

## **ARTICLE I - NAME**

The name of the organization shall be the North Leominster Rod and Gun Club, Inc. The official acronym for the organization shall be NLRG.

## **ARTICLE II - PURPOSE**

The purpose of the North Leominster Rod and Gun Club, Inc shall be to perpetuate, improve, educate and foster interest and activities in the areas of shooting sports, hunting, fishing, conservation, and outdoor recreation; for this and future generations. This corporation is organized exclusively for the purposes within the meaning of section 501(c) (7) of the Internal Revenue code.

## **ARTICLE III - MEMBERSHIP**

Section 1. The incorporators shall be members. Other persons of suitable character and interest may be voted into membership by a majority of the voting members of the Board of Directors and Club Officers at any of their regularly scheduled monthly meetings, after application and recommendation by an active member of the club. Voting privilege is granted to new members after three (3) years of active continuous membership and a minimum age of 18 years old.

Section 2. The yearly dues of each class of membership shall be fixed by the board of directors. The board shall review each class annually and set the membership rates by the month of September for the following year.

Section 3. Any member who shall fail to pay their annual dues by January 31st. shall forfeit their membership in the Club, and be required to reapply for membership and pay all initiation fees and dues of new membership.

Section 4. By nomination of the Board of Directors, and by a majority vote of active members present at any meeting, any suitable person may be elected to Honorary Membership in the club for a specified period of time. No fees or dues shall be required of such Honorary Members. Term is to be determined by the Board of Directors.

Section 5. Life Membership is set by the following criteria. 1st: Must be 35 years of age. 2nd: Must be a continuous member in good standing for 15 years. 3rd: Must have served for 6 years in some capacity of club management. Years can be as Elected Officer, Board of Director, or as some Committee chair person. 4th: Must be recommended by at least two (2) current Board of Directors. 5th: Must be unanimously approved by the Board of Directors. 6th: 30 years of continuous membership gives consideration for life membership (under this category no additional fees will be charged and no additional prerequisites beside the 30 years of service and approval by the Board are required). 7th: Life Membership fee is 10X regular annual membership dues and may be paid for in full or quarterly payments. 8th: All life memberships are stand alone. There is no piggybacking of spouse, children, and relatives whatsoever. 9th: No more than 10% of the total membership can be made up of life members. This includes honorary life members.

## **ARTICLE IV - MEETINGS**

Section 1. The annual meeting of the club shall be held on the third Thursday in December of each year, at such time and place as the Board of Directors may designate.

Section 2. At such meeting, the order of business shall be: 1st: Minutes of previous meeting. 2nd: Reports of Officers and Board of Directors. 3rd: Committee Chairs. 4th: Old Business. 5th: New Business. 6th: The announcement of annual elections.

Section 3. Regular meetings of the Club shall be held at such places and dates as may be deemed suitable by the Board of Directors, but there shall not be less than five regular meetings in each calendar year. Those meetings shall be held on the third Thursday of the following months: January, April, September, November and December of each year. At such meetings, the order of business shall be: 1st: Minutes of previous meeting. 2nd: Reports of Officers and Board of Directors. 3rd: Committee Chairs. 4th: Old Business. 5th: New Business. 6th: Open to general discussion as prescribed by the president.

Section 4. A Special Meeting of the Club may be called by the majority of the Board of Directors, or on written request of the president or whenever 50 of the voting members of the Club, in good standing, shall make a written request to the president for the same, specifying the objective of the meeting; and provided that not less than seven (7) days written notice of such special meeting be given to the members.

Section 5. All meetings shall be conducted according to Roberts Rules of Order and open discussion from the floor shall be permitted and encouraged.

Section 6. The Board of Directors shall meet on the first Tuesday of each and every month, and its annual meeting shall be coincident with the annual meeting of the Club.

Section 7. No person, not a member of the Club shall be allowed to participate at a meeting of the Club unless that person shall be specially invited by a club officer or the Board of Directors. Notification must be given to the other party no less than (7) days in advance.

(a) The general membership may attend a regularly scheduled monthly Board of Directors meeting but is not allowed to participate in any way. Upon the call of executive session the general membership attendees must leave the meeting. In the event of a special Board of Directors meeting the general membership will not be allowed to attend.

Section 8. Notice of every annual meeting of the Club and regular meetings shall be posted in a conspicuous manner on the Club property and electronically by the Secretary at least seven (7) days before the date of such meetings.

## **ARTICLE V - QUORUM**

Section 1. At membership meetings, not less than fifteen members shall constitute a quorum.

Section 2. At meetings of the Board of Directors, a majority of the total members of the Board shall constitute a quorum, and a majority vote of the Directors shall prevail.

## **ARTICLE VI - MANAGEMENT**

\*The management of the Club shall be vested in a President, Vice-President, Secretary, Treasurer, and not less than seven (7) elected board of Directors.

## **ARTICLE VII - OFFICERS**

Section 1. At the first meeting of the Club, one-third (1/3) of the members of the Board of Directors were elected for one (1) year, one-third (1/3) for two (2) years, and one-third (1/3) for three (3) years. Thereafter all out going Board of Directors shall be replaced by majority vote held at the last general meeting prior to the outgoing Board of Directors end of elected terms.

Section 2. The President, Vice-President, Secretary and the Treasurer shall be elected by a vote of the members and hold office for one (1) year, or until their successors are elected and qualify.

Section 3. In the event of any vacancy in any office for any reason, the Board of Directors shall be required to elect some member in good standing to fill the unexpired term within 90 days.

Section 4. To be eligible to hold any elected or appointed office in the Club, a member in good standing must have attained voting privileges as is prescribed in Article III, Section 1.

## **ARTICLE VIII - DUTIES OF OFFICERS**

A: Board of Directors.

Section 1. The Board of Directors shall have the power to manage all the affairs of the Club on any and all questions relating in any manner whatsoever thereto, and to make all contracts necessary for the proper transaction of all business. They shall have entire jurisdiction over all matters pertaining to the care, conduct, control, supervision, and management of the Club and its finances, and all appropriations shall be made by them. They shall manage the Club's property, but shall not sell or mortgage real estate, unless the members shall have authorized them to do so by vote taken at a meeting of the members.

Section 2. It shall be the duty of said Board of Directors to prescribe and publish the rules regulating the use and occupancy of the rooms of the Club, the care and protection of its property, including all Club facilities and functions.

Section 3. The Board shall meet for the transaction of business on the first (1st) Tuesday of each month not in conflict with any federal holiday. At any other time, at the call of the President or any two (2) Board members, provided a minimum of 72-hour notice shall be given to each member of the Board before the time appointed for said meeting.

Section 4. At the annual meeting of the Club, the Board of Directors shall make a full report of their proceedings during the preceding fiscal year, and recommend such measures as they may deem advisable.

Section 5. The Board of Directors may fill any vacancy among Officers or Directors by a vote of the majority of those present at a regular monthly meeting of such Board, such election to be for the unexpired term.

Section 6. Any member of the Board of Directors who shall be absent from three (3) monthly meetings of such Board within a 12 month period, unless an excuse for their absence is offered, which is satisfactory to the majority of the board, shall be deemed to have resigned as a member of the Board of Directors and cease to be a member thereof.

(a) Resignation of position.

Any member of the board of directors or any officer of the club upon resigning for any reason other than a documented medical event shall have to wait a minimum of 1 calendar year following the year of resignation to run again for any of the above mentioned positions.

(b) Notice of resignation.

Resignation of any position within the club shall be considered accepted by written or oral notice to a minimum of 2 Club Officers or 2 Board of Directors.

Section 7. The Board of Directors shall have the following specific powers:

(a) To appoint delegates to the different associations of which this Club may be a member, or for the purpose of conferring with any association or club respecting any matter in which this Club may be concerned.

(b) To make rules for the conduct of the members of the Club and for their use of the Club's property.

(c) To suspend or expel a member for any conduct in violation of rules or behavior improper or prejudicial to the interest of the Club.

(d) To fix and enforce penalties for the violation of the rules.

(e) To prescribe rules for the admission of strangers or guests, to the privileges of the Club.

(f) To call special meetings of the Club to consider special subjects.

(g) To make, alter, and amend the rules for the Board's own government, and fix and enforce penalties for the violation of such rules.

(h) To prescribe additional duties for any of the Officers, in addition to those herein set forth.

B: President.

Section 1. The President shall preside at all meetings of the Club and Board of Directors and enforce all laws and regulations of the Club. He shall, in addition, cast the deciding vote in cases of a tie. He shall perform such other duties as shall be imposed upon him by resolution of the Board of Directors. The President shall, with the Secretary, sign all written contracts and written obligations of the Club.

Section 2. The President shall have the power to appoint the following committees whenever it becomes necessary, each committee to consist of not more than five (5) members of the Club in good standing. Committee on Finance, Committee on Conservation, Committee on Hunting, Committee on Fishing, Committee on Entertainment, and other committees which may be suggested by the Board of Directors. The President shall be a non-voting member of the Board of Directors.

C: Vice President.

In the absence of the President, his duties shall be performed by the Vice President. In the event of the death or disability of the President, the Vice President shall act until the Board of Directors fills the office. The Vice President shall be a voting member of the Board of Directors.

D: Secretary.

The Secretary shall keep the minutes and other official reports of the Club. He or she shall conduct the official correspondence of the Club, and keep all records, books, documents, and papers relating to the Club in a secure location on club property or such a place as shall be designated by the Board of Directors. He or she shall perform such other duties as may be assigned by the Board of Directors. The Secretary shall be a voting member of the Board of Directors.

E: Treasurer.

The Treasurer shall keep account of all money received and deposit same in the name of the Club in such bank or institution as shall be designated by the Board of Directors. He or she shall not pay out any of the money of the Club except in such manner and for such purposes as shall be approved by the proper officers of the Club, whose approval shall be authorized by motion or resolution of the Board of Directors. The Treasurer shall not be responsible for money or funds of the Club paid out or disbursed upon checks or vouchers therefor which have been properly signed. At each monthly meeting of the Board of Directors, the Treasurer shall make a statement of the financial condition of the Club, and at the annual meeting of the Club, shall submit a detailed report of the financial condition of the Club for the preceding fiscal year, which report may be audited by accountants designated by the Board of Directors. The Treasurer shall be a voting member of the Board of Directors.

F. Committee Chairpersons.

At times it may be necessary for the Board of Directors to appoint members in good standing of not less than 1 year to chair committees who have not been elected or appointed to an office in the Club. In such instances those persons shall not have a vote at the Board of Directors meetings as long as they hold that position and will not be considered officers of the Club.

G. No member of the club shall have more than one vote regardless of the number of positions held.

## **ARTICLE IX - AMENDMENTS**

Amendments hereto may be made at the annual meeting, or at a meeting called for the purpose by a two-thirds (2/3) vote of all the members present, provided written notice of the proposed amendments shall be submitted to the Board of Directors and approved by a majority vote of the whole of said board, and provided further that notice of the proposed amendments shall be given to all members by the Secretary.

Revisions were approved by more than two-thirds majority vote at the Special Meeting held for that purpose on April 20<sup>th</sup>, 2017. That meeting was conducted in conjunction with the General Membership Meeting on that date. Notice was provided to the membership of a special meeting to be held on that date for the specific purpose of considering amendments to the bylaws, in accordance with Article IX of the bylaws.