

# **BY-LAWS OF RIVER BEND GUN CLUB, INC.**

(As amended thru August 19, 2002)

## **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 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 of the same

status as the membership for which application is being made (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 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 of Directors. 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 January 7, 2002; amended August 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 of Directors. 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 of Directors 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 of Directors. 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 VII, IX and X.
- (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 7-9-01.]**

(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 consecutive years. Senior membership shall be granted to an eligible member by the Board of Directors upon written request to the club secretary, and shall require no payment of dues.

(d) **Corporate Members.** Corporate memberships are **no longer available**, as of October 1999. The two Corporate memberships existing at this time were previously approved by the Board of Directors 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 of Directors.
- (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 of Directors.

(e) **Associate members.** Associate membership may be made available by the Board of

Directors 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 nor 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 of Directors 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 counties: Banks, Barrow, Bartow, Chattahoochee, Cherokee, Clarke, Cobb, Dawson, DeKalb, Douglas, Fannin, Fayette, Forsyth, Fulton, Gilmer, Gordon, Gwinnett, Habersham, Hall, Henry, Jackson, Lumpkin, Murray, Newton, Paulding, Pickens, Rockdale, Towns, Union, Walton, Whitfield, or White, and who pay such initiation or membership fee and such dues as may be established by the Board of Directors. 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 of Directors 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 of Directors will no longer consider granting inactive memberships, as of June 1999. [Changed from "An annual member, upon application to the Board of Directors, 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 Internal Revenue Service Code and regulations are permitted and encouraged to use the club facilities pursuant to regulations governing such usage as may be prescribed by the Board of Directors. [Amended 12-11-95]
- (j) **Temporary Member.** 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 of Directors 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 provisions 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 of Directors rejects their application for membership then the temporary membership is immediately revoked without recourse. [Amended 12-06-04]

## **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 with 30 days of receipt of such notice from the selling life member.

(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 of Directors, 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 of Directors, 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 to the life members on a pro-rata basis.

## 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 of Directors may determine, and shall be due and payable on July 1, or such other date as the Board of Directors 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 of Directors 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 January 7, 2002, when membership in NRA became mandatory for application approval or membership renewal.]

(e) **Reinstatement.** The Board of Directors 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 January of each year as the Board may determine.

(b) **Annual Election of Officer 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 officer instanta 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 of Directors, or (3) upon demand in writing by any life member, stating the purpose of the proposed meeting, signed by not less than 20 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 of Directors.

**(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 of Directors shall be conducted in accordance with Robert's Rules of Order, where they apply.

## 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.** Proxies may be used in instances requiring membership voting of the Club. No proxy shall be valid after eleven months from its date unless otherwise provided in the proxy. The proxy vote of a member must be in substantially the following form and shall be registered with the club secretary prior to opening of the meeting at which it is to be used.

### **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: \_\_\_\_\_  
Phone: \_\_\_\_\_

## **ARTICLE X -- BOARD OF DIRECTORS**

**(a) Composition.** The government and management of the Club shall be vested in a Board of Directors composed of:

- (1) The President of the Club, who shall be a life member 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.
- (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 of directors at the first meeting of the board following the close of the annual business meeting.[Amended 12-11-95 ]
- (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 elected directors shall be for two years, and shall continue until their successors are selected 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 7-9-01.]**

(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 **instanta** 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 October 1<sup>st</sup>. Such application shall be the official club application approved by the Board of Directors. *(Amended 7-12-04 to add last sentence)*

(c) **Board Application Review Committee/Candidate Review Committee.**

The Board of Directors shall, not sooner than September nor later than October, 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 of Directors. 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 7-12-04 to change name of committee and purpose.)*

(d) **Meetings of Board Application Review/Candidate Review Committee**

The committee shall meet in October or November at the direction of the chairman and will review and report to the club secretary no later than November 30<sup>th</sup> in order for the applicants information to be printed in the December and January issues of the club newsletter.

(e) **Notice and place of directors meetings.** The Board of Directors 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 of Directors 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 of Directors, neither the business to be transacted at, or the purpose of any regular or special meeting of the Board of Directors 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 of Directors 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 12-11-95 ]*

(f) **Vacancies.** In the event of a vacancy on the Board of Directors, 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 of Directors 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 violation 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 nominating committee as required under Article X hereof, and to create such other committees as it may consider necessary, and to define their duties.
- (f)** To authorize the Executive Committee to approve all contracts or expenditures up to \$5,000.00.
- (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 therefore. He shall have authority to enter into contracts and incur bills not exceeding \$2,000.00 (two-thousand dollars) without authorization of the Board, 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 October 1999 from "To employ such person, on a full or part-time basis, as it may deem necessary for the proper operation of the Club, and to determine their compensation and prescribe their duties, authority and responsibilities."]
- (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 bylaws 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 nominating committee or the filling of a vacancy on the Board or Officers, 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 of Directors 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 of Directors 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, Range, Facilities and Nominating committees, shall be an ex-officio member

of all regular and special committees excepting the Nominating Committee 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 of Directors may direct. He shall attend all meetings of the Board of Directors. [Amended 12-11-95 ]

(c) **Secretary.** The Secretary shall be responsible for maintaining files of all official correspondence of the club, shall notify the members of the Board of Directors 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 of Directors 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 membership and renewals shall be processed by the Secretary, who shall maintain the waiting list of prospective Life Members as stated in Article V. The Board of Directors 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. [Amended 12-11-95 ]

(d) **Treasurer.** The Treasurer shall be responsible for the collection of all fees and dues. 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 of Directors. 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 of Directors. The Treasurer shall keep an accurate account of all his transactions and render a detailed report with vouchers at any meeting of the Board or Executive Committee when requested, and an annual report to the Club at its annual meeting. No bank accounts shall be maintained except as provided for in this section.

(e) **Chief Range Officer.** The Chief Range Officer shall be the Chairman of the Range Committee which shall be composed of all the 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 of Directors. 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 of Directors. He shall contract no bills or expenditures in excess of \$500 without authorization of the Board. (Item e changed Nov. 10, 2003)

(f) **Range Officers.** The Board of Directors 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 the maintenance of all ranges. Range officers shall be appointed by the Board of Directors for Pistol, High Power Rifle, Smallbore Rifle, Muzzle Loading, Bench Rest, Skeet, Trap, and such other activities as the Board of Directors deems advisable. 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 meeting of the Board of Directors, and must attend any meeting at which a proposed range improvement, activity or expenditure of funds is to be considered by 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 of Directors. A range officer shall not contract any bills or incur expenses with approval of the Board of Directors or Executive Committee.

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

(a) A Director may be removed 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 of Directors present at a meeting of the Directors.

(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 of Directors 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 of Directors 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 of Directors as provided for in subparagraph (c)(1) above. **[Item (2) added 5-7-01.]**

(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 of Directors to hear the charges, and the Secretary will give a least 15 days written notice of the meeting to the members of the Board of Directors, to the accuser and to 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 of Directors 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 of Directors 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 of Directors. **[Last sentence changed from "sustain" to rescind Jan 7, 2002; recourse available to life members only.]**

(f) Whenever it may come to the attention of the Board of Directors 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 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 of Directors shall elect or appoint all members of the Executive, Range, Facilities and Nominating Committees and the committee chairman, except for the Range Committee. The President shall serve as ex-officio member of all such committees except the Nominating Committee. Recommended capital improvements and maintenance expenditures shall be brought to the Board of Directors by the Chairman of each committee for approval.

(1) **Executive Committee:** shall be composed of two members of the Board of Directors elected by the Board, together with the President, and shall be responsible for the day-to-day operations of the Club.

(2) **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, and 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 ]

(3) **Facilities Committee:** shall be in charge of maintenance and capital improvements of the Club, and shall make recommendations to the Board of Directors, who shall approve and fund same.

(4) **Membership Committee:** shall administer the process of admitting new members to the club in accordance with the Club's Membership Policy as adopted by the Board of Directors for each applicant proposed for membership in the Club.

(b) **Other Committees.** The Board of Directors may provide for other committees as may be needed, and the President 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 of Directors, 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 of Directors 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 of Directors. 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 of Directors 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 an 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 of Directors 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 11-14-94 to add paragraph (d).]

