

BYLAWS of the ADRIAN EMPIRE, INC.



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ARTICLE I: OFFICES

The Principal Office of the Adrian Empire shall be located in the State of Arizona. The Adrian Empire may have other offices as the governing body may determine or as the affairs of the Adrian Empire may require from time to time.

ARTICLE II: MEMBERS

A. MEMBERSHIP

1. Open Membership

The Adrian Empire shall not unlawfully discriminate against any persons protected by Federal, State, or local statute. Where appropriate, chartered subdivision codicils may cite the specific legal requirements of the jurisdiction. Membership can be terminated by a thirty (30) day lapse following nonpayment of dues or revocation of membership by the Board of Directors.

2. Membership Revocation

Membership in the Adrian Empire may be revoked as provided above only for one of the following reasons:

- a. Conviction of violation of state or federal penal code in connection with or relevant to an Adrian Empire activity, or
- b. Recommendation of a duly constituted judicial court following conviction under the law and within sentencing guidelines.
- c. Behavior identified as threatening the safety and welfare of other members or creating a hostile environment after a duly convened Adrian Court.
- d. By the Board of Directors if expressly authorized by the Imperial Estates General, or on the recommendation of a panel convened under the procedure outlined in Article III.A.4.

3. Membership Denial

Membership in the Adrian Empire 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 valid.

4. Membership Suspension

Membership in the Adrian Empire and all rights therein may be suspended as provided below.

- a. If a member is charged with a violation of state or federal penal code in connection with or relevant to an Adrian Empire activity, or evidence is provided that a member has harassed, threatened, or otherwise jeopardized the safety and welfare of other members of the Adrian Empire.
- b. Upon notification of the above (a.), the President shall convene a special panel composed of the Board of Directors, the Crowns of the member's chartered subdivision, and two Royal Crowns chosen from a rotational list.
- c. The rotational list of Kingdoms shall include Terre Neuve, Umbria, Esperance, York, Albion, Castilles, Kinkora, and any new Kingdoms to be added here in order of recognition.
- d. If a member of the panel is the member in question, that member shall be excused.
- e. If less than eight (8) members are on the panel, additional Crowns from the rotational list shall be added.
- f. The panel shall require a quorum of at least five (5) members and the decision to suspend shall require a 2/3rds vote (a minimum of at least four (4)).
- g. Suspension may last no longer than the duration of the pending case against the member, if the case is Adrian and not a mundane criminal case, the trial date shall be set within 60 days of notification of suspension.

B. CATEGORIES OF MEMBERSHIP

1. Participating Single Membership

The basic membership, conveying the right to earn knightly rank, receive precedence bearing awards, have arms registered, and the right to hold office in the Adrian Empire. Serves as the primary point of contact for the purposes of notification and publications.

2. Participating Family Membership

Includes all legal dependents of the participant's immediate mundane family. The rights of participating membership extend to family members. (Note: This membership category shall be consistent with current IRS policy, which also includes a cohabitating couple.)

3. Participating Single Life Membership

A member who pays ten (10) times the current participating single membership fee, holds a participating single membership for life.

4. Associate Membership

A member of any Imperially approved organization (or a Chartered Subdivision or equivalent thereof) with activities and goals parallel to the Adrian Empire, may qualify for associate membership. The rights of participating membership extend to associate members.

The dues for said membership per member are set by the Imperial Crown in consideration of the number of memberships requested and shall be reviewed by the Imperial Estates General at their regular meeting in November, at which time the level of dues may be approved or modified. (Note: The current pre-approved organizations are the ECS, RMS, and SCA. The Imperial Crown may consider other organizations.)

C. PARTICIPATION

While all attendees of Adrian Empire-sanctioned activities are encouraged to become members, attendance does not require membership. Dues-paying membership is a requirement for:

- Receiving knightly rank
- Receiving precedence-bearing awards
- Having heraldic devices registered
- Holding office
- Participating in tournament or war except as provided below

Non-members are welcome to receive instruction and, if all safety requirements are met, participate in any Adrian Empire activity. Non-members will be considered for participation on a case-by-case basis. Experience will be taken into consideration and, if the appropriate minister and Ruling Noble are in agreement, the non-members may participate at the appropriate level.

D. MEMBERSHIP TERMS

Memberships are not refundable, but are transferable or assignable. Lifetime memberships are not transferable.

For membership accounting, annual memberships cover the period July 1 to June 30. Annual memberships are due on July 1 of each year. The Imperial Steward shall determine a schedule for prorating dues.

Members who have not renewed their memberships by July 1 are considered to be under an administrative judicial ban; they will not be able to hold office or exercise any voting privilege or carry proxies. This judicial ban will be automatically lifted upon renewal.

E. MEMBERSHIP ASSIGNMENT TO CHARTERED SUBDIVISION

Members may join or change their chartered subdivision when they pay or renew their membership. Renewals are effective on July 1, and lifetime members can change their chartered subdivision on July 1. Members can only form estates or be estate holders in the subdivision they have joined. If no choice is made, members will be subjects of the chartered subdivision in which they reside (where the members physically live). Subdivision re-assignment is also allowed for a change of physical residence. If members do not physically live within 200 miles of the requested subdivision, they must apply directly to that subdivision's Crown for approval. If the

members' change of subdivision takes their former subdivision below numbers, the members must provide a written reason why they are requesting the change, and appeal directly to Imperial Crown for permission.

In the case where members may have multiple residences or special circumstances, the Imperial Crown shall decide which chartered subdivision the members join.

ARTICLE III: DUES

A. GENERAL

Membership dues are set by the Imperial Estates General. Lifetime or annual dues may be paid to the Imperial Steward; or to the Steward of a chartered subdivision, but must be sent as presented to the Imperial Steward. Cash shall be the exception to this: Cash must be converted to money order and may not be deposited in any bank account.

B. EXPENSE APPROVAL

The Imperial Crown may expend the treasury funds on items as approved by the Imperial Estates General.

C. MODIFICATION OF DUES

Membership dues may be changed at the request of the Imperial Crown with the approval of the Imperial Estates General.

D. SCHEDULE

Membership dues are set at the following:

1. Single

- Annual: \$30.00
- Life: \$300.00

2. Family

X = per each additional member over the initial member

- Annual: +(\$15.00 * X)
- Life: N/A

E. DISCOUNTS

There are currently three (3) discounts offered by the Adrian Empire. Only one may be applied toward membership.

A \$5 discount off an annual participating membership is offered for:

- Military (with valid military ID)
- Students (with valid student ID)
- Senior citizens (55 years or older, with valid proof of age)

F. NEWSLETTER

The Ministry of Information shall determine the cost of production and mailing the Adrian Empire newsletter. Those wishing to receive the Adrian Empire newsletter shall pay this fee.

ARTICLE IV: BOARD OF DIRECTORS

A. NUMBER OF DIRECTORS

The number of Directors shall be seven (7). The President and Vice-President shall serve a one-year term (may be extended in compliance with successive terms). The Imperial Steward shall serve as Treasurer and may serve successive terms (as this is an appointed position by the Imperial Crown).

The Imperial Estates General will elect the remaining four (4) directors of the Board of Directors from among the paid membership of the Adrian Empire by a simple majority vote; those elected shall serve two-year terms. Two (2) of these directors shall be elected each year, thus staggering the election.

Directors elected by the Imperial Estates General that become President, Vice President, or Imperial Steward during the second year of their term vacate their seat; the remaining year of their term shall be filled by a one-year appointment, elected by the Imperial Estates General. Candidates may be self-nominated.

The retiring President and the Imperial Chancellor shall have non-voting, advisory memberships on the Board of Directors. They will not be considered as Directors.

B. TERM OF OFFICE

The term of office shall be for approximately one year between meetings of the Imperial Estates General (currently in November). At each such annual meeting, Directors will be elected for the next annual term. Directors may succeed themselves. A Director may be removed prematurely by action of the Imperial Estates General, the action of a duly convened Imperial Court of Justice, or by a unanimous vote of all other Directors (so long as the Board has more than two members).

Directors may resign, or cease to serve through death or incapacity. The Imperial Crown must fill empty Director positions, pending a full election at the next annual meeting of the Imperial Estates General.

C. POWERS OF THE BOARD OF DIRECTORS

The Board of Directors shall only have the power to approve budgets, expenditures, and to pass non-binding resolutions of corporate policy. Nothing in this Bylaw shall be construed as depriving the Imperial Estates General of the authority to irrevocably overrule the actions of the Board of Directors; nor to abridge the right of the Imperial Estates General to withdraw or limit the powers of the Board of Directors.

D. LIMITS ON POWERS OF THE BOARD OF DIRECTORS

The Board of Directors shall have no powers (except as specifically granted by the Imperial Estates General) with regard to:

1. Article III: Members
2. Article VIII: Subdivision of the Empire
3. Article XIV: Term of Office
4. Article XV: Pax Regium and Interim Civil War
5. Article XVI: Crown War

E. ELIGIBILITY AND CANDIDACY REQUIREMENTS

1. Each Candidate for a position on the Board of Directors shall submit a letter of intent and list of qualifications to the Chancery for inclusion in the November Agenda. Each Candidate must fill out the required mundane legal paperwork at the time they submit the letter. There shall be no nominations of Candidates from the floor of the Estates Meeting.
2. Candidates must hold a membership that is current and has been maintained continuously for not less than one year, and be least eighteen (18) years of age. Members of the Board of Directors may not be associate members. Candidates must have attained first-level knighthood.
3. Candidates may not be subjects of an announced or ongoing specific judicial ban, and have not been barred from holding an Estate by such a ban.
4. If Directors become the subject of a judicial proceeding or have sentence passed against them, their membership on the Board of Directors shall be subject to review by the Board of Directors, which shall then report to the Imperial Estates General on the outcome.

F. RESPONSIBILITIES OF THE BOARD OF DIRECTORS

The responsibilities of the Officers of the Corporation and the Board of Directors shall conform to the Arizona Revised Statutes, which may be found at <http://www.azleg.state.az.us/ArizonaRevisedStatutes.asp>