

CHIEF OKEMOS SPORTSMAN'S CLUB, INC.

Constitution and By-Laws

Revised January 11, 2021

ARTICLE I – Name, Purpose and Mission Statement

Section 1 – Name

This non-profit Corporation shall be known as, and named, the **Chief Okemos Sportsman's Club, Inc.**

Section 2 – Purpose

To create better sportsmanship among its members and their friends, and to promote and maintain friendly relations with landowners and sportsmen, and to co-operate to the fullest extent of its power with the Department of Natural Resources of the State of Michigan in obtaining proper respect for, and observation of, Fish and Game Laws of the State, to own and construct a Club House and other incidental buildings on land to be acquired by the Corporation, and to do all other things incidental to accomplishing the above.

Section 3 – Mission Statement

To promote programs designed to educate citizens in environmental education and natural resource conservation;

To promote the safe and responsible use of firearms;

To protect, preserve and promote the shooting sports and our American Heritage of citizen firearm ownership and

To promote archery, shooting and fishing activities for children, youth, women, individuals with physical disabilities, gun collectors, hunters and competitive shooters.

It shall be our further purpose to promote good sportsmanship and fellowship, honesty, responsibility, self-reliance and team play.

ARTICLE II - Membership

Section 1 – Term of Membership

The term of Class A membership begins on the date of a member's approval by the Board of Directors and terminates on December 31st of the same or next calendar year as determined by the Board of Directors.

Section 2 – Qualifications

Any individual, regardless of age, race, creed, color, sex, marital status, national origin, handicaps, number of dependents, height, weight or sexual orientation, expressing interest in furthering the purpose of this Corporation and complying with the provisions of this Constitution, shall be eligible for membership. Any person who has been convicted of a felony is not eligible for membership in this Corporation.

Section 3 – Classifications

There shall be the following classes of membership:

1. **Class A** – A membership for Member and Spouse (18 years of age or older). Full Corporation responsibilities and privileges including voting, holding office, participating in all Club activities, and serving on any committee to which they may be appointed.
2. **Class B** – Minor dependents of Class A Members are allowed participation in designated Club activities only.
3. **Class C** – A membership for Junior Members (under the age of 18 and/or a student), whose parents or legal guardians are not members, may participate in Corporation-sponsored activities.
4. **Class D** – Honorary Membership. A non-voting non-office holding membership with terms, responsibilities and privileges as determined and bestowed upon a person by the Board of Directors.
5. **Life** – A Membership awarded by the Board of Directors and approved by the membership shall have the same rights as a Class A membership.

Section 4 – Dues

The dues rates of the Corporation shall be reviewed annually in the second quarter of the current year by the Board of Directors, considering all corporate costs for the last 12 months and any planned future improvements for the future 12 months. The Board of Directors shall then determine whether any adjustments in the dues rates are needed and set the rates no later than September 1st of the current year for the following year. In addition, should any adjustments to the rates be found necessary, the reason for the rate changes shall be published in the corporate newsletter and presented to the membership at the September membership meeting.

Class A and B Memberships – The initial dues of this Corporation are set by the Board of Directors and subject to change annually. Those members having given during the current year, 15 hours of work on Club projects as recorded by the Board of Directors, shall be credited a discount of 50% on dues for the following year not to exceed their applicable dues.

Class A members at age 65 or over, or members with proof of a physical disability, with membership in good standing during the previous 5 years, shall be charged one half the applicable dues. Class A members at age 65 or over, or members with proof of physical disability, having given 15 hours of work during the current year, shall pay \$25 dues for the following year.

Class C Membership - \$5.00 per year

Class D and Life Memberships – No dues required

Dues are NOT refundable, unless a member has extenuating circumstances as deemed worthy by the Board, the Board of Directors can vote to refund full or partial payment for the current year's dues. Dues for the following year may be paid starting September 1st of the current year and must be paid no later than March 1st of the following year. Any member who has not paid their dues by March 1st of the following year shall lose their good standing status and be changed to a delinquent member status and be subject to a \$25 delinquency fee in addition to their regular dues. Should they not wish to pay the delinquency fee, they may rejoin as a new member as of September 1st of the following year.

Section 5 – Revocation of Membership

The Board of Directors may, by two-thirds vote, cancel the membership of any member for just cause. However, prior to termination by the Board of Directors, the member must be contacted by certified mail (return receipt to the Secretary) which is directed to their last known address, specifying the charges and requesting the member appear before the Board of Directors for a full and just hearing at the time and place therein to be stated and what action will be taken on the charges. The member in question shall be given ten (10) days' notice prior to the date of his or her requested appearance. **NOTE:** An appeal from such a decision may be made at the next General Membership meeting of the Corporation.

Section 6 – Termination of Membership

Any member who causes his or her membership to be terminated shall forfeit all Corporation responsibilities and privileges and return all corporate owned keys, property, equipment, funds and records he or she may have to the Corporation.

ARTICLE III – Officers and Duties

Section 1 – Officers

The executive officers of this Corporation shall be:

1. President
2. First (1st) Vice President
3. Second (2nd) Vice President
4. Secretary
5. Treasurer and
6. Immediate Past President

Each shall be a member of the Board of Directors with equal voting power and privileges of other Board members, except as otherwise provided. **NOTE:** The Board of Directors will be comprised of seven (7) Directors in addition to the Executive Officers. All Officers must be members in good standing at all times.

Section 2 – Elections

The election is held at the Annual Membership Meeting in January. Nominations for Officers and the Board of Directors shall be made by:

1. Nomination committee consisting of five (5) members appointed by the President, or
2. Nomination from a member from the floor at the Annual Meeting.

At the Annual Meeting the name of the First (1st) Vice President shall automatically be placed in nomination for President. The name of the Second (2nd) Vice President shall automatically be placed in nomination for the office of First (1st) Vice President. This procedure will not preclude the nomination of any member(s) from the floor.

All Executive Officers, except the Immediate Past President, who are automatically appointed to the Board of Directors and vacancies on the Board of Directors, shall be elected by ballot by the membership at the Annual Meeting in January. The term of office shall be one (1) year for Executive Officers and three (3) years for the Directors. No Officer shall be eligible to hold the same office for more than two (2) terms in succession with the exception of the offices of Secretary and Treasurer, which shall be unlimited as to succession by the same person.

NO member shall hold two (2) or more offices at the same time.

Section 3 – Qualifications

Class A members shall be eligible for office in the Corporation provided they have been a member in good standing for a minimum of three (3) years.

Section 4 – Duties of Officers

The President shall be the Chief Executive Officer of the Corporation and has general charge of its affairs. The President shall preside at all meetings of the General Membership and the Board of Directors of the Corporation. The President shall have such powers and duties as are incidental to the office and the Board of Directors may assign any tasks not inconsistent with these By-Laws. The President shall fill vacancies by appointment. Such appointments will only remain in effect until the next election.

The First (1st) Vice President shall assist the President in the performance of duties and succeed to the presidency in case of an absence or vacancy. The First (1st) Vice President shall be an ex-officio member of and report to the President for the Standing Committees: Rules, Finance, Membership, Building Maintenance, Range Maintenance, Grounds Maintenance, Programs and Concessions.

The Second (2nd) Vice President shall succeed to the First (1st) Vice Presidency in case of a vacancy and similarly to the Presidency. Under the direction of the President, the Second (2nd) Vice President shall be an ex-officio member of and report to the President for the Special Committees designated by the President.

The Secretary shall be responsible for recording all corporate actions, deliberations, correspondence and other duties that usually pertain to said office or as defined by the Board of Directors. In addition, the Secretary is responsible for the Corporation's Newsletter and maintenance of a current membership list. The Secretary may select and delegate the publishing of the Corporation Newsletter to an editor and membership list to a membership chairperson.

The Treasurer shall:

Keep full and accurate account of all receipts and disbursements,

Deposit, within the next two business days of receipt, all monies, checks and other obligations to the credit of the Chief Okemos Sportsman's Club, Inc.,

Not disburse funds except by authority of the Board of Directors or as the By-Laws prescribe and make and provide a complete and written monthly financial statement (to include total assets, liabilities, expenses, income, savings, Grants and Grant expenditures) at each meeting of the Board of Directors. Regular Corporate expenses such as taxes, utility bills, trash removal, etc., shall require no such authorization of the Board of Directors. Other Corporate intermittent expenses, such as; gasoline for power equipment, or other miscellaneous small expenses submitted directly to the Treasurer along with proof of the expenditure shall also require no such authorization. The maximum amount of the intermittent small expense exemption is to be reviewed and set by the Board of Directors annually, and shall ensure that copies of all insurance policies are given to the chairperson of the insurance committee, the secretary, president, and one copy placed in the club safe.

Immediate Past President having been elected must have served a full term of one year in office the previous year and shall serve with the same responsibilities as Board of Directors members with equal voting power. Any exceptions/disputes shall be noted in meeting minutes. The notice of exception shall be published in the following month newsletter. A vote will be held by the Board of Directors and membership present at the 1st meeting following the published notification to resolve any issues.

Board of Directors shall approve an annual budget, manage the property and lawful business of the Corporation. The Board shall possess such authority as may be necessary to complete the purpose of the Corporation, limited only by the Articles of Incorporation and these By-Laws. The Board of Directors shall appoint three (3) persons, any one (1) of which must sign for any monetary disbursement except for those regular Corporate expenses as noted under the duties of the Treasurer. All actions by the Board of Directors shall be subject to review and comment by the General Membership. All actions employing new programs, Corporation commitments, and/or nonbudgeted items must be reviewed by the General Membership and approved by the Board of Directors. **NOTE:** Upon leaving office, all Officers **MUST** turn over to the Corporation all Corporation funds, equipment and materials pertinent to their office.

Section 5 – Board of Directors Meetings

The Board of Directors shall hold monthly meetings at such times and places as they determine. Special meetings of the Board of Directors may be called by the President whenever necessary. The purpose of a special meeting shall be contained in the notice of the meeting. Only Board members may vote at Board meetings.

All members in good standing must be allowed to speak for a reasonable amount of time on any vote taken by the Board of Directors.

All Board of Director Meetings must be open to any member in good standing.

All Board of Director meetings (including special meetings) must be announced during at least one regularly scheduled membership meeting prior to the next Board of Directors meeting.

Section 6 – Quorum

At any meeting of the Board of Directors, a simple majority of the members of the Board shall constitute a quorum for the transaction of business.

Section 7 - Removal of Officers

Any Officer or Director absent from three (3) consecutive Board meetings without valid reason shall be dropped from the Board of Directors.

The resignation of any Officer or Director shall be accepted by a majority vote of the remaining members of the Board of Directors.

Section 8 – Report to the General Membership

The Board of Directors shall, through the Secretary or other Officer designated by the Board of Directors, make complete and concise report of its activities and actions during the past month. This will include any recommendations for future actions at the monthly meeting of the Corporation.

Section 9 – Proxy Votes

There shall be **NO** votes by proxy.

Section 10 – Employees

The Corporation shall not have any paid member-employees except those allowed by these By-Laws in accordance with the rules and regulations set forth by the Michigan Employment Security Commission and the Bureau of State Lottery of the State of Michigan in fulfilling the above purposes.

ARTICLE IV – Membership Meetings

Section 1 – Membership Meetings

The Corporation shall convene in regular meetings on the second (2nd) Monday of each month at the Corporation's property or other designated location subject to change by the Board of Directors. Due notice shall be mailed at least seven (7) days in advance of said meetings or published in the newsletter in the month prior to the membership meeting. **NOTE:** The ANNUAL Membership Meeting shall be held in January of each calendar year. At that time, members of the Corporation shall, by majority vote of the members present, elect Officers for the Corporation.

Section 2 – Special Membership Meetings

The President or the Board of Directors may call a special meeting of the membership provided that seven (7) days' notice is given to all members as to the time, place and purpose of the meeting. Nothing shall take place at any Special Meetings that has not had prior approval by the Board of Directors.

Section 3 – Quorum

At any monthly or Special Meeting of this Corporation, the membership present shall constitute a quorum for the transaction of business.

Section 4 – Voting

Only Class A members may vote at meetings of the Corporation. Voting shall be by voice vote, unless a roll call or secret ballot is prescribed by these By-Laws or called for by the President. A majority vote by members present is sufficient for the adoption of any motion that is in order except as these By-Laws and parliamentary law as contained in the current edition of Robert's Rules of Order, Newly Revised shall otherwise prescribe. Only Board members may vote at Board meetings.

ARTICLE V – Committees

Section 1 – Appointment of Committees

The President shall, within thirty (30) days or prior to the first Board meeting, or following the Annual Meeting, whichever is later, appoint all standing committees as the President or the Board of Directors deem advisable. Standing committees shall be: Rules, Finance, Membership, Building Maintenance, Firearms Range Maintenance, Archery Range Maintenance, Grounds Maintenance, Programs, Insurance, and Concessions. Members of committees may be removed by vote of the Board of Directors. Each standing committee must consist of not less than three or more than five members, and the committee shall, as the first order of business, appoint their committee chairperson.

Section 2 – Duties of Standing Committees

Nothing in these By-Laws shall be construed as preventing the President from appointing as many Special Committees as the President may deem necessary to assist in carrying out the objectives of this Corporation.

The Rules Committee shall investigate questions that may arise relative to the interpretation of these By-Laws and any rules procedure. The Rules Committee shall also consider all proposed amendments to these By-Laws.

The Finance Committee shall prepare a budget for the current fiscal year and recommend ways and means for financing same to be adopted by the Board of Directors.

The Membership Committee shall study ways and means to increase the membership of this Corporation and make recommendations to the Board of Directors.

The Building Maintenance Committee shall study ways and means to maintain the club buildings in good repair. They shall also prepare plans for the Board of Directors approval for any new building projects.

The Firearms Range Maintenance Committee shall study ways and means to maintain the Club firearms ranges in good repair. They shall also prepare plans for the Board of Directors approval for any new firearms range projects.

The Archery Range Maintenance Committee shall study ways and means to maintain the Club archery ranges in good repair. They shall also prepare plans for the Board of Directors approval for any new archery range projects.

The Grounds Maintenance Committee shall study ways and means to maintain the club grounds in good repair. They shall also prepare plans for the Board of Directors approval for any new grounds' projects.

The Programs Committee shall study ways and means to maintain the club programs in good order. They shall also prepare plans for the Board of Directors approval for any new program projects.

The Insurance Committee shall report to the Board on a yearly basis the status of all insurance policies held by the club. Six (6) months prior to any policy end date the insurance committee shall seek bids from alternative insurance companies and report the results to the Board.

The Concessions Committee shall study ways and means to maintain the club concessions and kitchen in good order. They shall also prepare plans for the Board of Directors approval for any new concession projects.

All Standing Committees shall have such other duties as the Board of Directors may prescribe. All Standing Committees shall make written annual reports to the Corporation, as well as monthly reports at Board of Directors meetings.

ARTICLE VI – Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern the Chief Okemos Sportsman's Club, Inc., nee "Corporation", in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any special Rules of Order that the Corporation may adopt.

ARTICLE VII – Amendment of By-Laws

These By-Laws can be amended at the Annual Membership meeting of the Corporation by two thirds vote of the membership present, provided the amendment has been submitted in writing at the previous three (3) General Membership meetings. The Board of Directors may call for changes in the By-Laws at other times by two-thirds vote, if an emergency situation warrants.

ARTICLE VIII – Dissolution

Upon dissolution of this Corporation, all assets, after payment of the debts of the Corporation, shall be turned over to another non-profit organization with similar goals and missions.