

BY-LAWS
OF
MINNESOTA CORONERS AND MEDICAL EXAMINERS ASSOCIATION

ARTICLE I. GENERAL

1. The registered office of the corporation shall be in the City of Minneapolis. County of Hennepin and State of Minnesota at such place as the Board of Directors may from time to time determine.
2. The corporation shall not have a corporate seal.
3. The fiscal year of the corporation shall commence on January 1 and terminate on the 31st day of December next following

ARTICLE II. PURPOSES

1. The purposes and pursuits of this corporation are as follows:

To form and perpetuate an efficient organization of Coroners and Medical Examiners, their deputies and investigators, and former Coroners;

To provide for the prompt exchange of information pertaining to the duties, methods and official practice of the members and to furnish advance notice of all such matters as may threaten violation of law, relative to deaths of persons, under the jurisdiction of the Coroners and Medical Examiners;

To cooperate with peace officers throughout Minnesota and with similar organizations in other states;

To exert such influence as may be necessary to bring about and preserve legislation in harmony with the need of enforcement officials, and the safety and welfare of the public;

To acquire, use and dispose of such property as may be necessary of the transaction of its business;

To alter or amend any or all of the foregoing statements of purposes whenever necessary to make the same consistent with the powers, duties or policies of the membership.

ARTICLE III MEMBERS, VOTING

1. Membership, other than honorary membership, in this corporation shall be limited to the Coroners and Medical Examiners of the eighty-seven counties, their deputies and investigators, former members of the association, and Coroners and Medical Examiners elected and/or appointed and qualified who have not yet taken office (herein referred to as "members").

2. Honorary membership may be awarded to toxicologists and persons in other occupations or professions as may be determined by the Board of Directors after first receiving approval from the members (herein referred to as "honorary members").

3. Each Coroner and Medical Examiner in office shall pay annual membership dues of \$15.00 each or such amount as the Board of Directors may determine.

4. Each paid up member shall be entitled to vote.

5. Proxy voting shall not be permitted.

6. Election of the Board of Directors shall be at the annual meeting by a majority of the Voting members present.

7. The Board of Directors shall appoint a nominating committee, not later than the first of September of each year, who shall make a report to the members at the next meeting, of their list of Nominees for the Board.

8. Any voting member may place in nomination, prior to any election, the names or nominees for the Board other than those chose by the nominating committee.

ARTICLE IV. DIRECTORS, OFFICERS

1. The business of the corporation shall be managed by the Board of Directors who shall be elected, at the members annual meeting, to hold office for one year and until their successors are elected and qualified, the terms to commence on January 1 of the year following election. No person shall be eligible to be elected to the Board who is not a member of this corporation.

2. Immediately following the election of directors, the members shall elect, from the Board of Directors, a president, president elect, vice-president and secretary-treasurer whose terms shall commence and terminate as indicated in section 1 above. The Board may hire an executive secretary or director if and when authorized by its members.

3. In the event that any officer of the Board of Directors shall resign, die, become disqualified or refuse to act as a director during his term of office, his successor shall be chosen by a majority of the Board of Directors.

4. Meetings of the Board of Directors shall be held at the registered office of the corporation or at such other place as the majority of the members of the Board may from time to time determine.

ARTICLE V. MEETINGS

1. The annual meeting of the members and the Board of Directors shall be held at such time as may be fixed by the elected officers, the time and place of which shall be specified in a notice given to all members by mail at least two weeks prior to the meeting, notice to be sent to the members at the last address of each member according to the corporate records.

2. Special meetings may be held but shall be preceded by a one week advance notice mailed to each of the members or of the Board, as the case may be. Special meetings may be called by a majority of the Board of Directors or by no less than 10% of the voting membership.

3. Five members of the Board of Directors shall be necessary to constitute a quorum for the transaction of business. The acts of a majority of the directors present shall be the acts of the Board of Directors. Thirteen members shall constitute a quorum at the annual meeting.

4. **ACTION IN WRITING.** Any action which might be taken at a meeting of the Board of Directors may be taken without a meeting if done in writing signed by all the directors.

5. The usual order of business at meetings of the members or Board of Directors of this corporation shall be as follows:

- a. The meeting is called to order by the president at the time and on the date of the meeting.
- b. Roll Call- Quorum being present the meeting proceeds with business.
- c. Reading by secretary of Minutes of previous meeting and their consideration and approval.
- d. Reports of officers.
- e. Reports of committees.
- f. Unfinished business.
- g. New business
- h. Motion to adjourn.

ARTICLE VI. POWERS AND DUTIES OF THE OFFICERS

1. The president shall preside at all meetings. In his absence, the vice-president shall perform his duties. The president shall appoint all standing and special committees.

2. The secretary-treasurer shall perform the duties usually pertaining to his office, shall make an annual report and such other reports as the association may require.

3. The secretary-treasurer shall have charge of the office of the association. He shall keep books and papers of the association and supervise the work of the employees of the association in the field and office and perform such special services as may be directed by the president.

4. The secretary-treasurer shall receive and receipt for all monies paid to the association and remit all surplus and/or reserve funds.

5. No officer shall create any obligations or make and expenditures not authorized by the corporation's Board of Directors.

ARTICLE VII. AMENDMENTS

These By-Laws may be amended at an annual meeting of the members by a two-thirds vote of all members registered as being in attendance, or by a mail vote taken and canvassed provided, however, that an affirmative vote of a majority of all voting members shall be necessary to adopt an amendment submitted by mail.

CERTIFICATE

We do hereby certify that the foregoing By-Laws were adopted on May 10, 1980 by the Board of Directors and thereafter approved by the members at a meeting held on _____, 20__.

DATED: _____

President

Secretary-Treasurer

CERTIFICATE

We do hereby certify that the amendments to Article III were adopted on October 12, 1984 by the members and thereafter approved by the Board of Directors held on January 12, 1985.

DATED: _____

President

Secretary-Treasurer