

**NORTH CENTRAL WASHINGTON  
GUN CLUB  
BY-LAWS**

*Adopted  
January 13<sup>th</sup> 2014*

**ARTICLE ONE - NAME AND OBJECTIVE**

**Section 1**

The name of the club will be NORTH CENTRAL WASHINGTON GUN CLUB, hereafter in these BY-LAWS designated as THE CLUB.

**Section 2**

The objectives of THE CLUB shall be: To encourage civilian marksmanship both locally and nationally in order that it may be enjoyed as a sport, and in order that the individual members may have the opportunity to qualify as marksmen, and to train the youth of this country in marksmanship and the proper handling of fire arms. To encourage competition in marksmanship between individuals and teams. To encourage legislation for the establishment and maintenance of suitable ranges in this country. To assist in the issuance of arms and ammunition that may be available to those practicing on suitable ranges, and to endeavor to create public sentiment in favor of marksmanship practice as a sport, and as a vital means of national defense.

**ARTICLE TWO - MEMBERSHIP**

**Section 1**

Membership eligibility requirements shall be: Any citizen of the United States of America, its Territories, its Possessions, and Canada.

**Section 2**

Membership classifications shall be: LIFE MEMBER, any adult who has paid the required dues to THE CLUB in advance and thereby being excused from all further dues. HONORARY LIFE MEMBER, any adult member who has been so voted at a regular meeting of the membership of THE CLUB, and thereby being excused from all further dues. REGULAR MEMBER, any adult member whose dues are not delinquent in THE CLUB. JUNIOR MEMBER, any individual under 18 years of age who has been accepted to such membership shall be concluded when the age 18 has been reached, and a Regular Membership be assumed in order to continue as a member of THE CLUB. Individuals participating in a club-sanctioned shooting event held by THE CLUB, upon paying registration fees, shall become a member of THE CLUB for the duration of that sanctioned event. This "Club Event Membership" shall terminate at the end of said event.

**Section 3**

LIFE MEMBERS, HONORARY LIFE MEMBERS, and REGULAR MEMBERS only shall have the right to vote in all affairs of THE CLUB, provided they have maintained active membership for at least one year prior to the vote.

#### **Section 4**

Membership dues in all classes shall be fixed by the BOARD OF TRUSTEES (hereinafter defined), provided that all changes in dues before becoming effective must be ratified in a regular or called meeting of the membership, with the membership receiving at least ten days notice via electronic or regular mail of the proposed change.

#### **Section 5**

Members shall be allowed to bring not more than two (2) guests with them to THE CLUB at any given time. Members will be responsible for the safe conduct and behavior of said guests in accordance with club rules and policies, and may be required to reimburse THE CLUB for any damages incurred by the member's guest(s). For these purposes, a 'guest' is defined as any individual who is not a REGULAR, LIFE, or JUNIOR member of THE CLUB in their own right, not attending a match or event sponsored by THE CLUB, and not immediate family, i.e. parent, child or sibling of the Member.

### **ARTICLE THREE - OFFICERS AND TRUSTEES**

#### **Section 1**

The officers of THE CLUB shall consist of a President, Vice-President, Treasurer, Secretary and nine Trustees. All Officers of THE CLUB shall be ex-officio members with vote of the Board of Trustees, as well as the immediate Past President, who, with the other nine Trustees, shall compose the Board of Trustees. The immediate Past President shall remain as an *ex-officio* member with vote until replaced by the next Past President. The President, Vice-President and Treasurer shall be elected annually by THE CLUB. The President's term shall be limited to two (2) consecutive one (1) year terms, but may be re-elected to the office after an intervening period of one year. Three Trustees shall be elected annually for three-year terms. The Secretary shall be appointed by the Board of Trustees from their own number, or from THE CLUB at large; their appointment to be confirmed or denied by the membership. Any delegates to represent THE CLUB shall be appointed by the Board of Trustees. The Board of Trustees shall have the management and control of the business affairs of THE CLUB and of making of all contracts for the same. No officer, member, or employee shall have power or authority to incur any indebtedness in THE CLUB'S name without first having express authority to do so from the Board of Trustees, evidenced by written order to that effect signed by two of the following; the President, Treasurer, or Vice-President.

#### **Section 2**

A simple majority of the total number of said Board shall constitute a quorum for the transaction of business, provided, however, that it will require a simple majority of the total number of said Board casting affirmative votes to sustain any action of the Board. A member of the Board may vote in person only and neither by proxy nor by attorney-in-fact.

#### **Section 3**

To the fullest extent permitted under RCW 24.03.035(14) and RCW 23B.08.500-.600, as now existing or hereafter amended, THE CLUB shall indemnify any person made a party to any proceedings by reason of the fact that he or she is or was a Trustee, Officer, employee, or

agent of THE CLUB against judgments, penalties, fines, settlements, and reasonable expenses incurred by such person in connection with such proceedings.

#### **Section 4**

Officers or Board Members with voting rights and/or signature authority in the name of the Gun Club that take part in the decision-making process that awards contracts to other parties seeking to do business with NCWGC --- or who make recommendations with respect to the award of contract for NCWGC --- shall not own any interest in, have any personal agreement with third parties or receive any personal loss or gain resulting from the terms and conditions of any said contract.

Prior to discussion, vote, or signature, on said contract or agreement, any Officer or Board Member that is not able to fulfill the obligations outlined above shall disclose this fact to the board of directors and formally abstain in any discussion or vote in the awarding of said contract or bid.

Any officer or Board Member in signature or vote that is found to be non-compliant with this section shall cause said contract or agreement will be considered to have no legal standing thus null and void.

### **ARTICLE FOUR - PRESIDENT, VICE-PRESIDENT AND TREASURER**

#### **Section 1**

The duties of the President shall be to preside at all meetings and functions of THE CLUB, and have general supervision and direction and management of its affairs. He shall sign all deeds, contracts, and leases on behalf of THE CLUB, which shall be properly authorized by the Board of Trustees. He shall also be member ex-officio of all committees.

#### **Section 2**

In the absence of the President, the Vice-President shall perform the duties of the President, and in case the office of the President becomes vacant, for any reason, the Vice-President shall thereupon assume the duties of the President and act as such for the unexpired portion of the term for which the duly elected President was serving before the said office was vacated. In case of such a contingency, the Board of Trustees shall, by a majority vote elect one of its members as Vice-President to serve until a general meeting of the membership is held.

#### **Section 3**

The Treasurer shall have charge of all monies of THE CLUB and shall keep fair and true account of all receipts and disbursements. At each annual meeting he shall present a statement showing the financial condition of THE CLUB. An annual inventory will be prepared by an inventory committee and submitted at the annual meeting with the Treasurer's financial statement. He shall perform all duties incident to his office, and any other duties that may be prescribed or requested by the Board of Trustees. All checks shall be signed by the Treasurer and the President or the Vice-President.

### **ARTICLE FIVE - SECRETARY**

**Section 1**

The Secretary shall keep full and correct minutes of all meetings of THE CLUB and of the Board of Trustees and shall attend to all correspondence incident to the affairs of THE CLUB. He or she shall be custodian of all club records and property, and shall see that the names of all new members be properly posted and presented at the meeting. The Secretary shall receive such remuneration as the Board of Trustees may decide, and shall perform all other duties incident to the office, and any other duties that may be prescribed or required by the Board of Trustees.

**Section 2**

The Board of Trustees may also appoint an Assistant Secretary at such remuneration as they shall see fit, who shall be under the supervision of that respective office.

**ARTICLE SIX - DELINQUENCIES AND EXPULSIONS**

**Section 1**

Any member of THE CLUB who is over thirty (30) days delinquent in the payment of his dues shall be deprived of his voting rights and all other privileges of a regular member in good standing. Any member who is sixty (60) days or more delinquent in his dues shall be dropped from THE CLUB roster.

**Section 2**

The Board of Trustees shall have the power to suspend or expel any member of THE CLUB for any violation of the By-Laws, or for any conduct which may be prejudicial to the best interest of THE CLUB, by a vote of a simple majority of the total number of the Board of Trustees, one week previous notice having been given to the accused member personally, or by registered mail, return receipt requested, with a copy of the charges preferred, and such accused member having been given the right thereafter to be heard in his own defense before the Board.

**ARTICLE SEVEN - NOMINATING COMMITTEE AND ELECTION PROCEDURE**

The Board of Trustees shall appoint annually from THE CLUB at large, three members, and from the Board itself one member, who shall constitute a Nominating Committee. This committee, at least thirty days before the next annual meeting, should select a candidate for the office of President and not less than two candidates for the office of Vice-President, Treasurer, and the retiring Trustees, and shall notify the Secretary thereof in writing. The Secretary shall advise all active members of the action of the Nominating Committee at least ten days before the annual meeting. Nominations from the floor at the annual meeting, if supported by at least five members, shall be voted on with those names presented by the Nominating Committee. Any person nominated from the floor must have been a member of THE CLUB for at least three consecutive years to be considered eligible for election as a club officer or member of the Board of Trustees. All voting shall be by ballot. The election of Trustees or Officers may be conducted by mail, by absentee ballot, and in person, in the discretion of the Board of Trustees. A member may not vote by proxy or by attorney-in-fact.

## **ARTICLE EIGHT - OTHER COMMITTEES**

### **Section 1**

The Board of Trustees shall appoint a committee from their own number or from THE CLUB at large to compile an annual inventory. This committee shall consist of at least two members, but it shall not include the Treasurer.

### **Section 2**

The Board of Trustees may from time to time appoint such other committees from their own membership and from THE CLUB at large, as can best function for the special activities and affairs of THE CLUB.

## **ARTICLE NINE - MEMBERSHIP MEETING**

### **Section 1**

The annual meeting of THE CLUB shall be held at such time and place as the Board of Trustees may designate. Due notice thereof by regular or electronic mail shall be given to the members by the Secretary and twenty active members shall constitute a quorum for the transaction of business. Life, Honorary Life, and Regular Members only shall have the right to vote. The order of business shall be as follows: Reading of the minutes of the previous annual meeting, and of intervening special business meetings, if any. Treasurer's Report. Miscellaneous Business. Election of Officers.

### **Section 2**

A special business meeting of THE CLUB may be called by the President at any time at his discretion, and shall always be called on the written request of 10 percent of the voting members. Notice of a special business meeting, stating the purpose of said meeting, shall be given by the Secretary by mailing a notice via electronic or regular mail of the same to each active member, and by posting the notice on the bulletin board and/or web site of THE CLUB house ten days prior to the date of said meeting. No business shall be transacted other than that mentioned in the notice. Twenty voting members shall constitute a quorum for the transaction of business.

## **ARTICLE TEN - VACANCIES ON THE BOARD AND BOARD MEETINGS**

### **Section 1**

Any vacancy occurring in the Board of Trustees shall be filled by appointment by the remaining Trustees, the person so appointed to hold office until the next annual meeting of THE CLUB, at which annual meeting the vacancies for the remainder of the original term, should there be any, shall be filled by election by the members in the regular manner.

### **Section 2**

The Board of Trustees shall hold meetings on a date to be selected by the President, except that the Board must meet at least once during each quarter of the year. Each member of the Board shall be given at least two days written or verbal notice of such date selected.

### **Section 3**

Any member of the Board of Trustees, who is absent for four (4) or more consecutive called meetings of the Board without submitting a written explanation satisfactory to the Board, shall be deemed to have resigned his office in THE CLUB. The Board shall then proceed to appoint a successor in accordance with the provisions of these By-Laws.

#### **Section 4**

Any and all votes by the Board of Trustees shall be in-person at a meeting, whether regularly scheduled or other, with attendance and minutes recorded. A quorum (simple majority) is required for any action or binding resolution decided upon in said meeting. Material relevant to discussion may be disseminated via electronic medium but any and all voting must be conducted by persons physically present at the meeting. No recorded votes (written or electronic), absentee or proxy votes of any kind are allowed.

### **ARTICLE ELEVEN - CHANGES IN BY-LAWS**

These By-Laws may be amended by the vote of two-thirds of all the members present at any annual meeting of THE CLUB or at any special business meeting thereof called for that purpose; but no amendment shall be made or adopted unless a copy thereof shall have been furnished the Secretary at least two weeks previous to such meeting, nor unless a quorum is present as provided in Article Nine. It shall be the duty of the Secretary to cause all such proposed amendments to be posted on the bulletin board and/or website of THE CLUB and copy thereof sent to each active member, via either electronic or regular mail, not less than one week prior to the meeting at which they are to be considered.

### **ARTICLE TWELVE - ROBERT'S RULES OF ORDER**

The current edition of Robert's Rules of Order Newly Revised shall apply in action taken by THE CLUB not specifically covered in these By-Laws.

### **ARTICLE 13 – DISTRIBUTION OF ASSETS**

If future events render the current properties of North Central Washington Gun Club unusable as a firing range for firearms use, and it becomes necessary to liquidate all real property and or holdings, all monies collected from the sale of North Central Washington Gun Club properties shall not be distributed to the membership.

All monies collected from N.C.W. Gun Club property sale, or funds held in investments, checkbooks, or savings shall be held in trust for the sole purpose of securing property; equipment, permits, or any other needed items to operate a newly located N.C.W. Gun Club. The standing board of directors shall be the trust manager and will receive no compensation for the task of trustee, nor shall this be assigned to any agent that receives compensation for managing the trust.

The intent of this article is not to limit the membership or the board of director's ability to utilize said funds to seek out, secure, and operate a Gun club at a new location. As a result of N.C.W. Gun Club property sales, this article IS INTENDED to severely limit or eliminate the

ability of any member or group to secure and distribute the above mentioned funds to the membership thus dissolving N.C.W. Gun Club.