NORTHERN MARIANAS SPORTS ASSOCIATION

AMENDED BYLAWS

ARTICLE I.
NAME, PURPOSE AND OFFICES

Section 1 Name: The name of the organization shall be the Northern Marianas Sports Association and is a nonprofit organization incorporated and operated under and by virtue of the laws of the Commonwealth of the Northern Mariana Islands. The Northern Marianas Sports Association shall be governed by the Board of Directors ("the Board") which shall have all of the rights, powers, privileges and limitations of liability of the directors of a nonprofit corporation organized under the laws of the Commonwealth of the Northern Mariana Islands.

Section 2 Nonprofit Corporation: The Northern Marianas Sports Association is not organized for profit and it will not issue any stock, and no part of its assets shall be distributed to its members, directors or officers, except for reasonable compensation for services actually rendered to the Northern Marianas Sports Association and/or payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation and these Bylaws.

Section 3 Purpose: The purpose of the Northern Marianas Sports Association is the establishment, provision and promotion of sports in the Commonwealth of the Northern Mariana Islands.

Section 4 Offices: The principal office of the Northern Marianas Sports Association shall be located at the Oleai Sports Complex in Susupe, Saipan. The Board shall have the power and authority to establish and maintain additional subordinate offices within the Commonwealth of the Northern Mariana Islands as the affairs of the Northern Marianas Sports Association may require from time to time.

ARTICLE II.
QUALIFICATIONS FOR MEMBERSHIP

Section 1 Eligibility for Full Membership: Eligibility for membership shall be governed by the laws of the Commonwealth of the Northern Mariana Islands 1 CMC §§ 9512 and 9513.

Section 2 Associate Membership: Any organization not eligible for full membership may join the Northern Mariana Sports Association as an associate member. An associate member may apply for full membership after completion of a two-year probationary period. In the event that the application for full membership is rejected by the Board after completion of the two-year probationary period, the Board shall issue a written statement setting forth the grounds for such rejection.

Section 3 Application for Membership: The Board shall establish procedures for the solicitation and review of applications for both full and associate membership. Any sports entity meeting the above stated requirements must request membership and agree to the bylaws of the Corporation. A copy of the organization's Corporate Charter and Bylaws meeting the basic requirements of the Corporation for a full-member, a four-year (4-year) development plan, and an annual schedule of events must be provided at the time the application for membership is submitted, together with the non-refundable application fee, as set forth by the board of directors, and published at the Corporation's office. All membership applications shall be reviewed and granted subject to a majority vote of the Board.

After a two-year probation, with the national federation holding an associate membership status during this time period, full-membership will be granted only after being voted upon and accepted by the board of directors and ratified by the general membership. If the application is rejected, a written statement of the basis for rejection, shall be provided.

Section 4 Term of Membership: The term of membership shall be indefinite provided that the member remains in good standing as a corporation duly organized and existing under the laws of the Commonwealth of the Northern Mariana Islands. Members may be suspended or expelled by the Board for failure of the member to comply with one or more of the following requirements:

(a) Timely pay annual dues or required fees for membership.

(b) Submit an annual report as required by the Northern Marianas Sports Association.

(c) Represent all participants in the sport in a fair and nondiscriminatory basis.

(d) Attend all general membership meetings (once per quarter) and the annual general assembly.

(e) Host an annual general assembly of the national federation and provide minutes of the meeting to the Corporation.

(f) Submit the notification of election for the board of directors of the national federation, roll call, minutes and results of the elections to the Corporation.

(g) Field a team in the Pacific Games Program, the Micronesian Games Program, or any other regional or world championship that the NMI participates in, if the sport which the member represents is being offered on the events program.

(h) Compliance with all relevant laws in the Commonwealth of the Northern Mariana Islands.

(i) For any other reason provided by these Bylaws or deemed appropriate by the Board.

Section 5 Member Expulsion: The decision of the Board to expel a member requires ratification by a two-thirds (2/3) vote of the General Membership.

Section 6 Resignation of Member: Any member desiring to resign from the Northern Marianas Sports Association shall submit a written resignation to the Secretary General, who shall present notice of such resignation to the Board.

Section 7 Fees: In addition to the initiation fees and annual dues, member organizations shall pay certain fees as established by the Board regarding each sport. The amount of these fees and time for payment shall be established by the Board.

Section 8 Good Standing: A member is considered in good standing upon compliance with the requirements identified in Section 4 of this Article.

ARTICLE III.
MEMBERSHIP

Section 1 Full Active Members: The annual dues and penalties for full active members shall be determined by the Board and published at all offices of the Northern Marianas Sports Association. Only full active members in good standing shall be entitled to vote.

Section 2 Associate Members: The annual dues and penalties for associate members shall be determined by the Board and published at all offices of the Northern Marianas Sports Association. Associate membership shall be non-voting except associate members shall have the right to nominate and vote for athletes for the athlete of the month, athlete of the year and Hall of Fame Program.

Section 3 Mandatory Payment of Dues:

(a) Annual dues shall be paid on or before February 28th of each calendar year. There shall be no pro-rating or discounting of annual dues with the exception that new members who are applying for membership between September 1 and December 31 shall receive a 50% discount of annual dues.

(b) Each member is deemed to understand that annual dues must be paid on or before February 28 of each calendar year. Any member who is delinquent in the payment of annual dues for a period of thirty (30) days shall be placed on suspension until the annual dues are paid in full together with any penalties assessed by the Board. Continued failure to pay for a period of six (6) months may result in the expulsion of the member.

Section 4 Voting and Exclusive Designation For Each Sport:

(a) Member's Vote. Each national sports federation having a voting membership in the Northern Marianas Sports Association shall be entitled to one vote.

(b) One Exclusive Membership For Each Sport. There shall be only one organization entitled to membership in the Northern Marianas Sports Association for any sport which is recognized by the Northern Marianas Sports Association and such organization shall be designated as the exclusive national sport federation for that sport. Any other organization, club or sport entity of the same sport must affiliate with the exclusively designated member representing such sport.

ARTICLE IV.
MEETINGS

Section 1 Mandatory Attendance:

(a) It is the obligation of each member to be represented at quarterly membership meetings and the annual general assembly ("general membership meetings").

(b) Any member who, unless excused, fails to be represented at any general membership meeting may be removed from the membership rolls and may be reinstated only upon compliance with conditions imposed by the Board.

(c) Any unexcused member who fails to be represented at any general membership meeting during the twelve (12) month period immediately preceding an international multi-sport event (including, without limitation, the Pacific Games and the Micronesian Games) in which the member desires to participate, may be prohibited by the Board of Directors from participating in such sporting event.

Section 2 Annual General Assembly: The Northern Marianas Sports Association shall hold its annual general assembly of the membership in the month of March of each year at a time and at a place designated by the Board. At this annual general assembly, members shall consider reports of the activities of Northern Marianas Sports Association and transact such other business which is properly brought before the meeting. The President shall have the authority to limit or terminate debate on any matter.

Section 3 Quarterly Meetings: Regular quarterly meetings of the membership shall be held on a date designated by the President except that the quarterly meeting shall not be held during the same month as the annual general assembly. The President may change the date of the quarterly meeting upon reasonable notice to the members provided a quarterly meeting is held during one of the three months of the quarter.

Section 4 Special Meetings: Special meetings of the membership, for any purpose, may be called by the President, Vice-President, Secretary General, or the Board, and shall be scheduled at the request of not less than 50% of the voting members.

Section 5 Notice of Meeting: Notice stating the place, day, and hour of the meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, should be delivered no less than one week before the date of the meeting, either personally or by electronic means, to each voting member. Members are required to keep the Secretary General informed of their current mailing, physical and email addresses.

Section 6 Quorum: Fifty per cent (50%) plus one of the voting members of Northern Marianas Sports Association shall constitute a quorum for business transactions to take place and for motions to pass.

Section 7 Proxies: Voting by proxies shall not be permitted.

Section 8 Voting: Any member entitled to vote shall have only one vote.

Section 9 Designated Representatives: Each member national federation shall have the right to designate in writing two representatives to attend all general membership meetings of the members of Northern Marianas Sports Association. The member shall identify the name and position of each designated representative in a letter addressed to the President. These authorized representatives shall have the authority to make motions, introduce resolutions, hear and decide recommendations, petitions, complaints, claims and nominations for membership.

Section 10 Voice Vote: Voting on all questions shall be by voice, unless the presiding officer orders that voting be by a show of hands, ballot, or other method.

Section 11 Special Meeting of all Voting Members: In the event that all of the active voting members shall meet and consent to such meeting at any time or any location either within or without the Commonwealth of the Northern Mariana Islands, such meetings shall be valid without prior notice.

Section 12 Informal Action by Members: Any action required to be taken at a meeting of the members or any other action which may be taken at the meeting of the members may be taken without a meeting if a consent in writing setting forth the action to be taken is signed by all members entitled to vote with respect to the subject matter thereof.

Section 13 Remote Meetings: Meetings of members may be held by means of technology enabling all participants to communicate directly with each other. Members attending such remote meetings are deemed to be present at the meeting for all purposes. The Board shall establish procedures regarding such remote meetings.

Section 14 Conduct of Meetings: Meetings of members shall be presided over by the President or, in his or her absence by the Vice President or, in the absence of both, by the Secretary General, or, in the absence of all three by a Director chosen by a majority of the members. The Secretary General or a designee appointed by the Board shall act as Secretary of all meetings of members; provided, that in the Secretary General's absence the presiding officer shall appoint another person to act as Secretary General at the meeting.

Section 15 Rules of Order: Meetings shall be governed by the most recent version of the Robert's Rules of Order insofar as such rules are not inconsistent with the Articles of Incorporation, bylaws or laws of the Commonwealth of the Northern Mariana Islands.

ARTICLE V.
BOARD OF DIRECTORS

Section 1 Duties: The Board is responsible for the overall policy and direction of the Northern Marianas Sports Association and delegates responsibility to the staff (when and where applicable) and committees. The Board shall consist of nine (9) elected members, including all officers of the Northern Marianas Sports Association.

Section 2 Term of Board: All appointments to the Board shall serve four year terms.

Section 3 Board Elections: New Directors or current Directors shall be elected or re-elected by the voting representatives of members at the scheduled elective annual general assembly. Directors shall be elected by a simple majority of members qualified to vote.

Section 4 Qualifications: Directors must be bona fide residents of the Commonwealth of the Northern Mariana Islands for a period not less than two years at the time of their nomination and election and each Director must remain a bona fide resident of the Commonwealth of the Northern Mariana Islands throughout the Director's term of office.

Section 5 Nominations: The nomination of a Director must be made by official letter from a member national federation on the member's official letterhead and signed and dated by the national federation's officers. The nomination shall include a copy of the nominee's resume and a letter of acceptance from the nominee.

Section 6 Gender Equity: Both genders shall be represented on the Board with the goal that one gender represents at least thirty percent (30%) of the elected members of the Board of Directors.

Section 7 Athlete: One Director shall be an active athlete or an athlete who has competed in international competition within the previous ten years who is nominated by the Athletes' Commission.

Section 8 Ex Officio Board Member: The Director of Interscholastic sports for the Commonwealth of the Northern Mariana Islands Public School System shall hold an ex-officio status as a member of the Board.

Section 9 Directors from Rota and Tinian: The general membership shall elect one Director from Rota and one Director from Tinian. Each Director shall represent an organized sport body that that is actively developing sport and has an established sport engagement program in his/her respective island of residence.

Section 10 Vacancies: Vacancies on the Board may be filled by a majority vote of the Board at a Board meeting at which a quorum is present. Such action shall be ratified by a majority of active voting members at the next scheduled meeting. A Director designated to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office.

Section 11 Quorum: At each meeting of the Board, the presence of six Directors shall constitute a quorum for the transaction of business. If less than that number is present at a meeting, a majority of the present members may adjourn the meeting from time to time without further notice.

Section 12 Board Decisions: The act of the majority of the voting Directors present at a Board meeting at which a quorum is present shall be the act of the Board. There shall be no voting by proxy.

Section 13 Meetings: The Board shall have meetings as designated by the President. A meeting of the Board shall be conducted a soon as practicable following the election of Directors of the Board for the election of officers for the Northern Marianas Sports Association. Meetings may also be called by any three Directors, and shall be held at such place as the President or the Directors may determine. A Director who is unable to physically attend a board meeting may attend by telephone or video, so long as all Directors participating in the meeting are able to hear one another.

Section 14 Notice: Notice of any meeting of the Board shall be given not less than one week prior to the time fixed for the meeting. Notice may be given by electronic means such notice shall be deemed to be delivered when notice is transmitted to the Director. Any Director may waive notice of a meeting. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where the Director appears for the express purpose of objecting to the transaction of any business because the meeting was not properly called or convened. Neither the business to be transacted or the purpose of any meeting of the Board need be specified in the notice or waiver of notice.

Section 15 Presumption of Assent: A Director of the Board who is present at any Board meeting at which action on any matter is taken shall be presumed to have assented to the action taken unless his or her dissent shall be entered in the minutes of the meeting or unless he or she shall file a written dissent to such action with the Secretary General immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who expressly voted in favor of such action.

Section 16 Board Compensation: Directors shall not receive any salaries for their service; however, by resolution of the Board, a fixed sum and expenses (if applicable) may be allowed for attendance of any regular of special meeting of the Board. Nothing herein shall be construed to preclude any Director from serving the Northern Marianas Sports Association in any other capacity and receiving compensation for such service.

Section 17 Management: The Board shall be vested with the power and responsibility to manage the Northern Marianas Sports Association, which shall include the following:

(a) The Board shall have the power to acquire by purchase, gift or any other lawful manner, any personal property, rights or privileges that the Northern Marianas Sports Association may lawfully acquire at a price and on such terms and conditions as the Board deems proper.

(b) In connection with the fiscal affairs of the Northern Marianas Sports Association, the Board shall have the following powers:

(i) To make provisions for the prompt discharge of the Northern Marianas Sports Association's obligations as they mature, including payment for property rights acquired by the Northern Marianas Sports Association.

(ii) To borrow money on the credit of the Northern Marianas Sports Association subject to the authorization by resolution of the membership. Such authorization may be general or may be confined to a specified transaction.

(iii) To establish and provide for the proper maintenance and use of a reserve fund for repairs or alterations to the physical assets of the Northern Marianas Sports Association or for any other purpose that would, in the judgment of the Board, promote the best interest and purpose of the Northern Marianas Sports Association.

(iv) To fix reasonable compensation schedules for persons rendering services to the Northern Marianas Sports Association.

(v) To select banks and other depositories for the funds of the Northern Marianas Sports Association and to open accounts for the deposit of these funds.

(vi) To designate the officer or officers who shall be authorized to sign checks, drafts, order for the payment of money, notes and other instruments on behalf of the Northern Marianas Sports Association.

(c) Contracts, Loans, Checks and Deposits

(i) No contracts shall be made in the name of and on behalf of the Northern Marianas Sports Association unless expressly authorized by a resolution of the Board.

(ii) No loans shall be contracted on behalf of the Northern Marianas Sports Association and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board.

(iii) All checks, drafts, and other orders for the payment of money, notes and other evidence of indebtedness issued in the name of the Northern Marianas

Sports Association shall be signed by such officer or officers who have been duly authorized by resolution of the Board.

(iv) All funds of the Northern Marianas Sports Association shall be deposited from time to time to the credit of the Northern Marianas Sports Association in such bank, trust companies, or other depositories within the Commonwealth of the Northern Mariana Islands as the Board may select.

Section 18 Removal of Directors and Officers: Any officer or Director who misses three meetings of the Board in any twelve month period or who misses three consecutive general membership meetings, without being excused by the Board, shall be terminated as an officer or Director. In addition, any officer or Director may be removed from office for cause by a two thirds (2/3) vote of either the Board or the membership at a meeting duly called and held for the purpose of removal of an officer or Director. The officer or Director in question shall have the right to notice of the hearing as well at the right to appear and present any defenses. The Board or membership shall be the sole and exclusive judge or whether or not cause for removal from office has been established.

ARTICLE VI.
OFFICERS

The President, the Vice President, the Secretary General, the Treasurer, and any such other officers as may be established by the Board.

Section 1 Elections and Term of Office: The officers of the Northern Marianas Sports Association shall be elected by the Board as provided by these bylaws. The officers shall serve four-year terms.

Section 2 Vacancies: Vacancies shall be filled by a majority vote of the Board during a meeting at which quorum is present. Such action shall be ratified by a majority vote of the active voting members at the next scheduled meeting. An officer designated to fill a vacancy shall serve for the unexpired term of the predecessor officer.

Section 3 Powers and Duties: The powers and duties of the officers are as follows:

(a) President. The President shall preside at all meetings of the members and Board, shall provide general guidance to the Northern Marianas Sports Association, and shall generally conduct and manage the affairs of the Northern Marianas Sports Association subject to the direction of the Board.

(b) Vice President. The Vice President shall discharge the duties of the President in the absence or disability of the President.

(c) Secretary General. The Secretary General shall countersign all deeds, leases, and thereto and to such other papers as shall be required or directed to be sealed,

maintain a record of the proceedings of the Board and the quarterly meetings of the membership and safely maintain all books, records, papers, correspondence and documents belonging to the Northern Marianas Sports Association or in any way pertaining to the business thereof except the records incidental to the duties of the Treasurer. The Secretary General shall oversee all administrative programs and games management on behalf of the Northern Marianas Sports Association.

(d) Treasurer. The Treasurer shall provide oversight for the account of all monies, credits and property of any kind and every nature of the Northern Marianas Sports Association and maintain an accurate accounting of all funds received and disbursed, render such accounts, statements and inventories of monies received and disbursed and of money property on hand, and generally all matters pertaining to his or her office as shall be required by the Board. The Treasurer shall also lead internal audits, call for external audits as seen fit, give guidance in preparing an annual budget and ensure compliance with the annual budget.

(e) Other Duties. The officers shall perform such additional or different duties as shall from time to time be imposed or required by the Board or as may be required under these bylaws.

(f) The Board shall appoint an Executive Director who shall oversee and be responsible for the administration of the Northern Marianas Sports Association, the operation and maintenance of all physical facilities operated or managed by the Northern Marianas Sports Association all subject to the supervision and direction of the Board.

(g) Officers may be terminated or removed from office as set forth in Article V Section 18 of these bylaws.

Section 4 No Conflict of Interest: No officer, member or employee of the Northern Marianas Sports Association who exercises any functions or responsibilities in the Northern Marianas Sports Association shall participate in any decision relating to a vote of selection, disciplinary action, or any action constituting a vote which affects his or her personal interest or shall have any personal or pecuniary interest, direct or indirect, in this decision.

Section 5 Definition of Conflict of Interest: A Director of the Board has a conflict of interest if the Director has existing or potential business, financial or personal interest or holds an elected or appointed position that could impair or might reasonably appear to impair the exercise of an independent, unbiased judgment in the discharge of his or her responsibilities to the Northern Marianas Sports Association. A conflict will be deemed to exist if the business, financial or personal interest or elected or appointed position is held by the Director or by a family member (spouse, siblings, children or other close relative), or any organization in which the member or family member is an officer, director, employee, trustee or shareholder. If the Director in question disputes that a conflict of interest exists, the matter shall be decided by majority vote of the Board.

Section 6 Appropriate Action: Directors are required to disclose to the Board any known conflicts of interest. Such disclosure shall be included in the Board minutes. The Board shall vote on whether the disclosing Director will or will not be permitted to be present for discussion of the issue. In the event that the Board votes to exclude the disclosing Director from the discussion, the disclosing Director shall be permitted to make a statement to the Board on the issue prior to exclusion from the discussion. No Director will be permitted to vote on any specific issue in which he or she has a conflict of interest. A Director may be removed from the Board for failure to comply with this policy.

ARTICLE VII.
COMMITTEES AND COMMISSIONS

Section 1 Appointment by the President: The President shall subject to approval of the Board appoint such committees and their respective chairpersons as may be deemed advisable and in the best interest of the Northern Marianas Sports Association. Such Committees shall have such areas of responsibility as designated by the Board.

Section 2 Athletes' Commission: There is hereby established an Athletes' Commission which shall represent the interests of active athletes affiliated with the Northern Marianas Sports Association. The Athletes' Commission shall adopt terms of reference, subject to approval of the Board. The Athletes' Commission shall meet at least once quarterly and shall elect its own officers and directors. The Athletes' Commission shall be entitled to nominate one member to the Board. The person(s) so nominated shall be an active athlete who competed for the Commonwealth of the Northern Mariana Islands in a regional or international competition within the last ten years and shall serve a term identical to that of other Directors provided that such person remains an active athlete while serving as Director.

ARTICLE VIII.
NORTHERN MARIANA ISLANDS OLYMPIC COMMITTEE

This Article shall apply in the event that the Northern Marianas Sports Association is recognized by the International Olympic Committee. In such event, the provisions of this Article shall supersede any other provisions of these bylaws conflicting with this Article.

Section 1 Composition: The Northern Marianas Olympic Committee ("NMOC") shall be comprised of all members of the Board and all voting members of the International Olympic Committee that reside in the Commonwealth of the Northern Mariana Islands. The President of the Northern Marianas Sports Association shall be chair of the NMOC.

Section 2 Duties and Responsibilities: All matters relating to the Olympics shall be the responsibility of the NMOC. The NMOC shall be vested with the powers, responsibilities and authority identical to that given to the Board in Article V of these bylaws with respect to matters relating to the Olympics.

Section 3 Definition of "matters relating to the Olympics": For purposes of this Article, the term "matters relating to the Olympic Committee" shall include anything that directly or indirectly involves the international Olympic Games under the patronage of the International Olympic Committee and the rules and regulations of the International Olympic Committee.

Section 4 Application of Bylaws to the NMOC: These Bylaws shall apply to the NMOC except to the extent that they conflict with or are inconsistent with any provision of the rules and regulations of the International Olympic Committee.

Section 5 Eligibility for Competition: The NMOC shall establish procedures for certification of an athlete's eligibility to compete on behalf of the Commonwealth of the Northern Mariana Islands in the Olympic Games. An individual is eligible to compete as a representative of the Commonwealth of the Northern Mariana Islands if he or she meets the following criteria:

(a) Is of Northern Marianas descent, as defined by the Constitution of the Commonwealth of the Northern Mariana Islands, and has lived and been physically present in the Commonwealth of the Northern Mariana Islands continuously for at least 45 days prior to the date of the opening ceremony of the Olympic Games in which the individual is participating, except that such continuous residence shall not be required for those individuals who were absent from the Commonwealth of the Northern Mariana Islands during the mandated period because of educational enrollment or military obligations.

(b) Is a United States Citizen or National, not of Northern Marianas descent, and a resident of the Commonwealth of the Northern Mariana Islands having resided continuously for at least four years prior to the date of the opening ceremony of the Olympic Games in which the individual is participating, except that said continuous residency shall not be required for those individuals who were absent from the Commonwealth of the Northern Mariana Islands during the required period because of educational enrollment or military obligations.

(c) Is a United States Citizen or National, not of Northern Mariana descent, was born in the of the Northern Mariana Islands for at least five years continuously during his or her lifetime and has lived and been physically present in the Commonwealth of the Northern Mariana Islands for at least 45 days prior to the opening ceremony of the Olympic Games in which the individual is participating except that said continuous residency shall not be required or those individuals who were absent during the mandated period because of educational enrollment, military obligations, Olympic qualification tournaments, or sport training camps in preparation of the Olympic Games.

Section 6 National Emblem: The NMOC may have its own emblem as adopted and approved by the Committee and the International Olympic Committee.

ARTICLE IX.
ANTI-DOPING

The Northern Marianas Sports Association hereby accepts and adopts the World Anti-Doping Agency ("WADA") codes and will implement and enforce the code as required including, without limitation, testing of athletes as required by WADA. The Northern Marianas Sports Association shall also abide by the decisions of WADA in cases where an athlete representing the Northern Marianas Sports Association is found in violation of the code and take required action.

ARTICLE X.
RECORD KEEPING

The Northern Marianas Sports Association shall keep accurate and complete books and records of accounts and shall also keep minutes of the proceedings of the Board and Committees. It shall be the Northern Marianas Sports Association's responsibility to ensure that all of its procedures comply with applicable standards established by the international sporting organizations with which the Northern Marianas Sports Association or its members are affiliated as well as the laws of the Commonwealth of the Northern Mariana Islands.

ARTICLE XI.
APPEALS

Section 1 Appeals to the Board: The Board shall have the authority to hear and decide all appeals from decisions made by national federations which are members of the Northern Marianas Sports Association. However, no member of the Board shall participate in the consideration of any appeal from the decision of a national federation of which he or she is a member. In the event that a Director is disqualified, the decision of the Board shall be made by a majority of the remaining members.

Section 2 Complaints: Complaints against members shall be governed by 1 CMC § 9518.

Section 3 Replacing Member: Applications to replace an incumbent member shall be governed by 1 CMC § 9519.

Section 4 Board Authority: The Board shall also have the authority to hear and decide matters relating to the conduct of any person who represents the Commonwealth of the Northern Mariana Islands as an athlete, coach, or official in any international competition. The decision of the Board in such cases may include, without limitation, private or public reprimand, withdrawal

of recognition of records, awards or prizes. The Board also has the authority to suspend eligibility to participate in any national or international sporting events which the Northern Marianas Sports Association sponsors, sanctions, organizes or participates. The Board has the authority to require any party to a proceeding to bear the cost of the proceeding.

Section 5 Fair Hearing: The Board shall adopt procedures designed to afford a fair hearing to all concerned parties and which protects due process rights.

Section 6 Further Appeal: Except as permitted under the laws of the Commonwealth of the Northern Mariana Islands, all members of the Northern Marianas Sports Association submitting appeals for consideration by the Board agree that decisions of the Board shall be final and appealable exclusively to the Court of Arbitration for Sport. The Courts of the Commonwealth of the Northern Mariana Islands and the United States District Court for the Northern Mariana Islands shall have no jurisdiction to hear or review any decision of the Board rendered pursuant to this Article.

Section 7 Final Decisions: All final decisions by the Board under this Article shall be reported to the General Membership at the next quarterly meeting following issuance of a final decision.

Section 8 Court of Arbitration for Sport: Any decision made by the Board or Disciplinary Committee may be appealed exclusively to the Court of Arbitration for Sport located in Lausanne, Switzerland. Any such appeal must be submitted within twenty-one (21) days of the issuance of the final decision of the Board.

ARTICLE XII.
AMENDMENT TO BYLAWS

These Bylaws may be altered, amended or repealed at the annual meeting of the Northern Marianas Sports Association by two-thirds (2/3) vote of the members present, if the proposed change has been emailed to every member by the Secretary General at least thirty (30) days before the annual general assembly meeting; or it may be altered, amended or repealed between annual general assemblies meetings at a special meeting, by two-thirds (2/3) vote of the members voting on the ballots submitted to the members by the Secretary General at the direction of the board of directors, provided the proposed changes were mailed emailed to every member at least twenty-one (21) days before the vote is counted; and it may be altered, amended or repealed in no other way.

ARTICLE XIII.
SEAL

The Northern Marianas Sports Association seal shall be circular in form and shall have inscribed thereon its name. The seal shall be stamped or affixed to such documents as may be prescribed by law or custom or by the Board.