

BY-LAWS OF THE TUSCOLA COUNTY CONSERVATION CLUB

Accepted: Board Meeting April 17, 2019

- Article I
Sec. A Club Name
The name of this organization, a not-for-profit corporate entity under the laws of the State of Michigan, shall be the Tuscola County Conservation Club, and for purposes described by these laws shall be referred to as TCCC or the Club.
- Article II
Sec. A Purpose
The purpose of this Corporation shall be to:
1. Maintain facilities for the purposes of promoting organized shooting sports.
 2. Fostering interest with a focus on education, firearm safety, and sportsmanship for men, women and youth, through organized and educational activities as approved by the Board of Directors.
- Article III
Sec. A Affiliations
The Tuscola County Conservation Club strives to maintain affiliations in the effort to support its objectives. The Club may maintain relationships as "friends of the Club" such as sponsors.
- Article IV
Sec. A The Membership
Membership Rules
1. Membership at TCCC shall expire on January 1st of each calendar year.
 2. Membership dues/fees must be paid in full by February 15th of each calendar year.
 3. Non-members will not take part in Club business or use of facilities until their membership obligations have been paid (except posted non-member activities, in which non-members will pay a participation fee).
 4. Dues that are not paid on or before February 15 of the same year, will incur an initiation fee.
 5. Any member having abandoned their membership may be reinstated after having good cause for their failure to maintain their Club Membership and at the discretion of the Executive Board.
 6. For the purposes of these By-Laws, a Member in good standing is defined as any Member whose dues is paid for the current membership year, and agrees to Article IV, Sec. D of these By-Laws.
- Sec. B Executive Officers
1. President
The President shall:
 - a. Be elected and/or re-elected each year.
 - b. Be the presiding officer at all meetings of the Club, the Executive Board and the Executive Officers Committee.
 - c. Ensure adherence to the by-laws of this Club.
 - d. Is authorized to act as a co-signer for all contracts, checks and agreements on behalf of the Club.
 - e. Appoint all chairpersons of committees unless otherwise described in these by-laws.
 - f. Be expected to ensure that the club and all Club activities are promoted to the fullest to keep the Club active and ensure sufficient revenues are generated to meet Club obligations.
 - g. Shall be offered a seat on the Executive Board after no longer serving as President.
 - h. Co-chair the newsletter committee.
 - i. Be exempt from Dues
 - j. Present and final up-to-date report of the total club status at each annual meeting.
 2. Vice President
The Vice President shall:
 - a. Be elected and/or re-elected each year.
 - b. Be expected to perform all duties in the absence of the President.
 - c. Is authorized to act as a co-signer for all contracts, checks and agreements on behalf of the Club.
 - d. Act as Chairman of the Membership Committee and coordinate New Member orientation.
 - e. Act as Co-Chair for the Fundraising Committee.
 - f. Act as Chairman for the Auditing Committee.
 - g. Be exempt from Dues

3. Secretary
The Secretary shall:
 - a. Be elected and/or re-elected each year.
 - b. Conduct all official correspondence pertaining to the proper preparation and forwarding of all reports which may include but is not limited to governmental agencies, Club affiliations, and other organizations.
 - c. Maintains a good record of the minutes for all meetings as well as reports that are submitted to the Executive Board and all Committees. Minutes are posted at the Clubhouse, and website.
 - d. Maintains custody of all non-financial records on behalf of the Club.
 - e. Maintains a roster of past and current members that includes but not limited to names, addresses, phone numbers and email addresses.
 - f. Communications are via electronic means and/or US mail, to the current membership of any special meetings.
 - g. Provide an Agenda and prior meeting minutes at each scheduled meeting.
 - h. Be exempt from Dues
4. Treasurer
The Treasurer Shall:
 - a. Be elected and/or re-elected each year.
 - b. Have charge of all funds of the organization and place same in such banks (or deposits by delegate) as shall be approved by the Executive Board.
 - c. Maintain an accurate and up-to-date record of all financial transactions including funds from special events, activities, and the individual shooting disciplines, and present a financial report at each regularly scheduled meeting.
 - d. Pay all bills timely up to Four Hundred Dollars (<\$400.00).
 - e. Expenses exceeding Four Hundred Dollars (>\$400.00), exclusive of normal operating expenses, will require approval of 4/5 of the Executive Committee and documented in writing.
 - f. Emergent operating expenses are to be approved by the Treasurer and one (1) additional Executive Board Officer.
 - g. Sit on the Fundraising Committee.
 - h. Facilitate all Club rentals negotiated via contract, or by delegation. If by delegation, Treasurer maintains all records of agreements and transactions, subject to review during audit.
 - i. Be exempt from Dues
5. Executive Officer
The Executive Officer shall:
 - a. Be elected and/or re-elected each year.
 - b. Report to the Executive Board.
 - c. Have responsibility for the maintenance and up-keep of all Club buildings, grounds, range facilities, and equipment.
 - d. Be Chair of the Range Committee.
 - e. Implement and oversee new construction projects of the Club and delegate tasks as necessary.
 - f. Maintain a catalog of Club property including a record of a valuation of assets. Present an accounting at the Annual Meeting in person or by delegate.
 - g. Be exempt from Dues

Sec. C

Directors

Each of Six (6) Directors shall be elected or re-elected each year.

1. Each director will serve on one or more committees when appointed by the President to do so.
2. Assist in establishing any rules or protocols not set forth in the By-Laws.
3. Be exempt from Dues

- Sec. D The General Membership – (Annual Dues – Paid by Due Date Feb 15)
1. There is one Class of Membership at TCCC: Voting Members.
 2. Adult Membership of this organization may be granted to
 - a. Any citizen of the United States of America and
 - b. Certifies that they are NOT a member of any group pledged to, or working for, a program/group directed toward the destruction of the US Government as established by the Constitution of the United States of America
 - c. Who has NOT been convicted of a felony or high court misdemeanor.
 3. Who upon meeting all qualifications in their entirety
 - a. Completes a Membership Application thereby agreeing to
 - Accept and abide by Club By-Laws including all rules, regulations, and policy implemented by the Board of Directors.
 - Disclosing residence, phone and/or email for Club communications
 - makes full payment of fees and dues to the Treasurer of the Club
 4. Agrees to be engaged with Club activities whenever possible
 5. Agrees to attend a New Member Orientation (arranged at a mutually satisfactory day and time).
 6. Enjoy all rights and privileges as a Member in good standing.
 7. Any Member who conduct is deemed dangerous to TCCC and/or its members and/or community, or any conduct as acknowledged to be unsportsmanlike, their membership may be suspended for cause, as reviewed by the Board.

The Executive Board shall consist of the Officers of this Club and they will meet as specified in Article XII of the By-Laws to conduct Club business. At these meetings, they will act upon all recommendations received from the General Membership. They will also establish, in writing, necessary rules, regulations, and protocols not set forth in these By-Laws. Officer of the Executive Board will be exempt from annual club dues during their term.

Article V Committees and Disciplines
 There are only two (2) types of committees provided for in the organization and they are standing and ad hoc committees. All monetary/budget requests to be presented during first quarterly meeting, after annual membership meeting.

- Sec. A Standing Committees
1. Officer Committee
 The Executive Committee of this club shall consist of the President, Vice President, Secretary, Treasurer, and Executive Officers. They shall communicate prior to regularly scheduled meetings of the Executive Board to set an agenda to more effectively conduct the ordinary business at these meetings, as well as manage the club's affairs between regularly scheduled meetings.
 2. By Laws Committee
 This committee shall consist of a Chairperson, appointed by the President, and two (2) other members. They shall review and report on all proposed changes or amendments to the by-laws of this organization, and be responsible for writing in changes or amendments adopted at the annual meetings.
 3. Membership Committee
 This committee shall consist of the Chairperson, Co-chair, and any other interested members, who shall review and report on all new membership applications as well as conducting membership drives and assist in the orientation of new members.
 4. Fundraising Committee
 This committee shall consist of a Chairperson, appointed by the President, the Vice President as co-chair, treasurer and two (2) other members. They shall review, manage, and report on all proposed fundraising activities.
 5. Range Committee
 This committee shall consist of a Chairperson, appointed by the President, the Executive Officers as co-chairs, all shooting discipline chairs as defined on the club website. They shall review, recommend action or improvements, and report on all matters concerning range rules for the club, shooting leagues or shooting disciplines using this club's range facilities. Committee to contain as many club members as the chair and co-chairs deem appropriate to conduct its business.
 6. Newsletter/Media Committee/Education Committee

This committee shall consist of the President as chair and appointee as co-chair and as many other members as are available. The publication date shall be defined as that date upon which copies of the completed newsletter are submitted to the membership, which shall be no later than the tenth day of the month following each quarterly meeting. Also, they shall be responsible for all educational and instructional activities conducted through and for the club, including reporting to the NRA, DNR, and any other agency that requires such documentation.

- Sec. B Ad Hoc Committees
1. Auditing Committee
The auditing committee will be commissioned at the January quarterly meeting and will be chaired by the Vice President with two (2) other appointed members who will review the accounts and audit the financial records of the club, to ensure the correct record of all receipts, cash disbursements, and bank deposits. Further, this committee will ensure that bank statements have been reconciled at least quarterly. They will report their findings to the executive committee within ten (10) days of the annual meeting and verify the treasurer's report to the membership at the annual meeting.
 2. Nominating
The nominating committee shall be commissioned at the monthly meeting in December and will be chaired by the most recent outgoing president who is not running for election, along with two (2) other members. The committee will seek candidates for all vacant elected positions, prepare a ballot, run the election, and report the results. At the conclusion of these responsibilities, this committee will be dissolved.
 3. Other Committees
Any other committees not listed previously will be special committees and given a title or name by the creating authority. They will have a specific task and purpose, a time limit in which to report back to the executive board or the membership, and will be dissolved after reporting their findings.
- Article VI Funds Deposit
- Sec. A Directors of active shooting leagues must deposit funds, receipts, and sign-in sheets into the club lock box within one month of an event if not given directly to the Treasurer within the same period. Failure to comply may result in suspension of the responsible individual and the shooting discipline's activities shall cease.
- Article VII Vacancies
- Sec. A When a vacancy occurs with respect an elected officer of the club, the position will be filled by appointment of the executive board. The appointee will complete the unexpired term of his/her predecessor.
- Article VIII Expulsion or Removal
- Sec. A Of a Member
Any member, whose conduct, decided by a 2/3's vote of the executive board, to be injurious to the interests or welfare of the club, shall forfeit their membership and rights. Such a vote will not be taken without giving the offender two (2) weeks' notice of the charges against them and affording them the opportunity to present an argument before the board. They may appeal the decision of the board to the club membership at a special meeting called for the purpose only. This shall also require a 2/3's vote of those present to reverse the board's decision.
- Sec. B Of an Officer
Any officer may be removed by a 2/3's majority vote of the executive board at a special meeting called for this purpose only. No vote on suspension or removal may be taken unless at least two (2) weeks written notice shall have been given to the officer explaining the reasons for his/her removal and the date and time of the special meeting. At such a meeting the officer shall be given a full hearing.
- Sec. C Committee Chairpersons
The President, with the approval of a simple majority of the executive board, may remove any committee chairperson with or without cause, provided that person is not an officer of the club empowered by these By-Laws to chair that committee.
- Article IX Parliamentary Procedure
- Sec. A All meetings shall be conducted according to the most current edition of Robert's Rules of Order, currently Robert's Rules of Order Revised 11th Edition.

- Art. X
Sec. A A Quorum
A Quorum shall be considered present when a simple combined majority of the Executive Board is present at a scheduled meeting unless otherwise specified in these By-Laws.
- Sec. B A Quorum shall be present for any Committee or other deliberating group of this Club when a simple majority of the Members of that Committee is present.
- Art. XI
Sec. A Voting by Proxy
No proxy written or otherwise shall be allowed in any vote for any matter at any meeting at any time involving Club business. No exceptions.
- Art. XII
Sec. A Meetings
The Annual Meeting
1. An Annual Meeting shall be held after January 1 and prior to April 1 each year. The date and time established each year by the Board.
 2. Notice of the Annual Meeting will be communicated to the General Membership, to include but not be limited to: posted in the Newsletter, by special letter, incorporated into the dues billing, electronically posted on the website, correspondence via email, and/or posted at the Club House, as economically possible.
 3. All Members present and in good standing at this meeting shall constitute a Quorum.
 4. If the meeting fails to assemble at the time decided upon, it shall be held within a reasonable time thereafter and all members in good standing will be informed of the new meeting time and date as well as a reason for the change.
 5. All Standing Committees and Special (Ad Hoc) Committees shall make their annual reports to the Membership.
 6. The election of new officer shall take place at this meeting as stipulated in voting on new By-Laws at this meeting.
 7. The Election: by the general voting membership, of Executive Officers, and Members of the Board of Directors, shall be held at the annual meeting as an Agenda item of unfinished business.
 8. The newly elected officer shall take office as the last order of business on this date following the election.
 9. Requests for Club funds over \$10,000 must be made at the Annual Meeting and approved by the General Membership.
- Sec. B Quarterly Meetings
1. Quarterly meetings shall take place during the third (3rd) Wednesday of the month in January, April, July, and October at the Clubhouse.
 2. A Quorum of the Executive Board is all that is necessary to start the meeting and conduct the ordinary business of the Club.
 3. All standing committees, ad hoc committees, and shooting leagues shall make their reports to the membership at this meeting.
- Sec. C Monthly Meetings
1. Monthly meetings will be held during the third (3rd) Wednesday of the month in March, May June, August, September, and December at the Clubhouse.
 2. A Quorum of the Executive Board is all that is necessary to start the meeting and conduct the ordinary business of the Club.
- Sec. D Emergency Sessions of the Executive Board
1. If a Quorum is not present at a monthly or quarterly meeting, an emergency session of the Executive Board may be declared. No changes, revisions, or amendments to the By-Laws may be taken up during this type of session. Actions approved at this type of session cannot be reversed or repealed except by a $\frac{3}{4}$'s vote of the entire Executive Board. In order to declare this emergency session, the President shall:
 - a. Call a third (30) minute recess for the purpose of obtaining a Quorum
 - b. Determine that attaining a Quorum is not possible and that urgent and pressing business must be dealt with at this meeting.
 - c. Suspend the rule for a Quorum with the consent of at least three (3) other members of the Board who are present. Business may then be conducted as usual.

- Sec. E Special Meetings
1. Special meetings may be called by the President or the Executive Committee, with written notice given to each Executive Board Member stating the purpose for this meeting, at least ten (10) days prior to any special meeting.
 2. In the extreme possibility of a catastrophic event, an incident that would stop normal business and activities of the Club, a special meeting may be called that may require the Board to allocate emergent funds up to and potentially more than \$10,000.
 3. At this meeting, no business other than that for which the special meeting was called, may be transacted.
 4. A Quorum shall be at least 2/3's of the Executive Board.
- Sec. F Absences and Excuse
1. Any Board Member who is absent from three meetings of the Board in any calendar year without excuse as entered in the minutes of the meeting, will be an assumed resignation. Their vacancy to be filled as specified in these By-Laws.
- Article XIII Elections
- Sec. A Election by the general voting membership for Executive Officer and Board of Directors shall be held at the annual meeting as an agenda item of unfinished business as described in this document, as organized by the nominating committee and as governed by Roberts Rules.
- Article XIV Amendments / By-Laws Changes
- Sec. A The By-Laws of TCCC may only be amended or changed by a 2/3's vote of the members present at a quarterly or annual meeting. Proposed changes must be submitted to the Executive Board at a quarterly meeting to be acted upon at the next quarterly meeting or annual meeting. Proposed changes submitted at the January quarterly meeting will be voted on at the annual meeting in February. The exact wording of the proposed change or amendment will be sent to the members via the newsletter, U.S. mail, or email, 15 days prior to the next quarterly or annual meeting (whichever occurs first).
- Article XV Dissolution of Organization
- Sec. A Should it become necessary to dissolve the Tuscola County Conservation club voluntarily, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of the remaining assets of the corporation, including all its real property, to the Township of Indianfields, County of Tuscola, State of Michigan, on the condition such real property to be held forever by the Township of Indianfields exclusively for the same purposes as the Tuscola county Conservation Club.
- In the event that Indianfields Township is unwilling to accept title of the real estate subject to these conditions the remaining assets and real property of TCCC shall be transferred to an organization operated exclusively for not-for-profit purposes, and such organization shall use the property exclusively for the same purposes as TCCC.
- Sec. B Any decision to dissolve TCCC must be approved by a 2/3's affirmative vote of the voting members in attendance at a meeting called for such a purpose.
- Article XVI Adoption
- Sec. A This document shall become the official By-laws of the Tuscola County Conservation Club, a not-for-profit corporate entity under the laws of the State of Michigan from date of adoption, upon which a simple majority of the general membership in attendance, at a meeting of which all members had been notified, agreed by yes vote to adopt this document as provided for in the prior By-Laws and this document shall be used as the guide for corporate operation until such time as it may be revised and adopted in a new form.