

BY-LAWS OF RIVER BEND GUN CLUB, INC.

(As amended May 17, 2015)

ARTICLE I - NAME

The name of the corporation shall be as specified in its charter, and it shall hereinafter be referred to as the "Club".

ARTICLE II - OBJECT

The object of the Club shall be as specified in its charter and shall include the encouragement of organized shooting activities among its members and guests so as to provide a better knowledge of the safe handling and proper use and care of firearms, as well as improved marksmanship. It shall have the further objective and purpose to develop those characteristics of honesty, good fellowship, self-discipline, team play and self-reliance which are essentials of good sportsmanship and the foundation of true patriotism.

ARTICLE III - MEMBERSHIP

A. Any person legally residing in the United States, 18 years of age or over, may be admitted to membership by the Board of Directors (the "Board") after subscription to the following membership pledge and payment of the applicable membership or initiation fees and prorated dues for the current year:

CLUB MEMBERSHIP PLEDGE

I certify that I am a legal resident of the United States of America and that I am not a member of any organization or group which has as any part of its program the attempt to overthrow the government of the United States or any of its political subdivisions by force or violence, that I have never been convicted of a felony crime, and if admitted to membership I will faithfully endeavor to fulfill the obligations of good sportsmanship and club membership.

B. Applications for membership must be in writing, shall have attached thereto the applicable membership or initiation fees, plus proration of dues for the current year, and each application must have the endorsement of at least two club members in good standing (provided, however, that life members may endorse applications for any class of membership) before the application may be considered by the Board. The Board may appoint one or more of its members to review and investigate applicants whose names have been submitted for approval. Board approval shall require favorable vote of two-thirds of the Board members present at a meeting at which a quorum is present. Each applicant approved for membership must be acceptable based upon the applicant's individual qualifications, and not solely as the representative of any group, business or organization.

C. Upon initial application for membership, each person shall provide proof of current membership in the National Rifle Association. Such proof shall be as directed by the Board. This requirement may be waived on an individual basis by the Board by a simple majority vote in special circumstances (i.e. – corporate or honorary memberships). [This article added 01-07-2002; amended 08-19-2002, deleting "and upon renewal of membership".]

ARTICLE IV - CLASSES OF MEMBERSHIP

Membership in the Club shall consist of the following classes:

A. **Life Members.** Life members shall be those persons who have met the membership requirements and have paid the required life membership fee established by the Board. The following shall govern life memberships:

1. **Dues.** Life members shall pay no dues.
2. **Voting.** Life members shall exercise all voting rights, and no other class of members shall be entitled to vote, except as hereinafter provided.

3. **Ownership of Property.** Life members shall have an undivided interest in and to the property, both real and personal, of the Club. No other classes of members shall have any ownership rights, except as hereinafter set forth.
4. **Limitation of Members.** The Board shall be authorized to limit the number of life members, but such limit may not be less than the number of life members at the time such limit is established.
5. **Certificate of Membership Transferable.** Life membership shall be evidenced by a certificate of membership, and such membership may be transferred as provided herein.

B. Annual Members. Annual members shall be those members who have met the membership requirements and have paid the required annual member initiation fee as may be established by the Board. The following shall govern annual memberships:

1. **Dues.** Annual members shall pay dues as provided herein.
2. **Voting.** Annual members shall have the right to vote as hereinafter provided in Articles IX and X. [Amended 10-08-2012]
3. **Ownership of Property.** Annual members shall have limited rights of ownership in any Club property, as stated in Article VI. No ownership right shall inure to the benefit of an annual member after the membership expires.
4. **Transfer of membership.** Annual membership shall not be transferable. In the event of death of an annual member, the surviving spouse may apply for membership and would be subject to all application requirements except payment of the initiation fee, from which the surviving spouse would be exempt. [Exemption of initiation fee for surviving spouse upon application approved 07-09-2001.]

C. Senior Members. Senior membership shall be available to any life or annual member who is 70 years of age or more, and who has been a regular member in good standing for at least ten (10) consecutive years. Senior membership shall be granted to an eligible member by the Board upon written request to the Club secretary, and shall be required to pay dues equal to one-half (1/2) of the dues required to be paid by the annual members each year commencing January 1, 2016. [Amended 05-17-2015]

D. Corporate Members. Corporate memberships are no longer available as of October 1999. The two corporate memberships existing at that time were previously approved by the Board for such fees and upon such terms and conditions as it established, subject to the following requirements:

1. One person who would otherwise meet membership requirements must be designated to hold the membership certificate and act for the corporate member.
2. No dues shall be required for the corporate member and designated person.
3. The corporate member shall have the same voting and ownership of property rights as a life member.
4. Such membership shall not be transferable except upon approval of the Board.
5. Associate memberships may be made available to individuals under the corporate membership, but associate membership shall require such initiation and membership fees and dues as may be established by the Board.

E. Associate Members. Associate membership may be made available by the Board to persons otherwise meeting membership requirements, subject to the following:

1. The associate membership must be under a corporate membership sponsor and the proposed associate member must be an active owner, officer or employee of the corporate member.
2. An initiation fee of not less than one-half the amount for annual membership shall be required.
3. Dues of not less than one-half the amount for annual members shall be required.

4. Associate members shall have no vote or ownership of property rights.
5. Associate memberships shall not be transferable.
6. Associate memberships may be converted to annual or life memberships upon payment of the necessary applicable fees established by the Board and shall receive a credit towards such annual or life membership fee equal to the amount of associate membership fee then being charged.

F. Non-resident Members. Non-resident members shall be those members who meet the membership requirements but do not reside in any of the following Georgia counties: Banks, Barrow, Bartow, Chattahoochee, Cherokee, Clark, Cobb Dawson, DeKalb, Douglas, Fannin, Fayette, Forsyth, Fulton, Gilmer, Gordon, Gwinnett, Habersham, Hall, Henry Jackson, Lumpkin, Murray, Newton, Paulding, Pickens, Rockdale, Towns, Union, Walton, White or Whitfield and who pay such initiation or membership fee and such dues as may be established by the Board. Non-resident members shall have no vote or ownership of property rights. A non-resident member whose residence later comes within the distance limits must convert to annual, life or associate membership, but shall receive credit toward the applicable membership or initiation fees equal to the amount of the then current non-resident membership or initiation fees. An annual member whose residence is removed beyond the distance limits may convert to non-resident member status but shall thereafter have no vote or ownership of property rights.

G. Honorary Members. The Board shall be authorized to admit as honorary members any individuals who, in the opinion of the Board, have made material contributions in time, effort, energy or interest to the Club. Honorary memberships shall be granted for one-year periods, may be renewed, shall require no payment of dues or other fees, but shall have no vote or ownership of property rights.

H. Inactive Members. The Board will no longer consider granting inactive memberships as of June 1999. [Changed from "An annual member, upon application to the Board, may be granted inactive membership upon such terms and conditions, and subject to payment of such amount of dues, as the Board may determine."]

I. Spouses and Dependents. Spouses of members and dependents who meet the dependent definitions and requirements under the Internal Revenue Code (IRC) and regulations are permitted and encouraged to use the club facilities pursuant to regulations governing such usage as may be prescribed by the Board. Grandchildren of members in good standing who are under the age of 18 may use club facilities when accompanied by the grandparent member. [Amended 12-12-2011]

J. Temporary Members. A person who has submitted a proper application for membership, paid the applicable initiation fee and dues, shown proof of current NRA membership and completed the Range Safety Tour may, at the discretion of the club manager, be designated a temporary member pending submission of his/her application for membership to the Board for approval. Upon such designation the temporary member shall be deemed to have all of the responsibilities and privileges of an annual member except that a temporary member shall not be entitled to vote or hold any office.

A temporary member shall be given an identification card by the club manager. This card must be on the person of the temporary member at all times while he/she is on Club property. The identification card is non-transferable and is to be destroyed when a Club membership badge is received.

Notwithstanding any other provision contained herein, no person shall retain the status of temporary member for a period longer than 31 days. If, while a person is a temporary member, the Board rejects their application for membership, then the temporary membership is immediately revoked without recourse. [Amended 12-06-2004]

ARTICLE V - TRANSFER OF LIFE MEMBERSHIPS

Life memberships shall be transferable upon the following terms and conditions:

A. Any person to whom a Life membership is to be transferred, by any manner whatsoever, must meet the membership qualifications in Article III.

B. When a life member desires to transfer the life membership, or is expelled as provided in Article XIII, such life member must, by written notice setting forth to whom and the terms and conditions upon which the membership is proposed to be sold, first offer such membership to the Club upon a first refusal basis. The Club shall have the option of purchasing and paying for such membership upon the same terms and conditions stated in the notice within 30 days of receipt of such notice from the member selling the life membership.

C. If the Club does not purchase the offered life membership as provided in Paragraph B. above, then the selling life member may proceed to sell the life membership to the proposed new life member who has expressed an interest in becoming a life member of the Club. The following conditions shall also control the sale of life memberships:

1. After the maximum number of life members permitted under Article IV has been reached, the club secretary shall maintain a list, in chronological order, of prospective life members who have expressed written interest in life membership upon a form provided by the Club, which list shall be deemed the official waiting list of proposed life members to whom life memberships may be sold. Any sale of life membership must first be offered to the persons on such list in sequence.
2. If there should be no names on such waiting list under paragraph 1. above, or no one on such list expresses an interest in the offered life membership, then the selling life member may offer the life membership to any qualified prospective member who must nonetheless be approved in accordance with the requirements of these By-Laws.

D. Notwithstanding the provisions above, any life member may, without first offering the life membership to the Club, or to a person on the official waiting list, transfer the life membership to a spouse, to a child of the member, or to the spouse of such a child, directly, by will, or by the laws of intestacy or inheritance. However the transferee must meet the membership requirements of these By-Laws before the club secretary may issue a new certificate, and before the transferee will have any life membership privileges.

ARTICLE VI - PROPERTY

A. The property of the Club shall include such real estate in Georgia, together with improvements thereon, and such other property, real and personal, tangible and intangible, and wherever located, both within and without the State of Georgia, as may be necessary for its purposes.

B. The beneficial interest in the property of the Club shall belong to the current members of the Club. Upon dissolution of the Club, all property of every kind shall be liquidated and the resulting monies shall be distributed to the members in the following order and manner after all debts and obligations of the Club have been satisfied or otherwise provided for:

1. Each life member in good standing shall have distributed to him a sum equal to the current life membership or initiation fees as established by the Board, and the total of all life member assessments paid by such member.
2. Each annual member in good standing shall have distributed to him a sum equal to the current annual membership initiation or initiation fees as established by the Board, and the total of all annual assessments paid by such member.
3. After the life members and annual members have received their distributions as stated in paragraphs 1. and 2. above, then all remaining sums shall be distributed pro-rata to the life members.

ARTICLE VII - DUES AND ASSESSMENTS

A. Annual dues. The annual dues for annual members shall be for a fiscal year from July 1 to June 30, shall be such amount as the Board may determine, and shall be due and payable on July 1, or such other date as the Board may determine each year. Dues for annual members enrolled after July shall be prorated on a monthly basis for the remainder of the fiscal year.

B. Assessments and Capital expenditures. Subject to the limitations herein, the Board may levy assessments against life, corporate, annual and associate members. Provided, however, that life and corporate member assessments may not exceed \$200.00 per member in any calendar year; annual member assessments may not exceed \$100.00, or one-half the life member assessment, in any such year; associate member assessments may not exceed \$50.00, or one-half the annual member assessment, in such year. Such assessments may only be levied for capital improvements or debt reduction, and not for normal operating expenses. Assessments for capital expenditures costing in excess of \$10,000.00, other than shooting facilities, must also be approved by a majority vote of the life members of the club in attendance and voting at meeting called for that purpose in accordance with Article VIII.

C. Arrearage. No member of the Club who has been determined by the Board to be in arrears in the payment of dues, assessments, or otherwise indebted to the Club, shall enjoy any privileges or benefits offered by the Club until such arrearage is paid.

D. National Organization Membership. Each member of the Club, of whatever class, is encouraged to join and maintain membership in a national organization sanctioning and regulating a recognized shooting activity at the member's own expense. [Specific reference to NRA deleted 01-07-2002, when membership in NRA became mandatory for application approval or membership renewal.]

E. Reinstatement. The Board shall be authorized to waive initiation fees and to reinstate annual members who have been dropped for non-payment of dues, under such terms and conditions as the Board shall establish.

ARTICLE VIII - MEETINGS

A. Annual Business Meeting. The Club shall hold an annual business meeting on such date during May of each year as the Board may determine. [Amended 12-12-2011]

B. Annual Election of Officers and Directors. The annual meeting for the election of the president and directors shall be held during the annual business meeting.

C. Installation of Officers. The president and directors shall assume office instantly upon their election, and all other officers instantly upon their election or appointment.

D. Special Meetings. Special meetings of the club members may be held at any time upon (1) the call of the president, or (2) upon the call of the Board, or (3) upon demand in writing by any life member, stating the purpose of the proposed meeting, signed by not less than twenty life members entitled to vote. Written notice of the time, place and purpose of any special meeting shall be given to all officers, directors and members in good standing by United States mail not less than seven days prior to the date fixed for the holding of the meeting. The time, date, and place of such meeting, which must be held not more than 30 days from receipt of such demand, shall be fixed by the Board.

E. Quorum. Twenty-five life members of the Club in good standing, in person or by proxy, shall be required for a quorum at any meeting. If a meeting is held in which annual members are entitled to vote, then the presence of twenty-five annual members of the Club in good standing, in person or by proxy, shall be required for a quorum of annual members.

F. Rules of Order. All meeting of the members and of the Board shall be conducted in accordance with *Robert's Rules of Order*.

ARTICLE IX - VOTING

A. Right to Vote.

1. Each life member shall be entitled to one vote in elections of directors and officers, and in all other matters duly presented to the life members for action.
2. Each annual member shall be entitled to one vote in electing the directors for the annual class as set out in Article X below, and may have other voting privileges as may be established in accordance with these By-Laws.

B. **Proxies.** Each member entitled to vote at a meeting of the Club may authorize another person to act for such member by proxy authorized by an instrument in writing and filed with the secretary of the Club, but no such proxy shall be voted or acted upon after eleven (11) months from its date unless otherwise provided in the proxy. The proxy instrument must be in substantially the following form and shall be registered with the club secretary at least one (1) week prior to opening of the meeting at which it is to be used unless a different proxy registration date is stated in the official meeting notice.

PROXY

The undersigned member of River Bend Gun Club, Inc., does hereby name, constitute and appoint _____ as my sole proxy to vote for and in my behalf at the meeting of River Bend Gun Club, Inc., to be held on _____, 20_____, and I do hereby ratify and confirm the action of my proxy named herein in all votes or actions taken by my proxy at such meeting or any continuances thereof.

Date: _____ (Signature)

Membership class: **Life**
 Annual

PLEASE
PRINT

Name: _____
Address: _____
City, State, Zip: _____
Phone: _____
E-mail: _____

ARTICLE X - BOARD OF DIRECTORS

- A. **Composition.** The government and management of the Club shall be vested in a Board composed of:
1. The president of the Club may be a life member, or, an annual member in good standing for five years in order to be eligible, and shall be elected by a majority vote of the life members in good standing and voting, in person or by proxy, at the annual business meeting [Amended 10-08-2012]
 2. The immediate past president of the Club, or in the event he is unable or unwilling to serve, then the past president immediately preceding the last past president.
 3. The vice-president of the Club, who shall be elected by the other members of the Board at the first meeting of the Board following the close of the annual business meeting. [Amended 12-11-1995]
 4. Three directors elected by the life members from the life membership at large as follows:
 - (a) One director elected in odd-numbered years.
 - (b) Two directors elected in even-numbered years.

5. Three directors elected by the annual members from the annual membership at large as follows:
 - (a) One director elected in even-numbered years.
 - (b) Two directors elected in odd-numbered years.
6. The terms of all directors elected by the membership shall be for two years, and shall continue until their successors are elected and assume office. No director shall serve more than three consecutive elected terms (6 years). A director appointed to fill a partial term may serve three additional consecutive terms. [Term limits imposed 07-09-2001]

B. Election of Directors and President. The directors and the president of the Club shall be elected by majority vote of the respective classes of members in good standing, present and voting, in person or by proxy, at the annual meeting of the Club, and shall assume office instantly upon their-election. The president and directors shall hold office until their successors shall be elected and assume office. All members seeking office shall complete an application fulfilling all requirements and submit such application to the club secretary no later than February 1 before the annual meeting. Such application shall be the official club application approved by the Board. [Amended 10-08-12]

C. Board Application Review Committee/Candidate Review Committee. The Board shall, not sooner than January nor later than February, appoint a Board Application Review Committee/Candidate Review Committee, composed of three life members, one of whom shall be designated chairman, and two annual members. The duties of this committee shall be to review all applications submitted by those members seeking election to the Board. In performing its duties, this committee will attempt to pass all applications and post the names of each applicant on the official ballot and will only fail an applicant for failure to fully complete or submit such application timely, or for special circumstances that may be known by this committee. A majority vote shall rule this committee with any ties broken by the Club president. [Amended 10-08-2012]

D. Meetings of Board Application Review/Candidate Review Committee. The committee shall meet in February or March at the direction of the chairman and will review and report to the club secretary no later than March 31 before the annual meeting in order for the applicants' information to be printed in the April and May issues of the Club's newsletter. [Amended 10-8-2012]

E. Notice and Place of Board Meetings. The Board shall hold a meeting at least once each month. The president shall set the place, day and hour for each regular and special meeting. The president may also call special meetings of the Board as may be necessary. The secretary shall give notice of the place, day and hour for each meeting to all directors and officers at least 24 hours in advance of the meeting. Unless otherwise required herein, or by the Board, neither the business to be transacted at, nor the purpose of any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting. Meetings may be held without notice if waived by a majority of the entire Board who must also be in attendance. Five members of the Board, including the president, or in his absence, the vice-president, shall constitute a quorum at any and all meetings thereof. Any Club member may attend any board meeting. [Amended 12-11-1995]

F. Vacancies. In the event of a vacancy on the Board, whether by death, incapacity, resignation or removal, the remaining members of the Board shall select a member from the same membership class as the former director to serve as director until the next annual business meeting when a member shall be elected to serve as director for the remainder of the unexpired term.

ARTICLE XI - POWERS OF THE BOARD OF DIRECTORS

The Board shall have control and management of the Club, and shall have the following powers and duties:

A. To make rules for its own government, and to fix and enforce penalties for violations of such rules and to fill vacancies on the Board until the next annual meeting.

B. To make rules and regulations as may be necessary for the government and operation of the Club and its members, and to fix penalties for violation of such rules.

C. To adopt rules for the use of the property and facilities of the Club by members and nonmembers.

D. To remit penalties for violation of Club rules or unintentional violation of club By-Laws.

E. To appoint a Board Application Review Committee as required under Article X hereof, and to create such other committees as it may consider necessary, and to define their duties. [Amended 10-08-2012]

F. To authorize the Executive Committee to approve all contracts or expenditures up to a limit determined by the Board annually. [Amended 10-08-2012]

G. The Board may create the position of manager, and such assistant managers as it may deem necessary for the proper and successful operation of the Club, and shall determine their duties, responsibilities and compensation. Such manager shall, subject to the overall supervision of the Board, have general responsibility for the operation, maintenance, preservation, and supervision of all Club operations and improvements excepting shooting activities and duties and responsibilities otherwise allocated or assigned in the By-Laws. He shall have authority to employ such persons or entities on a full- or part-time basis as may be required to accomplish Club operations, their duties, authority, and the compensation to be paid therefor. He shall have authority to enter into contracts and incur bills up to a limit determined by the Board annually, but shall be required to secure approval of the Board or Executive Committee for expenditures in excess of such amount. He shall make a monthly report to the Board of all his activities, Club properties, income and expenditures, and shall be subject to the supervision and direction of the Board. He shall have no authority over any officers as created under these By-Laws, but shall provide assistance to such officers and shall be responsible for performance of such maintenance of the various ranges as the range officers and Range Committee may request. Assistant managers shall be charged with the same responsibilities, but shall have no authority except such as the Board shall specifically approve. [Amended 10-08-2012]

H. To generally manage and conduct all matters necessary for the welfare of the Club when such duty is not specifically imposed upon some officer by the By-Laws.

I. To elect from the whole membership of the Club, the officers of the Club, except the President. The incoming or new Board shall elect the vice-president, secretary, treasurer, chief range officer and appoint various range officers, and such other officers as the Board may deem necessary for the proper conduct and management of the business of the Club. In addition, the Board may create the position of administrative secretary who need not be a club member, define the qualifications for such position and define and assign duties and responsibilities thereto, including transfer any of the duties assigned to the regular Secretary in the By-Laws as the Board may deem necessary for the proper operation of the club.

J. To call special meetings of the Club to consider specific subjects, or in the alternative, to circularize to the membership of the Club by mail in order to obtain from each member his opinion upon any specific subject.

K. To censure, fine, suspend or expel from the Club any member for just cause, pursuant to Article XIII.

L. To elect an Executive Committee to be composed of the president and two directors, which Executive Committee, when so elected, shall thereupon be empowered, subject to the control of the Board, to act for and in the stead of the Board except the appointment of a Board Application Review Committee or the filling of a vacancy on the Board, or in taking any action under Paragraph K. above.

M. There shall be no appeal from the decisions of the Board except to the life membership of the club at a meeting of the life members called for the purpose of considering the decision of the Board pursuant to Article VIII.

N. The Club shall indemnify and hold the directors and duly elected officers of the Club harmless from any costs, expenses or liability of such director or officer incurred by reason of actions as a director or officer, unless the actions of such director or officer have been determined by a court of competent jurisdiction to be willful acts of misfeasance or malfeasance outside the scope of his duties or authority as a director or officer, or to be criminal under the laws of the jurisdiction in which such actions occurred. The Board is authorized to obtain such insurance as it may deem necessary for such purposes.

ARTICLE XII - DUTIES OF OFFICERS

A. President. The president shall preside at all meetings of the Club, the Board and the Executive Committee. He shall be the chief executive officer of the Club, exercising all authority not otherwise delegated or assigned under these By-Laws, and shall appoint all committees except the Executive Committee, Range Committee, Facilities Committee, Membership Committee and Board Application Review/Candidate Review Committee. The president shall be an ex-officio member of all regular and special committees appointed under Article X, and shall perform all such other duties as pertain to his office.

B. Vice-President. The vice-president shall perform the duties of the president in his absence or at his request, and such other duties as the president or the Board may direct. He shall attend all meetings of the Board. [Amended 12-11-1995]

C. Secretary. The secretary shall be responsible for maintaining files of all official correspondence of the club, shall notify the members of the Board and officers of the club of all meetings, shall notify the Club members of all special and annual meetings of the Club as required under Article VIII, and shall attend and keep a true record of all meetings of the Executive Committee, Board and the Club. The Secretary shall be responsible for the maintenance and preservation of all official papers, documents and records of the Club. All applications for renewals shall be processed by the Secretary, who shall maintain the waiting list of prospective life members as stated in Article V. The Board may transfer any of such duties to an administrative secretary, and may assign to the secretary such other duties not inconsistent with the duties of corporate or club secretaries generally as the Board may deem necessary for the proper operation of the Club. Because of the nature of the duties of the office, the secretary is ineligible to serve as a member of the Board while serving as Club secretary.

D. Treasurer. The treasurer shall have charge of all funds of the Club and place the same in such bank or banks as may be approved by the Board. Such money shall only be withdrawn by check or other instrument signed by the treasurer or the president, and expended only for payment of bills or expenses such as have been approved by the Executive Committee or the Board. The treasurer shall keep an accurate account of all his transactions and for the Board when requested, and an annual report to the Club at its annual meeting. Because of the nature of the duties of the office, the treasurer is ineligible to serve as a member of the Board while serving as Club treasurer.

E. Chief Range Officer. The chief range officer shall be the chairman of the Range Committee which shall be composed of all range officers and shall also serve as the safety officer for the Club with authority to appoint assistants. He shall have charge of all safety, shall propose programs of instruction in relation to firearms care, usage and safety, propose rules for the safety and supervision of range usage and supervise the enforcement of such rules when approved by the Board. He shall assist the range officers in conducting matches, clinics or leagues, shall promote competitive shooting, shall cause the Range Committee to coordinate all range activities, and, after consultation with the various range officers, shall propose a schedule of events for the approval of the Board. He shall contract no bills or expenditures in excess of \$500 without authorization of the Board. Because of the nature of the duties of the office, the chief range officer is ineligible to serve as a member of the Board while serving as chief range officer.

F. Range Officers. The Board shall appoint a range officer for each of the shooting activities conducted on the various ranges, each of whom shall have charge of ranges of the Club when being used for the respective activity for which that range officer was appointed, and shall collectively with all other range officers through the Range Committee be responsible for maintenance of all ranges. Range officers shall be appointed by the Board for those activities as approved by the Board. Range officers shall assume office upon appointment. One person may serve as range officer for more than one range activity. Range officers are invited to attend meetings of the Board. No range officer shall maintain any bank account in the name of the Club, nor keep any monies belonging to the Club without express authorization of the Board. A range officer shall not contract any bills or incur expenses without approval of the Board or Executive Committee. [Amended 10-08-2012]

**ARTICLE XIII - SUSPENSION, REMOVAL OR EXPULSION
OF DIRECTORS, OFFICERS AND MEMBERS**

A. A director may be removed from office by a vote of two-thirds of the members of the Board in good standing at a special meeting called for this purpose, or suspended by a vote of two-thirds of the members present at such meeting. No vote on suspension or removal may be taken unless at least 15 days written notice shall have been given to the director of the reasons for his proposed removal or suspension and of the time and place of the special meeting at which such removal or suspension is to be considered. At such special meeting, the director shall be given a full hearing, including the right to question witnesses and present evidence on his behalf.

B. Any officer may be removed from office by a vote of two-thirds of the members of the Board members present at a meeting of the Board.

C. (1) Any member of the Club may be suspended, or any annual member expelled from the Club for any cause deemed sufficient by a two-thirds vote of the members of the Board present at a special meeting called for such purpose. No vote on suspension or expulsion may be taken unless at least 15 days written notice shall have been given to the member of the charges preferred and of the time, date and place of the meeting of the Board at which such charges will be considered. At such meeting the member under charges will be accorded a full hearing, including the right to question witnesses and present evidence on his behalf.

(2) Provided however, should any member engage in such conduct that in the opinion of the chief range officer, a range officer or the Club manager is a threat to the safety of such member or any other member, the chief range officer, the range officer or the Club manager observing such conduct shall have the authority to require said member to vacate the club premises immediately. Within 48 hours of taking such action, the chief range officer, the range officer or the Club manager shall notify the Executive Committee. The Executive Committee shall meet within 24 hours of notification and shall by majority vote ratify or non-ratify the action of the chief range officer, the range officer or the Club manager. Should the Executive Committee ratify the decision of the chief range officer, the range officer or the Club Manager, the member's club privileges shall be suspended until such time of the special meeting of the Board as provided for in subparagraph (c)(1) above. **[Item (2) added 05-07-2001]**

D. Charges against any officer or member may be preferred by any member in good standing. They shall be in writing, clearly stating the facts relied upon, accompanied by any affidavits or exhibits which are to be used in support of such charges, and filed with the Secretary who will immediately notify the president. The president will call a meeting of the Board to hear the charges, and the secretary will give at least 15 days written notice of the meeting to the members of the Board, the accuser and the accused. Such notice shall include a copy of the charges together with any supporting affidavits and exhibits.

E. Any life member suspended or expelled by the Board may appeal to the full life membership of the Club. Such appeal shall be made in writing and delivered to the secretary who will notify the president. The president will call a special meeting of the Club for the purpose of acting on the appeal. The secretary shall give at least 15 days written notice to all life members of the Club, stating the date, time, place and reason for such special meeting. At such meeting, the secretary will read or display the accompanying exhibits and will read the minutes of the special meeting of the Board at which the charges were heard and action taken. A full hearing will be given the accuser and the accused. Vote will be by secret ballot of the life members present in person and not by proxy, and a two-thirds vote shall be required to rescind the action of the Board. **[Last sentence changed from "sustain" to "rescind" on 01-07-2002; available to life members only.]**

F. Whenever it may come to the attention of the Board that a member of the Club has been suspended or expelled by a national shooting organization, the Board shall request such national organization to furnish a complete report detailing the charges made, findings and action taken with regard to such member. The Board shall also invite such member to appear before the Board and explain the circumstances surrounding such suspension or expulsion. After receipt and review of the report and having heard from the member, or if the member shall have failed to appear after being invited, the Board shall determine whether any further action should be taken.

G. A life member who is expelled shall have no further rights except those of ownership of property and to distribution upon dissolution as provided in these By-Laws. However, an expelled member shall be permitted to transfer ownership of the life membership as otherwise provided herein, and upon transfer, the new life member shall have full rights and privileges of a life member.

ARTICLE XIV - MATCH RULES

All registered, approved or sanctioned competitions held by the Club will be governed by the rules and regulations of the National Rifle Association of America, National Muzzle Loading Rifle Association, American Trap Shooting Association, National Skeet Shooting Association, or other national organization registering, approving or sanctioning such competition, as appropriate. Nothing herein shall prohibit holding unsanctioned competitions.

ARTICLE XV - COMMITTEES

A. **Standing Committees.** The Board shall directly elect or appoint the committee chairman and all members of the four standing committees: Executive Committee, Facilities Committee, Membership Committee and the Range Committee. The president shall serve as an ex-officio member of all such committees. Recommended capital improvements and maintenance expenditures shall be brought to the Board by the chairman of each standing committee for approval. [Amended 10-08-2012]

1. **Executive Committee:** shall be composed the president and two members of the Board elected by the Board and shall be responsible for the day-to-day operations of the Club.
2. **Facilities Committee:** shall be in charge of maintenance and capital improvements of the Club and shall make recommendations to the Board, who shall approve and fund same.
3. **Membership Committee:** shall administer the process of admitting new members to the club in accordance with Club membership policies as adopted by the Board for each applicant proposed for membership in the Club.
4. **Range Committee:** shall be composed of the chief range officer and the various range officers appointed by the Board for the range activities on all ranges. It shall be chaired by the chief range officer, shall oversee and coordinate all range activities and operations, shall be responsible for informing and assisting the Club manager in the maintenance and repair of all ranges, and shall make recommendations for improvements or additions to the ranges. [Amended 12-11-95]

B. **Other Committees.** The president shall form other committees as may be needed, shall appoint the chairman and committee members and shall serve as ex-officio member of each such committee.

C. **Expiration.** All committee memberships shall terminate at the end of the next annual business meeting following appointment, except that the Board, when creating such committee or appointing committee members, may provide that membership shall terminate at some earlier date, or that membership shall continue until the adjournment of the first meeting of the Board after the annual business meeting.

ARTICLE XVI -- AMENDMENTS TO BY-LAWS

A. **Amendments by Board of Directors.** These By-Laws may be amended by the Board. Proposals to amend the By-Laws may be made at any Board meeting but such proposed amendment may not be acted upon until the next regular Board meeting and after all Board members have been notified of the proposed amendment, and notice of the proposed amendment has been furnished to the Club members at least seven days prior to the Board meeting at which it is to be considered. Approval shall require the affirmative vote of not less than two-thirds of all Board members. If the Board approves the proposed amendment, notice of the change to the By-Laws shall be provided to all Club members in accordance with the provisions of paragraph C. below.

B. Amendments Proposed By Life Members. Proposed amendments to these By-Laws may also be introduced by any life member of the Club at any annual business meeting or at a special meeting called for the purpose. However notice of intention to propose such amendment must be provided to all Club members in accordance with the provisions of paragraph C. below.

C. Notice of Amendments, Of Proposed Amendments and Voting Thereon. Notice of all amendments approved by the Board shall be given to all Club members as soon as may be conveniently done, but not later than seven days prior to the next regularly scheduled meeting of the Board. Notice of proposed amendments of life members shall be furnished to all Club members at least 10 days prior to the meeting at which the amendments are to be voted upon. A two thirds vote of the life members present, in person or by proxy, will be required for adoption of such amendments.

D. Life Member Approval Required. Notwithstanding anything to the contrary otherwise appearing herein, Article VI -- Property, and paragraph 1. of section A., Article IV -- Classes of Membership, may not be altered, modified, changed or amended except upon approval of two-thirds of the life members present and voting at a meeting called for such purpose after not less than 10 days notice to all life members by placing written notice of such meeting and of the proposed amendments to be considered in the United State Postal Service, with sufficient postage for delivery, addressed to the last known address of the life member as contained in the records of the Club secretary. [Amended 11-14-1994 to add paragraph D.]