

REVISED BYLAWS OF WEALTHWOOD ROD & GUN CLUB
A corporation under and pursuant to the laws of the state of Minnesota and as
of the IRS determination August 15, 2013 operates as a 501c3 tax exempt organization

Originally adopted: April 23, 1964 Latest revision: March 21, 2015

ARTICLE I
LOCATION

The registered office of this corporation, at which its general business shall be transacted and where its records shall be maintained, shall be the property at 23573-420th PL, Aitkin, Minnesota 56431 located in Hazelton Township, Aitkin County, Minnesota on Minnesota Highway 18 on the north shore of Mille Lacs Lake.

ARTICLE II
PURPOSE

The purpose of this corporation shall be to improve, obtain and foster the conservation of all wildlife and to do such legitimate acts which may be advisable and necessary to encourage and promote the betterment of hunting, fishing, recreation and sporting conditions in the surrounding area; and to encourage and promote the development of all conservation activities in the same area; and to promote the responsible handling of firearms, improve marksmanship and provide a safe place to shoot; and to encourage greater participation of our youth in all worthy projects designed for the advancement of their knowledge and education; and to continue the education process into adult programs of this organization.

ARTICLE III
MEMBERS

- Section 1.** Membership(s) in this corporation shall be open to any person who is interested in the progress of this corporation.
- Section 2.** Membership will be given by this corporation to any and all youth age 18 and under who are participating in any of the corporation's programs or employment.
- Section 3.** Membership dues will be set at the annual meeting and are due and payable on or before January 1 of each year. Dues can be paid at any time but are good for the current calendar year.
- Section 4.** Membership dues: All members must be in good standing, (current dues paid) to participate in shooting leagues, receive newsletters, and participate in club functions and meetings.

ARTICLE IV
OFFICERS

- Section 1.** The Board of Directors of this Corporation shall consist of seven (7) Directors. The term shall be two (2) years.
- Section 2.** The Directors of this Corporation, as soon after the annual meeting of the members of this corporation as conveniently may be, shall elect from the Directors a President and Vice President. The Board of Directors may appoint a Secretary or additional officers with such titles, powers and duties, and for such terms as such board may determine.

Section 3. At the regular meeting held in August, a nominating committee of three (3) members shall be elected or appointed by the corporation. It is the duty of this committee to nominate candidates for the Director positions to be filled by the voting membership present for the election at the annual meeting in October. The nominating committee shall report at the regular meeting in September. At the annual meeting in October, additional nominations from the floor shall be permitted. Employees of this corporation are not eligible to be Board Members.

Section 4. The Directors shall be elected by ballot: to serve for a term of two (2) years. All nominees will be listed on the ballot. The nominees who receive the most votes for the director spots available will be seated as directors for the specified terms, alternating elections of three (3) directors or (4) to maintain seven (7) directors on the board.

ARTICLE V DUTIES OF OFFICERS

Section 1. The officers shall perform duties prescribed by these bylaws and by the parliamentary authority adopted by the corporation.

Section 2. The president shall preside at all meetings of this corporation. She/he shall have general supervision, direction and management of the business and affairs of this corporation.

Section 3. The vice president shall have all the powers of the president and shall perform all the duties of the president in case of the latter's absence or disability.

Section 4. The Secretary shall record all proceedings of the meetings of the general membership and the Board of directors in books maintained for that purpose. He/She shall submit a copy of the accepted minutes of each general membership meeting and board meeting for general posting. The Secretary will prepare and distribute the full content of the minutes submitted for approval before each meeting of the corporation. The Secretary shall give or cause to be given, all notices required by law, articles of incorporation or bylaws and, in case of the Secretary's absence or refusal, or neglect to do so, any such notices may be given by any person so directed by the President, Vice President, or the Treasurer on behalf of this corporation, any instruments that require such signature and shall make such reports and perform such other duties as consistent with that office.

ARTICLE VI MEETINGS

Section 1. The time and place for the next regular meeting of this corporation shall be determined at the previous month meeting and posted at the gun club and on the web site.

Section 2. The regular meeting in October shall be known as the annual meeting and shall be for the purpose of Electing Directors, receiving reports of officers and committees, setting the amount of annual dues for the upcoming year and for any other business that may arise.

Section 3. Special meetings may be called by petition of three (3) members or by the president at any time.

Section 4. In case of a special meeting, a written notice for the purpose there of, shall be published not less than five (5) days before the meeting, excluding the day of the meeting and be posted at the gun club and website.

Section 5. A quorum of the active members present in person shall be sufficient to transact business that may come before the meeting. A quorum shall consist of not less than seven (7) members.

ARTICLE VII BOARD OF DIRECTORS

Section 1. The Board of Directors shall be responsible for the execution of the authorized policies of the corporation. When necessary, new business may be considered and shaped by the board for presentation to the members at a regular meeting. The board shall be subject to the Bylaws of the corporation and none of its acts shall conflict with action taken by the corporation.

Section 2. The Board of Directors shall have general control over all committees and officers and may override the decisions or actions of any officers or committee.

Section 3. Meetings of the Board of Directors shall be monthly at the time and place determined by the president.

Section 4. The president may at any time call, or upon written request of any three (3) members of the board, call a special meeting of the board. Such call may be given verbally or in writing but it shall be given to every member thereof, and shall designate a time and place reasonable and convenient to a majority of such members and set forth, generally, the purpose of such meeting.

Section 5. The presence in person of the president or vice president and any three (3) other members of the board shall be necessary for a quorum at any regular or special meeting of the board. Members of the Board of Directors are expected to be present at all regular meetings of said board and shall be subject to removal from the board if two (2) consecutive meetings are missed, unless excused by the president.

Section 6. Any member of this corporation shall have the right to attend any regular or special meeting of the Board of Directors but no such member may speak at any board meeting except by consent of the board. Some Board discussions and possible Board business may be conducted by email for the reason of expediency. Any member of this corporation may be added to the Board email list by making a specific request to the President. Same rules apply for participation. Business voted on by email must be included in the minutes of the next possible Board meeting.

Section 7. It is the responsibility of the Board of Directors to see that adequate insurance protection is secured for this corporation.

Section 8. When the Board of Directors deems action may be necessary they shall recommend changes to the rates charged for the various shooting venues and/or membership dues for presentation at a General Membership meeting. Membership approval is required for all rate changes.

**ARTICLE VIII
COMMITTEES**

- Section 1.** Special Committees shall be appointed or elected as the need arises. Duration of Special Committees shall be until the work of the committee is completed.
- Section 2.** The president of this corporation is an ex-officio member of each committee except the nominating committee.
- Section 3.** The chairperson of each committee is expected to present a report of his/her committee at the annual meeting in October.

**ARTICLE IX
RESIGNATIONS, REMOVALS AND FILLING OF VACANCIES**

- Section 1.** Any officers or Board of Directors, members may be removed at any time with just cause by affirmative vote of two-thirds of the members present and voting at any special meeting called for that purpose. The vacancy caused by such removal may be filled by election at the meeting at which the removal was made.
- Section 2.** Any officer or Board of Director member may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein or, if none is specified, at the time, of the receipt of the written resignation by the president or secretary.
- Section 3.** Any vacancy caused by the resignation or death of an officer or Board of Directors member may be filled by appointment of the Board of Directors for the that vacant term.

**ARTICLE X
FISCAL YEAR – FINANCIAL POLICIES**

- Section 1.** The fiscal year of this corporation shall be January 1 to December 31
- Section 2.** In addition to the duties of the treasurer stated n Article XI, section 5, the following duties and financial policies are to be observed by this corporation.
- A.** All money received (dues, events, sales, etc.) is to be turned over to the treasurer weekly to be deposited by said treasurer and is to include an explanation of income and outlay, if any, of these receipts.
 - B.** Authorization for all acquisitions and expenditures other than the normal and customary expenses required to operate and maintain the club must be approved by the membership upon the advice of the treasurer, prior to being incurred. A treasurer’s report will be presented at the next general meeting.
 - C.** All bills/obligations are to be sent to the treasurer and paid by the treasurer.
 - D.** Capital Improvement Funds will be in the form of grants, loans, investments, etc.
 - AA.** Capital Improvement Funds will have a designated purpose of building new, maintaining existing or developing new club activities.
 - BB.** Projects where Capitol Improvement Funds can be used will be identified by various club committees and approved by appropriate Bylaw process.
 - CC.** The treasurer will be required to provide separate reporting of these funds and all expenditures of these funds.
 - DD.** The payback of loans/investments shall be determined by the Board of Directors. The directors shall set the length of payback time and yearly amount for committed return funds. The committed return funds will be

budgeted and allocated out of the yearly operating budget.

- E. All jobs and contracts exceeding \$1000 outlay in any year require two or more bids.
- F. This Corporation is not allowed to borrow money without the approval of the General Membership voting to do so at a regular meeting.
- G. There shall be an annual audit of the financial records of this corporation as of the end of the fiscal year. The Board of Directors shall determine the most thorough and economical way to do this each year, and make a report available to the membership.

ARTICLE XI RESPONSIBILITY

- Section 1.** No member shall represent this club on any issue without prior approval of the voting membership.
- Section 2.** This corporation will employ personnel to operate the club as needed. When employment opportunities occur, a posting shall be written and hung on the bulletin board or conspicuous place describing the position and shall be included in the club newsletter. Any additional work planned to be paid for by this corporation shall be on a contract basis only and as approved by the General Membership.
- Section 3.** A safety deposit box shall be rented by this corporation for the purpose of housing all valuable documents. The president and treasurer shall have access to this box.
- Section 4.** No corporation owned property shall be removed from the registered location of this corporation without the prior approval of the general membership. If such approval is granted, a signed agreement between this corporation and the individual(s) removing said property shall be drawn up by the Board of Directors to include, but not limited to, a description of property to be removed, date of removal, duration of time property will be away from corporation property, location where property will be housed, purpose of removal, value of property and financial responsibility and/or repair of said property if necessary. The corporation copy of this agreement shall be kept.
- Section 5.** The treasurer shall be responsible for the custody of all funds and securities of this corporation. When necessary and proper, the treasurer shall endorse on behalf of this corporation, all checks, notes or other obligations and evidence of payment of money payable to this corporation or coming into the treasurer's possession, and shall deposit same, with all other funds of this corporation coming into the treasurer in such bank or banks as may be selected by the membership. The treasurer shall be responsible for keeping full accurate records of all receipts and disbursements in books belonging to this corporation. At each meeting of the members of this corporation, the treasurer shall make a report covering all expenditures for the period immediately following the last meeting of the members of this corporation. The treasurer shall be bonded by an amount specified by the Board of Directors and bond shall be paid by the corporation.
- Section 6.** The manager duties will be defined and assigned by the Board of Directors.

Section 7. The club house is available for rent when schedule of the club allows. The Board of Directors shall have the authority to authorize rental of the Club House. A rental contract shall be established and signed by the renter and the club President describing liabilities and costs associated with the rental.

**ARTICLE XII PARLIMENTARY
AUTHORITY**

Section 1. The rules in the current edition of Robert’s Rules of Order Newly Revised shall govern this corporation in all cases to which they are applicable and in which they are not inconsistent with these bylaws, the articles of incorporation and any special rules of order the corporation may adopt.

**ARTICLE XIII
AMENDING OF BYLAWS**

Section 1. These bylaws may be amended at any meeting pursuant to a written notice by mail to each member setting forth the proposed amendment or amendments. Said amendment shall be by 2/3 vote of the voting membership present.

These newly Revised Bylaws, passed and approved by this corporation, at the Regular Meeting this 21st day of March 2015.

Signed: President_____ Secretary_____

Date: 3/21/2015