings total over the course of their six-month term.

1.3.1.9 Shall relinquish the position if they miss more than one board of directors meeting during their six-month term.

1.3.1.10 If, for whatever reason, the position of Operations Officer is vacated, the Assistant Operations Officer becomes pro-tem Operations Officer until the next elections.

1.3.1.11 If, for whatever reason, the Assistant Operations Officer is unable, or ineligible, to assume the position of pro-tem Operations Officer, a new election must be held. A general membership meeting must be convened within one month of the date the office was vacated to set terms for an emergency election, except in situations where a regularly scheduled election would occur before this date. The Treasurer will oversee the formation of the general membership meeting as well as coordinate the emergency election.

1.3.1.12 Should the office of Operations Officer be vacated, with no viable Assistant

Operations Officer successor, for less than one month before a scheduled election is to occur, a general membership meeting will be convened as needed to coordinate any business that arises until the scheduled election appoints a new Operations Officer.

1.3.2 Financial Officer

1.3.2.1 Is a member of the Board of Directors.

1.3.2.2 Is responsible for collecting all in-game fees and duties.

1.3.2.3 Shall conduct all in-game elections except for the election of Financial Officer (which shall be conducted by the Operations Officer).

1.3.2.4 Has the authority to pay Amtgard International licensing fees and state nonprofit

corporation registration fees using the group treasury general fund. 1.3.2.5 Has the authority to expend up to 10% of the group treasury (this includes the Main bank account, the Kingdom cash box, and the PayPal account and will not include holding funds, the PacWar bank or PayPal accounts, or the Winterbash bank or PayPal accounts) per month. May not be used for personal expenses, or outside the scope of Kingdom duties. Any further expenditures require authorization by a general membership meeting.

1.3.2.6 Has the authority to sign checks drawn against the group's bank accounts for expenditures that are authorized by the bylaws or by a vote of the general membership.

1.3.2.7 May not hold the office for more than two consecutive terms. (Holding the office pro-tem shall not count towards this limit.)

1.3.2.8 Shall relinquish the position if they miss more than two general membership meetings in a row or more than three general membership meetings total over the course of their six-month term.

1.3.2.9 Shall relinquish the position if they miss more than one board of directors meeting over the course of their six-month term.

1.3.2.10 If, for whatever reason, the office of Financial Officer is vacated, an emergency election must be held within two weeks of the date the office is vacated.

1.3.3 Other Members of the Board of Directors

1.3.3.1 Six group members shall be chosen by open ballot to serve in this

capacity. 1.3.3.2 Shall relinquish the position if they miss more than two board of directors meetings during their one year term.

1.3.3.3 President

1.3.3.3.1 Shall be chosen from the current membership of the Board of Directors by a vote by the Board of Directors.

1.3.3.3.2 Is responsible for establishing an agenda and conducting all business meetings.

1.3.3.3.3 Is responsible for coordination of all BOD functions.

1.3.3.3.4 May not hold any elected kingdom office.

1.3.3.3.5 BOD president has the authority to sign contracts binding the group that have been approved by a majority vote of the Board of Directors.

1.3.3.4 Secretary

1.3.3.4.1 Shall be chosen from the current membership of the Board of Directors by a

vote by the Board of Directors.

1.3.3.4.2 Will be responsible for maintaining the mailing address of the group.

1.3.3.4.3 Shall list minutes of all Board of Directors meetings.

1.3.3.4.4 Shall check any changes to documents by the Treasurer and Financial Officer to ensure accuracy.

1.3.3.3.5 May not hold any elected kingdom office.

1.3.3.5 Treasurer

1.3.3.5.1 Shall be chosen from the current membership of the Board of Directors by a vote of the Board of Directors.

1.3.3.5.2 Is responsible for collection of all non-game fees and duties.

1.3.3.5.3 Has the authority to sign checks drawn against the group's bank accounts for expenditures that are authorized by the bylaws or by a vote of the general membership.

1.3.3.5.4 May not hold any elected kingdom office.

1.3.3.6 Non-voting / Alternate Members

1.3.3.6.1 Two seats shall be held by individuals who previously held the Kingdom Monarch and Kingdom Prime Minister positions. Duties and obligations are at the discretion of the BOD.

1.3.3.6.2 If a voting member is not present for a vote, an alternate member can take their place for voting purposes, as determined by simple plurality vote from voting members present.

1.3.3.6.3 - In the event the outgoing Prime Minister or Monarch are unable to serve in this capacity, the outgoing Regent may be allowed to fill this position by emergency popular vote at the next general membership meeting. Barring the ability to fill the position in this way, an emergency election to fill this vacancy will be held at the same general membership meeting.

1.4 Assistant Operations Officer

1.4.1 Is a member of the Board of Directors during their term(s) of office.

1.4.2 Shall relinquish the position if they miss more than two general membership meetings in a row or more than three general membership meetings total.

1.4.3 Will become pro-tem Operations Officer should the office of Operations Officer for whatever reason be vacated.

1.4.4 If the Assistant Operations Officer assumes the position of pro-tem Operations Officer, with less than one month before a scheduled election, the position of Assistant Operations Officer will remain vacated until the next scheduled election, with the pro-tem Operations Officer maintaining all Assistant Operations Officer duties.

1.4.5 If the Assistant Operations Officer assumes the position of pro-tem Operations Officer, with more than one month before a scheduled election, the pro-tem Operations Officer may appoint a successor to the Assistant Operations Officer position which will be ratified by General Membership vote at the next general membership meeting, this vote is not subject to section 4.2.7 and may be voted on immediately. (Current office holders are ineligible for appointment.)

1.5 Adjudication Chief

1.5.1 Is not a member of the Board of Directors.

1.5.2 May not also hold any of the following positions: Operations Officer, Assistant Operations Officer, Financial Officer, Safety Officer.

1.5.3 May be dismissed by the joint agreement of the Operations Officer and Financial Officer.

1.5.4 Shall relinquish the position if they miss more than two group functions in a row or more than three group functions total over the course of their six-month term.

1.5.5 If, for whatever reason, the position of Adjudication Chief is vacated, the Operations Officer may appoint a replacement.

1.7 Quartermaster

1.7.1 Is not a member of the Board of Directors.

1.7.2 May be dismissed by the joint agreement of the Operations Officer and Treasurer.

1.7.3 If, for whatever reason, the position of Property Manager is vacated, the Operations Officer with the agreement of the Treasurer may appoint a replacement.

2 Membership

2.1 A member must be registered with a subsidiary group.

2.2 A member must pay dues to their subsidiary group, and their subsidiary group must remit ½ of those dues to the main group.

2.3 Dues are \$20 for six months.

2.4 The Operations Officer, Assistant Operations Officer, Financial Officer, Safety Officer, and Adjudication Chief have their required dues waived for the duration of their six-month terms, although they are required to pay dues as normal in order to be eligible for re-election.

2.5 A member is defined as active if they have attended both at least one general membership meeting, and at least six meetings or functions of any kind of the group or any subsidiary groups, within the past six months.

2.6 The Operations Officer and Financial Officer acting in agreement, or the Operations Officer and Adjudication Chief acting in agreement, may enact a suspension of any member for any duration, including one of indefinite duration.

2.7 The Operations Officer and Financial Officer acting in agreement, or the Operations Officer and Adjudication Chief acting in agreement, may repeal any such suspension at any time; this includes suspensions imposed by other officers or by previous occupants of those offices.

2.8 Any member thus suspended may request a petition for appeal through the Financial Officer.

2.8.1 The format of collecting endorsements of the petition will be selected by the Financial Officer.

2.8.2 The petition of the appeal must be endorsed by 20% of the active membership.

2.8.3 The petition must remain active for 14 days after the petition has been made available to the active membership.

2.8.4 If the petition of the appeal receives the required endorsement, the appeal will be added to the agenda of the next scheduled general membership meeting. The endorsed appeal is not subject to section 4.2.7 and must be voted on immediately.

2.8.5 If the petition of the appeal does not receive the required endorsement after the period it has been made available, the appeal will not be added to the agenda for the next scheduled general membership meeting, and the suspended member must wait 90 days after the close of the previous petition to petition again.

2.9 A suspended member shall forfeit any dues paid during the time of suspension and is liable to the group for assessments or fees as a result of obligations incurred by the member prior to suspension.

2.10 A suspended member shall be barred from participating in all group functions, including general membership meetings and any functions of subsidiary groups, with the exception of the right to appeal their suspension at the next general membership meeting after it is issued.

2.11 A suspended member shall have all privileges which have been suspended reinstated the first day after the suspension has concluded.

2.12 If necessary, the Financial Officer and Adjudication Chief acting in agreement may suspend the Operations Officer, or may repeal a suspension they issued under this clause. This is otherwise identical to a suspension issued in agreement with the Operations Officer.

2.13 In the event a suspension is repealed, the decision of the officer(s) to repeal are to be ratified by voting members at the next Althing by simple majority vote.

3 Elections

3.1 Elections for the offices of Operations Officer, Assistant Operations Officer, and Safety Officer shall be held every six months, within the third or fourth weekends of the months of February and August.

3.2 Elections for the offices of Financial Officer and Adjudication chief shall be held midway between elections for the other offices, within the first or second weekends of the months of June and December.

3.3 Elections for other members of the Board of Directors will be held twice yearly, with three seats being filled in an election held in January and three seats being filled in an election held in June. Members elected to the Board in this way will serve for a full year.

3.3.1 In the event that one or more elected summer term BOD seats becomes vacated, the seat may be filled by a general membership vote at the next scheduled althing. This would be a pro-tem position to be held until the next regularly scheduled summer term election.

3.3.2 In the event that one or more elected winter term BOD seats becomes vacated, the seat may be filled by a general membership vote at the next scheduled althing. This would be a pro-tem position to be held until the next regularly scheduled winter term election.

3.4 Candidates for the positions of Operations Officer and Assistant Operations Officer may be required to participate in a specific in-game event to be eligible.

3.5 Candidates for any position must dues paid active members (see above) at the time of election voting.

3.6 Candidates for any position must be at least 18 years of age.

3.7 No person may hold any of the following two positions at the same time: Operations Officer, Assistant Operations Officer, Financial Officer.

3.8 Only active members (see above) may vote in elections.

3.9 Winning any election requires a simple plurality (more votes than any other vote-getter taken individually).

3.10 Online voting will happen on Facebook. The Financial Officer or Operations Officer will post a PDF of the ballot, including instructions on how to submit the vote. The instructions will include the kingdom email address and instructions of submitting a picture of the ballot as well as a picture of the voter holding the ballot.

3.10.1 Online voting will be kept open for a minimum of 48 hours.

4 Meetings

4.1 Board of Directors Meetings

4.1.1 The Board of Directors shall meet to discuss business as necessary.

4.1.2 Scheduled Board of Directors meetings may be closed to members not on the Board of Directors, but the minutes of such closed meetings must be made available to the general membership within four weeks of the meeting.

4.1.3 The Board of Directors will have no power to change, alter, or otherwise affect the bylaws and policies of the group or any aspect of gameplay.

4.2 General Membership Meetings

4.2.1 A general membership meeting shall be scheduled once each month by the Operations Officer. Whether it is actually held is subject to group interest and involvement (i.e.-if no one has business to bring before the group, then there will be no meeting for that month).

4.2.2 Only active members (see above) may vote on group policies or changes to bylaws.

4.2.3 All votes of general membership meetings will require only a simple majority unless otherwise specified by the bylaws.

4.2.4 A vote of active members has the authority to amend the group bylaws.

4.2.5 A vote of active members has the authority to set policies and modify game documents, to explicitly include the group Policies and Kingdom Constitution documents.

4.2.6 A vote of active members may authorize an expenditure of any size from the group treasury.

4.2.7 Items put before the general membership for vote must be announced and opened for discussion for at least one general membership meeting and then tabled until the next general membership meeting for vote.

4.2.7.1 Exception: Emergency situations and fund expenditures may be discussed and voted upon at the same general membership meeting. An emergency situation will be defined as a situation that places the group into violation of law or any contractual agreement.

4.2.8 No issues voted on by the general membership may be brought up again before a general membership meeting for at least six months, unless said issue(s) put the group in a legal or contractual breach.

5 Subsidiary Groups

5.1 Each subsidiary group must elect one of its members as representative.

5.2 Must sign the standard agreement with the central Amtgard Board of Directors.

5.3 Must be based at a physical location within 150 miles of Salem, Oregon, OR within the borders of the State of Oregon.

5.4 To accept a new subsidiary group the following steps must be followed:

5.4.1 Approval of the Operations Officer and Financial Officer.

5.4.2 Approval by a vote of active members at a general membership meeting.

5.4.3 Signing of the subsidiary group contract by both the Operations Officer and an appropriate representative of the subsidiary group (which must then be approved by the Board of Directors).

5.5 To remove a subsidiary group the following steps must be followed:

5.5.1 Approval of the Operations Officer and Financial Officer.

5.5.2 Approval by a vote of active members at a general membership meeting.

5.5.3 The subsidiary group that is to be terminated or suspended must be notified at least 15 days prior

to the vote for termination/suspension. They must be informed of the date, time and location of the general membership meeting where the vote will take place.

5.5.4 The representative in question will be allowed an opportunity to speak in their subsidiary group's defense, in person or in writing, at the general membership where the vote is to take place. Any other members of the subsidiary group who are present at the meeting will be given

the opportunity to speak in its defense as well.

5.5.5 The effective date of the subsidiary group's removal from the group shall be at least one week after the date of the general membership meeting authorizing the removal. 5.5.6 Exception: failure of the subsidiary group to abide by the subsidiary group contract may be grounds for automatic removal of the group; such circumstances are to be reviewed by the Board of Directors.

5.6 Subsidiary groups may draft their own bylaws and policies so long as they do not conflict with the bylaws and policies of the group or the subsidiary group contract. They are very strongly encouraged to use the bylaws and policies of the group as a model for their own governance.

5.7 Are obligated to provide accurate records of the attendance of their functions to the Treasurer. This shall be the responsibility of the subsidiary group's representative. 5.8

Subsidiary groups may not have their own subsidiary groups (however, see Subsidiary Group Confederations below).

5.9 Officers of subsidiary groups may not also serve as the main group's Operations Officer, Assistant Operations Officer, or Financial Officers.

6 Subsidiary Group Confederations

6.1 Subsidiary group confederations are groups of subsidiary groups (sponsored by the main group) who have gained permission from the main group (through a vote at a general membership meeting) to be recognized as such.

6.2 Subsidiary group confederations are meant to act as semi-independent entities who are working towards independent main group status.

6.3 Must have achieved non-profit or not-for-profit status and keep it active.

6.4 Subsidiary group confederations are expected to maintain their own, separate, set of bylaws. These bylaws may specify details of membership, voting rights, and dues requirements specific to the subsidiary group confederation.

6.5 With the permission of the Operations Officer and the Financial Officer, subsidiary group confederations may add independent groups to the subsidiary group confederation. These subsidiary groups may be required to sign any contracts the subsidiary group confederation requires.

6.6 In the case that the subsidiary group confederation becomes a fully independent main group, its component subsidiary groups will each independently decide whether they wish to join the new independent main group as subsidiary groups of its own, or remain as subsidiary groups of this group.

7 Independent Subsidiary Groups

7.1 Groups based at a physical location more than 150 miles away from Salem, Oregon AND Outside the borders of the State of Oregon are eligible to become Independent Subsidiary Groups.

7.2 Independent subsidiary groups are treated as normal subsidiary groups, with the following exceptions:

7.2.1 Members of independent subsidiary groups have no voting rights.

7.2.2 Independent subsidiary groups are not required to remit any portion of dues paid by their members.

8 Dissolution

8.1 Should the group dissolve, all assets must be eliminated.

8.2 Assets may not be eliminated by distribution to group members.

8.3 Options for the elimination of assets include:

8.3.1 Donation to the federal government.

8.3.2 Donation to state or local governments.

8.3.3 Donation to a non-profit organization approved for exemption from federal tax under section 501(c)(3) of the Internal Revenue Code.