

WesternSFA Bylaws

Approved February 1, 2008

I. NAME

The name of this corporation shall be the Western Science Fiction Association, Inc., herein referred to as the "WesternSFA".

II. OFFICES

The principal office of the WesternSFA shall be located in the State of Arizona. The WesternSFA may have other offices as the Board of Directors may determine or as the affairs of the WesternSFA may require from time to time.

III. OBJECTIVES AND PURPOSES

WesternSFA Inc shall be dedicated to educational activities relating to the literature, music, and performing arts of the Science Fiction/Fantasy (SF/F) community and its many subsets, such as writing, art, costuming, gaming, Anime, technology, etc. These educational activities may include, but are not restricted to, conventions, seminars, and classes designed to provide opportunities for the SF/F community to educate the public about our activities and to promote literacy as well as artistic and scientific curiosity in school children

IV. DEDICATION OF ASSETS

The properties and assets of the WesternSFA are irrevocably dedicated to charitable purposes. No part of the net earnings, properties, or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or any member, Director or officer of the WesternSFA. On liquidation or dissolution, all properties and assets and obligations shall be distributed and paid over to an organization dedicated to charitable purposes which has established its tax-exempt status under Internal Revenue Service Code Section 501(c)(3).

V. MEMBERS

A. APPLICATION FOR MEMBERSHIP

Applicants for membership in WesternSFA must be sponsored by a current, active WesternSFA member. Each prospective member shall pay a \$5 non-refundable application fee and \$10 yearly dues at the time membership is applied for. If the Board rejects the application, the applicant is rejected and may not reapply again for 4 regular meetings (1 year). If the Board approves the application, the applicant becomes a General or Organizational member effective with the next regular meeting of WesternSFA.

B. NON STATUTORY MEMBERS.

The Board of Directors has designated the following categories of membership.

1. **Charter Member** is one who has paid the Charter Membership fee prior to the incorporation of WesternSFA.
2. **General Member** is one whose application for membership has been approved by the Board and who has paid dues for the current period.
3. **Associate Membership** is available to those natural persons, aged 8 to 17 years of age. This membership does not entitle one to either hold office or vote. There are no dues or application fees for those applying for Associate membership. At age 18 the member must reapply to become a General member and, at that time, pay the application fee and dues.
4. **Organizational Membership** is a membership applied for under an Organization's name whose application for membership has been approved by the Board. The person representing the Organization need not be named, and may be varied at the organization's discretion. Organizational membership entitles an organization to receive such publications as the Association may produce, but conveys no other privilege to the organization.

C. GENERAL CONDITIONS AND PRIVILEGES OF MEMBERSHIP

1. Membership Status

- a. A Dormant member is a member who is either not current on dues or whose address is unknown to the Treasurer of WesternSFA.
- b. An Active member is a General or Charter member who has physically attended two (2) of the last three (3) most recent meetings and is not a Dormant member.

2. Access to Membership

Membership in the WesternSFA is open to any interested natural person, without restriction of age or citizenship. Membership can be terminated only by: (1) lapse following 2 years nonpayment of dues, or (2) action of the Board of Directors. Memberships are non-transferable.

WesternSFA Bylaws

Approved February 1, 2008

3. Privileges of Members

a. General

Every active member of the WesternSFA is eligible for office within the WesternSFA, subject to the requirements for such office, and to the provisions established above. However, while a group or institution may obtain an organizational membership as defined in V.A.1. in order to obtain the newsletters and/or increase its support of the WesternSFA, such membership does not convey the privileges of membership to persons associated with that group or institution.

b. Eligibility for Office

Officers of the WesternSFA must be active general members as defined in Bylaws section V.C.1.B.

c. Voting Privileges

In order to be eligible to vote a member must be an active member as defined in Bylaws section V.C.1.B.

4. Dues

All active members, with the exception of Associate members, must pay dues, either Current dues or Lifetime dues as the member may elect. No dues are refundable or transferable.

a. Current Dues - Annual dues are \$10 payable at the 1st meeting of the calendar year.

b. Lifetime Dues - Lifetime dues are \$100.

5. Revocation/Denial of Membership

Membership in the WesternSFA may be revoked as provided in Paragraph V.C.2 for the following reasons: (1) conviction of violation of civil or criminal law (2) actions that endanger the WesternSFA (3) violation of the Bylaws of the WesternSFA. Membership in the WesternSFA may be denied for the same reasons as revocation.

Membership may also be denied if the reasons for a previous revocation of membership are still considered by the Board to be valid. Membership may not be denied on the basis of gender, race, creed or sexual orientation.

D. Meetings

1. General Meetings shall be held at least once per quarter in February, May, August and November unless the membership approves a change of date.

2. Special Meetings may be held at other times as approved by the board. Notice of each special meeting shall be sent to each Notifiable member not less than seven (7) days before the special meeting. A Notifiable member is defined as all Active Members and all General Members who have attended a meeting within the past year, that have a current valid address on file. Valid means of notification include audio, electronic means or postal mail.

VI. BOARD OF DIRECTORS

A. POWERS

The activities and affairs of the WesternSFA shall be managed and all corporate powers shall be exercised by or under the direction of the Board of Directors, herein referred to as the Board. The Board may delegate management of the day-to-day operation of the business of the WesternSFA provided that the activities and affairs of the WesternSFA shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board subject to the limitations in the Articles of Incorporation.

B. NUMBER OF DIRECTORS

The authorized number of Directors of the WesternSFA shall not be less than five (5) nor more than seven (7).

C. QUALIFICATIONS OF DIRECTORS

1. Each Director shall be a natural person at least 21 years of age, shall be an Active Member as defined in section V.C.1.b of these Bylaws and shall be a Charter Member as defined in section V.B.1

2. If at any time there are less than five Charter Members who are also Active Members who are willing to serve the remaining board positions may be filled by Active Members as defined in section V.C.1.b

3. By a majority vote of the Board, a non-charter member may be deemed eligible for election to the board of directors.

D. ELECTION AND TERM

1. Election

Directors are elected by a majority vote of the Active Membership.

WesternSFA Bylaws **Approved February 1, 2008**

a. Quorum.

A quorum for an election shall be the greater of fifty percent of the Active Membership, or five Active members.

b. Nomination.

Nominees for the Board must be qualified per section VI. C and must accept the nomination. Nominations and elections shall occur during the same meeting.

c. Election Procedure.

1-All properly nominated candidates may, with the approval of the active membership, have the opportunity to give a speech lasting no longer than one minute.

2 Voting shall be by secret ballot, except that the eligible voters may by a two thirds majority of those voting on the question, elect to have a roll call vote or a vote by acclamation. Voters shall vote only for properly nominated candidates. A valid vote is a vote for a properly nominated candidate who has not been dropped from consideration. Illegible, unreadable, ambiguous and otherwise uncountable votes shall not be considered valid. The presence of an invalid vote on a member's ballot shall not invalidate other votes on that ballot. Absentee ballots bearing the member's dated signature shall be counted provided that the candidate being voted for has not been dropped. Each active member shall vote for no more than the number of positions to be elected. If the vote is improper, the vote will be thrown out. The candidates receiving the highest numbers of votes shall be elected. In the event of a tie vote for the final Board position, there shall be a run-off election between the candidates for that position only. In the event of a second tie, the winner of a mutually agreed upon game of chance shall be elected.

d. Vote Counting

The President shall designate two active members to collect and count votes. No one who is a candidate for any office is eligible to be a vote counter. The vote counters shall count the votes in secret. After completing the count, the counters shall announce the names of the winning candidates and candidates dropped from the ballot. At the end of each round the ballots shall be sealed in an envelope and all vote counters shall sign or initial the envelope across the sealed flap.

4. Term of Service

Under ordinary circumstances, Directors shall serve one year, dating from the meetings at which they are elected until the meeting at which they are replaced. A Director's term begins immediately upon election and acceptance.

5. Resignation

Should a Director be unable to serve his or her full term, the remaining Directors shall either leave the position vacant until the end of the term, or elect someone to fill the remainder of the term. As specified in VI.B., the number of active Directors may not be allowed to go below 5, except during a meeting affected by an resignation.

E. CONFLICT OF INTEREST

All Directors must abstain on any board decision directly affecting them.

F. VACANCIES AND REMOVAL

Directors remain on the Board until expiration of their term of service, resignation, or removal.

1. Dismissal of a Director

a. Impeachment

A Director can be impeached by a letter signed by a majority of the current authorized number of Directors, or by a petition signed by a majority of the Corporate Officers or 25% of the current general membership.

b. Removal

By a vote of 75% of the active members or a majority vote of the Board, any Director may be removed from office without cause at any regular or special meeting, provided that the Director to be removed has received at least ten (10) days notice in writing to all Directors. If the next regular meeting is more than forty-five (45) days from the time of receipt of a petition of impeachment, a special election meeting shall be called.

2. Filling Vacancies

All vacancies may be filled by majority vote of the Directors then in office, whether or not their numbers constitute a quorum.

WesternSFA Bylaws
Approved February 1, 2008

G. PLACE OF MEETINGS; MEETINGS BY TELEPHONE

Regular or special meetings of the Board may be held at any place within or outside the State of Arizona that has been designated from time to time by the Board. Notwithstanding the above provisions of this Section, a regular or special meeting of the Board may be held at any place consented to in writing by all the Board members, either before or after the meeting. If consents are given, they shall be filed with the Minutes of the meeting. Any meeting may be held by conference telephone or similar communications equipment, as long as all Directors participating in the meeting can communicate with one another, and all such Directors shall be deemed to be present in person at such meeting.

H REGULAR QUARTERLY MEETINGS

The Board shall hold a regular meeting in each calendar quarter, for the purpose of appointing Directors and officers of the WesternSFA, and for the transaction of other business. These meetings are open to any member of the WesternSFA and shall be held following the regular quarterly general membership meetings of WesternSFA.

I. SPECIAL MEETINGS

Special meetings of the Board may be called for any purpose at any time by the Chairman of the Board, or by any two other Directors. Written notice of the time and place of special meetings shall be delivered personally to each Director or communicated to each Director by telephone, telegraph, first-class mail, or electronic mail addressed to the Director at the Director's address as it is shown upon the records of the WesternSFA. In case such notice is mailed, it shall be deposited in the United States mail at least ten (10) days prior to the time of the holding of the meeting. In case such notice is delivered personally or by electronic mail or telephone or telegraph, it shall be so delivered at least seventy-two (72) hours prior to the time of the holding of the meeting. Such mailing or delivery shall be due, legal and personal notice to each Director. Notice of a meeting need not be given to any Director who signs a waiver of notice or a consent to holding the meeting or an approval of the minutes of the meeting, whether before or after the meeting, or who attends the meeting without protesting, prior to the meeting or at its commencement, the lack of notice to such Director. All such waivers, consents, and approvals shall be filed with the corporate records or made part of the Minutes of the meeting.

J. ACTION AT A MEETING; QUORUM AND REQUIRED VOTE

An act of the Board consists of an affirmative decision by a majority of the current authorized number of Directors, except as otherwise provided for in the Bylaws. A quorum shall be a majority of the current authorized number of Directors at the beginning of the meeting.

K OFFICERS OF THE BOARD

1. CHAIRMAN

The post of Chairman shall be held for such period as the Board shall from time to time determine. No member shall be required to serve as Chairman. The Chairman shall be selected by majority vote of the Board.

2. VICE-CHAIRMAN

The post of Vice-Chairman shall be held for such period as the Board shall from time to time determine. No member shall be required to serve as Vice-Chairman. If the Chairman is not present or may not serve as Chairman for any reason, the Vice-Chairman shall act as Chairman. The Vice-Chairman shall be selected by majority vote of the Board.

3. CORPORATE TREASURER

The post of Corporate Treasurer shall be held for such period as the Board shall from time to time determine. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the WesternSFA, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements. The Treasurer shall deposit (or cause to be deposited) all monies and other valuables in the name of and to the credit of the WesternSFA with all such depositories as may be designated by the Board. The Treasurer shall disburse (or cause to be disbursed) the funds of the WesternSFA as may be ordered by the Board, shall render to the President and the Board, whenever they request it, an account of all the Treasurer's transactions as Treasurer and of the financial condition of the WesternSFA, and shall have such other powers and perform such other duties as may be prescribed by the Board or these Bylaws.

4. CORPORATE SECRETARY

The post of Corporate Secretary shall be held for such period as the Board shall from time to time determine. The Secretary shall be responsible for the regular administrative duties of the Board and the corporation, including correspondence, Minutes of all meetings of the Board, and such other administrative duties as shall be assigned by the Board or the President. The Secretary shall maintain all necessary records of the corporation not maintained by

WesternSFA Bylaws
Approved February 1, 2008

other officers or offices.

L. COMMITTEES

The Board may designate one or more committees to serve at the pleasure of the Board. These committees shall serve as advisory bodies, and shall not exercise the authority or power of the Board.

M. REIMBURSEMENT OF EXPENSES

Directors and members of committees may receive such reasonable reimbursement for expenses as may be determined by the Board.

VII. CONVENTION AND EVENT CHAIR AND TREASURER

WesternSFA will, from time to time, sponsor such conventions and other events as deemed appropriate to further our stated goals.

A. CONVENTIONS AND EVENTS

Convention Chair and Treasurer are elected by a two-thirds vote of the board, and shall hold office until their term of service is over, they resign, or they are removed by a two-thirds vote of the Board.

1. Convention or event Chair

The Convention Chair is responsible for conducting the affairs of a convention sanctioned by the Board. The Convention Chair may authorize such instruments as he or she deems appropriate to the conduct of the event's proper business, in agreement with the Convention Treasurer and subject to Board approval. In the event of absence or incapacity of the Convention Chair the duties shall be apportioned at the discretion of the Board. This position may remain vacant if there are no conventions to chair. There may be more than one Convention Chair at any given time. Term of service for a Convention Chair begins at his election and ends when all accounts have been settled and approved by the Board. A Convention Chair may serve on the Board, but must abstain in all Board votes related to his/her event.

2. Convention or event Treasurer

The Convention Treasurer is responsible for conducting the financial affairs of a convention sanctioned by the Board. The Convention Treasurer may authorize such instruments as he or she deems appropriate to the conduct of the event's proper business, in agreement with the Convention Chair and subject to Board approval. In the event of absence or incapacity of the Convention Treasurer the duties shall be apportioned at the discretion of the Board. This position may remain vacant if there are no conventions. There may be more than one Convention Treasurer at any given time. The Convention Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the convention for which he or she is Treasurer, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements. The Convention Treasurer shall deposit (or cause to be deposited) all monies and other valuables in the name of and to the credit of the WesternSFA with all such depositories as may be designated by the Board. The Convention Treasurer shall disburse (or cause to be disbursed) the funds of the WesternSFA as may be ordered by the Board, shall render to the President and the Board, whenever they request it, an account of all the Convention Treasurer's transactions as Convention Treasurer and of the financial condition of the convention, and shall have such other powers and perform such other duties as may be prescribed by the Board or these Bylaws. Term of service for a Convention Treasurer begins at his election and ends when all accounts have been settled and approved by the Board. A Convention Treasurer may serve on the Board, but must abstain in all Board votes related to his/her event.

3. Convention or event Chair and Treasurer

Except in the instance of replacement of a person who has left or been removed from either position, candidates for Convention Chair and Convention Treasurer shall run as a team.

VIII. PROCEDURAL OFFICERS

A. OFFICERS

The procedural officers of the corporation shall consist of a President, a Vice President, a Secretary, a Historian/Archivist and such others as the Board may from time to time designate. The Corporate Treasurer shall also function as procedural Treasurer. Officers of the corporation are elected by a majority vote of the members, and shall hold office until their term of service is over, they resign, or they are removed by a two-thirds vote of the Board or two thirds of the active general members. Officers shall be elected at the first meeting in each calendar year and shall take office at the beginning of the second meeting in each calendar year.

WesternSFA Bylaws

Approved February 1, 2008

1. President

The President shall be the principal spokesperson for and executive officer of the Society, and subject to the Board of Directors, shall have general supervision, direction, and control of the affairs of the Society. The position of President may not be held by the Chairman of the Board of Directors of the Society. He shall preside at all meetings of the Society, excluding meetings of the Board of Directors.

2. Vice-President

The Vice-President shall, in the absence or disability of the President, assume all of the rights, duties, and limitations of the latter. He shall plan the programs for the meetings of the Society and run errands as directed.

3. Secretary

The Secretary shall keep a book of minutes of the general meetings of the Society, which shall be accessible to any member on reasonable demand (within one week of presentation of such demand and at all meetings of the Society). The Secretary shall be responsible for the regular administrative duties, and such other administrative duties as shall be assigned by the Board or the President.

4. Historian/Archivist

The Historian/Archivist shall keep a record of all persons, along with identifying data, who have attended a WesternSFA sponsored convention or event. Additionally, the Historian will collect and keep such things as flyers about WesternSFA events/conventions, program books, Progress Reports, etc.

D. COMPENSATION

Board members and officers serve as volunteers without compensation or salary.

IX. CONTRACTS, CHECKS AND FUNDS

A. EXECUTION OF CORPORATE INSTRUMENTS

The Board may, at its discretion, determine the method and designate the signatory officer or officers or other person or persons, to execute any corporate instrument or document, or to sign the corporate name without limitation, except when otherwise provided by law. Such execution or signature shall be binding upon the WesternSFA. Unless otherwise specifically determined by the Board or otherwise required by law, formal contracts and other corporate instruments and documents shall be executed, signed or endorsed by the Chairman of the Board, the Secretary and the Treasurer.

B. CHECKS, DRAFTS, ETC.

All checks and drafts drawn on banks or other depositories of funds to the credit of the corporation, or on special accounts of the WesternSFA, shall be signed by such person or persons as the Board shall authorize to do so.

C. GIFTS

The Board may accept on behalf of the WesternSFA any contribution, gift, bequest, or devise for the general purposes of or for any special purpose of the WesternSFA not inconsistent with the charitable limitations in the Articles of Incorporation.

IX. INDEMNIFICATION

To the fullest extent permitted by law, the WesternSFA may indemnify its Directors, officers, employees, and other persons, including persons formerly occupying any such position, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any proceeding, and including an action by or in the right of the WesternSFA, by reason of the fact that the person is or was a person described in this Section. To the fullest extent permitted by law and except as otherwise determined by the Board in a specific instance, expenses incurred by a person seeking indemnification in defending any proceeding may be advanced by the WesternSFA before final disposition of the proceeding upon receipt by the WesternSFA of a contract from that person to repay such amount unless it is ultimately determined that the person is entitled to be indemnified by the WesternSFA for those expenses. The WesternSFA shall have power to purchase and maintain insurance to the full extent permitted by law on behalf of its officers, directors, employees, and other agents, against any liability asserted against or incurred by such persons in such capacity or arising out of the person's status as such.

X FINANCIAL PROCEDURES

A. CORPORATE BOOKS AND RECORDS

The WesternSFA shall keep correct and complete books of account and records and shall also keep Minutes of the proceedings of the meetings of its Board, and shall keep in the custody of the Secretary of the WesternSFA a record giving the names and addresses of the persons described in Article V, which record shall not be copied by any person except the officers and directors, except with the permission of the Board. The books of account may be inspected for any reasonable purpose at any reasonable time. Lists of names and addresses shall not be made available without prior written approval of the Board.

WesternSFA Bylaws
Approved February 1, 2008

B. BANK ACCOUNTS

1. All bank accounts will be identified as Western Science Fiction Association, Inc (WesternSFA) dba (specific endeavor) with the WesternSFA tax identification number
2. The WesternSFA Treasurer will be a signer on all accounts.
3. WesternSFA money cannot be commingled with personal funds
4. All WesternSFA accounts shall use duplicate checks.

C. FINANCIAL RECORDS AND REPORTING

1. The Treasurer is required to maintain the books and records of the financial activities for their particular activity and keep off-site back ups. If they maintain the records on an automated system they are also required to keep a hard copy of all necessary documents.
2. All persons that maintain funds (monies) are required to report at least semi-annually to the WesternSFA Treasurer. The Board may require more frequent reporting. The report is to include the following
 - a. A copy of each monthly bank statement
 - b. A monthly reconciliation between the bank statement and the group's books for each individual month.
 - c. A summary of the financial activity for the period being reported.
4. On an annual basis the Treasurer must prepare a financial statement, including a balance sheet and income statement that reports the financial activity for the entire year.
5. Reports shall be filed with WesternSFA Secretary, WesternSFA Treasurer, WesternSFA Historian/Archivist, in the convention's permanent files and be available for the general membership. It is strongly suggested that the Convention Chairs and Treasurers also keep copies for their own personal records.

D. EXPENSES

1. The active membership should approve all expenses from the WesternSFA main account
2. All expenses of the organization, both cash advances and reimbursement, must be documented and receipts must be submitted.
3. WesternSFA funds cannot be used:
 - a. To purchase alcohol with the exception of sponsoring the "Meet the Pros" reception at WesternSFA sponsored conventions and small amounts purchased for Guest of Honor gift baskets;
 - b. To cover any expense not allowable within Federal and State guidelines for a non-profit, tax-exempt organization.
4. Appropriate Expenses:
 - a. WesternSFA Activities such as conventions and any other activity approved of by the membership (Book Festival, etc.);
 - b. Expenses associated with the purchase and repair of WesternSFA property. Purchase of durable goods with a value of more than \$50 should be submitted to the membership for approval;
 - c. Ordinary and necessary expenses of running a WesternSFA office

E. AUDITOR

1. All WesternSFA accounts shall be reviewed by the WesternSFA Internal Auditor at least once every two and one half (2 ½) years or when primary control of the account changes, whichever comes first. The Internal Auditor need not be a member of WesternSFA and shall be appointed by the Board of Directors.

F. CONVENTION BUDGETS

1. All convention Treasurers shall submit a preliminary budget to their chairman, the WesternSFA Treasurer, and the WesternSFA Board at intervals determined by procedure.
2. Conventions' books shall be closed out and turned over to the WesternSFA Treasurer not longer than six months after the end of the convention.
3. Records shall include copies of all receipts for authorized and/or reimbursed expenses incurred by the convention.

G. EVENT BOOKS AND RECORDS

1. Budget

Any event operated by WesternSFA shall submit an estimated budget to the Board.

2. Event Accounts

Any event operated by WesternSFA may, at the discretion of the Board, maintain separate books for the duration of

WesternSFA Bylaws **Approved February 1, 2008**

that event. Any excess from such separate accounts shall be returned to the WesternSFA Main Account immediately upon closure of the books for that event. The Board may appropriate any amount from the Main Account as starting funds for an Event Account.

XI. FISCAL YEAR

The Fiscal Year of the corporation shall begin on January 1st and end on the last day of December in each year.

XII. AMENDMENT TO BY-LAWS

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by a two-thirds majority of the active membership. Such amendments and alterations must be made in writing, and must immediately be placed in the records of the WesternSFA, and appended to copies of the Bylaws available to the membership. Any amendment may be vetoed by a unanimous vote of the Board of Directors.

XIII: ANIZONA

The purpose of this section is to define the terms under which the former AniZona Anime Convention Inc corporation's donated assets and event, AniZona, will be handled by WesternSFA.

A. CORPORATE MEMBERSHIP

For the purposes of corporate membership status as defined in V., all general members of AniZona Anime Convention Inc at the time this amendment is approved will be considered members of WesternSFA. Those who were active AniZona Anime Convention Inc members will retain their active status for all purposes in WesternSFA. Those who were not active AniZona Anime Convention Inc general members must meet active status requirements as defined in V.C.1.b. After December 31, 2007 membership in WesternSFA is dictated solely by the provisions outlined in section V.

B. BOARD OF DIRECTORS

For the purposes of Board eligibility, the five members of the AniZona Anime Convention Inc board of Directors at the time of their dissolution shall be deemed to be charter members of WesternSFA. The five members of the AniZona Anime Convention Inc Board of Directors at the time of dissolution were: Shane L Bryner, Stephanie L Bannon, Craig L Dyer, Jodi Lewis and Kyla (nee Stoddard) Mills.

C. ANIZONA CONVENTION

For a period of not less than 3 years (2008, 2009, 2010) WesternSFA shall fund an Anime convention under the name AniZona unless the event loses \$3000 or more. Continuation after that point is dependent upon corporate interest in continuing the event and availability of qualified event chair and banker.

1. AniZona Chair and Banker

Regardless of the provisions in VII, the chair and banker for the Anime convention held under the name of "AniZona" will be appointed by the WesternSFA Board of Directors. All other provisions of VII shall apply to the operation of this event.

2. Financial Disbursement

Proceeds from AniZona events shall be disbursed in this order:

- a. payment of all event bills and financial obligations including payment of pass thru memberships to the following year's event
- b. replacement of event seed money
- c. an amount of no less than \$1500 to the WesternSFA corporate account to cover event insurance, web site, domains and PO Box unless these expenses have been paid from the AniZona convention account
- d. ten percent (10%) of remaining funds to increase the event's seed funds
- e. ten percent (10%) of remaining funds to WesternSFA corporate account
- f. remaining funds to AniZona general fund for expenses such as equipment purchases, event promotion and staff training.

XIV: ACROSSPLUS

The purpose of this section is to define the terms under which the former AcrossPlus Anime club joined WesternSFA and how it's business will be conducted as WesternSFA dba AcrossPlus.

A. CORPORATE MEMBERSHIP

Membership in AcrossPlus does not convey corporate level membership status in WesternSFA as defined in V

WesternSFA Bylaws
Approved February 1, 2008

B. ACROSSPLUS MEMBERSHIP

1. Dues

There shall be no dues required to be a member of AcrossPlus

2. Age Requirements

To attend AcrossPlus activities a person must be 12 years of age or older or have a parent or legal guardian in attendance,

C: ACROSSPLUS OFFICERS

Club officers must be 18 years of age or older and will be elected by the club members present at the first meeting in May.

1. President

The President shall be the principal spokesperson for and executive officer of the Club, and subject to the Board of Directors, shall have general supervision, direction, and control of the affairs of the Club.. He shall preside at all meetings. If the office of President is vacant due to death, resignation or impeachment, the office shall be held by the President of WesternSFA until such time that a replacement can be elected. A replacement shall be elected at the next meeting of the club.

2. Vice-President

The Vice President shall, in the absence of the President, preside at the meetings. The vice president co-ordinates or suggests activities for the club.

3. Secretary

The Secretary shall take minutes of club meetings and handle all correspondence. The secretary shall present a written report of club business (or copies of meeting minutes) to the club treasurer and the corporate treasurer once each quarter.

4. Treasurer

The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct records of the clubs funds. The Treasurer shall deposit (or cause to be deposited) all monies and other valuables in the name of and to the credit of the WesternSFA. Funds in excess of \$100 must be deposited in the WesternSFA bank account and shall be held in reserve for club activities. The Treasurer shall disburse (or cause to be disbursed) the club funds as may be ordered by the WesternSFA Board or voted by club members. The Treasurer shall render to the club president and members, whenever they request it, an account of all transactions and of the financial condition of the club. The Treasurer will provide a report to the WesternSFA Treasurer at each quarterly meeting of WesternSFA. If the office of Treasurer is vacant due to death, resignation or impeachment, the office shall be held by the Corporate Treasurer of WesternSFA until such time that a replacement can be elected. A replacement shall be elected at the next meeting of the club.

D. ACROSSPLUS ACTIVITIES

1. Meetings

AcrossPlus shall meet as determined by the club membership

2 Activities

All AcrossPlus activities shall be geared to a family friendly or PG-13 atmosphere. There shall be no charge to attend AcrossPlus activities unless said charge has received prior approval of the WesternSFA Board of Directors.

3. Club Funds

From time to time monetary donations may be made by AcrossPlus members. These funds may be used solely to fund group ACTIVITIES for club members

Revision History

This section is **not** part of the by-laws. It is a list of revisions made to the By-laws after August 3, 2007.

11-02-2007 -

Changes to III. OBJECTIVES AND PURPOSES , VII. CONVENTION AND EVENT CHAIR AND TREASURER, A.1 and A.2

Addition: XIII: ANIZONA

Corrections Cleaning up the entire by-laws to make sure numbering is consistent and consecutive

02-01-2008

Addition XIV AcrossPlus