

The Sandusky County

Sportsmen Club

By-Laws

Revised February 1995, Second Revision May 2007

Revised March 2009, March 2012, June 2012, July 2014, Dec 2014 and Aug 2015, Aug 2017.

ARTICLE I

Membership shall consist of individuals who are eligible to purchase an Ohio hunting or fishing license and pay their dues. Any new prospective members shall be submitted to the next regular meeting as candidates for membership, after paying their dues, and only upon acceptance by a majority vote of the membership attending the next meeting will become full members. Any full time service person is eligible for free membership upon acceptance.

If any member is found to be an undesirable he or she can be proposed for membership termination to the Directors. If the Directors agree by majority vote, then the member will be proposed to the club for termination. Upon a majority vote by the membership attending the next regular meeting the member will be terminated.

Amendment 5-3-2007:

1. Must be 18 years or older and pay the initiation fee.

Amendment 7-1-2014:

1. All Sandusky County Sportsmen's Club members shall maintain membership in the National Rifle Association.
2. Any member who has been inactive for 5 years will have to re-join as a new member.
3. Life membership will be granted on an honorary basis by the Board of Directors. Any member can make a nomination to the Board of Directors. Honorary life members will not be required to pay dues.
4. Prospective members shall be submitted at the next meeting.

Amendment 6-5-2012:

Effective date of membership/anniversary date

A prospective member shall be deemed a member of the SCSC upon the happening of the following events:

1. Approval of the member by the membership; and,
2. Completion of a safety orientation, if applicable.

The Secretary/Treasurer shall be responsible for recording and safekeeping all membership records, and shall provide each member with written confirmation of the date and class of membership.

All members who have maintained active membership status prior to January 1, 2007 shall be deemed eligible for election to the Board of Directors.

ARTICLE II

Class B membership shall be extended to individuals under 16 years of age sponsored by a regular member without dues and voting privileges.

Amendment 5-3-2007:

18. Junior memberships to individuals under age 18.

Article III. Directors and Officers

Section 1. Board of Directors.

A Board of Directors consisting of nine members shall have general supervision of the affairs of the Club, subject to these Bylaws.

Three Directors shall be elected by the membership at the General meeting held on the first Tuesday in December. Directors shall serve a term of three years commencing January 1st.

The election of Directors shall be conducted by the Elections Committee in accordance with elections procedures approved by the membership prior to the election. Vacancies on the Board of Directors shall be filled in accordance with elections procedures approved by the membership.

Every Director shall read the current Bylaws and policies and procedures manual and sign a memorandum acknowledging such. The memorandum shall be kept with the permanent records.

Section 2. Board Leadership and Officers.

A Chairman and a Vice Chairman of the Board of Directors shall be elected by the incoming Directors and incumbent Directors with at least one (1) year remaining on

their term at the December Board of Directors meeting, and shall serve for a term of one year commencing January 1st. Outgoing Directors shall not vote on the new Chairman. The December Directors meeting will be conducted by the current Chairman and current Directors.

The Chairman of the Board's Duties shall include but are not limited to:

- 1) Presiding over all Board of Directors meetings.
- 2) Serve as the official spokesperson of the Board of Directors.
- 3) Set the date, the time, and provide notification of all Special and Executive sessions of the Board of Directors.
- 4) Serving as an elected Director with voting privileges.

The Vice Chairman of the Board's duties shall include but are not limited to:

- 1) Serving as an elected Director with voting privileges.
- 2) Fulfilling the duties and obligations of the Chairman of the Board in his or her absence.

The Board of Directors shall appoint an Administrator annually, who shall not be a Director but must be a club member in good standing.

The duties of the Administrator shall include the following, as well as any other duties assigned by the Board of Directors:

- 1) Running the day to day operations of the corporation.
- 2) Presiding over all General meetings. In the absence of the Administrator, the Chairman of the Board shall preside. In the event both the Administrator and Chairman of the Board are absent, the Vice Chairman of the Board shall preside.
- 3) Implementing and over seeing policies and procedures developed by the Board of Directors.
- 4) Serving as one of the signatories of all corporation accounts along with the Treasurer.

The Board of Directors shall appoint a Secretary annually, who need not be a club member but shall not be a Director.

The duties of the Secretary shall include the following, as well as any other duties assigned by the Board of Directors:

1) Recording all proceedings of General membership and Board of Director meetings of the corporation, which are usually called the *minutes*.

2) Keeping on file all committee reports.

3) Keeping the Corporations official membership roll.

4) Making minutes and records available to members upon request.

5) Signing all certified copies of acts of the corporation (*minutes*).

6) Maintaining books in which the Bylaws, Policies and Procedures, Standard Operating Procedures (SOP) and the *minutes*, with any amendments to these documents properly recorded, and to have the current record books on hand at every meeting of the corporation.

The Board of Directors shall appoint a Treasurer annually, who need not be a club member but shall not be a Director.

The duties of the Treasurer shall include the following, as well as any other duties assigned by the Board of Directors:

1) Serving as one (1) of the signatories of all corporation accounts along with the Administrator.

2) Providing a monthly financial report at the General meeting.

3) Providing an annual financial report at the General meeting during the first quarter of the following year.

4) Collecting all dues, fees, taxes and assessments with the assistance of the Administrator.

5) Serving as a *de facto* member of the Finance and Audit committee.

6) Reconciling all of the corporation's financial accounts, including computerized accounting software, with bank statements on a monthly basis.

The Board of Directors may appoint one person to fill both the positions of Secretary and Treasurer.

Section 3. Term of Office.

Directors shall serve a term of three years commencing on January 1st following the election and shall be officially sworn in at the January General meeting. In the event of a vacancy, a special election shall be conducted in accordance with Club procedure to elect a substitute Director, who shall serve for the remainder of the unexpired term. If the

vacancy occurs within the last 6 months of the term of office, no special election would be required.

Section 4. Qualifications of Directors.

Candidates for Director must be members in good standing who have been members in good standing not less than 48 months prior to the date of the election.

Section 5. Powers and Duties of the Board of Directors.

The Board of Directors shall establish written policies and procedures for the governance and operation of the corporation; ensure compliance with Federal, State, and local laws as well as the Bylaws and the policies and procedures of the corporation; oversee management and operations of the corporation; oversee maintenance of buildings, grounds, facilities and assets of the corporation; hire, fire, discipline, set compensation and terms and conditions of employment and supervise the Administrator and other employees of the corporation; address complaints and concerns of members; and hear and resolve disputes between members regarding corporation business.

The membership shall vote to elect new Directors, terminate undesirable members or Directors, accept new members, set the amount of membership dues, and all changes to the Constitution and By-Laws.

ARTICLE IV

There will be a business meeting and a Board of Directors meeting at least once a month at the club house. In case of emergency, time and place to be decided by the Directors.

ARTICLE V

When a Director retires from office all club properties will be turned over to the Administrator at the next meeting. If retiring at the end of the year, properties will be turned in at the December meeting.

Amendment 5-3-2007: The position of Administrator shall now be called Business Manager.

ARTICLE VI

In case of complaint or any legal or court action, The Directors shall not be held responsible, either financially or physically, any more than the club membership. In any case the club will give full cooperation. Finances of the club may be used for club protection.

ARTICLE VII

Membership dues to be decided by the club members. Dues are for a calendar year. Any dues paid after November first will be considered as dues for the rest of that year and the next succeeding calendar year. No person shall be allowed to take part in a business meeting unless his or her dues are paid up to date. Any dues renewal paid after February twenty-eighth (28th), shall include a five dollar (\$5.00) late payment penalty.

Amendment 5-3-2007:

25. A twenty-five dollar (\$25.00) reinstatement fee. Calendar year is January 1st thru December 31st
26. All dues are due by December 31st for the following year.

ARTICLE VIII

The Board of Directors may call for an audit of the club books at any time they think necessary. A CPA or other professional accounting person will be hired and the results will be reported to the membership at the next regular meeting. An audit must be conducted at least once a year.

Amendment 3-3-2009:

1. Create an internal audit committee to consist of the business manager, and /or Secretary/ Treasurer, one board member and two members in good standing in lieu of hiring a professional service. The two members to be approved by the Board of Directors for a term of one year.

ARTICLE IX

If questions of emergency shall arise outside of a regular or executive meeting, the Administrator will, if possible, wait until the next meeting or until a special meeting may be called. If this is not possible the Administrator must have the majority vote of the Directors to make a decision.

Amendment 5-3-2007: The position of Administrator shall now be called Business Manager.

ARTICLE X

To change any part of the By-Laws or to make any amendments, the membership shall be notified at least five (5) days prior to the regular meeting at which the change or amendment will be considered. A majority vote of the members attending the business meeting will be necessary to change or amend the By-Laws.

ARTICLE XI

A women's auxiliary may be established to compliment the objectives of this club. If one is established, it will be operated as an independent associated organization.

Amendment Feb. 1995:

Committees may be formed to hold activities: such as Trap Shoots, Pin Shoots, Bow Shoots, Black Powder Shoots, Stag Parties, Gun Shows, Gun Raffles, and Youth functions. All profits from any activities shall be placed in the Club Treasury to be disbursed by agreement of the Directors.

ARTICLE XII

All members of the Sandusky County Sportsmen Club will agree to the following:

1. Code of Conduct (**Amendment 5-3-2007**)
2. I will not willfully violate any game law.
3. I will respect the rights of farmers and landowners and will not willfully destroy any property while in the field or woods.
4. I will assist the farmer whenever possible in regards to wandering livestock, broken fences, gates, etc.
5. I will stay out of unharvested soybeans or other crops that will be harmed by my presence.
6. I will assist any member in case of lost or stolen dogs or other sporting property.
7. I will help restock, protect and feed wildlife in Sandusky County.
8. I will assist the club whenever possible, in any activities for club benefit.
9. In case of any complaint, legal or court action against the club, I will be responsible as a member of the club.
10. I will not consume alcoholic beverages while handling firearms and will encourage others to do the same.

(Amendment 5-3-2007):

10. I will abide by all club rules and bylaws of the club.

11. Any member violating any rule can be reprimanded by the board up to and including recommendation of termination by the general membership.

12. No member can use a personal sport motorized vehicle unless used legally by a handicapped individual. (Examples: 4-wheelers, golf carts, snowmobiles, dirt bikes) Only club owned equipment is allowed on the property. Privately owned construction equipment may be used at the discretion of the board.
13. All vehicles must abide by a Speed Limit of 10 MPH on club grounds.

Amendment 8-1-2017:

Dissolution Clause

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the then currently known liabilities of the Corporation, dispose of all the assets of the Corporation in such manner and to such not for profit entity organized pursuant to the Ohio Nonprofit Corporation Law (or the similar laws of a state contiguous to Ohio), which qualifies as a tax-exempt entity under section 501(c) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine would best effectuate the purposes of the Corporation. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principle office of the Corporation is then located, exclusively for such purposes or to such organizations as said Court shall determine, which are organized and operated for similar purposes as the Corporation.

ORDER OF BUSINESS FOR REGULAR MEETINGS

1. Call to order by the Administrator.
2. Pledge of Allegiance.
3. Financial report read.
4. Acceptance of new members.
5. Administrators report.
6. Directors reports.
7. Committee reports.
8. Sick member report.
9. Adjournment.

Amendment 5-3-2007: The position of Administrator shall now be called Business Manager.

Amendment 6-5-2012:

ELECTIONS COMMITTEE

The Elections Committee shall consist of not less than seven nor more than ten members in good standing, who during their service may not be an officer, director or employee, a candidate for any elective office, or be related by blood or marriage to any officer, director, employee or candidate for any elective office.

Any member of the Elections Committee who is not eligible to serve shall promptly resign from the committee, and shall be replaced by a member in good standing meeting the qualifications for service on the Elections Committee.

All members and replacement members of the Elections Committee shall be approved by the Membership.

The Elections Committee shall:

1. Supervise the conduct of all elections of the Club, including the printing, distribution, collection and tabulation of all ballots for all elections, and announcing to the Membership the results of all elections;
2. Determine the eligibility of any candidate for any office, consistent with the Bylaws of the Club;
3. Decide all challenges to candidate eligibility and election procedures, subject to any appeal to the Membership, which may, by a majority vote, affirm, reverse or modify the decision of the Elections Committee.

SCSC By-laws Appendix A

Board of Directors Election Time-line

July General Meeting

Written nominations for candidates for Board of Directors (“Director”) shall be accepted after this date. All nominations for candidates for Director must be received by the Elections Committee on or before the August General Meeting. The membership shall be notified of all other election-related dates, and the same shall be conspicuously published in the Club newsletter.

August General Meeting

All written nominations for Board of Directors candidates must be received by the Elections Committee by this date. The last order of business of this meeting shall be to entertain any further written nominations, to close nominations, and following the close of nominations, to announce to the membership all candidates for Director. The names of all candidates shall be published in the Club newsletter.

Two weeks prior to September General Meeting

All written challenges to any candidate for Director must be received by the Elections Committee no later than two (2) weeks prior to the September General Meeting.

September General Meeting

The Elections Committee shall report to the Membership its findings regarding the eligibility of Director candidates, and its recommendation regarding any candidate whose eligibility to serve as a Director was challenged by any member. Only those

candidates eligible for election as determined by the Elections Committee shall be placed on the ballot, unless the Membership rejects the report of the Elections Committee. If the Membership rejects the Election Committee report relating to the eligibility of any candidate for Director, the matter shall come before the Membership at the October General Meeting for final decision.

Candidates for Director must submit biographical data to the Business Manager on or before this date for publication in the club newsletter. In the event a candidate is deemed ineligible to run for Director, that candidate's biographical information shall not be published.

October General Meeting

Any issues relating to the eligibility of any candidate for Director shall be determined by the Membership at this meeting.

One week following the October General Meeting

Absentee ballots shall be available for those members wishing to cast an absentee ballot one week after the October General Meeting.

Any member receiving an absentee ballot shall be prohibited from receiving any further ballot. The Elections Committee shall record the names of all members receiving absentee ballots and shall establish procedures and safeguards to prevent election irregularities or fraud.

November General Meeting

Absentee ballots are due at this meeting. No absentee ballots shall be accepted after adjournment. No member who has received an absentee ballot shall receive any other ballot. Absentee ballots shall be collected by the Elections Committee and secured until the December General meeting. No ballot shall be viewed or counted prior to the December election.

December General Meeting

Election of Directors shall occur at this meeting. In the event the Chairman of the Board of Directors and the Business Manager agree that due to an emergency or other exigency the meeting cannot be conducted, the election of Directors shall occur at the General Meeting to be held on the following Tuesday.

The following revisions to the Sandusky County Sportsmen's Club By-laws were read at the Sandusky County Sportsmen's Club general meeting on May 1, 2012; published in the May 2012 "Range Talk" newsletter for Sandusky County Sportsmen's Club and approved by a majority vote of the membership present at the June 5, 2012 Sandusky County Sportsmen's Club general meeting.

SCSC By-laws Appendix B

Board of Directors Special Election Time-line

In the event of a vacancy of a Director, a special election shall be conducted in accordance with these procedures to elect a substitute Director, who shall serve for the remainder of the unexpired term.

No absentee ballots shall be used in any Special Election. Candidates are not required to personally appear at any meeting in order to be elected.

The Special Election procedure and time-line shall be as follows:

- First General Meeting following the vacancy in a Board position

The Board of Directors shall report any vacancy on the Board to the membership at the first General meeting following the creation of the Board vacancy, and shall announce that nominations to fill the vacancy must be received by the Elections Committee not later than fourteen (14) days prior to the next General Meeting.

- Fourteen (14) days prior to the Second General meeting following the vacancy

All Written nominations for Board of Directors candidates must be received by the Elections Committee by this date. The Elections Committee shall determine the eligibility of all candidates for the vacancy, consistent with the Bylaws of the Club.

- Second General Meeting following the vacancy in a Board position

The Elections Committee shall announce the names of all candidates, and shall report its findings regarding the eligibility of Director candidates to the membership.

Challenges to any candidate for Director must be received by the Elections Committee no later than one (1) Week after this date.

- Third General Meeting following the vacancy in a Board position

The Elections Committee shall report to the Membership its findings regarding any candidate whose eligibility to serve as a Director was challenged by any member. Only those candidates eligible for election as determined by the Elections Committee shall be placed on the ballot, unless the Membership rejects the report of the Elections Committee. If the Membership rejects the Election Committee report relating to the eligibility of any candidate for Director, the matter shall come before the Membership and be decided by a majority vote prior to the election.

Election of Directors to fill a vacancy shall this meeting. Candidates may, but are not required, to address the membership prior to the election.

In the event the Chairman of the Board of Directors and the Administrator agree that due to an emergency or other exigency the meeting cannot be conducted, the election shall occur at the General Meeting to be held on the following Tuesday.

Adopted December 2, 2014

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