

# ANDOVER SPORTSMEN'S CLUB

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## BY - LAWS

AMENDED – February 8, 2018

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### **ARTICLE I - NAME**

The corporation shall be called the Andover Sportsmen's Club Inc.

### **ARTICLE II - OBJECTIVES**

The objectives of the Club are to conserve, restore and manage the game, fish and other wildlife and its habitat in the Andover communities and its environs; to seek to procure and maintain friendly relations with landowners, and sportsmen; to cooperate in obtaining proper respect for and observation of the fish and game laws; to spread knowledge of wildlife among the residents of Andover and the Andover communities and to encourage and promote good fellowship, marksmanship and the safe handling of all firearms and other hunting equipment. The association shall operate without profit, and shall be non-political and non-sectarian.

### **ARTICLE III - MEMBERSHIP**

1. Any citizen of the United States, eighteen (18) years of age or older, of suitable character and interest, is eligible to become a member of the Club, on application signed by a club member in good standing and the membership review committee, which shall be presented at a regular meeting of the Club, and after investigation by the membership committee, shall be voted upon at the next regular meeting.
2. The range fees for each member shall be regulated by the Board of Directors. The dues and entrance fees will be approved by a majority vote of the members present at the September meeting. In the event the members at the annual meeting in September do not vote to set new dues and entrance fees or a late fee rate, the then prevailing dues and entrance fees and/or late fee rates will remain in full force and effect until such time as the members at a special or annual meeting vote otherwise. Any member shall be deemed delinquent of nonpayment of dues as of December 31st and shall be dropped from the membership in the Club. He/she shall be reinstated on application to the Board of Directors, filed within 30 days after being dropped from membership. The dues in arrears, plus the late fee (as determined annually by the Board of Directors and approved by a majority vote of the membership must be paid at the time of filing the application. A member, after being dropped from membership and who fails to be reinstated as provided for, may be readmitted to membership as a new member upon payment of the regular entrance fee and current dues.

Upon application to the Board of Directors, a member with special financial circumstances can be granted an extension of time by the Board of Directors, to pay the annual dues with or without any late fee.

3. A member's son or daughter, from eighteen (18) years of age to his/her 21st birthday, may choose to join the Club without payment of the entrance fee, paying only annual dues. If a parent and son and/or daughter from eighteen (18) years of age to his/her 21st birthday, join the club simultaneously, the son and/or daughter, may join without payment of the entrance fee, paying only annual dues.
  - 3a. A member's spouse may join the Club without payment of entrance fee, paying only annual dues. If a married couple join the club simultaneously, one spouse may join without payment of the entrance fee, paying only annual dues.
  - 3b. In the case of an individual who has been a member of the Club's Scouting Program or the Club's Youth Program for two years and has not exceeded his/her 21st birthday, he/she may join the Club without payment of the entrance fee, paying only annual dues.
4. Members who have paid at least ten years dues and have been a member in good standing for at least (120) months, may, upon payment of ten (10) times the annual dues, become a Paid-Up Life Member. Additionally, if he/she elects to become a life member after having paid his/her annual dues, he/she shall be given credit for same, provided that he/she pays the balance within the same calendar year.
5. Honorary/Special members may be elected to membership upon recommendation of the Board of Directors and by a majority vote of the membership. Honorary/Special members shall not be subject to dues or be entitled to any voting power.
6. Members upon reaching the age of sixty five (65) and having been a member in good standing for at least 10 consecutive years shall become Paid-Up Life Members upon notification to the Financial Secretary.
7. Members upon being called into active military service, for a period exceeding six months and providing the Board of Directors with a copy of their orders or other satisfactory proof, shall remain a member in good standing and shall not pay dues until the January following his/her release from active duty and timely notification to the Board of Directors.
8. Any individual who is accepted for membership during the months of September, October, November and December shall pay dues applicable to that year on a pro rata basis whereby a person joining the club in September will pay 1/3 of that years annual dues, a person joining in October will pay 1/4, a person joining the club in November will pay 1/6 and a person joining in December will pay 1/12 of that years dues.

9. Membership is not transferable. Any member who allows an unauthorized non-member to use his/her membership badge or card key to gain entrance to or to use Club property may be subject to expulsion from membership.
10. Any member may be dropped from membership for failing to conduct him or herself in a manner consistent with the objectives of THE ANDOVER SPORTSMEN'S CLUB INC. on complaint in writing of a Club member to the Board of Directors, after a hearing and a majority vote of the Board of Directors.
11. When necessary the Board of Directors shall hold a hearing to determine appropriate action resulting from a complaint. The affected member will be notified of said hearing. A member's failure to respond shall subject him/her to suspension, forfeiture of membership privileges and badge pending appearance at a hearing. Actions to be taken by the Board of Directors may include: expulsion, suspension, reprimand, or exoneration.
12. Membership may be held open for a period of up to five (5) years for any member who has relocated to another area and is unable to use the club facilities, provided the following requirements are met:
  - a) Member must have been a member in good standing for a minimum of 24 months prior to relocation.
  - b) Relocation must not be within commuting distance to the club. Commuting distance from the club shall be defined as being less than 30 statute miles from the town limits of North Andover, Massachusetts.
  - c) Member must notify the Board of Directors in writing within 60 days of the relocation, including the reason for it. Upon return to the area, the member will notify the Board of Directors in writing, including his/her new address. Membership will be reinstated upon payment in full of current year's dues, range fees, or other applicable charges, and review and approval of the Board of Directors.

#### **ARTICLE IV - ADMINISTRATION**

1. The Officers of the Club in order of succession, shall be a President, Vice President, Treasurer and Secretary. There shall be a Board of Directors, four of whom shall be the Club officers, and the others, the Director of each of the standing committees. Any vacancy in the office shall be temporarily filled at a meeting of the Board of Directors until a special election is held to permanently fill such a vacancy. In the event that a special election cannot be held due to the lack of candidates, the President at this point shall have the authority to permanently fill this position. Permanently is hereby defined as that period extending from the date of appointment until the end of the same calendar year or sooner in the event of resignation or removal from office.

2. The President shall preside at the meetings of the Club, and the Board of Directors, and shall appoint the Director of each of the Standing Committees and Chairman of each of the Special Committees. The President shall be an ex-officio member of all committees. In the case of a tie vote, the President may cast one vote to break the tie.
3. The Vice-President shall assist the President in the discharge of his/her duties and act as president in the absence or disability of the President.
4. The Treasurer, under the direction of the Board of Directors, shall have charge of all monies, securities, financial reports and valuable documents associated with the financial status of the club. The Secretary will be in charge of all other important documents. The Treasurer will prepare and present at each meeting of the Board of Directors and of the membership a complete set of commonly accepted financial statements. The Treasurer may be required by a majority vote of the Board of Directors and at the expense of the club, to provide a surety bond for the faithful performance of his duties in such an amount determined by the Board of Directors.

The office of Treasurer requires a person having proven financial management background. Therefore, it is intended that the Treasurer should be a person having proven educational or commercial training and skills in order that the Treasurer's responsibilities as now constituted can be effectively carried out. Candidates for Treasurer shall be required to provide his or her qualifications to the membership by oral or written presentation before the close of nominations at the November membership meeting.

With respect to "FINANCIAL CONTROLS AND PROCEDURES"

- a. The Treasurer will be responsible for overseeing all budgeting activities including a process that will commence in October of each year resulting in a detailed recommended budget for the following year.
- b. At its January meeting the Board of Directors will approve a detailed line item budget for that operating year.
- c. Each budgeted line item will not only reflect the amounts budgeted but also when within the fiscal year such amounts may be incurred.
- d. A member of the Board of Directors will be directly responsible for every line item budgeted.
- e. No invoice will be paid until said invoice is presented to the Treasurer after having been approved (signed) by the responsible director as being valid consistent with the budget. The Treasurer will then independently verify that the amount of charges and the timing when spent are consistent with the budget and will reject any expense incurred that the Treasurer believes does not meet the approved budget criteria. If a Director improperly makes a commitment that results in an invoice being received by the club that is

inconsistent with the approved budget the Club will not be liable and the Director will be responsible for the amount involved unless otherwise agreed by a majority vote of the Board of Directors.

- f. Only membership dues and initiation fees may be included in any budget as projected income and the dues and initiation fees income amount budgeted for any fiscal year may not exceed the actual dues and initiation fees income amount received during the previous fiscal year (the "Maximum Operating Budget"). Only membership dues and initiation fees can be used to budget standard operating expenses (including debt servicing) and may not be used for the purpose of budgeting construction or capital asset acquisitions. Construction costs and capital asset acquisitions may be incurred during any fiscal year that does not exceed the non budgeted income actually received during that fiscal year plus any net cumulative amount from previous years. Funds from said non budgeted income for construction costs, capital asset acquisitions and capital expenditures may be reserved for future years (the "Capital Improvement Fund"). To the extent that the Maximum Operating Budget exceeds the actual amount spent at the end of the fiscal year, the difference will be accumulated and identified as the "Emergency Fund". The Emergency Fund will only be utilized by a positive vote from at least nine(9) members of the Board of Directors upon a sudden, urgent and unexpected occurrence or occasion requiring immediate action for which such an event (i) is not first a Capital Improvement Fund expenditure or (ii) is not otherwise reflected in a line item(s) of the Maximum Operating Budget.
  - g. All monies received by the Club will be deposited in a timely manner in a bank selected by the Treasurer and approved by the Board of Directors.
  - h. All disbursements in excess of \$2,500 must be approved by both the Treasurer and the President.
5. The Secretary shall be the clerk of the Corporation and shall have charge of the muniments of title and of the corporate seal. He/she shall conduct the correspondence of the Club, keeping proper files and records of the same. The Secretary shall keep a record of all the proceedings of the Club and Board of Directors, give notice to the members of the time and place of meetings, and prepare each year a report of the Club and Board of Directors to be presented at the annual meeting.
  6. The Board of Directors shall have general supervision of the Club's property and shall control all expenditures, make rules for the use and care of the Club's property and transact any business in the Club's interest in a manner that is not inconsistent with the Club's By Laws. The Board of Directors will hold its regular monthly meeting during the first week of each Calendar month.
  7. The President may call a special meeting of the Board of Directors on 24 hour's notice to each member thereof.

## **ARTICLE V – ELECTION OF OFFICERS**

1. The Board of Directors meeting in September, the President shall appoint a nominating committee of three, and this committee shall submit to the President the names of candidates for various offices to be filled by a majority vote of the members at the annual meeting held in December. To qualify for nomination, a nominee must be a member in good standing for a minimum of 12 months prior to nomination. Nominations shall be closed and presented to the President prior to completion of the report of the Nominating Committee at the regular meeting in November. Elected officers shall be sworn in at the annual meeting by the Chairman of the Nominating Committee, or the Past president in his/her absence, and take office effective January 1<sup>st</sup>. Any member standing for election to any of the officer positions must provide a statement of their intentions in writing to the Chairman of the Nominating Committee in order that their nomination may be considered as valid. Any person standing for election to the position of Treasurer must include in his or her written submission a statement of his or her qualifications for that position.
2. The President, Vice President, Secretary and Treasurer shall be elected to and serve a 1-year term. The President and Vice President shall retain their existing individual voting authorities but will be nominated and elected as a declared unit as if they were a single entity.

## **ARTICLE VI – MEETINGS**

1. Regular meetings of the Club will be held on the second Thursday of each month except the months of July and August.
2. Annual meetings will be on the second Thursday of December in each year.
3. Special meetings may be called by the President at his discretion, or upon written request of ten (10) members in good standing, setting forth the reason for the request. Notice of a Special Meeting must be posted on the Club's Bulletin Board by the Club Secretary not less than seven (7) days before the date on which the Special Meeting is to be convened. No other business shall be transacted at a special meeting except that business for which the meeting was called.

## **ARTICLE VII – QUORUMS**

Fifteen (15) Club members shall constitute a quorum for transaction of business at a regular or annual meeting. Ten (10) members shall constitute a quorum at any special meeting.

## **ARTICLE VIII – AUDITING COMMITTEE AND THE BY LAW COMMITTEE**

An Audit Committee of three (3) members skillful in such matters shall be chosen by the President at the next regular meeting prior to the annual meeting, for the purpose of auditing the books of the Treasurer. The Audit Committee shall review the practices and procedures undertaken by the Treasurer in the performance of his duties as well as inspect the financial



records including but not limited to: bills paid, receipts, bank statements reconciled and reports such as the balance sheet, income statement, working capital, accounts receivables, accounts payable, inventory, and capital improvements. At the January meeting the committee shall report in writing to the membership the results of such audit and submit any recommendations arising therefrom.

A By Law Committee consisting of three members shall be appointed by the President and announced at the January membership meeting. The purpose of the By Law Committee is to insure a clarity of understanding and that the proposed amendment does not conflict with existing provisions of any other article in the bylaws. The By Law Committee does not have the authority to approve or disapprove any proposed amendment to the By Laws.

## **ARTICLE IX - COMMITTEES**

Following are the standing committees of the Club, a Director for each of which may be appointed and sworn by the President at the January meeting or as soon thereafter as practical for a period that shall not extend beyond the end of the Calendar year in which the appointment is made: Archery, Indoor Range, Outdoor Range, Trap, Training, Facilities, Membership, Club Development and Security.

There will be an Advisory Committee that will be chaired and represented on the Board of Directors by the Vice President. Members of the Advisory Committee will be appointed annually by the President and will consist of those persons responsible for the following operating activities:

- 1) Essex County League
- 2) Fish & Game
- 3) Good of Order
- 4) Historian
- 5) Functions & Food Services
- 6) Educational & Camping Scholarships
- 7) Scouting & Youth Affairs

Once appointed as a Director to a standing committee by the president of the club, that person could only be removed from that position in the following manner:

- 1) Not complying with Article III sections 2 and 10.
- 2) If requested by the committee chairman to be relieved of such position.
- 3) By the president of the club but only under the following conditions:
  - a) Must show the reason(s) for relieving the chairman of that position.
  - b) Must have a vote of 3 out of the 4-elected officers. The president would have a vote on this matter.

Additional Special Committees and the chairmen thereof may be created and appointed by the President when such action is deemed by him to be essential to the best interest of the Club, after submission of a formal request and approval by the Board of Directors. All funds collected by committees shall be turned over to the Treasurer upon proper receipt each month.

## **ARTICLE X - AMENDMENTS**

The Constitution and By-Laws may be amended or changed as follows:

- 1) A proposed change and the reason for the change may be submitted to the Board of Directors for its review at any Board of Directors meeting after having been submitted to the By Law Committee for comment at least two weeks before the intended By Law is submitted to the Board of Directors for consideration. This proposed change must be submitted in writing and signed by at least four members in good standing.
- 2) After review, a recommendation to the membership shall be rendered by the Board of Directors. Immediately following a recommendation by the Board of Directors, the membership will be provided with a 60 day notice of the proposed change, and, a vote will take place at the second scheduled members' meeting following the notification. The definition of notification may include, but is not limited to, posting on club grounds, publishing in the normal club communication, or direct mailing.

## **ARTICLE XI - ORDER OF BUSINESS**

The business discussed at each monthly membership meeting will consist of, but will not be limited to, the following items in the order determined by the Chairman to be in the best interests of the Club:

The Chairman declaring that a quorum is/is not present and the meeting is called to order

3. The pledge of allegiance to the flag of the United States of America
4. The reading and acceptance of the minutes of the preceding membership meeting.
5. The reporting of the actions of the previous Board of Directors meeting.
6. Department reports
7. Old and New business

## **ARTICLE XII - PROCEDURE**

The rules of Parliamentary procedure contained in Roberts Rules of Order shall govern the Conduct of Club meetings wherever not inconsistent with the By-Laws. The Chairman shall have a working knowledge of such Rules in order to properly conduct the Club meetings.

### **ARTICLE XIII – DISSOLUTION**

Upon dissolution of the corporation, all property, real and personal, shall be donated by gift to any organization within the Town of Andover, or the Commonwealth of Massachusetts, solely for the public use in conservation and propagation of wildlife.

### **ARTICLE XIV – LIABILITY**

No Director of this club shall be held liable for any action or accident occurring on the club property. There is no liability, express or implied, to any Director, and by signing a membership application and accepting membership into the Club, a member acknowledges this and accepts that use of the facilities is at his/her own risk.

### **ARTICLE XV - SAFETY**

The "Club Security Officer" as defined in this Article XV shall become the Director of the Security Standing Committee.

Any improper discharge of a firearm, improper use of an archery bow or a gross violation of the club's safety and range rule, including temporary range rules having been posted by the Range Chairman, must be immediately reported in writing, (incident report) by either the responsible member or any person having observed the event to the Club Security Officer. The Security Officer must investigate the circumstances surrounding the event and provide a written report to the President within fifteen (15) days after receiving the incident report. If the Security Officer's report confirms that a serious event has occurred the President will then be required to make a written recommendation to, and convene a meeting of, the Board of Directors within fifteen (15) days of receiving the Security Officer's report. The responsible member will be requested to attend that meeting and will be given an opportunity to make a statement to the Board of Directors on his or her personal behalf. Should the responsible member not attend that will have no effect on the Board of Directors rendering a formal decision.

Upon a negative report being submitted by the Security Officer, the responsible member will be notified of such and will be automatically suspended from discharging any firearm and/or use of an archery bow on Club premises until the Board of Directors has been convened and a hearing held on reported the violation and a decision rendered. Upon submission of a negative report, the Security Officer shall take whatever actions are necessary to prevent the Responsible Member from discharging a firearm and/or archery bow until the matter has been resolved by the Board of Directors.

The Board of Directors may, by majority vote, levy any penalty including that of the responsible member's membership being permanently revoked. The Board of Directors may also determine if further action is appropriate such as, but not limited to, reporting the incident to the appropriate law enforcement or other regulatory authorities. Conversely, if the Security Officer report states that in his or her opinion a serious event did not occur no further action will be pursued.