

By-Laws
for the
MAINVILLE SPORTSMEN'S CLUB, Inc.

P.O. Box 567
Mifflinville, PA 18631

COLUMBIA COUNTY
EIN: 83-2081020

Approved by membership at May,
June and July 2019 meetings

Issue Date: July 18, 2019

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BY-LAWS OF THE MAINVILLE SPORTSMEN'S CLUB

ARTICLE I - PURPOSE OF THE ORGANIZATION

Section 1 - The purpose of this organization, incorporated under the name, MAINVILLE SPORTSMEN'S CLUB, and hereinafter referred to as the "Club", shall be as follows:

- To promote good sportsmanship.
- To aid in conservation.
- To aid in the propagation of game.
- To assist & promote safety among our young sportsmen and women.

Section 2- In order to accomplish its purposes fully, the Club shall acquire and hold land and property, and provide facilities for Club business, sport, and pleasure, for the convenience of its members.

Section 3 – The Club is a non-profit organization, in accordance with the Internal Revenue Code Section 501(c)(7).

ARTICLE II- OWNERSHIP & DISPOSAL OF PROPERTY

Section 1- The ownership of all Club property, not including personal property of members therein, shall reside with the Club, subject only to the control of the active membership. Therefore, no certificate of ownership, share, stock, or any other document denoting a personal equity may be issued.

Section 2- The purchase of lands or goods/and potential selling of same, shall be performed under the name of the Club with the approval and signatures of the Board of Directors. Expenditures under \$500 can be handled by the treasurer. Amounts between \$500 and \$2500 must be voted on by the Board of Directors. Beyond this amount will be by majority vote at a membership meeting with a quorum present.

Section 3- In the event of eventual dissolution of the Club, all Club property and all net proceeds are to be appraised for value, sold at auction and the monies donated to the NRA Foundation, Inc., 11250 Waples Mill Rd., Fairfax, VA. 22030 for its Range Facilities and Programs Endowment, a non-profit organization.

Section 4- No member may transfer, sell, convey, or relinquish his or her membership except as provided in this set of by-laws.

Section 5- Any property, such as trees, crops, livestock, dogs, etc., raised as a Club project for the purposes of raising funds for improvement or operating expenses, may be disposed of in membership meetings by majority vote.

ARTICLE III – MEETINGS

Section 1- MEMBERSHIP MEETINGS

- a) A quorum shall consist of ten (10) of the active membership including Officers and Board members. No election of officers, membership meetings, removal of members, or acceptance of new members, or amendments or changes in the by-laws may take place unless there is a quorum.
- b)- The order of business in any membership meeting for the conducting of Club business shall be as follows:
 1. Verify there is an active member quorum.
 2. Have members, guests, and new member applicants sign the attendance sheet.
 3. Call to order and moment of Silent Prayer.
 4. Pledge of Allegiance
 5. Reading of minutes from the preceding meeting.
 6. Reports of President, Treasurer, Secretary, and Committees.
 7. Introduction of new member applicants and voting on acceptance of new members
 8. Old business.
 9. New business.
 10. Good and welfare of the Club

11. Adjournment

c)- A majority vote shall carry any motion. Voting may be conducted as follows.

1. Yea or Nay vote.
2. By Show of Hands.

Upon request of any member at a meeting, voting must be conducted by secret ballot. However, election of Officers is always conducted by secret ballot.

d)- Regular membership meetings shall be held at such a time as may be set by the President with the approval of a majority of the Board of Directors. Special membership meetings may be called by the President provided he or she notifies publicly his/her intention of holding such a meeting. Any one or more member(s) may also call for a special meeting, with notification of the officers so they can be present. Any special meeting may only proceed if there is a quorum in attendance per Section 1a of this Article. At least five (5) days' notice shall be given for calling a meeting, with the exception of emergencies.

e)- Proper parliamentary procedure should be used as a guideline for conducting business at all meetings.

f) After adjournment of any membership meeting, no reconvening may be held.

g) Minutes shall be taken at every membership meeting by the Secretary or a member appointed in his or her absence by the presiding officer.

h)- At any meeting, the by-laws shall be interpreted by majority decision of the members of the Board of Directors present if there is a conflict or question concerning them. The interpretation shall apply thereafter.

Section 2 – BOARD OF DIRECTORS MEETINGS

- a) The Board of Directors meets as needed to review, discuss and/or set Club policy, activities, projects and all manner of Club business.
- b) A meeting of the Board of Directors may be called by any Board member with notification of all other Board members. At least five (5) days' notice shall be given for calling a Board meeting, with the exception of emergencies.
- c) Minutes shall be taken by the Secretary, or a member appointed in his or her absence, at every Board meeting.

ARTICLE IV- MEMBERSHIP

Section 1 – Membership is open to any individual who is permitted by law to possess a firearm in the United States of America. Any person applying for membership must be willing to pay the initiation fee and annual dues. A membership application form must be filled out by the person applying for membership. The completed membership form is to be presented to the officers at a regularly scheduled membership meeting of the Club. Photo ID is required to be shown at the time of initiation. Acceptable forms of ID are government-issue ID or a photo ID that contains the applicant's photo and an identifying number.

Section 2 – Any member who loses the right to possess a firearm for any reason is responsible for informing a member of the Board and for turning in his or her membership/access card, which will be deactivated. Any person who loses the right to possess a firearm is not permitted to access the Club as a guest of any member or in any other way gain access to any part of the Club.

Section 3 -The Board of Directors have the responsibility of setting and adjusting the initiation fee as they deem necessary. The initiation fee is currently set at \$110 per person. A member's spouse is excluded from the Initiation Fee but does pay annual dues. Junior members are free from the initiation fee until eligible for regular membership (see Article IV, Section 19).

Section 4- The Board of Directors have the responsibility of setting and adjusting the amount of the annual membership dues as they deem necessary. The annual dues are currently set at \$50 per year per person. Junior member annual dues are currently set at \$1. (See Article IV, section 19). The Club's calendar (fiscal) year runs from April 1st thru March 31st of the following year for dues paying purposes.

- a) Dues are to be paid by April 1st of each year.
- b) Members joining at the January or February membership meeting may pay partial fiscal year dues of \$25; members joining any other month pay the full amount of the membership dues for that fiscal year.
- c) Members are responsible for informing a Club officer of any changes to the member's contact information, such as e-mail address, home address, phone number, etc. so that the membership list can be kept up to date

Section 5- The active membership of this organization shall consist of those members who have paid the initiation fee (also known as the land fee), have shown proper ID, and are up to date on dues payment(s), unless removed from the Club or otherwise qualified in any portion of the by-laws. An active member is entitled to all rights and privileges of any member in good standing.

Section 6 -A member may voluntarily request removal from membership in the Club. His or her request shall be granted provided he or she makes amicable settlement of all accounts due to the Club by the membership meeting following the request. There will be no refund of any portion of dues or fees paid.

Section 7 - Any member may be considered delinquent in dues if he/she fails to pay his/her dues by the regularly scheduled April membership meeting. Any member not having paid dues by the April meeting will be notified of the delinquent status of their membership. At the same time, their membership/access card will be deactivated until the May membership meeting. If by the end of the May meeting their dues have not been paid in full, their membership/access card will remain deactivated and their name will be removed from the active member roster. Once removed from the Club and if the person wishes to rejoin, the initiation fee may be reassessed or waived as decided by a majority vote of the Board of Directors.

Section 8 -A member in the military service or any other member who through employment, religious conviction, undue hardship, or sickness, is unable to pay dues in a timely manner, may nonetheless continue to be considered an active member of the Club for some period of time as decided by a majority vote of the Board of Directors.

Section 9- A member may also be removed from membership for being morally delinquent. Such declaration must be made through vote at a membership meeting with no more than two (2) dissenting votes. He or she shall then be notified by the treasurer or the secretary.

Section 10- The term “morally delinquent” shall be interpreted according to the following criteria:

- a. Any person may be considered morally delinquent if he/she willfully destroys Club property, becomes convicted of a major crime in court, indulges in subversive activity, violates safety rules, or is consistently abusive, belligerent, or intolerant of other members. All of these descriptive terms used in determining a vote are to be interpreted solely by the voting member through his/her own sportsmanlike convictions.

Section 11- Any member being removed from membership for being morally delinquent shall be notified by the Secretary or the Treasurer by certified mail with return receipt within seven (7) days. This notification shall impart no information or sentiment other than the following and a copy shall be filed in the records:

(Date)_____

(Address)

Dear _____

We regret to inform you that at the membership meeting of the Mainville Sportsmen's Club, as of (date) you have been removed as a member according to the by-law provisions. You are requested to notify any Club officer within two (2) weeks when you wish to remove your personal property, if any.

(Proper remarks may be added here as a second paragraph concerning any other entitlements, if any)

Very truly yours,

Treasurer/Secretary

Section 12- Any removed member shall be entitled to his or her personal property, and any other valuable considerations that the directors may specify. Over and beyond these, all rights, privileges, or interests are automatically cancelled.

Section 13- The Board of Directors by majority vote shall have the power to exonerate members for dues as they may deem prudent.

Section 14- No member may vote on a matter concerning his or her own membership status.

Section 15- A deceased member shall have his or her name removed from the membership list with due recognition and reverence.

Section 16- Any member who has been removed as a result of being delinquent in dues or morally delinquent may be reinstated to active membership through proper procedure and voting conducted per Article 3, section 1c provided no more than two (2) dissenting votes are cast.

Section 17- A new member may be admitted to the Club through proper procedure and voting conducted per Article 3, Section 1c, provided there are no more than two (2) dissenting votes. The new member may not be present for the vote; typically, this will be handled by asking the applicant to leave the building during the vote.

Section 18- Any candidate, upon being accepted by vote, paying his initiation fee, first year's dues, and undergoing such initiation as shall be deemed proper, immediately becomes an active member in good standing, entitled to all rights and privileges in the Club.

Section 19- JUNIOR MEMBERSHIP

- a) Individuals up to 18 years of age shall be privileged to a non-voting, junior membership for an annual membership fee of \$1, providing he or she is sponsored by a parent or legal guardian who is an active member of the Club. All other membership conditions shall also apply to junior members.
- b) Junior members and their adult supervisor(s) shall comply with Pennsylvania Statute §6110.1 "Possession of firearm by minor"¹ at all times.
- c) Upon becoming eligible for a regular membership at age 18, he or she then becomes responsible for the initiation fee and dues as per Article IV Sections 3 and 4.

ARTICLE V- ELECTION OF OFFICERS

Section 1- The Board of Directors of the Club consists of a minimum of seven (7) to a maximum of 15 members. The Board may expand or contract between these limits as decided by a majority vote of the Board. The Board shall consist of four (4) Officers, the remaining directors being known as directors at large. The officers shall be a President, Vice-President, Treasurer, and Secretary. A person must have been an active member of the Club for at least three (3) years in order to run for an Officer position. The directors at large are to participate in Board meetings and fill in for

¹ The following summary of the statute referenced is provided for the convenience of the reader:

§ 6110.1. Possession of firearm by minor.

(a) Firearm.--Except as provided in subsection (b), a person under 18 years of age shall not possess or transport a firearm anywhere in this Commonwealth.

(b) Exception.--Subsection (a) shall not apply to a person under 18 years of age:

(1) who is under the supervision of a parent, grandparent, legal guardian or an adult acting with the expressed consent of the minor's custodial parent or legal guardian and the minor is engaged in lawful activity, including safety training, lawful target shooting, engaging in an organized competition involving the use of a firearm or the firearm is unloaded and the minor is transporting it for a lawful purpose; or

(2) who is lawfully hunting or trapping in accordance with 34 Pa.C.S. (relating to game).

(c) Responsibility of adult.--Any person who knowingly and intentionally delivers or provides to the minor a firearm in violation of subsection (a) commits a felony of the third degree.

(d) Forfeiture.--Any firearm in the possession of a person under 18 years of age in violation of this section shall be promptly seized by the arresting law enforcement officer and upon conviction or adjudication of delinquency shall be forfeited or, if stolen, returned to the lawful owner.

Officers as requested. All Officers elected must be from Columbia or adjoining Counties at time of election. No Officer may hold more than one (1) office during his or her term. There are no term limits for Officers or directors at large. In the event that the Board consists of an even number of members and a vote ends in a tie, the measure will be considered to have failed and will not pass.

Section 2- Officers are elected for two-year terms and terms are staggered. Two Offices shall have nominations and shall be voted on by the active membership, with at least a quorum, at the last membership meeting of the fiscal year which runs from April 1st to March 31st inclusively. No more than two officers can be replaced at any one election. (As an example, one year the President and Treasurer, the following year the Vice-President and Secretary.) Floor nominations for the two open officer positions will be accepted at least one meeting prior to the election. Additional floor nominations may be accepted the day of the elections.

Section 3 - Any Officer who does not run for a successive term or who does not win an election may be offered a position as a director at large on the Board by the other Board members provided there is a vacancy in the directors at large. Vacancies in the directors at large of the Board shall be filled by appointment by a majority vote of the Officers of the Board of Directors.

Section 4- The newly elected Officers shall take office on the first meeting after their election in the new fiscal year and hold office until new officers are elected and seated unless otherwise provided in the by-laws.

Section 5- In case of death, resignation, or disability of any officer of this Club, the vacancy for the unexpired term shall be filled by appointment made by the Board of Directors.

Section 6- If any Officer is removed from membership, he or she is removed from office automatically. The vacancy shall be filled in the same manner as specified in Article V, Section 5

Section 7 – Officers shall not be related.

Section 8-Active officers of the Club are exempt from paying dues during their term in office. Once they are out of office, they revert back to regular membership status.

ARTICLE VI- DUTIES OF THE DIRECTORS and OFFICERS

SECTION 1- FOLLOWING ARE THE DUTIES OF THE PRESIDENT:

- a. He or she presides over all Club meetings, including meetings of the Board of Directors. The president is an ex-officio member of all committees, and performs such duties as formulating and carrying out programs, organizing support for programs that

offer the best potential for increasing the strength and vitality of the Club, and other duties that usually pertain to this office.

- b. He or she shall be the chief executive officer and head of the Club, and shall assume those duties stated elsewhere in these by-laws having general control of the Club business and policy.
- c. He or she shall be able to sign all checks and legal instruments in the name of the Club.
- d. His or her decisions and actions may be qualified or restricted by majority vote of the Board of Directors.

SECTION 2- FOLLOWING ARE THE DUTIES OF THE VICE-PRESIDENT:

- a. The Vice President should be qualified to succeed to the presidency
- b. The Vice President performs the duties of the President in case of his or her absence or at his or her request.
- c. He or she shall act as advisor and aide to the President.
- d. His or her decisions and actions may be qualified or restricted by majority vote of the Board

SECTION 3- FOLLOWING ARE THE DUTIES OF THE TREASURER:

- a. The Club treasurer prepares monthly statements of the Club's financial condition and statements of income and expense.
- b. The Club treasurer should maintain other records relating to the financial condition of the Club, such as property records and Club investments. He or she shall attend meetings and keep a hard copy of the accurate financial record in addition to any electronic copies, all of which are the property of the Club.
- c. He or she shall receive all Club monies, keeping a complete and accurate record of all receipts and expenditures, subject to inspection by the Board of Directors at any membership meeting. These records, through the Board of Directors, may be reviewed by any active member at a membership meeting.
- d. He or she shall deposit all receipts in the name of and to the credit of the Club in a federal reserve bank agreeable to the Board of Directors.
- e. He or she shall be able to sign all checks and legal instruments in the name of the Club.
- f. He or she shall render a financial report at each Club membership meeting.

- g. He or she shall submit the record book for audit to the Board of Directors upon demand of their presiding officer.
- h. He or she is responsible for ensuring that the appropriate annual IRS return for the Club and any other tax filings as required by law.
- i. He or she shall perform other duties specified by the by-laws.
- j. He or she shall assume other duties specified by the Board of Directors.
- k. His or her decisions and actions may be qualified or restricted by the Board of Directors through majority vote.
- l. He or she shall surrender all Club monies, books, records, etc. in his or her possession to his successor immediately when the successor assumes legal office in the Club (but only after being audited per Section 5 b of this Article).
- m. He or she must be able to legally carry a service bond, paid for by the Club, and will do so for the duration of his or her term(s) of office.

SECTION 4- FOLLOWING ARE THE DUTIES OF THE SECRETARY:

- a. The secretary should be a member who takes a keen interest in getting things done and who keeps records in an orderly manner. The secretary is custodian of the Club charter, articles of incorporation, bylaws, and documents that pertain to the original organizing activity. Copies of bylaws shall be made readily accessible to all members so that they will be acquainted with the objectives, purposes, and policies of the Club.
- b. The secretary takes minutes of all meetings of the members and of the Board of Directors. In recording minutes, special attention should be given to all formal motions made and their disposition. Subjects discussed in depth that result in a consensus without a formal vote should also be noted.
- c. Other records maintained by the Club secretary are files of newsletters and bulletins, a Club correspondence file, and other Club documentation. He or she shall attend meetings and keep accurate minutes. Hard copies of minutes shall be maintained by the secretary in addition to any and all electronic copies, all of which are the property of the Club.
- d. He or she shall assume other duties as specified by the Board of Directors.

- e. His or her decisions and actions may be qualified or restricted by the Board of Trustees through majority vote.
- f. He or she shall submit copies of any and all Club documentation to the Board of Directors upon demand of their presiding officer.
- g. He or she shall surrender all Club books, records, etc. in his or her possession to their successor immediately when the successor assumes legal office in the Club.

SECTION 5- FOLLOWING ARE THE DUTIES OF THE BOARD OF DIRECTORS:

- a) The Board of Directors shall assume all those duties specified for them elsewhere in these by-laws. The directors at large shall act as advisors and policy-making assistants to the presiding officers of the Club.
- b) The Board shall audit or cause a professional auditor to audit the treasurer's records at least once a year. The last audit must be completed immediately before a new Treasurer takes office with no intervening business between the audit and his or her assumption of office.
- c) The Board shall maintain a Post Office box for the Club. Official mail to the Club shall be directed to the Club's Post Office Box and shall not be directed to either the physical address of the Club or to the personal address of any Board member or Club member, with the exception of items that are not able to be delivered to a PO box.
- d) Any member of the Board may call a recess at any time in a membership meeting to arrive at a decision, interpretation, qualification, or decision in line of their duty.
- e) Four (4) members shall constitute a quorum for meetings of the Board of Directors.

ARTICLE VII- INDEMNIFICATION

The Club shall, to the extent legally permissible, indemnify each person currently serving as an officer, director at large, employee or member of the Club against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable

belief that such action was in the best interests of the Club; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled.

No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified person under this Article shall apply to such person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted by or was made with the written consent of such indemnified person.

This Article constitutes a contract between the Club and the indemnified officers, directors, members, and employees. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified officer, director, member, or employee under this Article shall apply to such officer, director, member, or employee with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

ARTICLE VIII - ASSESSMENTS

Section 1- In the event that the Club requires an expenditure for the good and continued operation of the Club that exceeds the available finances of the Club, the Board of Directors by majority vote may propose to the membership that every member be assessed a one-time additional fee to cover the expenditure.

Section 2- The Secretary shall notify every member of the proposed assessment. Such notification may be personal, by paper mail, telephone or electronic means. A two-thirds (2/3) vote of all active members approving the proposed assessment is required. The Secretary may determine the most efficient method of polling the entire membership and recording their votes. Accurate records of the voting shall be maintained as a permanent record.

Section 3 – The Board of Directors by majority vote will determine the timeframe in which the assessment will be implemented.

Section 4 – The assessment amount will be added to the initiation fee for all future members.

Section 5 – Members who do not pay an assessment that is duly approved by a majority of the membership will be allowed to remain members for the remainder of the current fiscal year and then will be removed from the membership.

ARTICLE IX- WORK DAYS AND RANGE RULES

Section 1- The yearly work day will typically be held on the first Saturday in April, weather and circumstances permitting. Other work days may be scheduled throughout the year as deemed necessary by the Board. On work day, active members are requested to assist in clean-up and repairs of the facilities as directed by the officers.

Section 2- Range rules must be amended to keep up with the changing world we live in. Changes made to these rules must be brought up in front of the active membership at a membership meeting, (or a special meeting if the need arises,) and be voted on by a quorum. Safety issues may be dealt with directly by the Board of Directors in lieu of a scheduled meeting. The most important aspect for our range rules are Safety First and Foremost.

ARTICLE X- BY-LAW CHANGES

Section 1 - Proposed changes to the existing By-Laws shall be put forth by the Board of Directors to address the changing needs of the Club and the changing environment in which the Club operates. The Board will designate one or more Board members who will review the proposed by-law changes with a qualified attorney, making additional changes as necessary, before presenting the changes to the membership. The membership must be notified at least 30 days in advance of the dates of the meetings at which the changes will be voted on. Notification may be by whatever means deemed efficient and effective by the Board, whether by paper, electronically, telephone, or other means. Proposed changes must be read and voted on at three consecutive membership meetings, with a quorum of members present. Members may vote at any of the three readings of the By-Law changes.

Section 2 - The results of the voting will be recorded by the secretary and kept on file for at least one calendar year.

Section 3 –Procedural updates, clarifications, and other non-substantive changes to the by-laws, which have been properly approved at a membership meeting per these by-laws, may be attached to these by-laws as an addendum in order to record and track such changes.

ARTICLE XI- POSTING AND DISTRIBUTION OF BY-LAWS

Section 1 - A complete copy of these by-laws and any changes or amendments will be posted to the Club electronic media presence as quickly as is practicable. A copy shall be provided by the Secretary to any member requesting one. In addition, a copy may be posted in the clubhouse.