

LINWOOD-BAY SPORTSMAN'S CLUB
BY-LAWS

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Amended February 18, 2007
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Linwood-Bay Sportsman's Club "By-Laws"

Article I
Club Name

The name of this organization shall be the Linwood-Bay Sportsman’s Club. It shall be so incorporated with the State of Michigan, Department of Commerce, Corporate and Securities Bureau, as a non-profit organization and continually be maintained as such. For purposes of these by-laws it shall be referred to as the **“club”** or **“organization.”**

Article II

Objectives

The object of this organization shall be the encouragement of organized firearm shooting and archery among citizens of the United States, with a view toward better knowledge on the part of such citizens of the safe handling, safe use, and proper care of firearms and archery, as well as improved marksmanship. It shall be our further objective and purpose to move forward the development of those characteristics of honesty, good fellowship, self-discipline, team play, and self-reliance which are essentials of good sportsmanship and the foundation of our true patriotism.

Article III

Classification of Membership

Section 1: National Rifle Association (NRA)

All adult or primary members of this organization are required to maintain membership in the National Rifle Association. Failure to obtain or maintain NRA membership will be grounds for refusing to grant or renew club membership and revocation of all club offices, chairmanships and privileges.

Section 2: Family Members

Adult membership of this organization may be granted to any citizen of the United States of America: (1st) who is eighteen (18) years of age or older; (2nd) who takes the pledge of allegiance to the United States of America and certifies that he is NOT a member of any group pledged to or working for a program aimed at the destruction of our present system of government as established by the *Constitution of the United States of America*; (3rd) who has not been convicted of a felony or high court misdemeanor; (4th) who is subject to a police check; and (5th) who, upon meeting these qualifications, makes payment of the usual fees and dues to the treasurer.

Section 3: Senior Members

Senior membership status is granted to any member who is 65 years of age or older at the time of application or renewal of membership.

Section 4:**Expiration of Membership**

- (a) Membership in this organization shall expire on the 1st of February of each calendar year and no member shall be allowed to take part in club business until his membership obligations have been paid.
- (b) If member's dues are not paid on or before the Annual Meeting, the initiation fee will be added to the membership dues, as they will be re-registering as a 'new' member.
- (c) Any member having abandoned their membership may be reinstated after having good cause for their failure to maintain their club membership and at the discretion of the executive board.
- (d) For the purpose of these by-laws, a member in good standing is defined as any member whose dues are paid for the current membership year.

ARTICLE IV***Membership Obligations***

Dues shall be the amount paid by family and senior members as set by the executive board which will be voted on by the membership at the annual meeting.

ARTICLE V***Quorums***

- (a) A quorum shall be considered present when a simple majority of the executive board is present at a scheduled meeting unless otherwise specified in these by-laws.
- (b) A quorum shall be present for any committee or other deliberating group of this club when a simple majority of the members of that committee are present.

ARTICLE VI***Meetings*****Section 1:****Annual Meeting**

- (a) This organization shall conduct an annual meeting on the third (3rd) Sunday of February each year at 2:00PM at the clubhouse. If the meeting does not take place at the time fixed, it shall be held within a reasonable time thereafter and all members will be informed of the new meeting time or date and the reason for the change.
- (b) Only those members who have paid their dues will be permitted to vote at this meeting.
- (c) All of the members present at this meeting shall constitute a quorum.
- (d) No proxy(ies), written or otherwise, shall be allowed in any vote on any matter presented at this meeting (see amendment)
- (e) All standing committees and special (ad hoc) committees shall make their annual reports to the membership at this meeting.
- (f) The election of new officers shall take place at this meeting.
- (g) The newly elected officers shall take office as the last order of business on this date following the election.
- (h) Requests for club funds over \$15,000 should be made at the annual meeting and approved by the general membership whenever practical, unless the board determines that tabling the vote until the annual meeting would not be in the club's best interests.

- a. Should the Board determine through a vote that the need to expend funds over \$15,000 needs to occur prior to the annual meeting, the motion, detailed explanation, benefits and drawbacks shall be compiled and made available to the membership for at least 14 days prior to a regular board meeting or a special meeting called for this purpose.
- b. Members may provide their written statement to any board member to be read aloud at the board or special meeting, or may attend in person and have an opportunity speak to speak on the matter.
- c. Approved expenditures exceeding \$15,000 will be reported to the membership at the annual meeting and include a record of board members' votes.

Section 2: Quarterly Meetings

- (a) Quarterly meetings shall take place during the third (3rd) Thursday of the month in January, April, July, and October at the clubhouse.
- (b) A quorum of the executive board is all that is necessary to start the meeting and conduct the ordinary business of the club.
- (c) All standing committees, ad hoc committees and shooting leagues shall make their reports to the membership at this meeting.

Section 3:

Monthly Meetings

- (a) Monthly meetings will be held during the third (3rd) Thursday of the month in March, May, June, August, September and December at the clubhouse.
- (b) A quorum of the executive board is all that is necessary to start the meeting and conduct the ordinary business of the club.

Section 4:

Emergency Sessions of the Executive Board

If a quorum is not present at a monthly or quarterly meeting an emergency session of the executive board may be declared. No changes, revisions, or amendments to the by-laws may be taken up during this type of session. Actions approved at this type of session cannot be reversed or repealed except by a $\frac{3}{4}$'s vote of the entire executive board. In order to declare this emergency session, the president shall:

- (a) Call a thirty (30) minute recess for the purpose of obtaining a quorum.
- (b) Determine that attaining a quorum is not possible and that urgent and pressing business must be dealt with at this meeting.
- (c) Suspend the rule for a quorum with the consent of at least three (3) other members of the board who are present. Business may then be conducted as usual.

Section 5:

Special Meetings

Special meetings may be called by the president or the executive committee, with written notice given to each member stating the purpose for this meeting, at least ten (10) business days prior to any special meeting. At this meeting, no business other than that for which the special meeting was called, may be transacted. A quorum shall be at least $\frac{2}{3}$'s of the executive board.

ARTICLE VII

Officers of the Club

Section 1:

President

The president shall:

- (a) Be elected and/or re-elected each year.
- (b) Be the presiding officer at all meetings of the club, the executive board and the executive committee.
- (c) Ensure adherence to the by-laws of this club.
- (d) Appoint all chairpersons of committees.
- (e) Be expected to ensure that the club and all club activities are promoted to the fullest to keep the club active and ensure sufficient revenues are generated to meet club obligations.
- (f) Receive compensation of \$250.00 per quarter and said payments will be in arrears.
- (g) Shall be offered a seat on the executive board after ending his full term of office.
- (h) Shall be responsible (along with the Vice President) for approving all events and/or uses of the club other than the general use by the membership, maintaining the club calendar, and facilitating the resolution to any scheduling conflicts.

Section 2:

Vice- President

The vice-president shall:

- (a) Be elected and/or re-elected each year.
- (b) Be expected to perform all duties of the president in the absence of the presiding officer or at his request.
- (c) Be expected to act as co-chair of all fundraising committees and/or activities.
- (d) Be the chairman for the membership committee and responsible for maintaining the materials for member registration and orientation (including all online, electronic, and hard copy materials).
- (e) Be the chairman for the auditing committee.
- (f) Receive compensation of \$250.00 per quarter and said payments will be in arrears.
- (g) Shall be responsible (along with the President) for approving all events and/or uses of the club other than the general use by the membership, maintaining the club calendar, and facilitating the resolution to any scheduling conflicts.

Section 3:

Secretary

The secretary shall:

- (a) Be elected and/or re-elected each year.
- (b) Conduct all official correspondence pertaining to the proper preparation and forwarding of all reports required by governmental agencies, the NRA, Civilian Marksmanship Program (CMP), or other organizations.
- (c) Maintain a good record of the minutes of all meetings and reports submitted to the executive board, executive committee, or committee of the whole and have custody of the non-financial books and papers of the club.
- (d) Maintain a current roster of the names, addresses, and e-mail addresses of all active club members.
- (e) Ensure that all minutes, once accepted, are posted at the clubhouse.
- (f) Notify all members of any special meetings.

- (g) Present the minutes of the previous meeting at each scheduled meeting.
- (h) Present a final, up-to-date report of the total club status at each annual meeting.
- (i) Co-chair the Newsletter and Education committees.
- (j) Receive compensation of \$250.00 per quarter and said payments shall be in arrears.

Section 4:

Treasurer

The treasurer shall:

- (a) Be elected and/or re-elected each year.
- (b) Have charge of all funds of the organization and place same in such banks as shall be approved by the executive board.
- (c) Maintain an accurate and up-to-date record of all financial transactions, including funds from special events and the individual shooting disciplines, and present a financial report at each regularly scheduled meeting.
- (d) Issue payment for all club operating expenses, misc. expenses up to \$500, and expenses exceeding \$500 with the approval of the Executive Committee
- (e) Pay or make arrangements to pay all emergency bills arising between meetings of the executive board. However, these bills must be co-signed by the treasurer and one of the other 6 members of the Executive Committee of the club.
- (f) Be a member of the fundraising committee and all committees issuing tickets to club members for any club functions.
- (g) Receive compensation of \$250.00 per quarter and said payments shall be in arrears.

Section 5:

Executive Officer - Linwood Facility

The executive officer shall:

- (a) Be elected and/or re-elected each year.
- (b) Report to the executive board.
- (c) Have responsibility for the maintenance and up-keep of all club buildings, grounds, range facilities and equipment located at the Linwood facility.
- (d) Be co-chair of the range committee.
- (e) Implement and oversee new construction projects at the Linwood facility and delegate responsibilities as deemed necessary.
- (f) Keep an inventory of all club property located at the Linwood facility and present said inventory at the annual meeting.
- (g) Receive compensation of \$250.00 per quarter and said payment shall be in arrears.

Section 6:

Executive Officer - Munger Facility

The executive officer shall:

- (a) Be elected and/or re-elected each year.
- (b) Report to the Executive Board
- (c) Have responsibility for the maintenance and up-keep of all club buildings, grounds, range facilities, and equipment located at the Munger facility.
- (d) Be co-chair of the range committee.
- (e) Implement and oversee new construction projects at the Munger facility and delegate responsibilities as deemed necessary.
- (f) Keep an inventory of all club property located at the Munger facility and present said inventory at the annual meeting.

(g) Receive compensation of \$150.00 per quarter and said payment shall be in arrears.

Section 7: Directors

- (a) There will three (3) directors each elected for a three (3) year term, with the exception noted in paragraph (b) below.
- (b) One (1) new member will be elected at each annual meeting, except the outgoing president will be offered the seat on the board for three (3) years.
- (c) Each director will be a member of the executive board and serve on committees if called upon by the president to do so.

ARTICLE VIII ***Executive Board***

The executive board shall consist of the officers of this club and they will meet as specified in Article VI of the by-laws to conduct club business. At these meetings they will act upon all recommendations received from the general membership. They will also establish, in writing, necessary rules, regulations, and protocols not set forth in these by-laws.

ARTICLE IX ***Committees***

There are only two (2) types of committees provided for in the organization and they are standing and ad hoc committees.

Standing Committees

Section 1:

Executive Committee

The executive committee of this club shall consist of the president, vice-president, secretary, treasurer and executive officers. They shall communicate prior to regularly scheduled meetings of the executive board to set an agenda so as to more effectively conduct the ordinary business at these meetings, as well as manage the club's affairs between regularly scheduled meetings. In addition, all members of this committee will be empowered with the ability to fully register new members to the club, following the process outlined by the Vice President to ensure standardized documentation and due diligence.

Section 2:

By-Laws Committee

This committee shall consist of a chairperson, appointed by the president, and two (2) other members. They shall review and report on all proposed changes or amendments to the by-laws of this organization, and be responsible for writing in changes or amendments adopted at the annual meeting.

Section 3:

Fundraising Committee

This committee shall consist of a chairperson, appointed by the president, the vice president as co-chair, treasurer and two (2) other members. They shall review and report on all proposed raffles and other fundraising activities, manage and run the raffle, and address all matters involved with the distribution of tickets to club members.

Section 4:**Range Committee**

This committee shall consist of a chairperson, appointed by the president, the executive officers as co-chairs, and as many other members as are available. They shall review, recommend action or improvements and report on all matters concerning range rules for the club, shooting leagues or shooting disciplines using this club's range facilities.

Section 5:**Newsletter Committee**

This committee shall consist of a chairperson, appointed by the president, the secretary as co-chair and as many other members as are available. The publication date shall be defined as that date upon which copies of the completed newsletter are submitted to the membership, which shall be no later than the tenth day of the month following each quarterly meeting.

Section 6:**Education Committee**

This committee shall consist of a chairperson, appointed by the president, the secretary as co-chair and as many other members as are available. They shall be responsible for all educational and instructional activities conducted through and for the club, including reporting to the NRA, DNR, and any other agency that requires such documentation.

Section 7:**Budgeting Committee**

Chaired by the Treasurer, with membership from the President and Vice President (and any additional members). This committee will meet in the months after the annual meeting to devise an operating budget for the year. The budget will include all operating expense categories of the club, as well as individual budgets for each discipline (with input submitted from each discipline director justifying the funds they are estimating, to be received by the treasurer no later than the March monthly meeting). The budget committee will present the proposed budget at the April quarterly meeting for approval by the board. Once approved, only expenses that would exceed the approved budgets would need to be proposed at a board meeting.

Ad Hoc Committees**Section 1:****Auditing Committee**

The auditing committee will be commissioned at the January quarterly meeting and will be chaired by the vice-president with two (2) other appointed members who will review the accounts and audit the financial records of the club, to ensure the correct record of all receipts, cash disbursements, and bank deposits. Further, this committee will ensure that bank statements have been reconciled at least quarterly. They will report their findings to the executive committee within ten (10) days of the annual meeting and verify the treasurer's report to the membership at the annual meeting.

Section 2:**Nominating Committee**

The nominating committee shall be commissioned at the monthly meeting in December and will be chaired by the most recent outgoing president who is not running for election, along with two (2) other members. The committee will seek candidates for all vacant elected positions, prepare a ballot, run the election and report the results. At the conclusion of these responsibilities, this committee will be dissolved.

Section 3:**Other Committees**

Any other committees not listed previously will be special committees and given a title or name by the creating authority. They will have a specific task and purpose, a time limit in which to report back to the executive board or the membership, and will be dissolved after reporting their findings.

ARTICLE X***Funds Deposit***

Directors of active shooting leagues must deposit funds, receipts, and sign-in sheets into the Linwood safe within one week of an event if not given directly to the treasurer within the same period. Failure to comply will result in suspension of the responsible individual and/or shooting discipline.

ARTICLE XI***Vacancies***

When a vacancy occurs with respect to an elected officer of the club, the position will be filled by appointment of the executive board. The appointee will complete the unexpired term of his/her predecessor.

ARTICLE XII***Expulsion or Removal*****Section 1:****Of a Member**

Any member whose conduct shall be decided by a 2/3's vote of the executive board, to be injurious to the interests or welfare of the club, shall forfeit their membership and rights. Such vote shall not be taken without giving the offender two (2) weeks' notice of the charges against them and affording them the opportunity to present an argument before the board. They may appeal the decision of the board to the club membership at a special meeting called for the purpose only. This shall also require a 2/3's vote of those present to reverse the board's decision.

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Section 2:**Of an Officer**

Any officer may be removed by a 2/3's majority vote of the executive board at a special meeting called for this purpose only. No vote on suspension or removal may be taken unless at least two (2) weeks written notice shall have been given to the officer explaining the reasons for his/her removal and the date and time of the special meeting. At such a meeting the officer shall be given a full hearing. Additionally, a board member absent for three (3) meetings will

automatically vacate that position unless they have an acceptable excuse and have notified the President or Vice President prior to their absence. The unexcused and absent member will be given notice by the secretary and a special board meeting will be called whereas he may be reinstated at the board's discretion, otherwise the vacated office will be filled as provided in Article XI.

Section 3:

Committee Chairpersons

The president, with the approval of a simple majority of the executive board, may remove any committee chairperson with or without cause, provided that person is not an officer of the club empowered by these By-Laws to chair that committee.

ARTICLE XIII

Dissolution of the Club

Should it become necessary to dissolve Linwood-Bay Sportsman's Club, the executive board, after paying or making provisions to pay all liabilities and transfer ownership to an organization operated exclusively for non-profit purposes and such organization shall use the properties for the same purpose as Linwood-Bay Sportsman's Club. The organization to whom the properties are transferred shall qualify as an exempt organization under 501(c) of the Internal Revenue Code of 1954 as amended. The executive board shall not have authority to sell any club owned real estate without a majority vote of the entire membership.

ARTICLE XIV

By-Laws Changes

The by-laws of the Linwood-Bay Sportsman's Club may only be amended or changed by a 2/3's vote of the members present at the quarterly meeting. Recommended changes may be presented to the executive board at any monthly meeting. The exact wording of the proposed change or amendment will be sent to the members at least ten (10) business days prior to the annual meeting. All proposed changes must be reviewed by the by-laws committee and reported upon prior to the January quarterly meeting. (See Amendment below).

ARTICLE XV

Parliamentary Authority

All meetings and deliberations by this organization will be governed and conducted according to the latest edition of Robert's Rules of Order.

Amended February 18, 2007:

ARTICLE VI, Section 1, (d)

Any member wishing to proxy their vote must be paid in full before the start of the meeting. The proxy voter must be filed in writing with the secretary prior to the start of the meeting so that the Secretary can issue the proper number of ballots. The proxy must contain the date, name, address and signature of the assigning member. The proxy must also contain the name of the member to whom the proxy has been assigned. Officers and/or Directors are not eligible to proxy their vote.

Carried 26/14

Amended February 17, 2008:

ARTICLE XIII (Now XIV) By-Laws Changes "The by-laws of the Linwood-Bay Sportsman's Club may only be amended or changed by a 2/3's vote of the members present at a quarterly or annual meeting. Proposed changes must be submitted to the executive board at a quarterly meeting to be acted upon at the next quarterly meeting or annual meeting. Proposed changes submitted at the January quarterly meeting will be voted on at the annual meeting in February. The exact wording of the proposed change or amendment will be sent to the members via the Newsletter, U.S. mail, or email, 15 days prior to the next quarterly or annual meeting (whichever occurs first)." **Carried by unanimous vote.**

Article XVI

Financial Delegation of Authority (Spend Authorization)

Expenses for club business, can be approved by the following officers without formal board approval, up to their delegated amounts. When these approvals are given, the expense must be reported at the next board meeting, with an explanation and supporting justification for the expense. Any abuse of this policy as determined by the Executive Committee is grounds for potential removal from the board and possible revocation of club membership.

President – Up to \$1000

Vice President – Up to \$1000

Secretary – Up to \$750

Treasurer – Up to \$750

Linwood Exec - Up to \$500

Munger Exec – Up to \$200

Discipline Directors – Up to the amount of the allocated annual budget (approved by the board)