

# By-Laws

## BY-LAWS OF THE OREGON SPORTSMEN'S CLUB, INC (revised, March 8, 2006)

### Article I, Name

This organization shall be known as the Oregon Sportsmen's Club, Inc.

### Article II, Object

The purpose of the Oregon Sportsmen's Club, Inc. shall be to promote an interest in target shooting of all kinds, to provide fellowship through mutual interest, to encourage good sportsmanship among its member, to improve hunting and fishing by the rearing and stocking of wildlife, to improve game habitat and encourage conservation, and to acquire, own and maintain real and personal property in furtherance of these purposes.

### Article III, Membership

Sec. 1. The membership of this corporation shall consist of such sportsmen as may care to associate themselves together for the above purposes.

Sec. 2. To become a member a candidate shall submit required fees and fill out a membership card with name and address.

Sec. 3. A member may be expelled for poor sportsmanship, unbecoming conduct, or any other reason considered by the Board of Directors to be detrimental to the welfare of the corporation. A majority vote of the Board of Directors shall be necessary for that purpose. Any member so expelled may demand a hearing before any regular or special meeting of the corporation. At such meeting a majority vote of the members present shall be necessary for final expulsion. Any member so expelled automatically forfeits any dues paid to the corporation.

### Article IV, Meetings

Sec. 1. Monthly meetings of the corporation shall be held the second Wednesday of every month or at predetermined time that is acceptable to the majority of board members. The meeting place is to be designated by the Board of Directors. The fiscal year for the corporation shall end March 31. Annual meetings of the corporation shall be the regular March Meeting.

Sec. 2. Special meetings may be called at any time by the president, or by written request of any ten percent of the members.

Sec3. An annual meeting quorum shall consist of ten members who are not officers or board members.

Sec. 4. Order of Business

1. Call to order by the president
2. Reading of the minutes of the previous meeting
3. Report of the treasurer
4. Old Business.
5. Election of officers. (annual meeting only)
6. New Business
7. Adjournment

#### Article V. Officers

Sec. 1. The officers of the corporation shall consist of a president, vice-president, secretary and treasurer. The four officers shall also serve on the Board of Directors and these officers shall be elected annually.

Sec. 2. The Board of Directors shall consist of eight members, including the four officers.

Sec. 3. The officers of the corporation shall be elected by nomination and ballot at the annual meeting and shall take office immediately. In case of a tie vote for any office, a second ballot shall be cast to break the tie, in which only the candidates involved in the tie shall be voted upon. If the second ballot results in a tie, the tie shall be broken by lot.

Sec. 4. The four additional directors shall be elected in a similar manner and shall hold office for two years except that for the first term two will be elected for one year and two will be elected for two years. Thereafter at each annual meeting two directors will be elected for a two year term. That shall be no voting by proxy.

Sec. 5. A member may not be nominated to an office or directorship without consent of that member.

Sec. 6. Vacancies shall be filled by appointment by the remaining members of the Board of Directors.

Sec. 7. Any officer or director may be removed from office by a vote of two-thirds of the members present at any regular or special meeting of the corporation.

Sec. 8. If any member of the Board of Directors shall miss three consecutive meetings (including regular, special, or Board of Directors meeting) his/her office may at the discretion of the Board of Directors be declared vacant and the vacancy filled according to Article V, Sec. 6. Nothing in this section shall prevent the reappointment of the person whose office was declared vacant.

#### Article VI, Duties of Officers and Committees

Sec. 1. President. The president shall call meetings of the members of the corporation and of the Board of Directors, preside at all regular and special meetings and have general supervision of the affairs of the corporation.

Sec. 2. Vice-President. The vice-president, in the absence of the president, shall assume the duties of that official.

Sec. 3. Secretary. The secretary shall be the official correspondent of the corporation, shall maintain an active mailing list of all members, shall validate all expenditures by the association, and shall keep the minutes of the meetings of corporation and of the Board of Directors.

Sec. 4. Treasurer. The treasurer shall keep the books of the corporation according to the form specified by the Board of Directors, shall account for all monies received by the corporation and sign all checks issued by the corporation.

Sec.5. Board of Directors. The Board of Directors shall have general control of the policies and activities of the corporation. The board shall meet when called by the president or any of three of its members. A majority vote shall govern the actions of the board. The Board of Directors shall report at each corporation meeting upon its activities since the last meeting of the corporation. Such a report must include the minutes of the board meetings.

#### Article VII, Dues

Sec. 1. The yearly membership dues for the corporation shall be such amount as is set each year by the Board of Directors, payable annually in advance, the membership year extending from January 1 to December 31, inclusive.

## Article VIII, Amendments

These by-laws may be amended or altered by a vote of two-thirds of the members present at any annual meeting or at any special meeting called for that purpose, provided that written notice has been given to all members five days prior to that meeting.

## Article IX, Contracts, Loans, Checks and Deposits

Sec. 1. Contracts. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authorization may be general or confined to specific instances.

Sec. 2. Loans. No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be issued in its name unless authorized by or under the authority of a resolution of the Board of Directors. Such authorization may be general or confined to specific instances.

Sec. 3. Checks, Drafts, etc. All checks, drafts, or other order for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by or under the authority of a resolution of the Board of Directors.

Sec. 4. Deposits. All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as may be selected by or under authority of the Board of Directors.